

GACL/CS/SC/ASE/OBM/104/Gen/16-17

19<sup>th</sup> November, 2016

**The National Stock Exchange of India Ltd.,**  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
**MUMBAI** – 400 051.

The Secretary,  
**The Calcutta Stock Exchange Ltd.,**  
7, Lyons Range,  
**KOLKATA** – 700 001.

**BSE Limited,**  
Floor 25, P J Towers,  
Dalal Street,  
**MUMBAI** – 400 001.

Dear Sirs,

**Sub : Outcome of the Board Meeting in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Further to our letter dated 11<sup>th</sup> November, 2016 and in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors at its Meeting held today i.e. 19<sup>th</sup> November, 2016 has decided /approved the following:

- i) Allotment of 6,50,000 numbers of 7.75% Cumulative Redeemable Preference Shares of Rs.100/- each to Kothari Investment & Industries Private Limited and 5,60,000 numbers of 7.75% Cumulative Redeemable Preference Shares of Rs.100/- each to Kothari & Company Private Limited on private placement basis being the Promoter Group Companies, details of which are attached and marked as **Annexure A**.
- ii) The 82<sup>nd</sup> Annual General Meeting of the Company will be held on Wednesday, 28<sup>th</sup> day of December, 2016 at 11.30 A.M. at the Mini Auditorium Hall of the Science City, J. B. S. Haldane Avenue, Kolkata – 700 046.
- iii) The Register of Members & Share Transfer Books of the Company will remain closed from 21<sup>st</sup> December, 2016 to 28<sup>th</sup> December, 2016 (both days inclusive) for the aforesaid purpose.

This is for your information and record.

Thanking You,

**Yours faithfully,**  
**For GILLANDERS ARBUTHNOT & CO. LTD.**

  
**Company Secretary.**

Encl: a/a

**ANNEXURE - A**

| <b>Sl. No.</b> | <b>Particulars</b>  | <b>Kothari Investment &amp; Industries Private Limited</b>   | <b>Kothari &amp; Company Private Limited</b> |
|----------------|---|--|--|
| 1              | Size of issue   | Rs. 6.50 Crores  | Rs. 5.60 Crores                              |
| 2              | Whether proposed to be listed   | Unlisted   |  |
| 3              | Tenure of the Preference Shares:<br><br>A. Date of Allotment<br><br>B. Date of maturity | 19 <sup>th</sup> November, 2016<br><br>The CRPS shall be redeemed at par, in one or more tranches, but not later than a period exceeding eighteen years from the date of their allotment with the option to the Company to redeem the same at any time after the expiry of five years from the date of their allotment at the discretion of the Board of Directors of the Company.   |  |
| 4              | Details of redemption of Preference Shares indicating the of redemption                 | The CRPS shall be redeemed in cash out of the profits available for distribution as dividend or out of proceeds of a fresh issue of shares made for the purpose of redemption or in any other manner as permitted by law.  |  |
| 5              | Special rights/ interest/ Privileges attached to the instrument and changes thereof.    | <ul style="list-style-type: none"> <li>• The CRPS issued and allotted are non-convertible</li> <li>• The CRPS shall carry a fixed cumulative preferential dividend at the rate of 7.75%, on the capital for the time being paid-up thereon.</li> <li>• The CRPS shall rank for dividend in priority to the equity shares for the time being of the Company, which are presently classified and denoted as Ordinary Shares.</li> <li>• The CRPS shares shall in winding up be entitled to rank, as regards repayment of capital and arrears of dividend, whether declared or not, up to the commencement of the winding up, in priority to Ordinary Shares of the Company but shall not be entitled to any further participation in profits or assets.</li> </ul> |  |

