

VC CORPORATE ADVISORS PVT LTD.

31, Ganesh Chandra Avenue, 2nd Floor, Suite No. 2C, Kolkata-700 013 Tel.: 033 2225 3940, Fax: 033 2225 3941

CIN - U67120WB2005PTC106051

E-mail: mail@vccorporate.com Website: www.vccorporate.com

Date: 05.11.2018

To,
BSE Limited,
Department of Corporate Services,
P.J. Towers, Dalal Street,
Mumbai- 400 001
Scrip Code: 506579

To,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai 400 051
Scrip Code: OCCL

Sub:- Buy Back of Equity Shares by M/s. Oriental Carbon & Chemicals Limited ("Company") to Buy back from the existing shareholders of the Equity Shares of the Company from the Open market through Stock Exchanges at a maximum price not exceeding Rs. 1150/- per equity share for an amount not exceeding Rs. 3500 Lakhs in compliance with the SEBI (Buy-back of Securities) Regulations, 2018

We are pleased to inform you that we have been appointed as the "Manager to the Offer" by M/s. Oriental Carbon & Chemicals Limited, having Registered Office at Duncan House, 31, Netaji Subhas Road, Kolkata-700 001 (West Bengal) for Buy back from the existing owners of the shares of the Company from the Open market through Stock Exchanges at a maximum price not exceeding Rs. 1150/- (Rupees One Thousand One Hundred Fifty Only) ("Maximum Buyback Price") for an amount not exceeding Rs. 3500 Lakhs (Rupees Three Thousand Five Hundred Lakhs Only) ("Maximum Buyback Size") representing 9.60% and 9.84% of the aggregate of the Company's total paid-up equity share capital and free reserves based on the standalone audited financial statements and consolidated audited financial statements of the Company respectively, as at 31.03.2018. The Board of Directors of the Company at its meeting held on 01.11.2018 has approved the Buyback of Equity Shares. The Company does not have any partly paid up shares as on date. The Equity Shares of the Company are presently listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").

We would further like to inform you that the Public Notice cum Public Announcement made by the Company has appeared in Business Standard (English Daily) all editions, Business Standard (Hindi Daily) all editions & Ekdin (Bengali Daily) on Monday, 05.11.2018, in compliance the SEBI (Buy back of Securities) Regulations, 2018.

With reference to above, we are enclosing herewith the following for your kind perusal:

 Copy of Public Announcement as published in the Kolkata edition of the newspaper i.e., Business Standard (English Daily) on 05.11.2018.

2. Soft copy in Compact Disc containing Public Announcement in PDF Format.

Thanking You.

Yours faithfully.

For VC Corporate Advisors Private Limited

(Selani

Urvi Belani

(Asst. Vice President)

Encl: as stated



ORIENT

Registered Office: Du Corporate Office: 14th Floor, World

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF M/S. ORIENTAL CARBON & CHEMICALS LIMITED.

This Public Announcement ("Public Announcement") is being made in relation to the Buyback of Equity Shares of M/s. Oriental Carbon & Chemicals Limited ("Company" or "OCCL") from the open market through stock exchange mechanism, pursuant to the provisions of Regulation 16(iv)(b) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("Buyback Regulations") and, inter-alia, contains the disclosures as specified in Schedule IV to the Buyback Regulations.

OFFER FOR BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES:

Part A - Disclosures in accordance with Schedule I of the Buyback Regulations.

- 1. DETAILS OF THE BUY BACK OFFER AND OFFER PRICE :
- 1.1. Pursuant to article 33 of the Articles of Association of the Company and the provisions of Sections 68, 69, 70, and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014 and other applicable Rules thereunder, each as amended from time to time (the "Companies Act") (including any re-enactment of the Companies Act or enactment of any rules framed thereunder from time to time), and the provisions of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, the Board of Directors of the Company at their meeting held on 01.11.2018 (the "Board Meeting"), approved the buyback of the fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company (the "Equity Shares") from the Members/ beneficial owners, other than those who are Promoters or Persons in Control of the Company (herelnafter collectively referred to as the "Promoters") and Promoter Group, from the open market through stock exchange mechanism i.e., using the electronic trading facilities of the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"), where the equity shares of the Company are presently listed (hereinafter collectively referred to as the "Stock Exchanges") for an aggregate amount not exceeding Rs. 3500 Lakhs (Rupees Three Thousand Five Hundred Lakhs Only) (the "Maximum Buyback Size"), and at a price not exceeding Rs. 1150/- (Rupees One Thousand One Hundred Fifty Only) per Equity Share (the "Maximum Buyback Price"), payable in cash (the process being referred hereinafter as "Buyback"). The Maximum Buyback Size does not include brokerage, costs, fees, lumover charges, taxes such as Securities Transaction Tax, Goods and Services Tax (if any), Stamp Duty and other transaction charges (collectively referred to as "Transaction Costs"). The Maximum Buyback Size represents 9.60% and 9.84% of the aggregate of the Company's total paid-up equity share capital and free reserves based on t
- 1.2. In accordance with Regulation 15 of the Buyback Regulations the Company shall utilize at least 50% of the Maximum Buyback Size i.e. Rs.1750 Lakhs (Rupees One Thousand Seven Hundred Fifty Lakhs Only) ("Minimum Buyback Size") and the Company accordingly will purchase a minimum of 152174 (One Lakh Fifty Two Thousand One Hundred Seventy Four) Equity Shares based on the Maximum Buyback Price.
- 1.3. The Board (or a Committee duly constituted by the Board to exercise its powers in relation to the Buyback, i.e., the Buyback Committee), shall determine, at its discretion, the time frame for completion of the Buyback and may close the Buyback (which shall not be longer than (6) six months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities) after the Minimum Buyback Size has been reached, and irrespective of whether the Maximum Buyback Size has or has not been reached, after giving appropriate notice for such closure and on completing all formalities in this regard, in accordance with the Companies Act and/or Buyback Regulations.
- 1.4. The indicative maximum number of Equity Shares to be bought back at the Maximum Buyback Size and the Maximum Buyback Price is 304347 (Three Lakhs Four Thousand Three Hundred Forty Seven) Equity Shares ("Maximum Buyback Shares"), which does not exceed 25% of the total paid up equity share capital of the Company. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. The Company shall, during the Buyback period and upon completion thereof, comply with the requirement of maintaining a minimum public shareholding of at least 25% of the total paid up Equity Share capital of the Company as provided under Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 1.5. The Buyback will be implemented by the Company out of its securities premium account, free reserves or such other source as may be permitted under Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations and shall be from the open market through the Stock Exchanges, by the order matching mechanism except 'all or none' order matching system, as provided under the Buyback Regulations. The Company shall not Buyback through negotiated deals whether on or off the Stock Exchanges or through spot transactions or through any private arrangements. Further, as required under the Companies Act and Buyback Regulations, the Company shall not purchase equity shares which are locked-in or non-transferable, in the Buy-back, until the pendency of the lock-in or until the Equity Shares become transferable, as applicable. There are no partly paid-up Equity Shares with calls in arrears in OCCL.
- 1.6. A copy of this Public Announcement is available on the Company's website (i.e., www.occlindia.com) and will also be available on the website of the Securities and Exchange Board of India ("SEBI") (i.e., www.sebi.gov.in), and on the websites of Stock Exchanges, (i.e., www.bseindia.com and www.nseindia.com).
- 2. NECESSITY FOR THE BUYBACK AND DETAILS THERE OF

The Board of Directors of OCCL are of the view that the Buyback will help the Company to achieve the following objectives: (a) optimize returns to shareholders; (b) enhance overall shareholders' value and (c) optimize the capital structure. The above objectives will be achieved by returning part of surplus cash back to members through the Buyback process. This will lead to reduction in outstanding Equity Shares, improvement in earnings per share, based on the assumption that the Company would earn similar profits as in the past, and enhanced return on equity capital. The Buyback will not fin any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations. Thus, the Board at its meeting held on 01.11.2018, considered the accumulated free reserves as well as the cash liquidity reflected in the audited accounts as on 31.03.2018, on standalone and consolidated basis respectively, and considering these, the Board decided to allocate a sum of Re. 28001 lakes (Pursue)

Three Thousand Five Hundred Lakhs Only) excluding Transaction Costs for distributing to the members holding Equity Shares of the Company through the Buyback.

3. BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS:

2

- 3.1. The maximum Buyback Price of Rs. 1150/-(Rupees One Thousand One Hundred Fifty Only) per Equity Share has been arrived at after considering various factors, including average of the weekly high and low of the closing share price of the Equity Shares on the Stock Exchanges (till 31.10.2018), the net worth and performance of the Company. The Maximum Buyback Price excludes the Transaction Costs.
- 3.2. The Maximum Buyback Price represents a premium of 17.78% and 17.94% compared to the average of the weekly high and low of the closing prices of the Equity Shares on the BSE and NSE, respectively, during the two weeks preceding the date of the Board Meeting.
- 3.3. The Buyback is proposed to be completed within a maximum period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities. Subject to the Maximum Buyback Price of Rs.1150/- (Rupees One Thousand One Hundred Fifty Only) per Equity Share and maximum validity period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities, and achievement of the Minimum Buyback Size, the actual time frame and the price for the Buyback will be determined by the Board/ Buyback committee, at their discretion, in accordance with the Buyback Regulations.

However, in accordance with the regulation 19(iii) of the Buyback Regulations, Buyback price for the Equity Shares in physical form ("Physical Shares") will be determined as the volume weighted average price of the dematerialised Equity Shares ("Demat Shares") bought back, other than in the physical form, during the calendar week in which such Physical Shares are received by Ashika Stock Broking Limited ("Company's Broker") (or in case no Equity Shares are bought back in the normal market during that calendar week then the preceding week when the Company last bought back Equity Shares) and the price of Physical Shares tendered during the first calendar week of the Buyback shall be the volume weighted average market price of the Equity Shares of the Company during the preceding calendar week.

- 3.4. At the Maximum Buyback Price and for Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 3,04,347 (Three Lakh Four Thousand Three Hundred Forty Seven Only) Equity Shares. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the Indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size.
- 3.5. Further, the Company shall utilize at least 50% of the Maximum Buyback Size i.e. Rs.1750 Lakhs (Rupees One Thousand Seven Hundred Fifty Lakhs Only) towards the Buyback and the Company will accordingly purchase a minimum of 1,52,174 (One Lakh Fifty Two Thousand One Hundred Seventy Four) Equity Shares ("Minimum Buyback Shares") based on the Maximum Buyback Price.
- 3.6. The actual number of Equity Shares bought back will depend upon the actual price paid for the Buyback, excluding the Transaction Costs paid for the Equity Shares bought back, and the aggregate amount paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in outstanding number of Equity Shares would depend upon the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period.

4. DETAILS OF PROMOTERS AND PROMOTER GROUP'S SHAREHOLDING AND OTHER DETAILS:

4.1. The number of the Equity Shares held by the Promoters & Promoter Group, Directors of the Promoters & Promoter Group, and of persons who are in control of the Company, as on the date of the Board Meeting dated 01.11.2018, is given below:

	Name	Category	No. of Equity Shares	% of paid-up equity share capital
A.	Promoters& Promoter Group:			
	Apama Goenka	Promoters	200000	1.94
1	Arvind Goenka	Promoters	107500	1.04
1	Akshat Goenka	Promoters	100000	0.97
1	Cosmopolitan Investments Limited	Promoter Group	1907528	18.53
1	New India Investment Corporation Ltd.	Promoter Group	1212136	11.77
	Duncan International (India) Limited	Promoter Group	994616	9,66
	Haldia Investment Company Limited	Promoter Group	598895	5,82
	Disciplined Investments Limited	Promoter Group	30000	0.29
B.	Directors of the Promoters & Promoter Group Companies:			
	Anurag Jain		2675	0.02
1		Total	5153350	50.05

4.2. None of the persons mentioned in Paragraph 4.1 above has purchased/ sold any Equity Shares of the Company (either through the stock exchanges or off market transactions) during the six months preceding the Board Meeting held on 01.11.2018, except the following:

(a) M/s. Haldia Investment Company Limited

	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum Price (Rs.)	Date of minimum price
M	7000	1199.13 per share	06.08.2018	1171.43 per share	02.08.2018
(b)	M/s. Cosmopolitan Investments	Limited	The Later of the L		
	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum Price (Rs.)	Date of minimum price
10	3009	1206.16 per share	03.08.2018	1200 per share	03.08.2018
(c)	M/s. New India Investment Corp	oration Limited	1600	Charles and the last	Contraction of
	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum Price (Rs.)	Date of minimum price
121	10000	1206.21 per share	08.08.2018	1165.91 per share	02.08.2018

TAL CARBON & CHEMICALS LI CIN No.: L24297WB1978PLC031539 Duncan House, 31, Netaji Subhas Road, Kolkata-700 001, Tel. No. (033) 2230 6831/ 6832, Fax Norld Trade Tower, Plot No. C-1, Sector-16, Noida-201301, E-mail: investorfeedback@occlindia.cx

Y	(d)	Mr. Anurag Jain, Director of M/s.	Cosmopolitan Investm	ents Limited and Ha	Idla Investment Co.	Ltd.:	9.
-	1	Aggregate Number of	Maximum Price	Date of	Minimum Price (Rs.)	Date of	9.1.
ร. ท,		equity shares purchased 200	(Rs.) 1000.25 per share	21.09.2018	990.10 per share	21.09.2018	3.1
of ed	4.3.	Non-Participation by Promote Buyback shall not be made from per Regulation 24(I)(e) of the Bu deal in the Equity Shares or oth market transactions (including in date of the Board meeting till the	Promoters and Promoty yback Regulations, the er specified securities iter-se transfer of Equi	ter Group or person Promoters and Pro- of the Company eit ty Shares among the	ns in control of the Comoter Group or their ther through the Sto	Company. Further, as r associates shall not ck Exchanges or off-	9.2
all s)	5.	No Defaults: The Company confirms that ther payment thereon, redemption of					
ng ne	6.	of term loans or interest payable Confirmation by the Board of E	thereon to any financia				9.3
of y m er por de	6.1.	The Board has confirmed in their Company and that they have for there will be no grounds on which prospects for the year immediate with respect to the management and to the amount and character during that year, the Company who rendered insolvent within such	Board Meeting that the detection of the following opinion to the Company could be also following the date of of the Company's busing the date of the financial resource will be able to meet its in the one year period from	on: I) that immediate to put the Board Meeting, incess during the years which will in the labilities as and when the date of the Board the Board when the Bo	ly following the date ay its debts; ii) as re- and having regard to ir following the date Board's view be avai an they fall due and ard Meeting; and iii)	of the Board Meeting gards the Company's the Board's intention of this board meeting lable to the Company the Company will not in forming an opinion	9.4
d d s.	7.	as aforesaid, the Board has take up under the provisions of the C and contingent liabilities). Report by the Company's Statu	ompanies Act or the In	solvency and Bank	ruptcy Code, 2016 (i	including prospective	
ed 18	,	Mehta & Co., Chartered Account reproduced below: "Quote:					10.
JP ith	-	To, The Board of Directors, M/s. Oriental Carbon & Chemic	cals Limited,				
m :")	1001	Duncan House, 31, Netaji Subha	s Road, Kolkata- 7000	01	S (200)		+
ed 10	100 m	Dear Sir/ Madam, Sub: Statutory Auditor's Rep Chemicals Limited ('the Comp India (Buy-back of Securities)	any') in terms of clau	se (xi) of Schedule	I of Securities and		
er er	1.	This Report is issued in accorda with Oriental Carbon & Chemical		our service scope le	tter engagement dat	ted October 31, 2018	-
m all m	2.	The Board of Directors of the Co- its meeting held on November 0 Act, 2013 (the "Act") and the Buy provide a report on the accompa as at March 31, 2018 (hereinafter which we have initiated for the pr	1, 2018 in pursuance of yback Regulations. We anying statement of pe referred to as the "state	of the provisions of shave been requestermissible capital payment"). This stateme	Sections 68, 69 and ed by the management of yment (including pre	70 of the Companies ent of the company to mium) ('Annexure A')	
es id		agement Responsibility					
of, by	3.	The preparation of the Statement with the Buyback Regulations, is the amount of the permissible casupporting records and documen control relevant to the preparation and making estimates that are re-	the responsibility of the opital payment, the prep ts. This responsibility in and presentation of the	e Management of the pacation and mainter cludes the design, in e Statement and ap	ne Company, includir nance of all accounti nplementation and m	ng the computation of ng and other relevant aintenance of internal	
er ns	4.	The Board of directors is responsion opinion that the company will of the Board of Directors with res	not be rendered insolv	ent within a period o			1
50,50		tor's Responsibility	1			5 5 6 5	1
8 8	5. i.	Pursuant to the requirement of the whether we have inquired into the financial statements as at March	state of affairs of the C	the second second			1
xe 18	ii.	if the amount of permissible capi audited standalonefinancial state 2013; and	tal payment as stated i				1
ng	iii.	if the Board of Directors of the C specified in Clause (x) of Schedu not, having regard to its state of	ule I to the Buyback Re affairs, be rendered ins	gulations, on reason olvent within a perio	nable grounds and the od of one year from the	at the Company will he aforesaid date.	3
al ok ie ih	6.	The standalone and consolidates which we have Issued an unmod standalone financial statements pronouncements issued by the Isperform the audit to obtain reason.	fified audit opinion in ou in accordance with the institute of Chartered Ac	or report dated May : Standards on Auditi countants of India.	29, 2018. We conduing and other applica Those Standards rec	cted our audit of the ble authoritative uire that we plan and	
004	7.	We conducted our examination of for Special Purposes, issued by	f the Statement in accom	dance with the Gulda	ince Note on Audit Re	eports and Certificates	1

menerologic color of aniles issued at the healthe of changes recombined of holes.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Relativese Engagements.

Opinion:

- Based on our examination as above, and the information and explanation given to us, we state that we have inquired into the state of affairs of the Company and in our opinion.
- (i) The permissible capital payment towards buyback of equity shares, as stated in the statement, is in our view properly determined in accordance with Section 68 of the Act; and
- (ii) The Board of Directors, in their meeting held on November 01, 2018 have formed the opinion, as specified in clause (x) of Schadule I of the Regulations, on reasonable ground, that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from November 01, 2018 and we are not aware of anything to indicate that the opinion expressed by the Directors in the declaration as to any of the matters mentioned in the declaration is unreasonable in circumstances as at the date of declaration.

This report has been issued at the request of the Company solely for use of the Company (i) In connection with the proposed buyback of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the public announcement and other documents pertaining to buyback to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the Managers, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose.

For S S Kothari Mehta & Co. Chartered Accountants Firm Registration Number: 000756N Membership No. 094380 Date: November 1, 2018 Place: Noida

Annexure A

statement of permissible capital payment of M/s. Oriental Carbon & Chemicals Limited

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with section 68(2)(c) if the Companies Act, 2013 ("the Act") based on audited standalone and consoliated financial statements as at and for the leriod ended March 31, 2018:

articulars			Amount (Rs. In lakh)
		Standalone	Consolidated
aid-up Equity Share capital as at 31 March 2018 0296062 equity shares of Rs.10/- each fully paid-up and orfeited Shares of Rs. 1.52 lacs) #	(A)	1,031.13	1,031.13
ree reserves as at March 31, 2018*#		and the same	1000000
Securities premium account	200	1,792.64	1,792.64
General reserve	16 THE	2,613.88	2,613.88
Retained earnings		31,034.78	30,136.17
otal free reserves	(B)	35,441.30	34,542.69
otal Pald-up equity capital and free reserves as March 31, 2018	C = (A + B)	36,472.43	35,573.82
emissible capital payment in accordance with Proviso to action 68(2)(c) of the Companies Act, 2013 (25% of the total aid-up equity capital and free reserves)		9,118.11	8,893.46
emissible capital payment for Buyback in accordance with oviso to Regulation 4(iv) of the Securities and Exchange pard of India (Buyback of Securities) Regulations, 2018 5% of total paid-up Equity capital and free reserves)		5,470.86	5,336.07
ermissible capital payment in accordance with proviso to ection 68(2)(b) of the Act requiring Board Resolution 3% of total paid-up Equity Share capital and free reserves)		3,647.24	3,557.38
oposed capital payment restricted to 10% of the total paid-up juity capital and free reserves		3,500.00	3,500.00

Free reserves as defined in Section 2(43) of the Companies Act, 2013 read along with Explanation II provided in Section

The above calculation of the paid-up Equity Share Capital and Free Reserves as at March 31, 2018 for Buyback of equity shares is based on the amounts appearing in the audited standalone financial statements of the Company for the year ended March 31, 2018. These financial statements of the Company are prepared in accordance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

For and on behalf of Oriental Carbon & Chemicals Limited

Sd/-Arvind Goenka Managing Director DIN: 00135653 Date: November 1, 2018 Place: Noida Sd/-Anurag Jain Chief Financial Officer Date: November 1, 2018 Place: Noida

quote"

rt B - Disclosures in accordance with Schedule IV of the Buyback Regulations:

Date of Board and Members' approval for the Buyback

The Buyback has been approved by the Board in the Board Meeting dated 01.11.2018

KOLKATA | MONDAY, 5 NOVEMBER 2018 Business Standard

IMITED

ax No. 033-2243 4772

a.com; Website: www.occlindia.com



- Minimum and maximum number of Equity Shares proposed to be bought back, sources of funds and cost of financing the Buyback
- The actual number of Equity Shares bought back will depend upon the actual price paid for the Buyback, excluding the Transaction Costs paid for the Equity Shares bought back, and the aggregate amount paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in outstanding number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback
- 9.2. At the Maximum Buyback Price and for Maximum Buyback Size, the Indicative maximum number of Equity Shares bought back would be 304347 (Three Lakh Four Thousand Three Hundred Forty Seven) Equity Shares. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the maximum number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company as on 31.03.2018.
- 9.3. Further, the Company shall utilize at least 50% of the Maximum Buyback Size i.e. Rs.1750 Lakhs (Rupees One Thousand Seven Hundred Fifty Lakhs Only) towards the Buyback and the Company will accordingly purchase a minimum of 152174 (One Lakh Fifty Two Thousand One Hundred Seventy Four) Equity Shares, based on the Maximum **Buyback Price**
- The Buyback (including the Transaction Costs) will be funded from the accumulated surplus funds available with the Company, in the form of cash and/ or out of internal accurals of the Company, in accordance with Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations.
- As mentioned in Paragraph 9.2 above, in continuation of the Company's efforts to effectively utilize its resources, it is proposed to Buy-back upto 9.60 % and 9.84% of the paid-up share capital and free reserves based on the audited financial statements of the Company as at March 31, 2018 on standalone and consolidated basis respectively, from the open market through the Stock Exchanges. The Buy-back of Equity Shares will result in a reduction in number of shares accompanied by a likely increase in EPS and return on capital employed. The Company believes that the Buy-back will create long term value for continuing shareholders.

١	10.	Proposed timetable:	And the last of the Parish of the Last Service Co.
		Activity	Date
		Date of Board resolution approving Buyback	01.11.2018
		Date of publication of the Public Announcement	05.11.2018
1		Date of opening of the Buyback	14.11.2018
		Acceptance of Demat Shares	Upon the relevant pay-out by the Stock Exchanges
1	1	Verification/Acceptance of Physical Shares	Within 15 days of pay-out by the Stock Exchanges
1		Extinguishment of Demat Shares	In case the Demat Shares are bought back, the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996/2018, as amended and the bye-laws framed thereunder
	No. of Lot, House, etc., in case, which we have a second	Extinguishment of Physical Shares	In case the Physical Shares are bought back, the share certificates will be extinguished within 15 days of succeeding month in which such Equity Shares were bought back, provided that the Company shall ensure that all Equity Shares bought back are extinguished within seven days from the last date of completion of Buyback
1	ALL DAY	Last date for the completion of the Buyback	Earlier of: (a) six months from the date of the opening of the Buyback; or (b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or
The state of the s			(c) at such earlier date as may be determined by the Board/ Buyback Committee after giving notice of such earlier closure, subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even if the Maximum Buyback Size has not been bended or the Maximum Buyback Shares have not been bought back), provided, that all payment obligations relating to the Buyback shall be completed before the last date for the Buyback

- 11. Process and methodology to be adopted for the Buyback
- 11.1. The Buyback is open to all Members holding Physical Shares, and beneficial owners holding Demat Shares. The Promoters and Promoter Group and persons in control of the Company shall not participate in the Buyback.
- 11.2. Further, as required under the Companies Act and Buyback Regulations, the Company will not Buyback Equity Shares which are locked-in or non-transferable, until the pendency of such lock-in, or until the time such Equity Shares become transferable, as applicable.
- 11.3. The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations.
- 11.4. For the implementation of the Buyback, the Company has appointed Ashika Stock Broking Limited as the Company's Broker through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

Name: Ashika Stock Broking Limited, CIN:U65921WB1994PLC217071

Trinity, 226/1, AJC Bose Road, 7th Floor Kolkata – 700 020, India
Tel. No.: +91 33 4010 2500, Fax No.: +91 33 2289 1555,
E-mall Id: dpservices@ashikagroup.com, Website: www.ashikagroup.com
Contact Person: Mr. Ashwini Kumar

Control of the second s

at NSE. The ISIN of the Equity Shares of the Company is INE321D01016. As mentioned below, the Company shall make arrangements to facilitate participation in the Buyback by Members who hold Physical Shares. Members holding Physical Shares can sell their Equity Shares in the separate window created for the physical trading segment by the Stock Exchanges

11.6. The Company shall, commencing from 14.11.2018 (i.e., the date of opening of the Buyback), place "buy" orders on the BSE and/or NSE on the normal trading segment to Buyback the Equity Shares through the Company's Broker, at least once in week, in such quantity and at such price, not exceeding the Maximum Buyback Price of Rs.1150/- (Rupees One Thousand One Hundred Fifty Only) per Equity Share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as purchaser shall appear on the electronic screen of the Stock Exchanges.

11.7. Procedure for Buyback of Demat Shares:

Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of either of the Stock Exchanges by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a "buy" order for Buyback of the Equity Shares. The Company shall place a "buy" order for Buyback of Demat Shares, by indicating to the Company's Broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Stock Exchanges and SEBI. Orders for Equity Shares on be placed on the trading days of the Stock Exchanges.

- 11.8. It may be noted that a uniform price would not be paid to all the Members/beneficial owners pursuant to the Buyback and that the same would depend on the price at which the trade with that particular Members/beneficial or
- 11.9. Procedure for Buyback of Physical Shares: The Company shall approach the Stock Exchanges for permission to use a separate window for the Buyback of Physical Shares in terms of Regulation 19 of the Buyback Regulations ("Physical Share Buyback Window").
 - Share Buyback Window').
 11.10. Upon completion of formalities with the Stock Exchanges to use their Physical Share Buyback Window, the Company shall Buyback the Physical Shares from the Members. The procedure for Buyback of Physical Shares in the Physical Share Buyback Window shall be subject to requirements provided by the Stock Exchanges and any directions issued in this regard. As per Regulation 19 of the Buyback Regulations: (i) The Physical Share Buyback Window shall remain open during the Buyback period, for the Buyback of Physical Shares. (ii) Physical Shares shall be bought back from eligible Members through the Physical Share Buyback Window, only after verification of the requisite documents by the Registrar and Share Transfer Agent of the Company and on completion of the successful verification, the sale transaction may be executed by the broker appointed by the eligible Members or Company's Broker. (iii) The price at which the Physical Shares are bought back shall be the volume weighted average price of the Demat Shares bought back during the calendar week in which such Physical Shares are received by the Company's Broker. In case no Equity Shares are bought back in the normal market during that calendar week then the preceding week when the Company last bought back the Equity Shares would be considered. The price of Physical Shares tendered during the first calendar week of the Buyback shall be the volume welghted average market price of the Equity Shares of the Company during the preceding calendar week. The sale consideration would be paid immediately after the payout of the Stock Exchange, which in no event will belater than seven days after the date of sale.
 11.11. Members holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete
- which in no event will belater than seven days after the date of sale.

 11.11. Members holding Physical Shares and proposing to participate in the Buyback will be required to submit a complete set of documents for verification procedure to be carried out, including: (i) original physical share certificate(s); (ii) valid share transfer form(s) duly filled, stamped, signed by the transferors (by all the eligible Members in case the Equity Shares are in joint names in the same order in which they hold Equity Shares in the Company) as per the specimen signatures lodged with the Company and duly witnessed at the appropriate place authorizing the transfer of the Equity Shares bought back in favour of the Company; (iii) In case of unregistered Member (a) Original Equity Share certificates accompanied by valid share transfer forms as received from the market, wherein the name of the transferee has not been filled in and (b) Original broker contract note of a registered broker of a recognized Stock Exchange in relation to the purchase of the Equity Shares being tendered in this case; (iv) KYC Form (to be filled and signed by all holders), Acceptance Form and Declaration Form (to be signed by all Members(s) including by joint holders of shares). The KYC Form, Acceptance Form and Declaration Form can be obtained by contacting the Company's Registrar and Share Transfer Agent at the details mentioned in Paragraph 21 below; (v) Bank account details of the first named holder along with copy of a self-attested cancelled cheque; (vi) a self-attested copy of the Member's including joint holders) PAN Card or other documents confirming the member's identity; (vii) a self-attested copy of a document confirming the first holder's current address; (viii)details of telephone number and email address of all the Members (Including joint Members); (ix) copies of regulatory approvals required, if any, by the Member for the transfer of Equity Shares to the Company; (x) any other relevant documents such as power of attomey, corporate auth

: Ashika Stock Broking Limited, CIN:U65921WB1994PLC217071 Trinity, 226/1, AJC Bose Road, 7th Floor Kolkata – 700 020, India Tel. No.: +91 33 4010 2500, Fax No.: +91 33 2289 1555 E-mail Id: dpservices@ashikagroup.com, Website: www.ashikagroup.com Contact Person: Mr. Ashwini Kumar

Contact Person: Mr. Ashwini Kumar

The following documents are admissible as proof of identity: (i) Unique Identification Number (UID) (Aadhaar)/passport/voter id card/driving Ilcense, (ii) PAN card with photograph, (iii) Identity card/document with applicant's photo, issued by any of the following: Central/State Government and its departments, statutory/regulatory authorities, public sector undertakings, scheduled commercial banks, public financial institutions, colleges affiliated to Universities, professional bodies such as ICAI, ICWAI, ICSI, Bar council etc., to their members: and credit cards/debit cards issued by banks, (iv) certificate of incorporation, memorandum and articles of association in case of companies, (v) a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008 in case of limited liability partnerships and (vi) trust deed in case of trusts; and (xii) The following documents are admissible as proof of address: (i) passport/voters identity card/ration card/registered lease or sale agreement of residence/driving license/flat maintenance bill/insurance copy/Unique Identification Number (UID) (Aadhaar), (ii) utility bills like telephone bill (only land line), electricity bill or gas bill - Not more than 3 months old, (iii) bank account statement/passbook - not more than 3 months old, (iv) self-declaration by high court and supreme court judges, giving the new address in respect of their own accounts, (v) proof address issued by any of the following: bank managers of scheduled commercial banks/ scheduled co-operative banks/ multinational foreign banks/ gazeited officer/ notary public/ elected representatives to the legislative assembly/ parllament/ documents Issued by any Government or statutory authority and (vi) identity card/ document with address, issued by any of the following: Central/ State Government and its departments; statutory/ regulatory authorities and professional bodies such as ICAI, ICWAI, ICSI, Bar Council etc., to their members. Ple

Business Standard KOLKATA | MONDAY, 5 NOVEMBER 2018

- 11.12. Members are free to sell or hold their Physical Shares entirely at their discretion and that process is designed in accordance with Buyback Regulations only to assist those Members holding Equity Shares in the physical form, who are desirous of selling their Equity Shares and who would like to have a broker to enable them to do so and with abridged KYC requirements.
- 11.13. Members holding Physical Shares should note that Physical Shares will not be accepted for Buyback unless a complete set of documents as mentioned in Paragraph11.11 of Part B above Is submitted to Company's Broker. Acceptance of the Physical Shares for Buyback shall be subject to verification of the documents submitted by the Members as per the Buyback Regulations and any other directions issued by the SEBI or the Stock Exchanges In this regard. The Company will endeavour to complete the Buyback of the Physical Shares in the week subsequent to the week in which such physical shares are received by the Company's Broker. Please note that there could however be a delay in completing the transaction due to unavoidable circumstances. In case of receipt of incompletions the Members holding Physical Shares the price population for the Buyback of the Physical Shares will be the price population for the Buyback of the Physical Shares will be the price population for the Buyback of the Physical Shares will be the price population for the Buyback of the Physical Shares will be the price population for the Buyback of the Physical Shares will be the price population for the Buyback of the Physical Shares will be the price provided the price of the Buyback of the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price provided to the Physical Shares will be the price to the Physical Shares will be the price provided to the Physical Shares will be the price prov the Members holding Physical Shares, the price payable for the Buyback of such Physical Shares will be the price applicable in accordance with Paragraph 11.10 above during the week in which the documentation in respect of the Buyback of such Physical Shares has been completed in all respects.
- Members are requested to get In touch with VC Corporate Advisors Private Limited ("Merchant Banker") or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.
- 11.15. Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to Buyback any additional Equity Shares or confer any right on the part of any Member to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached, and/or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. The Company is under no obligation to utilize the entire amount of Maximum Buyback Size or buy all the Maximum Buyback Shares. However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the escrow account (up to a maximum of 2.5% of the Maximum Buyback Size), shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 11.16. The Company shall submit the information regarding the Equity Shares bought back by it to the Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website i.e., www.occlindia.com on a daily basis.

12. Method of Settlement:

- 12. Method of Settlement:
 12.1. Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's Broker on or before every pay-in date for each settlement, as applicable to the respective Stock Exchanges where the transaction is executed. The Company shall open a depository account styled "OCCL Buyback Escrow Account Operated by VC Corporate Advisors Private Limited" ("Buyback Demat Account") with Ashlka Stock Broking Limited. Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ("DP") for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procadure applicable to normal secondary market transactions. The beneficial owners would also be required to provide to the Company's Broker, copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company as referred to in Paragraph 11.11 above.
 12.2. Settlement of Physical Shares: Members holding Physical Shares would be required to present the complete set
- 12.2. Settlement of Physical Shares: Members holding Physical Shares would be required to present the complete set of documents referred to in Paragraph 11.11 above to Company's Broker within the time period prescribed under the
- 12.3. Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 1996, as amended and by-laws, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished within 15 (fifteen) days of acceptance of the Demat Shares, provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the last date of completion of the Buyback.
- 12.4. Extinguishment of Physical Shares: Physical Shares bought back by the Company during a month shall be extinguished and physically destroyed by the Company in the presence of the Merchant Banker and the Statutory Auditor of the Company by the 15th (fifteenth) day of the succeeding month, provided that the Company undertakes to ensure that all Physical Shares bought back are extinguished within 7 (seven) days from the last date of completion of the Buyback, in compliance with the Buyback Regulations.
- 12.5. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash

Brief information about the Company:

- 13. 1. Oriental Carbon & Chemicals Limited ("OCCL") was originally incorporated under the provisions of Companies Act, 1956 on 19.06.1978 as a Limited Company under the name and style "Dharuhera Chemicals Limited" with the Registrar of Companies, West Bengal, Kolkata and obtained the Certificate of Commencement of Business pursuant to Section 149(3) of the Companies Act, 1956 from the Registrar of Companies, West Bengal vide certificate dated 09.03.1983. Subsequently, the name of the Company was rechristened to its present name and a fresh certificate of incorporation reflecting the change in name was issued on 24.01.1985 by the Registrar of Companies, West Bengal, Kolkata. The CIN of OCCL is L24297WB1978PLC031539. The Equity Shares of the Company are presently listed at the BSE Limited and the National Stock Exchange of India Limited.
- 13.2. The core business of OCCL is manufacturing and sale of insoluble Sulphur, a vulcanizing agent used in the rubber industry and mainly used by tyre manufacturing companies. OCCL produces wide range of insoluble sulphur grades which are being widely exported to leading tyre companies around the world. OCCL's efforts in exports have earned them Government of India's recognition as certified "Star Export House". OCCL is the undisputed leader with major market share of the product in India. OCCL has three manufacturing plants as follows: (i) insoluble Sulphur Manufacturing unit at Dharuhera, Haryana, (ii) Insoluble Sulphur Manufacturing (SEZ Unit) at Mundra SEZ, Mundra, Kutch, Gujarat and (iii) Sulphuric Acid Manufacturing at Dharuhera, Haryana.

14. Brief financial information about the Company:

14.1. The statement of financial information of the Company on the stand-alone basis, based on the audited results the last three financial years ended 31.03.2018 and the unaudited and certified results for period ended 30.09.2018 given below:

Particulars	Haff-yearly ended 30.09.2018 Unaudited & Certified (Ind- AS)	Year ended 31.03.2018 Audited (Ind- AS)	Year ended 31.03.2017 Audited (Ind- AS)	Year ended 31.03.2016 Audited (GAAP)
Revenue from operations	19050.07	33202.51	31057.99	27471.72
Other income	275.54	554.53	678.11	568.64
Total Income (including other income)	19325.61	33757.04	31736.10	28040.36
Less: Total Expenses (excluding Finance costs, Depreciation & Amortisation expenses and Tax)	13311.21	23374.39	22247.96	19364.24
Less: Finance Costs	383,76	785.27	501.00	634.68
Less: Depreciation & Amortisation	892.59	1634.07	1515.43	1565.12
Profit/(loss) before tax and exceptional item	4738.05	7963.31	7471.71	6476.32
Less: Current Tax	974.57	1692.19	1223.38	1175.51
Lass: Deferred Tax	358,22	596.11	830.96	2.08
Profit/ (Loss) after tax	3405.26	5675.01	5417.37	5298.73
Other Comprehensive Income/(loss) – (Net of Tax)	(5.99)	57.75	218.72	14
Total Comprehensive Income / (Loss)	3399.27	5732.76	5636.09	V (-14)
Equity Share Capital	1031.13	1031.13	1031.13	1031.13
Other Equity/Reserves & Surplus (excluding Capital Reserve and Capital Redemption Reserve)	37977.69	35441.30	31005.49	25836.28
Net worth	39008.82	36472.43	32036.62	26867.41
Total debt	12128.36	11838.85	10399.90	7340.79

Note: a. The standalone financial results for the quarter and half-yearly ended 30.09.2018 and for years ended 31.03.2018, 31.03.2017 have been prepared in accordance with Ind-AS notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 to the extent applicable ("Ind-AS Financial Statements"). The standalone financial statements for the financial year ended 31.03.2016 has been prepared in accordance with the previously accepted accounting principles followed in India ("Indian GAAP Financial Statements"). Accordingly, the Ind-AS Financial Statements of the Company will not be comperable with Indian GAAP Financial Statements. b. For the above purpose, "net worth" means the aggregate value of the paid-up share capital and ell reserves created out of the profits and securities premium account. c. Total income and Total expenses for the half year ended 30.09.2018 are as per published quarterly results (unaudited) prepared as per IND-AS. d. Other Equity excludes Items of other Comprehensive Income. e. Total debt as at 30.09.2018 have been taken from unaudited books of account since this information is not required to be furnished in the unaudited financial results for the quarter and half-year ended 30.09.2018.

Key Financial Ratios:

Particulars	Half-yearly ended 30.09.2018 Unaudited & Certified (Ind- AS)	Year ended 31.03.2018 Audited (Ind- AS)	Year ended 31.03.2017 Audited (Ind- AS)	Year ended 31.03.2016 Audited (GAAP)
Earnings/(Loss) per Share (Rs.) - Basic	33.07^	55.12	52.62	51.46
Earnings/(Loss) per Share (Rs.) - Diluted	33.07^	55.12	52.62	51.46
Book Value Per Share (Rs.)	378.86	354.23	311.15	260.95
Return on Net worth (%)	8.73^	15.56	16.91	19.72
Debt-Equity Ratio- Total Debt/ Net worth	0.31	0.32	0.32	0.27

*Non- annualized.

Note: 1 Earnings per share is calculated as profit after tax for the relevant year/period divided by average number of equity shares outstanding during the year/period. 2 Book value per Share = Net Worth (excluding Revaluation Reserves, if any) divided by average number of equity shares outstanding during the year/period. 3 Return on Networth = Profit after Tax (excluding other comprehensive income)/ Net Worth (excluding revaluation reserves, if any). 4 Debt-Equity Ratio = Total Debt /Net Worth.

14.2. The statement of financial information of the Company on the consolidated basis, based on the audited results for the last three financial years ended on 31.03.2018 is given below:

(Amount Rs. In Lakhs)

1

Particulars	Year ended 31.03.2018 Audited (Ind- AS)	Year ended 31.03.2017 Audited (Ind- AS)	Year ended 31.03.2016 Audited (GAAP)	A STATE OF THE PARTY OF THE PAR
Revenue from operations	37376.09	34910.41	33812.69	
Other income	527.67	701.36	567.83	1
Total Income (Including other Income)	37903.76	35611.77	34380.52	
Total Expenditure (excluding finance costs, depreciation & amortisation expenses & tax)	27233.06	26152.05	25635.99	
Less: Finance Costs	879.87	653.02	841.22	
Less: Depreciation & Amortisation	1817.16	1694.89	2034.40	
Profit/(loss) before tax and exceptional item	7973.67	7111.81	5868.91	1
Less: Current Tax	1692.19	1223.20	1261.01	in
Less: Deferred Tax	596.11	830.96	2.08	jin
Profit/ Loss from continuing operations after tax	5685.37	5057.65	4605.82	
Profit /(Loss) from discontinued operations after tax	4.41	(227.87)	100	
Profit /(Loss) for the period	5689.78	4829.78	4605.82	
Other Comprehensive Income/(loss) - Net of Tax	55.43	208.80	ALL STATES	1
Total Comprehensive Income / (Loss)	5745.21	5038.58	4605.82	
Paid up equity share capital	1031.13	1031.13	1031.13	1
Other Equity/Reserves & Surplus (excluding Capital and Capital Redemption Reserve and Revaluation Reserve)	34542.69	30099.47	25216.70	MAKAD
Net worth	35573.82	31130.60	26247.83	3
Total debt	12318.39	11261.20	8675.37	

١.										
ľ	N Suite	250	meren	2000	SER.	SUPE	B 898	A SE EL	22.55	SSS P.R.
1	Note: a. The	e consolida	ated financial	results for the	e financi	al years ende	ad 31.03.201	8, 31.03.	2017 have .	been prepared
ш						the same of the sa				Indian Accountin
	-									ial statements fo cunting principle
							-	-		the Company w
										ns the aggregat
			r Comprehen		Created	out or tris pro	nis and seco	nuos pron	munn accoun	nt. c. Other Equi
1	KeyFinanci	al Ratios:								
	4									
		See .				: 1 101	Year en		ar ended	Year ended
١	Partic	ulars					31.03.20 Audite		1.03.2017 Audited	31.03.2016 Audited
-	Famir	ns//Loss\	per Share (Re) - Basic	2 70	200	55.17		50.87	48.10
1			per Share (Rs			N. F. Co.	55.17		50.87	48.10
-		-	Share (Rs.)	, January		3	345.5		302.35	254.93
-	1	on Net w				- 60	15.99	-	15.51	17.55
-			o- Total Debt/	Net worth	Joh	19	0.34		0.36	0.33
			_		after tax	for the releva	nt year/perio	d divided	by average	number of equi
	shares outs	tanding du	ring the year	period. 2 Boo	k value	per Share = I	Vet Worth (e)	koluding F	Reveluation	Reserves, if an
1							-			= Profit after Te uity Ratio = Tot
1	Debt/Net W							,,		
	15. Detail	s of the e	scrow accou	nt opened an	d the ar	nount depos	ited therein:			
						_				of its obligation
ı	under	the Dunk	ock Regulation	ns. the Comp	any has	entered into	an escrow a		t dated 01.	11.2018 ("Escro
н					HDEC B	ank Limited (Fermy Bank	" DIIPELIO	nt to which	the Company ha
1	Agree	ment") with	the Merchan	t Banker and		-				the Company hat "). The Compan
	Agree opene	ment") with	the Merchar w account titl	t Banker and ed 'OCCL Bu	yback C	offer Escrow	Account' (th	e "Escro	w Account	
	Agree opene has as the Es	ment") with d an escreation athorized to scrow Agree	the Merchan w account titl ne Merchant E ement. The C	t Banker and ed 'OCCL Bu Banker to open ompany will de	ryback C rate the l eposit th	Offer Escrow Escrow Accou e required an	Account' (the int in compliance to the count in the E	ne "Escro ince with scrow Ac	w Account the Buyback count, aggre	"). The Compar Regulations are gating to Rs. 87
	Agree opene has a the Es Lakhs	ment") with ed an escreation athorized to scrow Agree (Rupees E	the Merchan w account titl ne Merchant E ement. The C Eight Hundred	t Banker and ed 'OCCL Bu Banker to open ompany will de	ryback C rate the l eposit th Lakhs O	Offer Escrow Escrow Accou e required an	Account' (the int in compliance to the count in the E	ne "Escro ince with scrow Ac	w Account the Buyback count, aggre	"). The Compar Regulations ar
	Agree opens has as the Es Lakhs in acc	ment") with d an escre- uthorized the crow Agre- (Rupees E ordance w	the Merchan w account titl ne Merchant E ement. The C light Hundred ith the Buyba	at Banker and ed 'OCCL Bu Banker to open ompany will de Seventy Five ck Regulations	ryback C rate the l eposit th Lakhs O s.	Offer Escrow Escrow Accou e required arr nly), being 25	Account' (the int in compliant in the Electric Maxwell of the Maxwell Maxwell of the Maxwell of	nce with scrow Ac	w Account the Buyback count, aggre /back Size (*	"). The Compar Regulations are gating to Rs. 87
	Agree opene has au the Es Lakhs in acc 15.2. The fu	ment") with d an escreathorized the scrow Agree (Rupees E ordance w unds in the	the Merchan w account titl ne Merchant E ement. The C light Hundred ith the Buybac Escrow Acco	at Banker and ed 'OCCL Bu Banker to open ompany will de Seventy Five ck Regulations	rate the leposit th Lakhs O s. eleased	offer Escrow Escrow Accou e required am nly), being 25 for making p	Account' (the int in compliance in the East of the Max ayment to the	ne "Escro ince with scrow Ac imum Buy e Membe	w Account the Buyback count, aggre /back Size (*	"). The Compar Regulations are gating to Rs. 87 "Escrow Amount
	Agree opene has at the Es Lakhs in acc 15.2. The for the Marks 15.3. If the	ment") with d an escro- uthorized the scrow Agre- (Rupees E ordance we unds in the aximum Bu Company in	the Merchan w account titl me Merchant E ment. The C light Hundred th the Buyban Escrow Accou hyback Size re s not able to o	at Banker and ed 'OCCL Bu Banker to oper company will de Seventy Five ck Regulations bunt may be ne emaining in the complete the B	rate the leposit the Lakhs Os. eleased e Escrov Buyback	offer Escrow Escrow Accou e required am nly), being 25 for making pay Account at a equivalent to	Account' (the int in complia in complia in the E % of the Max ayment to the ill points in the Minimum	ne "Escro ince with scrow Ac imum Buy a Membe me.	w Account the Buyback count, aggre /back Size (rs subject to k Size, exce	"). The Compar Regulations are agating to Rs. 87 Escrow Amount o at least 2.5% pt for the reason
	Agree opene has at the Es Lakhs in acc 15.2. The futhe March 15.3. If the mention	ment") with ad an escre uthorized to crow Agree (Rupees E ordance w unds in the aximum Bu Company i oned in the	the Merchan w account titl me Merchant E ement. The C cight Hundred th the Buybar Escrow Acco yback Size re s not able to re Buyback Re	at Banker and ed 'OCCL Bu Banker to oper ompany will de Seventy Five ok Regulations out the Banker and the Bank	yback Crate the leposit the Lakhs Os. eleased e Escrov Buyback	offer Escrow Escrow Accou- e required aminly), being 25 for making pay Account at a equivalent to theld in the	Account' (the int in complia incomplia incompl	ne "Escro ince with scrow Ac imum Buy e Membe me. n Buyback punt (up t	the Buyback count, aggre /back Size (* rs subject to c Size, exce to a maximu	"). The Compar Regulations are gating to Rs. 87 Escrow Amount to at least 2.5% pt for the reason m of 2.5% of the
	Agree opens has at the Es Lakhs in acc 15.2. The futhe Martin Maxim	ment") with day an escreen athorized the dicrow Agree (Rupees E ordance we ands in the eaximum Bu Company is oned in tho num Buyba	the Merchan w account titl ne Merchant E ement. The C cight Hundred th the Buybac Escrow Acco syback Size re s not able to ce Buyback Re ck Size), sha	at Banker and ed 'OCCL Bu Banker to oper ompany will de Seventy Five ok Regulations out the Banker and the Bank	ryback Crate the leposit the Lakhs Oss. eleased e Escrow Buyback e amour	offer Escrow Escrow Accou- e required am nly), being 25 for making p- y Account at a equivalent to at held in the ted and depose	Account' (the interpretation of the Max ayment to the interpretation of the Minimum Escrow Accounts in the Iri	ne "Escro ince with scrow Ac imum Buy e Membe me. n Buyback punt (up to	the Buyback count, aggre /back Size (* rs subject to c Size, exce to a maximu	"). The Compar Regulations are agating to Rs. 87 Escrow Amount o at least 2.5% pt for the reason
	Agree opens has at the Es Lakhs in acc 15.2. The futhe Mi 15.3. If the I mention Maxim of SEI 15.4. The b.	ment") with dan escre- uthorized the crow Agre- (Rupees E- ordance wounds in the aximum Bu- Company i- oned in the num Buyba Bl or as dire alance lyin	the Merchan w account titl ne Merchant E ement. The C Eight Hundred th the Buybar Escrow Acco syback Size re s not able to e Buyback Re ck Size), sha ected by SEE g to the credit	at Banker and ed 'OCCL But Banker to open ompany will do Seventy Five ck Regulations ount may be remaining in the complete the Begulations, the liable to it in accordance of the Escrow	yback Crate the leposit the Lakhs Oss. eleased e Escrow Buyback e amourbe forfelice with the Account	effer Escrow Escrow Accou- e required am nly), being 25 for making pay Account at a equivalent to all held in the ted and depos- ne Buyback R	Account' (the interpretation of the Max ayment to the all points in the Escrew Account of the Interpretation).	e "Escrow Action Buy iscrow Action Buy e Memberme. In Buyback bunt (up to	the Buyback count, aggre /back Size (* rs subject to x Size, exce to a maximu rotection and	"). The Compar Regulations are gating to Rs. 87 Escrow Amount to at least 2.5% pt for the reason m of 2.5% of the
100000000000000000000000000000000000000	Agree opens has au the Es Lakhs in acc 15.2. The fit the Min Maxim of SEI 15.4. The bull in acc in acc in acc in acc in acc.	ment") with dan escre- uthorized the scrow Agre- (Rupees E- ordance wands in the eximum Bu- Company in oned in the num Buyba Bill or as dire alence lylin ordance w	the Merchan was account title to Merchant I ament. The C aight Hundred tith the Buyback Size resonance in the Size of the Size), shall be credit the Buyback Resonance in t	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the still be liable to it it in accordance of the Escrowck Regulations ck Regulations.	yback Crate the leposit the Lakhs Oss. eleased e Escrow Buyback e amourbe forfelice with the Account	effer Escrow Escrow Accou- e required am nly), being 25 for making pay Account at a equivalent to all held in the ted and depos- ne Buyback R	Account' (the interpretation of the Max ayment to the all points in the Escrew Account of the Interpretation).	e "Escrow Action Buy iscrow Action Buy e Memberme. In Buyback bunt (up to	the Buyback count, aggre /back Size (* rs subject to x Size, exce to a maximu rotection and	"). The Compar Regulations are gating to Rs. 87 "Escrow Amount to at least 2.5% pt for the reasor im of 2.5% of the
-	Agree opens has au the Es Lakhs in acc 15.2. The futhe Maxim of SEI 15.4. The buln acc 16. Listin	ment") with d an escre uthorized the correct of the	the Merchan w account titl me Merchant is ement. The C cight Hundred th the Buybac s not able to a Buyback Re ack Size, sha ected by SEB g to the credit th the Buybac and stock ma	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the li be liable to it in accordance of the Escroweck Regulations arket data:	ryback Crate the leposit the Lakhs Oss. eleased a Escrow Buyback a amour be forfelice with the Accounts.	effer Escrow Escrow Accou- e required am nly), being 25 for making p- y Account at a equivalent to at held in the ted and depo- ne Buyback R at will be relea	Account' (the interpretation of the Max ayment to the ill points in the Minimum Escrow Accounties in the Irregulations, and to the County Accounties in the Irregulations, and to the County Accounties in the Irregulations.	e "Escrounce with iscrow Accimum Buy Buyback Membe me. In Buyback bunt (up to hvestor Prompany of home)	w Account the Buyback count, aggre /back Size (rs subject to x Size, exce o a maximu rotection and	"). The Compar Regulations are agating to Rs. 87 Escrow Amount to at least 2.5% pt for the reasor Im of 2.5% of the d Education Fur
-	Agree opens has au the Es Lakhs in acc 15.2. The futhe Maxim of SEI 15.4. The buln acc 16. Listin 16.1. The E	ment") with d an escre uthorized ti d an escre uthorized ti d company in the aximum Bu Company i oned in th num Buyba Bl or as dir alaence lyin ordance w g details a quity Shar	the Merchan w account titl me Merchant is ement. The C cight Hundred th the Buybac s not able to a Buyback Re ack Size, sha ected by SEB g to the credit th the Buybac and stock ma	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the li be liable to it in accordance of the Escroweck Regulations arket data:	ryback Crate the leposit the Lakhs Oss. eleased a Escrow Buyback a amour be forfelice with the Accounts.	effer Escrow Escrow Accou- e required am nly), being 25 for making p- y Account at a equivalent to at held in the ted and depo- ne Buyback R at will be relea	Account' (the interpretation of the Max ayment to the ill points in the Minimum Escrow Accounties in the Irregulations, and to the County Accounties in the Irregulations, and to the County Accounties in the Irregulations.	e "Escrounce with iscrow Accimum Buy Buyback Membe me. In Buyback bunt (up to hvestor Prompany of home)	w Account the Buyback count, aggre /back Size (rs subject to x Size, exce o a maximu rotection and	"). The Compar Regulations are gating to Rs. 87 "Escrow Amount to at least 2.5% pt for the reasor im of 2.5% of the
	Agree opens has at the Es Lakhs in acc 15.2. The fit the Mi 15.3. If the I mentil Maxim of SEI 15.4. The bin acc 16. Listin 16.1. The E Limite	ment") with d an escre uthorized th scrow Agree (Rupees B ordance w unds in the eximum Bu Company i oned in the num Buyba Bl or as dir eliance lyin ordance w g details a quity Shan d.	a the Merchan we account titl the Merchant Is	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the II be liable to it II in accordance of the Escrowck Regulations inket data:	ryback Crate the leposit the Lakhs Os. eleased e Escrow Buyback a amour be forfelice with the Accounts.	effer Escrow Escrow Accou- e required am nly), being 25 for making p- y Account at a equivalent to al held in the ted and depo- ne Buyback R at will be relea	Account' (the Internal of Inte	ne "Escrow account of the Markette Property of the National Account (up to the Nationa	the Buyback count, aggre- count, aggre- rback Size (* rs subject to x Size, exce- o a maximu- rotection and n completion onal Stock for	"). The Compar Regulations are agating to Rs. 87 Escrow Amount o at least 2.5% of the reason of 2.5% of the deducation Fun of all obligation
	Agree opens has au the Es Lakhs in acc 15.2. The futhe Maxim of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The how ar	ment") with d an escre uthorized the correct of the	the Merchan w account titl me Merchant is ement. The C cight Hundred th the Buybac s not able to a Buyback Re ack Size), sha ected by SEB g to the credit tith the Buybac and stock ma es of the Com and average m market prices	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations ount may be nemaining in the complete the Bagulations, the li be liable to it in accordance of the Escrow ck Regulations arket data: Inpany are presented to the Equity of the Equity or of the Equity	tyback C rate the I be posit the Lakhs O Lakhs	e required am nly), being 25 for making pay Account at a equivalent to the held in the ted and depoine Buyback R at will be released to the BS with the six more than the six	Account' (the Internal of the Max ayment to the Internal of the Max ayment to the Internal of the Minimum Escrow Accounting the Minimum Escrow Accounting the Minimum Escrow Accounting the Minimum Escrow Accounting the Internal of the Inte	ne "Escrow account of the Marketter Propagation of the National Market	the Buyback count, aggre- count, aggre- res subject to count subject to count and cou	"). The Compar Regulations are agating to Rs. 87 Escrow Amount to at least 2.5% pt for the reasor Im of 2.5% of the d Education Fur
The second secon	Agree openes has au the Est Lakhs in acc 15.2. The futhe Min Maxim of SEI 15.4. The billion in acc 16. Listin 16.1. The Elimite 16.2. The how ar and the search openes in the sea	ment") with d an escre uthorized the correct of the	the Merchan w account titl me Merchant is ement. The C cight Hundred th the Buybac s not able to a Buyback Re ack Size), sha ected by SEB g to the credit tith the Buybac and stock ma es of the Com and average m market prices	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations ount may be nemaining in the complete the Bagulations, the li be liable to it in accordance of the Escrow ck Regulations arket data: Inpany are presented to receive the second of the	tyback C rate the I be posit the Lakhs O Lakhs	e required am nly), being 25 for making pay Account at a equivalent to at held in the ted and depoine Buyback R at will be releated at the BSI uity Shares for the six more	Account' (the Internal of the Max ayment to the Internal of the Max ayment to the Internal of the Minimum Escrow Accounting the Minimum Escrow Accounting the Minimum Escrow Accounting the Minimum Escrow Accounting the Internal of the Inte	ne "Escrow account of the Marketter Propagation of the National Market	the Buyback count, aggre- count, aggre- res subject to count subject to count and cou	"). The Compar Regulations are againg to Rs. 87 Escrow Amount to at least 2.5% pt for the reasor im of 2.5% of the d Education Fur- en of all obligation
The second secon	Agree openes has an the Es Lakhs in acc 15.2. The futhe Mi 15.3. If the umention of SEI 15.4. The billion acc 16. Listin 16.1. The high and the BSE data:	ment") with d an escre uthorized the crow Agree (Rupees E ordance w unds in the aximum Bu Company i oned in the num Buyba Bl or as dir alance lyin ordance w g details a quity Shar d. igh, low ar nd average eier corresp	a the Merchan we account titl the Merchant Rement. The Country that the Buyback Size resonance and stock Size), shall be country the Country that the Buyback Removed to the Country that the Buyback size) and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes the Buyback and st	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the II be liable to it II in accordance of the Escrowck Regulations arket data: Inpany are presented to the Equity of the Equity or of the Equity of the Equity or of the E	hyback C rate the liperate the liperate the liperate the liperate the liperate the liperate that liperate the liperate that liperate the liperate that liperate the liperate that liperate liperate liperate that liperate	e required am nly), being 25 for making pay Account at a equivalent to at held in the ted and depon ne Buyback R at will be relea- ted at the BSI uity Shares for for the six more e NSE are as	Account' (the International In	ne Escrowance with iscrow Accommendation Buyers Buyers Buyers Buyers Buyers Propagation of the National Sing threety the date	w Account the Buyback count, aggre /back Size (rs subject to x Size, exce o a maximu rotection and n completion onal Stock if years and o of this Pub	"). The Compar Regulations are agating to Rs. 87 Escrow Amount o at least 2.5% of the reason of 2.5% of the deducation Fur and all obligation exchange of Indition
一日 一	Agree openes has an the Est Lakhs in acc 15.2. The futhe Min Maxim of SEI 15.4. The billing in acc 16. Listin 16.1. The Elimite 16.2. The howard maxim of SEI 15.4. The billing is according to the lower than 16.5. The howard maximum according to	ment") with d an escre uthorized the crow Agree (Rupees E ordance w unds in the aximum Bu Company i oned in the num Buyba Bl or as dir alance lyin ordance w g details a quity Shar d average eir corresp	a the Merchan we account titl the Merchant Is ement. The Country that the Buyback Size resonance of the Country that the Buyback Size), shall be country that the Buyback Resonance of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes the Bu	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the II be liable to it II in accordance of the Escrow ck Regulations arket data: an apany are presented to the Equity interest of the Equity interest on the BSI No. of	tyback C rate the liperate liper	e required am nly), being 25 for making pay Account at a equivalent to at held in the ted and deposite Buyback Rat will be released at the BS uity Shares for the six more NSE are as	Account' (the interpretation of the Maximum to the support of the Maximum to the support of the Minimum tescrow Accounting the Minimum tescrow Account of the Country of the Preceding of the preceding follows:	ne "Escrow accomme with iscrow Accomme Buyer Buy	w Account the Buyback count, aggre /back Size (rs subject to x Size, exce o a maximu rotection and n completion onal Stock if years and o of this Pub	"). The Compar Regulations are agating to Rs. 87 Escrow Amount o at least 2.5% of the reason of 2.5% of the deducation Fun of all obligation Exchange of India the monthly hig lic Announceme
一日 一	Agree opens has at the Es Lakhs in acc 15.2. The fithe Min 15.3. If the Immenlify Maxim of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The hill low ar and the BSE data:	ment") with d an escre uthorized the crow Agree (Rupees E ordance w unds in the aximum Bu Company i oned in the num Buyba Bl or as dir alance lyin ordance w g details a quity Shar d. igh, low ar nd average eier corresp	a the Merchan we account titl the Merchant Rement. The Country that the Buyback Size resonance and stock Size), shall be country the Country that the Buyback Removed to the Country that the Buyback size) and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes of the Country that the Buyback and stock makes the Buyback and st	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations out the maining in the complete the Begulations, the II be liable to it II in accordance of the Escrowick Regulations inket data: apany are presented to the Equity are on the BSI.	hyback C rate the liperate the liperate the liperate the liperate the liperate the liperate that liperate the liperate that liperate the liperate that liperate the liperate that liperate liperate liperate that liperate	e required am nly), being 25 for making pay Account at a equivalent to at held in the ted and depon ne Buyback R at will be relea- ted at the BSI uity Shares for for the six more e NSE are as	Account' (the Internal of Inte	ne Escrowance with iscrow Accommendation Buyers Buyers Buyers Buyers Buyers Propagation of the National Sing threety the date	w Account the Buyback count, aggre /back Size (rs subject to rs subject to rs Size, exce o a maximu rotection and n completion onal Stock if years and of this Pub Total volume traded in	"). The Compar Regulations ar Regulations ar Regulations ar Regulations ar Regulation of 2.5% In the reason In of 2.5% of the Regulation of all obligation In of all obligation In the monthly hig Regulation of the monthly high Regulation of the monthl
一日 一	Agree openes has au the Est Lakhs in acc 15.2. The futhe Min 15.3. If the umention of SEI 15.4. The billion in acc 16. Listin 16.1. The Elimite 16.2. The how are and the set Limite 16.5. The how are and the set Listin the set Listin the low are and the set Listin th	ment") with d an escre uthorized th crow Agree (Rupees E ordance w unds in the eximum Bu Company i oned in the num Buyba Bl or as dir aliance lyin ordance w g details a quity Shar d d. igh, low an d average eir corres; High Price	a the Merchant is account title Merchant is ement. The Country that is a support of the Country tha	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations out may be nemaining in the complete the Begulations, the libe liable to it in accordance of the Escrow ck Regulations whet data: Inpany are present at the prices of the Equity has on the BSI No. of equity shares traded on	tyback C rate the leposit the Lakhs O s. s. s. eleased e Escrov duyback a amour be forfel ce with the Accour s. s. s. entity list the Eq. (Shares I be and the Low Price)	e required am nly), being 25 for making pay Account at a equivalent to al held in the ted and depon ne Buyback R at will be relea ted at the BS uity Shares for the six mor e NSE are as Date of	Account' (the Internal of the Max ayment to the Internal of the Max ayment to the Internal of the Minimum Escrow Account in the Internal of the Country of the Preceding of the Preceding of the Preceding follows:	ne "Escrow accomme with discrow Accomme Member and Memb	w Account the Buyback count, aggre /back Size (rs subject to x Size, exce o a maximu rotection and n completion onal Stock if years and of this Pub Total volume	"). The Compar Regulations are againg to Rs. 87 Escrow Amount to at least 2.5% of the deducation Fund all obligation of all obligation are according to the monthly high lic Announcement to business transacted.
一日 一	Agree opens has at the Es Lakhs in acc 15.2. The fithe Min 15.3. If the Immenlify Maxim of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The hill low ar and the BSE data:	ment") with d an escre uthorized th crow Agree (Rupees E ordance w unds in the eximum Bu Company i oned in the num Buyba Bl or as dir aliance lyin ordance w g details a quity Shar d d. igh, low an d average eir corres; High Price	a the Merchant is account title Merchant is ement. The Country that is a support of the Country tha	at Banker and ed 'OCCL But Banker to oper ompany will do Seventy Five ck Regulations out the maining in the complete the Begulations, the II be liable to it II in accordance of the Escrowick Regulations inket data: apany are presented to the Equity in the Sevented II in a containing in the Escrowick Regulations inket data: apany are presented to the Equity in the Sevented II in the II in	tyback C rate the leposit the Lakhs O s. s. s. eleased e Escrov duyback a amour be forfel ce with the Accour s. s. s. entity list the Eq. (Shares I be and the Low Price)	e required am nly), being 25 for making pay Account at a equivalent to al held in the ted and depon ne Buyback R at will be relea ted at the BS uity Shares for the six mor e NSE are as Date of	Account' (the Internal of Inte	ne "Escrow accomme with discrow Accomme Member and Memb	w Account the Buyback count, aggre /back Size (rs subject to rs subject to rs Size, exce o a maximu rotection and n completion onal Stock if years and of this Pub Total volume traded in	"). The Compar Regulations ar Regulations ar Regulations ar Regulations ar Regulation of 2.5% In the reason In of 2.5% of the Regulation of all obligation In of all obligation In the monthly hig Regulation of the monthly high Regulation of the monthl
	Agree opens has at the Es Lakhs in acc 15.2. The fithe Min 15.3. If the Immenlify Maxim of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The hill low ar and the BSE data:	ment") with d an escre uthorized th crow Agree (Rupees E ordance w unds in the eximum Bu Company i oned in the num Buyba Bl or as dir aliance lyin ordance w g details a quity Shar d d. igh, low an d average eir corres; High Price	a the Merchant is account title Merchant is ement. The Country that is a support of the Country tha	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations out may be nemaining in the complete the Begulations, the libe liable to it in accordance of the Escrow ck Regulations whet data: Inpany are present at the prices of the Equity has on the BSI No. of equity shares traded on	tyback C rate the leposit the Lakhs O s. s. s. eleased e Escrov duyback a amour be forfel ce with the Accour s. s. s. entity list the Eq. (Shares I be and the Low Price)	e required am nly), being 25 for making pay Account at a equivalent to al held in the ted and depon ne Buyback R at will be relea ted at the BS uity Shares for the six mor e NSE are as Date of	Account' (the Internal of the Max ayment to the Internal of the Max ayment to the Internal of the Minimum Escrow Account in the Internal of the Country of the Preceding of the Preceding of the Preceding follows:	ne "Escrow accomme with discrow Accomme Member and Memb	w Account the Buyback count, aggre /back Size (rs subject to rs subject to rs Size, exce o a maximu rotection and n completion onal Stock if years and of this Pub Total volume traded in	"). The Compar Regulations are againg to Rs. 87 Escrow Amount of at least 2.5% of the reason of 2.5% of the deducation Fundamental of all obligation of all
	Agree opens has at the Es Lakhs in acc 15.2. The futher Mills Maxim of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The hill low ar and the BSE data: Twelve months period ended	ment") with dan escretification of the content of t	a the Merchan w account titl ne Merchant E ement. The C cight Hundred tith the Buybar Escrow Accountyback Size re s not able to re a Buyback Re ck Size), sha ected by SEB g to the credit tith the Buybar and stock ma es of the Com market prices conding volum Date of High	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations out may be nemaining in the complete the Begulations, the libe liable to it in accordance of the Escrow ck Regulations whet data: apany are presented by the second the BSI No. of equity shares traded on that date	tyback C rate the I aposit the Lakhs O as a amour the lakes as a amour the case of the Equation of the Equatio	offer Escrow Escrow Account e required arm nly), being 25 for making pay Account at a equivalent to all held in the ted and depose ted at the BS utty Shares for the six more e NSE are as Date of Low	Account' (the Internal of Inte	e "Escrow Accimum Buy e Membe me. n Buyback bunt (up to nvestor Pr company of the National Bing three g the date Average Price (Rs.)*	w Account the Buyback count, aggre rback Size (rs subject to re	"). The Compar Regulations are againg to Rs. 87 Escrow Amount of at least 2.5% of the reason of 2.5% of the deducation Fund of all obligation of all obligation of all obligation. Total tumover of business transacted in the period (Rs. In Lakh:
	Agree openes has at the Est Lakhs in acc 15.2. The fit the Min 15.3. If the I mention of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The how ar and the BSE data: Twelve months period ended	ment") with dan escretario de la control de	the Merchan w account titl ne Merchant is ement. The C cight Hundred th the Buybac Escrow Accountyback Size re is not able to the Buyback Re ick Size), sha ected by SEB g to the credit tith the Buybac and stock ma es of the Com market prices conding volum Date of High	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the III be liable to it II in accordance of the Escroweck Regulations arket data: apany are presented to the Equity these on the BSI No. of equity shares traded on that date	ryback C rate the I be posit the Lakhs O s. s. s. eleased e Escrov duyback a amour be forfel ce with the Equ of the Equ o	e required am nly), being 25 for making pay Account at a equivalent to at held in the ted and deposite Buyback R at will be released at the BS are as Date of Low	Account' (the International In	a Member me. Buyback bunt (up to be bunt) and the National Sing three g the date of the National Sing three g three	w Account the Buyback count, aggre rback Size (* rs subject to size, exce o a maximu rotection and n completion onal Stock if years and of this Pub Total volume traded in the period	"). The Compar Regulations are againg to Rs. 87 Escrow Amount of at least 2.5% of the reason of 2.5% of the deducation Fund of all obligation of all obligat
	Agree opens has at the Es Lakhs in acc 15.2. The futher Mills of SEI 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The high war and the BSE data: Tweive months period ended 2015-2016 2017-2018	ment") with dan escretification of the content of t	the Merchan w account titl ne Merchant is ement. The C cight Hundred th the Buybar Escrow Accountyback Size re is not able to the Buyback Rick Size), sha ected by SEE g to the credit th the Buybar and stock ma es of the Com and average m market prices conding volum Date of High 20.08.2015 14.03.2017 04.01.2018	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the II be liable to it II in accordance of the Escroweck Regulations arket data: an analysis arket prices of the Equity shares traded on that date	tyback C rate the leaposit th Lakhs O s. s. s. seleased e Escrow Buyback a amour be forter as with the Equation of the Equatio	offer Escrow Escrow Account e required armorely, being 25 for making pay Account at a equivalent to all held in the ted and depondent by account at the substantial of the substantial o	Account' (the International In	me "Escrow account of the me with iscrow Account of the me. In Buyback out (up to the me wester Prompany of the Matter Street of the M	w Account the Buyback count, aggrey back Size (* rs subject to a subject to a maximu otection and n completion on al Stock & years and of this Pub Total volume traded in the period 2001337 963523	"). The Compar Regulations are againg to Rs. 87 Escrow Amount of at least 2.5% of the total the monthly high lic Announcement of all obligation obligation of all obligation o
	Agree opens has at the Es Lakhs in acc 15.2. The futher Mills of SEI 15.4. The bin acc 16. Listin 16.1. The ELimite 16.2. The how are and the BSE data: Tweive months period ended 2015-2016 2017-2018 # The H	ment") with dan escretification of the control of t	the Merchan w account titl ne Merchant is ement. The C cight Hundred th the Buybar Escrow Accountyback Size re is not able to the Buyback Size re is not able to the Buyback Size, sha ected by SEB g to the credit th the Buybar and stock ma es of the Com and average m market prices conding volum Date of High 20.08.2015 14.03.2017 04.01.2018 ww Prices are	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be remaining in the complete the Begulations, the II be liable to it II in accordance of the Escrowck Regulations arket data: apany are presented by the Equity sees on the BSI No. of equity shares traded on that date	ryback C rate the leaposit th Lakhs O s. s. s. eleased e Escrow Buyback a amour be forfel a with the Equation of the Equation	offer Escrow Escrow Account e required armorely, being 25 for making pay Account at a equivalent to all held in the led and deposite Buyback Rat will be released to the BS are as Date of Low 26.02.2016 31.05.2017	Account' (the Internal of Inte	e "Escrow Accimum Buy e Memberme. In Buybach bunt (up to investor Propriet of the National Sing three g the date Average Price (Rs.)*	w Account the Buyback count, aggrey back Size (* rs subject to a subject to a maximu otection and n completion on al Stock & years and of this Pub Total volume traded in the period 2001337 963523	"). The Compar Regulations are againg to Rs. 87 Escrow Amount of at least 2.5% of the total the monthly high lic Announcement of all obligation obligation of all obligation o
	Agree openes has an the Est Lakhs in acc 15.2. The fit the Min acc 15.4. The bin acc 16. Listin 16.1. The Elimite 16.2. The how ar an acc 16. Elimite 16.2. The how are acc 16. Elimite 16. El	ment") with day an escretary with a control of the	the Merchan w account titl ne Merchant is ement. The C cight Hundred th the Buybar Escrow Accountyback Size re is not able to the Buyback Size re is not able to the Buyback Size, sha ected by SEB g to the credit th the Buybar and stock ma es of the Com and average m market prices conding volum Date of High 20.08.2015 14.03.2017 04.01.2018 ww Prices are	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the liable to led in accordance of the Escrow ck Regulations arket data: Inpany are present a seven the Bold in the Escrow ck Regulations arket prices of the Equity mes on the Bold in the Equity shares traded on that date 9698 646 49413 based on high	ryback C rate the leaposit th Lakhs O s. s. s. eleased e Escrow Buyback a amour be forfel a with the Equation of the Equation	offer Escrow Escrow Account e required armorely, being 25 for making pay Account at a equivalent to all held in the led and deposite Buyback Rat will be released to the BS are as Date of Low 26.02.2016 31.05.2017	Account' (the Internal of Inte	e "Escrow Accimum Buy e Memberme. In Buybach bunt (up to investor Propriet of the National Sing three g the date Average Price (Rs.)*	w Account the Buyback count, aggrey back Size (* rs subject to a subject to a maximu otection and n completion on al Stock & years and of this Pub Total volume traded in the period 2001337 963523	"). The Compar Regulations are againg to Rs. 87 Escrow Amount of at least 2.5% of the total the monthly high lic Announcement of all obligation obligation of all obligation o
	Agree openes has all the Est Lakhs in acc 15.2. The fit the Mi 15.3. If the I mention of SEI 15.4. The billion in acc 16. Listin 16.1. The Elimite 16.2. The holow at the series of the	ment") with dan escretary with a control of the con	the Merchan was account title mement. The Country title mement. The Country title mement and the Buyback Size research so not able to de Buyback Research by SEB of the credit the Buyback mad stock mades of the Command average memorated prices and stock mades of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated prices are detailed by SEB of the Command average memorated by SEB of the Command average memo	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the II be liable to it II in accordance of the Escrow ck Regulations arket data: an annual parameter of the Equity in the Equity	ryback C rate the laposit th Lakhs O s. s. s. eleased e Escrow be forfel ewith the Equation of	offer Escrow Escrow Accou- e required am- nly), being 25 for making p- y Account at a equivalent to at held in the ted and depo- ne Buyback R at will be relea ted at the BS uity Shares for for the six mor e NSE are as Date of Low 26.02.2016 31.05.2016 24.05.2017 y of the daily p- days during	Account' (the intermediate in the East of the Max ayment to the all points in the Minimum Escrow Accounting the Minimum Escrow	a Member me. Buybach bunt (up travestor Prompany of the National Street of the National St	w Account the Buyback count, aggreyback Size (for subject to an animulation of the subject to an animulation of the subject to subje	"). The Compar Regulations are regulations are regulations are regulations are regulations are regular to Regulations are regular to Regulation of at least 2.5% of the reason of 2.5% of the deducation Fund of all obligation obligation of all obligation obligation of all obligation obli
	Agree openes has at the Est Lakhs in acc 15.2. The fit the Min acc 15.4. The billion of SEI 15.4. The billion acc 16. Listin 16.1. The Et Limite 16.2. The high low at the second of the	ment") with dan escretario an escretario del company i c	the Merchan was account title me Merchant is ement. The Country title the Buyback Size research of the Country title the Buyback Size research of the Country title the Buyback research research to the Buyback research researc	at Banker and ed 'OCCL But Banker to oper ompany will de Seventy Five ck Regulations ount may be nemaining in the complete the Begulations, the II be liable to it II in accordance of the Escroweck Regulations arket data: an analysis arket prices of the Equity shares traded on that date No. of equity shares traded on that date 9698 646 49413 based on high ing prices of a	ryback C rate the laposit th Lakhs O s. s. eleased e Escrow Buyback a amour be forfel ce with the Equation of	offer Escrow Escrow Accou- e required am- nly), being 25 for making p- y Account at a equivalent to at held in the ted and depo- ne Buyback R at will be relea- ted at the BS uity Shares for for the six more e NSE are as Date of Low 26.02.2016 31.05.2016 24.05.2017 of the daily p- days during	Account' (the International In	a Member me. Buyback bunt (up to heart price of the date of the d	w Account the Buyback count, aggrey back Size (* rs subject to state the state of t	"). The Compar Regulations are regulations are regulations are regulations are regulations are regular to R. 87 Escrow Amount of at least 2.5% of the reason of 2.5% of the Euchange of India the monthly high lic Announcement of all obligations of the monthly high lic Announcement regular regula

3

.

June 2018	1217	.80 03.05.2	018 16	71 1007.05	22.05.2018	1246	1112.96	19115	213.80
OUTIC ED TO	1100	.00 11.05.2	018 6	2 926.30	28.06.2018	654	1016.30	82328	848.24
July 2018	1196	.60 30.07.2	018 14	33 949.95	02,07.2018	2622	1026.31	15474	159.82
August 2018	1230	.00 06.08.2	018 10	49 994.00	16.08.2018	860	1102.03	27324	309.96
September 2	018 1132	.00 12.09.2	018 15	50 943.20	28.09.2018	1526	1028.36	88710	915.26
October 2018	1070	.00 31.10.2	018 17	51 901.00	08,10.2018	128	975.80	14688	143.40
# The H	igh and Lo	ow Prices are	based on	high and low	of the daily p	rices.	100	10000	
	1000			277	days during		od		
		eindia.com.	ong prioot	or air itacing	days during i	ine sala pen	1		
Was a series	J. WWW.US	emula,com.							
NSE data:		1	-			1111111			
Twelve	High Price	Date of	No. of equity	Low	Date of	No. of aquity	Average Price	Total volume	Total turnover of
period	(Rs.)#	High	shares	(Rs.)#	Low	shares	(Rs.)^	traded in	business
ended		1 10000	traded o	100	3 3 3	traded on		the period	transacted
-			that date		14	that date	100		in the period
		un er	A PORT	W. Sarah	Samuel .	-			(Rs. in Lakhs)
2015- 2016\$	581.00	22.03.2016	8122	374.90	26.02.2016	1671	463.25	83666	388.12
2016-2017	949.95	09.03.2017	1351	425.05	31.05.2016	14110	694.00	1821569 .	12225.60
2017- 2018	1599.70	04.01.2018	169090	887.00	24.05.2017	4378	1174.22	2459172	30779.50
# The Hi	igh and Lo	w Prices are	based on	high and low	of the daily p	rices.			
^ Arithm	etic avera	ge of the clo	sing prices	of all trading	days during t	the said peri	od.		
\$ Equity	shares w	ere traded in	months of	January, Fet	ruary and Ma	arch in the F	inancial Ye	ar 2016 only	
Source	e: www.ns	eindia.com.							
Six	Hig		No.	of Low	Date	No. of	Average	Total	Total
months	Prk		equ		of	equity	Price	volume	turnover of
period	(Rs.)# High	sha	res (Rs.)#	Low	shares	(Rs.) ^A	traded in	business
ended	-	and the same	trade			traded on		the period	transacted
NO 15	5 34	E	that	date	The same	that date	100	T TO U	(Rs. In Lakhs)
May 2048	1224	70 02.05.2	040 74	10 4044 40	22.05.2040	2707	4445 44	77000	
May 2018				-	22.05.2018	2707	1115.14	77339	871.83
June 2018	1110.		-	- Contract	06.06.2018	23498	1017.72	182901	1876.97
July 2018	1200				16.07.2018	2887	1029.47	149223	1564.23
August 2018	1232	.00 06.08.2	018 47	14 1005.00	16.08.2018	6484	1101.31	134515	1501.41
September 2	018 1133	.00 12.09.2	818 856	76 966.00	25.09.2018	3477	1026.54	261680	2729.96
October 2018	1062	.00 31.10.2	018 83	15 900.00	08.10.2018	21339	976.72	106554	1037.92
# The Hi	gh and Lo	w Prices are	based on	high and low	of the daily p	rices.			
^ Arithm	etic avera	ge of the clos	sing prices	of all trading	days during t	the sald peri	od.		
Source	: www.ns	eindia.com.							
16.3. There	has been	no change in	the Equit	v Share capit	al of the Corr	pany includ	ing by way	of bonus iss	ue, rights issue
					eriod for which				
	osing ma	ket price of	the Equity	Shares on 0	2.11.2018, i.e	e., the first to	rading day	after the Da	te of the Board
or con:	a uma P	200	r equity sl	nare on the B	SE and Rs.11	107.55 per e	quity shar	e on the NSI	(Source: BSE
or con: 16.4. The cl Meetin		es).							
or cons 16.4. The cl Meetin and N	SE websit	TROUGHT I	3 1		all.				
or cons 16.4. The cl Meetin and N	SE websit	TROUGHT I	nd shareh	olding patte	m.				
or consoler of con	SE websit nt Capital apital stru	structure a	Company :	as on the dat	e of this Publ			"], and the p	roposed capital
or consoler of con	SE websit nt Capital apital stru	structure a	Company :	as on the dat				- 33	Part Line
or con: 16.4. The cl Meetin and N3 17. Prese 17.1. The ca structu	SE websit nt Capital npital stru- ire of the	structure a	Company :	as on the dat	e of this Publ	et forth below	v:	(Amou	nt Rs. In Lakhs)
or consoler of con	SE websit nt Capital npital stru- ire of the	structure a	Company :	as on the dat	e of this Publ	et forth below	v: on the dat	(Amou	nt Rs. In Lakhs)
or con: 16.4. The cla Meetin and N3 17. Prese 17.1. The ca structu	SE websit nt Capital pital structe of the l	structure and cture of the Company pos	Company	as on the dat	e of this Publ	et forth below	v:	(Amou	nt Rs. In Lakhs)
or con- 16.4. The cla Meetin and N3 17. Presei 17.1. The ca structu Partic Author	SE websit int Capital spital stru ire of the i	structure and cture of the Company pos	Company st the com	as on the dat pletion of the	e of this Publ	et forth below	v: on the dat if this PA	(Amou	nt Rs. In Lakhs) completion Buyback
or con- 16.4. The cla Meetin and N3 17. Presei 17.1. The ca structu Partic Author	SE websit int Capital spital stru ire of the i	structure and cture of the Company pos	Company st the com	as on the dat pletion of the	e of this Publ	et forth below	v: on the dat	(Amou	nt Rs. In Lakhs)
or con- 16.4. The cl Meetin and NS 17. Presei 17.1. The ca structu Partic Author - 1,49,	SE websit nt Capital apital stru apital s	structure and cture of the Company pos	Company at the company of Rs. 10/-	as on the dat pletion of the	e of this Publ	et forth below	v: on the dat if this PA	(Amou	nt Rs. In Lakhs) completion Buyback
or con- 16.4. The classification of the castructus Partic Author - 1,49, - 1,000 Issued	SE websit nt Capital pital stru re of the l ulars ised Shar 90,000 Ec) Preferen , subscrib	e Capital quity Shares of	of Rs. 10/- Rs. 100/- paid up sh	each each are capital (ex	e of this Publ Buyback is se	et forth below	on the dat of this PA	(Amou	nt Rs. In Lakhs) completion Buyback 1.00
or con- 16.4. The classification of the castructus Partic Author - 1,49, - 1,000 Issued	SE websit nt Capital pital stru re of the l ulars ised Shar 90,000 Ec) Preferen , subscrib	e Capital quity Shares of	of Rs. 10/- Rs. 100/- paid up sh	each each are capital (ex	e of this Publ Buyback is se	et forth below	on the dat of this PA	(Amou	nt Rs. In Lakhs) completion Buyback 1.00
or con- 16.4. The ci- Meetir and N: 17. Presei 17.1. The ca- structu Partic Author - 1,49, - 1,000 Issued account	SE websit At Capital Apital stru Apital s	e Capital quity Shares of	of Rs. 10/- Rs. 100/- paid up sh	each each each are capital (ex	e of this Publ Buyback is se	As a	on the dat of this PA	(Amounts)	nt Rs. In Lakhs) completion Buyback 1.00
or con- 16.4. The ci- Meetir and N3 17. Presei 17.1. The ca- structu Partic Author - 1,49, - 1,000 Issued accour - 1,02; Vote: Assum	SE websit nt Capital pital stru ure of the l ulars lised Shar 90,000 Ec 0 Preferen , subscrib nt of forfei 96,062 Ec	e Capital quity Shares of ted and fully p ted shares Requity Shares of	of Rs. 10/- Rs. 100/- paid up sh. s.1.52 laki of Rs. 10/-	each each each are capital (exact) each	e of this Publ Buyback is se aduding on	As c	on the dat f this PA 1499.00 1.00	(Amount of Post of of back price, the	nt Rs. In Lakhs) completion Buyback 1.00 1.00 999.17 e post Buyback
or con- 16.4. The ci- Meetir and N3 17. Presei 17.1. The ca- structu Partic Author - 1,49, - 1,000 Issued accour - 1,02; Vote: Assum	SE websit nt Capital pital stru ure of the l ulars lised Shar 90,000 Ec 0 Preferen , subscrib nt of forfei 96,062 Ec	e Capital quity Shares of ted and fully p ted shares Requity Shares of	of Rs. 10/- Rs. 100/- paid up sh. s.1.52 laki of Rs. 10/-	each each each are capital (exact) each	e of this Publ Buyback is se	As c	on the dat f this PA 1499.00 1.00	(Amount of Post of of back price, the	nt Rs. In Lakhs) completion Buyback 1.00 1.00 999.17 e post Buyback
or con- 16.4. The ci- Meetir and N3 17. Presel 17.1. The ca- structu Partic Author - 1,49, - 1,000 Issued account - 1,02, Note: Assumd, substitute 17.2. As on 17.2. As on 17.2.	SE websit A Capital Apital stru Apital	e Capital quity Shares of ted shares of ted indicative M d paid-up cap f this Public A	of Rs. 10/- Rs. 100/- paid up sh. s.1.52 laki of Rs. 10/- deximum E ottal will di	each each each each are capital (exist) each each each each each tuyback Share fier depending	e of this Publ Buyback is se aduding on as are bought g upon the act	As a back on maxual number	on the dat of this PA 1499.00 1.00 1029.61 timum buy of Equity: are partly p	(Amount of Post of of back price, the Shares bought aid up, or with the post of the post o	completion Buyback 1.00 1.00 999.17 e post Buyback tt back. h call-in arrears
or con- 16.4. The ci- Meetir and N3 17. Presel 17.1. The ca- structu Partic Author - 1,49, - 1,000 Issued account - 1,02, Vote: Assumd, subs 17.2. As on and the	SE websit Int Capital Int Capi	e Capital quity Shares of ted shares Re quity Shares Re quity Shares Re quity Shares Re quity Shares Re te indicative Me d paid-up cap f this Public A outstanding in	of Rs. 10/- Rs. 100/- paid up sh. s.1.52 laki of Rs. 10/- deximum E ottal will di unnouncen	each each each each each buyback Share fier depending each, there are s convertible	e of this Publ Buyback is se aduding on as are bought g upon the act	As commanded on the com	on the dat of this PA 1499.00 1.00 1029.61 timum buy of Equity: are partiy p	(Amount of Post of of back price, the Shares bought aid up, or with the post of the post o	completion Buyback 1.00 1.00 999.17 to post Buyback th back.

à

n arrear

rakhs

capita

Boan &

ocquing? 17.3. The shareholding pattern of the Company as on 26.10.2018 (Pre-Buyback) and the proposed shareholding pattern of the Company post the completion of the Buyback is given below.

	THE RESIDENCE OF THE PARTY OF T	Pre- Bi	ryback	Post	Buyback
	Particulars	No. of equity shares	% of existing share capital	No. of equity shares	% of Post- Buyback equity share capital
(A)	Promoters and Promoters Group:	5150675	50.03	5150875	51.55
(B)	Public:	5145387	49.97	4941040	48.45
	(C1) Shares underlying DRs	0	0	0	0
	(C2) Shares held by Employee Trusts	0	0	0	0
(C)	Non Promoter- Non Public (C= C1+C2)	0	0	. 0	0
	Total	10296062	100.00	9991715	100.00

Assuming the Company buys back the Maximum Buyback Shares on maximum buy back price, the shareholding post completion of the Buyback, may differ depending upon the actuel number of Equity Shares bought back in the Buyback. As per Regulation 16(il) of the Buyback Regulations, the Buyback shall not be made from Promoters and Promoter Group or persons in control of the Company. Further, as per Regulation 24(i)(e) of the Buyback Regulations, the Promoters and Promoter Group or their associates have not dealt in the Equity Shares or other specified securities of the Company either through the Stock Exchanges or off-market transactions (including inter-se transfer of Equity Shares among the Promoters & Promoter Group) from the date of the Board meeting till the date of the completion of the Buyback.

17.4. The number of the Equity Shares held by the Promoters & Promoter Group, Directors of the Promoters & Promoter Group, and of persons who are in control, as on the date of this Public Announcement, is given below:

	Name	Category	No. of Equity Shares	% of paid-up equity share capital
A.	Promoters& Promoter Group:	NAME OF TAXABLE PARTY.		100000000000000000000000000000000000000
	Apama Goenka	Promoters	200000	1.94
	Arvind Goenka	Promoters	107500	1.04
	Akshat Goenka	Promoters	100000	0.97
	Cosmopolitan Investments Limited	Promoter Group	1907528	18.53
1/4	New India Investment Corporation Ltd.	Promoter Group	1212136	11.77
	Duncan International (India) Limited	Promoter Group	994616	9.66
	Haldla Investment Company Limited	Promoter Group	598895	5.82
	Disciplined Investments Limited	Promoter Group	30000	0.29
В.	Directors of the Promoters & Promoter Group Companies:	ALL DE STORY		
	Anurag Jain	CONTRACTOR AV	2675	0.02
1	Total	The same	5153350	50.05

Note: While the Promoters & Promoter Group era not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company will increase accordingly. Any increase in the percentage holding/voting rights of the Promoters is not an active acquisition and is incidental to the Buyback and fells within the limits prescribed under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

17.5. None of the persons mentioned in Paragraph 17.4 above have sold or purchased any Equity Shares of the Company (either through the stock exchanges or off market transactions) during the twelve months preceding the date of the Public Announcement, at which buyback was approved except the following:

(a) M/s. Haldia Investment Company Limited

	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum Price (Rs.)	Date of minimum price
1	7000	1199.13 per share	06.08.2018	1171.43 ger share	02.08.2018
(b)	M/s. Cosmopolitan Investments Limited				
1	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum Price (Rs.)	Date of minimum price
v	3000	1206.16 per share	03.08.2018	1200 per share	03.08.2018
(c)	M/s. New India Investment Corporation Limited				
	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum -Příce (Rs.)	Date of minimum price
	10000	1206.21 per share	08.08.2018	1165.91 per share	02.08.2018
(d)	Mr. Anurag Jain, Director of M/s. Cosmopolitan Investments Limited and Haldia Investment Co. Ltd.:				
	Aggregate Number of equity shares purchased	Maximum Price (Rs.)	Date of Maximum price	Minimum Price (Rs.)	Date of minimum price
119	200	1000.25 per share	21.09.2018	990.10 par share	21.09.2018

18. Management Discussion and Analysis on the likely impact of the Buyback on the Company:

18.1. The Buyback is expected to enhance overall long term members' value for continuing members, without compromising on the future growth opportunities of the Company, as well as provide an exit opportunity to the public shareholders. The Buyback is not likely to cause any material adverse Impact on the earnings of the Company, except a reduction in the treasury income which the Company could have otherwise earned from investments in fixed deposits and mutual funds. The Company will also bear the cost of the Buyback transaction.

- 18.2. The Buyback is proposed, considering the accumulated surplus funds available with the Company being in excess of the surplus amount needed to be retained by the Company for future growth of the Company as envisaged by the
- 18.3. The Buyback will be funded from the accumulated surplus funds available with the Cempany, in the form of cash and/or investments in fixed deposits and mutual funds, and will be drawn out of free reserves, securities premium account of the Company or such other source, in accordance with Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations.
- 18.4.The Buyback may lead to reduction in outstanding Equity Shares, Improvement in 'ear return on equity, assuming that the Company would earn similar profits as in the past. ction in outstanding Equity Shares, Improvement in 'earnings per share' and enhanced
- 18.5.Pursuant to Regulation 16(ii) of the Buyback Regulations, the Promoters and promoter group of the Company will not participate in the Buyback. The Buyback will not result in a change in control or otherwise affect the existing management structure of the Company.
- 18.6.Consequent to the Buyback (which excludes participation by the Promoters and promoter group) and based on the number of Equity Shares bought back by the Company from the members including members resident outside India, erstwhile overseas corporate bodies, foreign portfolio Investors and non-resident Indian members, the shareholding pattern of the Company would undergo a change; however public shareholding shall not fall below 25% of the total fully paid up Equity Share Capital of the Company.
- 18.7.In accordance with Section 68(2)(d) of the Companies Act, the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up Equity Share capital and free reserves post the Buyback.
- 18.8.In compliance with the provisions of the Buyback Regulations, the Company shall not raise further capital for a period and company shall not reserve the provisions of the Buyback regulations, the Company shall not reserve the captry of the buyback period, except in discharge of its subsisting obligations. Further, the Company shall not issue any Equity Shares or other securities including by way of bonts issue or convert any outstanding employees stock options/outstanding instruments into Equity Shares, till the date of closure of the Buyback in accordance with the Companies Act and the Buyback Regulations.
- 18.9.Unless otherwise determined by the Board or as may be directed by the appropriate authorities, the Buyback will be completed within a maximum period of 6 (six) months from the date of opening of the Buyback. In accordance with Buyback Regulations, the Company shall not withdraw the Buyback post Public Announcement.
- 18.10. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channels, i.e., by way of Demand Draft/Pay Order/NEFT/RTGS/Cheque) to the Company's Broker.
- 19. Statutory approvals:
- 19.1. Pursuant to Sections 68, 69, 70, and all other applicable provisions of the Companies Act and applicable Rules there under and the provisions of the Buyback Regulations, and article 33 of the articles of association of the Company, the Company has obtained the Board approval, as mentioned above.
- 19.2. The Buyback from each Mernber is subject to all statutory consents and approvals as may be required by such Mernber under applicable laws and regulations. The Members shall be solely responsible for obtaining all such statutory consents and approvals (including, without limitation the approvals from the Reserve Bank of India, if any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback. Members would be required to provide copies of all such consents and approvals obtained by them to the Company's Broker.
- 19.3. The Buyback shall be subject to such necessary approvals as may be required, and the Buyback from erstwhile overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed the
- 19.4.To the best of the knowledge of the Company, no other statutory approvals are required by it for the Buyback as on the date of this Public Announcement. Subject to the obligation of the Members to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out in Paragraph 19.2 above, the Company shall obtain such statutory approvals as may be required, from time to time, if any, for completion of the Company's obligations in relation to the Buyback.
- Collection and bidding centers: The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection and bidding centres is not applicable.
- Compliance Officer and Investor Service Centre: Mr. Pranab Kumar Maity, the Company Secrets Compliance Officer and Investor Service Centre: Mr. Pranab Kumar Maity, the Company Secretary & Compliance Officer of the Buyback in terms of Regulation 24(ii) of the Buyback Regulations, Address: Duncan House, 31, Netaji Subhas Road, Kolkata - 700001, Tel. No.: 033 22306831/6832, Fax No.: 033 22434772; E-mall: Investorfeedback@occlindia.com/; Website: www.occlindia.com. Link Intime India Private Limited, having its office at 247, Park, Tower - C, 1st Floor, L B S Marg.-Vikhroli (W), Mumbai - 400 083 is appointed as the Investor service centre for the purposes of the Buyback, in terms of Regulation 24(iii) of the Buyback Regulations. Tel. No.: 022 4918 6000; Fax No.: 022 22890539;E-mail Id: Sagar.zanzane@linkintime.co.in Contact Person: Mr. Sagar Zanzane, Senior Associate - Depository Operations: Website: www.linkintime.co.in; SEBI Registration No: INR000004058
- The Company has appointed the following as Merchant Banker to the Buyback:

VC CORPORATE ADVISORS PRIVATE LIMITED

CIN: U67120WB2005PTC106051 SEBI REGN. NO.: INM000011096

(Contact Person: Mr. Anup Sharma/ Ms. Urvi Belani)

31, Ganesh Chandra Avenue, 2nd Floor, Sulte No.—2C, Kolkata-700 013
Tel. No : (033) 2225-3940, Fax : (033) 2225-3941
Email: mail@vccorporate.com, Website: www.vccorporate.com

23. DIRECTORS' RESPONSIBILITY

As per Regulation 24(1)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and any advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information.

> For and on behalf of the Board of Directors of **ORIENTAL CARBON & CHEMICALS LIMITED**

Arvind Goenka Managing Director DIN: 00135653

Place: Noida Date: 03.11.2018 Akshat Goenka Jt. Managing Director DIN: 07131982

Mr. Pranab Kumar Malty Company Secretary & Compliance Officer