



23<sup>rd</sup> August, 2018

1. The Secretary  
BSE Limited  
PhirozeJeejeebhoy  
Towers, Dalal Street  
Fort, Mumbai - 400 023
2. The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051

Dear Sir/Madam,

**Sub: Issue of Bonus Debentures**

**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated 9 September, 2015**

With reference to above mentioned subject, the Board of directors at its Meeting held today, approved the sub-division of face value of equity shares of Rs.2/- each into Re.1/- each, subject to approval of Members.

The Company vide its letter dated 6<sup>th</sup> August 2018, had announced the Issue of Secured Redeemable Non- Convertible Debentures as Bonus Debentures of Rs.60/- in the ratio of 1 (one) Bonus Debenture for every 1 (one) equity share of Rs. 2/- each held by the shareholders of the Company, on a Record date as may be decided, subject to the approval of National Company Law Tribunal, Kolkata and any other approval as may be required.

In view of the of sub-division of equity shares as stated above, the value of Secured Redeemable Non- Convertible Debentures as Bonus Debentures stands revised to Rs. 30/- each in the ratio of 1 (one) Bonus Debenture for every 1 (one) equity share of Re. 1/- each held by the shareholders of the Company, on a Record date as may be decided, subject to the approval of National Company Law Tribunal, Kolkata and any other approval as may be required.





The revised details pertaining to the proposed issuance/allotment of Bonus Debentures as per Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is provided in the Annexure to this intimation.

Request you to take the above information on records.

Thanking you,

**Yours faithfully,  
For Britannia Industries Limited**

**Jairaj Bham  
Company Secretary**



Encl: As above

**CC:  
National Securities Depository Limited.  
Central Depository Services (India) Limited.  
Karvy Computershare Private Limited**



### Annexure- Details of Issuance of Bonus Debentures

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Securities and Exchange Board of India Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, we are furnishing herewith the details as under:

Sr. No.	Particulars	Description
1.	Whether bonus debenture is out of free reserves created out of profits or share premium account	The Bonus Debentures will be issued out of the balance in retained earnings, available as on 31 <sup>st</sup> March 2018.
2.	Bonus Debenture ratio	One Bonus Debenture of Rs.30/- each for one equity share of Re.1/- each.
3.	Details of share capital - pre and post bonus debenture issue	<p>Pre- Bonus debenture issue and pre sub-division of equity shares, Issued, subscribed and Paid up equity share capital of the Company as on date: Rs.24,03,18,294 divided into 12,01,59,147 equity shares of Rs.2/- each.</p> <p>Pre- Bonus debenture issue and post sub-division of equity shares, issued, subscribed and Paid up equity share capital of the Company will be Rs.24,03,18,294 divided into 24,03,18,294 equity shares of Re.1/- each.</p> <p>Post Bonus debenture issue and post sub-division of equity shares, Issued, subscribed and Paid up equity share capital of the Company would be Rs.24,03,18,294 divided into 24,03,18,294 Equity Shares of Re.1/- each.</p> <p>There will be no impact of Issue of Bonus Debentures on the paid up equity capital of the Company.</p>





4.	Free reserves and/ or share premium required for implementing the bonus debenture issue including deemed dividend Income tax	The Company would be issuing 24,03,18,294 bonus debentures of Rs.30/- each amounting to Rs. 720,95,48,820 The Company will utilise balance in retained earnings to the extent of Rs.869,11,11,103/- including deemed dividend tax.
5.	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	As on 31 <sup>st</sup> March, 2018, the retained earnings is at Rs.2,515 crore, general reserve is at Rs.633 crore and securities premium is at Rs.48 crore.  Total free reserves and Securities premium is at Rs.3,196 crore.
6.	Whether the aforesaid figures are audited	Yes, the figures provided in Item No. 5 are audited.
7.	Estimated date by which such bonus debenture would be credited/dispatched	The bonus debentures will be allotted after obtaining the approval of National Company Law Tribunal pursuant to the Scheme of Arrangement, under section 230 of the Companies Act, 2013.
8.	Size of the issue	One bonus debenture of Rs.30/- each for every one equity share of Re. 1/- each. The Company will issue 24,03,18,294 Bonus Debenture of Rs.30/- each.
9.	Whether proposed to be listed? If yes, name of the stock exchange(s)	Yes, the bonus debentures will be listed on National Stock Exchange of India Limited and BSE Limited.
10.	Tenure of the instrument - date of allotment and date of maturity	The bonus debentures will be allotted after obtaining the approval of National Company Law Tribunal, pursuant to the Scheme of Arrangement, under section 230 of the Companies Act, 2013.  Date of Maturity of the bonus debentures will be three years from the date of allotment.
11.	Coupon/interest offered, schedule of payment of coupon/interest and principal	At such rate not exceeding 8.0% p.a as may be determined by the Board of Directors including a Committee of the Board.







12.	Interest payable	Annually.
13.	Charge/security, if any, created over the assets;	The Company shall create charge on its identified immovable assets. The value of such immovable assets will be not less than the principal value (including the interest outstanding on such principal).
14.	Special right/interest/privileges attached to the instrument and changes thereof;	There are no special right/ privileges attached to the instrument.
15.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal;	Not applicable.
16.	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any;	Not applicable
17.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures;	Not applicable.

**Jairaj Bam**

**Company Secretary**

