



July 14, 2014

1. The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI 400 001.
Fax No. 022 - 2272 3121 / 3719 / 2037 / 2039 / 2041 / 2061
2. The Secretary
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex
Bandra East
MUMBAI 400 051.
Fax No.022 - 26598237 / 38 / 26598346
3. National Securities Depository Limited
Trade World, A wing,
4th and 5th Floors,
Kamala Mills Compound, Lower Parel,
Mumbai – 400 013
4. Central Depository Services (India) Limited
17th floor, P J Towers,
Dalal Street,
Mumbai – 400001
5. Ms. C Shobha Anand
Assistant General Manager-Corporate Registry
Karvy Computershare Pvt. Ltd.
Plot No.17-24
Vittalrao Nagar, Madhapur
Hyderabad 500 081

Dear Sir / Madam,

Sub: Allotment of equity shares to Mr. Udayant Malhoutra and Wavell Investments Private Limited

On March 25, 2013, the shareholders of the Company had approved preferential issue of 3,38,440 convertible warrants to Mr. Udayant Malhoutra and 2,88,300 convertible warrants to Wavell Investments Private Limited ("Wavell"), Promoters of the Company and the in-principle approval of Bombay Stock Exchange Limited and National Stock Exchange of India Limited were obtained by the Company vide letter numbers DCS/PREF/SI/PRE/956/2012-13, dated, March 22, 2013 and NSE/LIST/198269-A, dated March 18, 2013, respectively under clause 24(a) of the Listing Agreement.



With INR 7,25,00,300 being brought in by Mr. Udayant Malhoutra and Wavell bringin in INR 4,75,00,000, the Board of Directors of the Company have approved on July 13, 2014:

- allotment of 1,21,171 number of equity shares to Mr. Udayant Malhoutra and
- allotment of 79,386 number equity shares to Wavell,

both at the rate of INR 10 (ten) each, issued at a premium of INR 787.78 (Indian Rupees seven hundred and eighty seven and paise seventy eight only), by passing a resolution by circulation under section 175 of the Companies Act, 2013. A certified copy of the said resolution is enclosed for your information.

The Company is in the process of making requisite listing application to the Stock Exchanges. Once the listing approvals from the Stock Exchanges are obtained, the Company would make requisite applications for lock-in with the Depositories and also apply for trading approval with the Stock Exchanges.

The Exchanges / Depositories / Registrar & Transfer Agents are requested to kindly take the above on record.

Thank you.

Yours truly,
for **DYNAMATIC TECHNOLOGIES LIMITED**

Naveen Chandra P

DGM – Compliance, Legal and Company Secretary

Enclosure: as above



EXTRACT FROM THE RESOLUTION BY CIRCULATION PASSED BY THE BOARD OF DIRECTORS OF DYNAMATIC TECHNOLOGIES LIMITED DATED JULY 10, 2014 (Majority approval of the Board obtained on July 13, 2014)

"RESOLVED THAT pursuant to the shareholders' approval obtained at the Extraordinary General Meeting held on March 25, 2013 and *in-principle* approval of Bombay Stock Exchange Limited ("BSE") vide their letter number DCS/PREF/SI/PRE/956/2012-13, dated, March 22, 2013 and *in-principle* approval of National Stock Exchange of India Limited ("NSE") vide their approval letter number NSE/LIST/198269-A, dated March 18, 2013, and in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, section 81(1A) of the Companies Act, 1956 and any other applicable regulations / provisions in this regard (including statutory amendment, modification or re-enactment of any applicable law) and Articles of Association of the Company and subject to the terms approved by Shareholders at their meeting held on March 25, 2013; such permission, approvals, sanctions as may be required to be obtained from any authorities and subject to conditions or modifications as may be imposed while granting such permission, approvals, sanctions, the approval of the Board be and is hereby accorded to:

- I. Allot 1,21,171 number equity shares to Mr. Udayant Malhoutra by conversion of the remaining 1,21,171 number of convertible warrants subscribed by him (warrants bearing distinctive numbers 0217270 - 0338440) at an issue price of INR 10 per share being issued at a premium of INR 787.78 per share.
- II. Allot 79,386 number of equity shares to Wavell Investment Private Limited ("Wavell") by conversion of the 1,62,953 number of convertible warrants subscribed by it (warrants bearing distinctive numbers 0463788 - 543173) at an issue price of INR 10 per share being issued at a premium of INR 787.78 per share."

"RESOLVED FURTHER THAT the equity shares being allotted to Mr. Udayant Malhoutra and Wavell be subject to lock-in for a period of three years from the date of trading approval granted by BSE and NSE and the said equity shares being allotted shall rank *paripassu* in all respects with the existing equity shares of the Company."

"RESOLVED FURTHER THAT the approval of the Board be and is hereby accorded to list the 2,00,557 equity shares allotted to Mr. Udayant Malhoutra and Wavell on BSE and NSE."

"RESOLVED FURTHER THAT any one of the Directors of the Company and Mr. Naveen Chandra P, DGM-Compliance, Legal and Company Secretary be severally authorized to do all such necessary acts, deeds and things as may be required to give effect to this resolution including but not limited to, filing returns with Registrar of Companies; informing BSE and NSE regarding allotment of shares; signing the listing application, affidavits; certifying documents; to finalize and execute all documents and writings, desirable or expedient as it may deem apt; submitting all necessary documents as may be required to be submitted for the purpose of listing the shares on BSE and NSE; to communicate / inform the Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL); entering into any arrangement with NSDL and / or CDSL; do all such necessary acts as may be required for allotment of shares in dematerialized mode, comply with such formalities and requirements as

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are directed by BSE, NSE or any other authorities; appointing consultants or experts; agree to all or any terms, conditions and restrictions as may be imposed by any authorities; to resolve all or any issues arising in the process of allotment of shares or listing the shares on BSE and NSE; representing the Company before any authorities; contest against any party or authority who may oppose the allotment of shares or the listing of shares; sub-delegate all or any powers vested in them by this resolution to such competent personnel of the Company on a limited basis from time to time, as may be deemed expedient and do all such necessary acts and deeds as may be required to be done under any applicable law for the time being in force."

"**RESOLVED FURTHER THAT** the approval of the Board be and is hereby given to affix the common seal of the Company on any or all documents and any one Director of the Company along with Mr. Naveen Chandra P, DGM-Compliance, Legal and Company Secretary be authorized to counter sign the document on which the common seal is affixed in terms of the Articles of Association of the Company."

"**RESOLVED FURTHER THAT** any one of the Directors of the Company and Mr. Naveen Chandra P, DGM-Compliance, Legal and Company Secretary be and are hereby severally authorized to provide extract of this resolution to any person / authority, as may be required to give effect to this resolution."
