

UNIMODE OVERSEAS LIMITED AND REDUCED

304A/10178, IIIrd Floor, Ravinder Plaza, Abdul Aziz Road, Karol Bagh, New Delhi-110005

Email ID: unimodeoverseaslimited@gmail.com, Website: www.unimodeoverseas.in

CIN No. L51909DL1992PLC048444, Tel. No. 011-43685156

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

Date: September 01, 2018

Sub: Outcome of the Board Meeting

Ref: Unimode Overseas Limited and Reduced (Scrip Code: 512595)

Dear Sir,

With reference to the captioned subject and pursuant to the provisions of Regulation 30 of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015, we wish to inform your good office that the Board of Directors in its Meeting held today i.e. September 01, 2018, inter alia, has considered and approved the following matters:

1. Consolidation of the entire authorised, issued, subscribed and paid up share capital of the Company from Re. 1 (Rupee One only) each to Rs. 10 (Rupees Ten only) each so that every 10 (ten) equity shares with nominal value of Re. 1 (Rupee One only) each held by a member are consolidated and re-designated into 1 (one) equity share with nominal value of Rs. 10 (Rupees Ten only) each.
2. Alter the existing Clause V of the Memorandum of Association of the Company to give effect to the said consolidation of share capital subject to approval of Item no. 1.
3. Seek shareholders' approval for above stated item no. 1 & 2 at the ensuing Annual General Meeting for the financial year 2017-18.
4. Fixation of the date of 26th Annual General Meeting on Thursday, 27th September, 2018.
5. Register of Members & Share Transfer Book of the Company will closed from 22nd September, 2018 to 27th September, 2018(both days inclusive) for the purpose of 26th Annual General Meeting (AGM) of the Company.
6. Considered & approved the Notice of the 26th Annual General Meeting of the Company.
7. Considered & approved the Director's Report & Report on Corporate Governance for the financial year ended 31st March, 2018.
8. Mr. Abhishek Gupta, practicing company secretary appointed as Scrutinizer for the process of Remote E- voting as well as voting at the AGM.
9. Considered, approved and taken on record the Secretarial Audit Report for the year ended 31st March, 2018.

Pursuant to the requirements of Para A of Part A of Schedule III and SEBI circular dated September 09 2015 bearing ref no. CIR/CFD/CMD/4/2015, please find below the further details regarding the said Consolidation of equity share capital:

- a. **Consolidation Ratio** : Consolidation of the Equity Share Capital of the Company from Re. 1 (Rupee One only) each to Rs. 10 (Rupees Ten only) each so that every 10 (ten) equity shares with nominal value of Re. 1 (Rupee One only) each held by a member are

consolidated and re-designated into 1 (one) equity share with nominal value of Rs. 10 (Rupees Ten only) each

- b. Rationale behind the Consolidation** – (i) It will rationalise the share capital of the Company by reducing the number of shares outstanding and it would be easy to manage the smaller number of shares (ii) It will result in a trading price that better reflects its maturity and also increase the profile of the Company amongst the institutional investors and the coverage of the Company.

c. Pre and Post Share Capital:

Pre- Stock Consolidation Share Capital		Post- Stock Consolidation Share Capital	
Authorized Equity Share Capital		Authorized Equity Share Capital	
5,25,00,000 Equity Shares of Re. 1/- each	Rs. 5,25,00,000/-	52,50,000 Equity Shares of Rs. 10/- each	Rs. 5,25,00,000/-
Issued and Paid-up Equity Share Capital		Issued and Paid-up Equity Share Capital	
50,10,507 Equity Shares of Re. 1/- each	Rs. 50,10,507/-	5,01,050 Equity Shares of Rs. 10/- each*	Rs. 50,10,500/-*

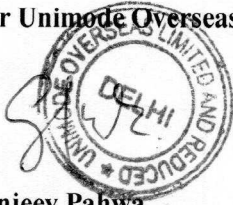
***All the fractional entitlements shall be consolidated and equity shares shall be allotted in lieu of such fractions to a nominee to be selected by the Board who shall hold the equity shares as trustee(s) on behalf of the members entitled to fractional entitlement(s) with the express understanding that such nominee(s) shall sell the same in the market at such time or times may be decided by the Board/ Committee(s), and distribute their net sale proceeds after adjusting the cost and expenses in respect thereof, to the members in proportion to their respective fractional entitlement(s)**

- d.** The proposed consolidation, if approved by members, will tentatively be completed within two months from the date of shareholders' approval;
- e.** Any shareholder holding less than 10 Equity Shares of Re. 1/- each as on the Record Date (to be fixed) will not be entitled to receive any shares in the Company. Further, any fraction arising out of the said consolidation will be cash settled.

The meeting of the Board Commenced at 3:00 P.M. and concluded at 4:50 P.M

Kindly take the above into your record.

For Unimode Overseas Limited and Reduced



Sanjeev Palwa
Add. Director
DIN: 02876785