



HB STOCKHOLDINGS LTD.

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March 17, 2018

The General Manager (Listing) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400 001	The Vice President, National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051
Company Code – 532216	Stock Code – HBSTOCK

Sub: Reduction of Share Capital of the Company

Ref: - Composite Scheme of Arrangement between HB Stockholdings Limited (HBSL), HB Portfolio Limited (HBPL) and HB Estate Developers Limited (HBEDL) and their respective Shareholders and Creditors under Sections 391 to 394 read with Section 100 to 104 of the Companies Act, 1956

Dear Sir / Madam,

We would like to inform you that pursuant to the Composite Scheme of Arrangement duly sanctioned by the Hon'ble NCLT, Chandigarh Bench at Chandigarh, the duly authorised Capital Restructuring Committee of the Board of Directors in its meeting held today i.e. March 17, 2018 has approved the following:

- 1) The existing Paid-up Equity Share Capital of Rs. 23,79,22,180 (Twenty Three Crore Seventy Nine Lakhs Twenty Two Thousand One Hundred Eighty) comprising of 2,37,92,218 (Two Crore Thirty Seven Lakhs Ninety Two Thousand Two Hundred Eighteen) Equity Shares of Rs. 10/- (Rupees Ten) each fully paid up has been reduced in the following manner:
 - (i) the face value of the Equity Shares reduced from 1 (one) Equity Share of Rs. 10/- (Rupees Ten) each fully paid up to 1 (one) Equity Share of Rs. 3/- (Rupees Three) each fully paid; and
 - (ii) Equity Shares are further consolidated in such a manner that the Shareholders holding 10 (Ten) Equity Shares of Rs. 3/- (Rupees Three) each fully paid up in the Equity Share Capital of HBSL as on March 12, 2018 (HBSL Record Date) shall get 3 (Three) Equity Shares of Rs. 10/- (Rupees Ten) each fully paid up in the Equity Share Capital of HBSL.

As a result of which, the Equity Share Capital stands reduced to Rs. 7,13,76,650 (Rupees Seven Crore Thirteen Lakhs Seventy Six Thousand Six Hundred Fifty) comprising of 71,37,665 (Seventy One Lakhs Thirty Seven Thousand Six Hundred Sixty Five) Equity Shares of Rs. 10/- (Rupees Ten) each fully paid-up.

- 2) The Equity Share Capital of Rs. 7,13,76,650 (Rupees Seven Crore Thirteen Lakhs Seventy Six Thousand Six Hundred Fifty) comprising of 71,37,665 (Seventy One Lakhs Thirty Seven Thousand Six Hundred Sixty Five) Equity Shares of Rs. 10/- (Rupees Ten) each fully paid-up bearing Distinctive numbers starting from 27094297 to 34231961 (Both inclusive) shall be listed and/or admitted to trading on the BSE and NSE where the Equity Shares of the Company are listed and/or admitted to trading.

These Equity Shares shall be credited to the respective demat account of the Shareholders who are holding Shares in dematerialized form and fresh Share Certificate(s) shall be issued to the Shareholders who are holding Shares in physical form. Kindly note that these Shares shall remain frozen in the depositories system and will not be available for trading / transfer till the trading permission is given by the Stock Exchange(s).

Fractional entitlement, if any shall be consolidated into Equity Shares and sale proceeds thereof shall be distributed among the eligible Shareholders in the ratio of their fractional entitlement as provided under the Scheme.

- 3) The existing Equity Shares bearing Distinctive numbers starting from 01 to 25443257 (Both inclusive) held by the Equity Shareholders of the Company as on March 12, 2018 (HBSL Record Date), whether in dematerialised form or physical form stand cancelled with immediate effect without any further act, deed or thing.
- 4) The Authorized Share Capital of the Company also stand reduced by Rs. 65,00,00,000/- (Rupees Sixty Five Crore only) i.e. from Rs. 100,00,00,000/- (Rupees One Hundred Crore) to Rs. 35,00,00,000 (Rupees Thirty Five Crore).

Kindly take the same on record.

Yours truly,
For HB Stockholdings Limited


ANIL GOYAL
(Director)