



PUDUMJEE

**PUDUMJEE PULP & PAPER MILLS LTD.**

Registered Office

**Summary synopsis of the the Scheme of Arrangement and Reconstruction (Demerger) giving details of shares exchange ratio, treatment of fractional entitlements, etc.**

The Scheme of Arrangement and Reconstruction (Demerger) between Pudumjee Pulp & Paper Mills Limited, Pudumjee Industries Limited, Pudumjee Hygiene Products Limited and Pudumjee Paper Products Limited and their respective Shareholders and Creditors ("Scheme") was sanctioned by the Hon'ble Bombay High Court on 08<sup>th</sup> January, 2016 and has become effective on 01.02.2016. Pursuant to The Scheme of Arrangement and Reconstruction (Demerger) the paper manufacturing business of the Company is transferred to Pudumjee Paper Products Limited.

In terms of the Scheme, the equity shares of the Pudumjee Paper Products Limited will be issued to the shareholders of Pudumjee Pulp & Paper Mills Limited whose name stand in the register of members of Pudumjee Pulp & Paper Mills Limited as on Record Date, as per the following ratio:

37 (Thirty Seven) equity share of Pudumjee Paper Products Limited of Re. 1 each fully paid for every 20 (Twenty) equity shares of Pudumjee Pulp & Paper Mills Limited of Rs. 2 each fully paid.

**Treatment of Fractional Entitlement:**

In case any member's shareholding in the First Transferor Company is such that such member becomes entitled to a fraction of one equity share of the Transferee Company, the Transferee Company will not issue fractional share to such member and will consolidate such fractions and issue the consolidated shares to a trustee nominated by the Board of the First Transferor Company in that behalf, who will sell such shares and distribute the net sale proceeds (after deduction of the expenses incurred) to such members in proportion to their respective fractional entitlements. During consolidation of the fractional shares, if the sum of such fractional shares is not a whole integer, the Transferee Company will issue such additional fractional shares to the trustee, such that the total shares so issued shall be rounded off to the next whole integer.

For PUDUMJEE PULP & PAPER MILLS LTD.

(R. M. Kulkarni)  
COMPANY SECRETARY

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