

October 27, 2017

DCS-CRD BSE Limited First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 023 Fax No. 2272 3121/ 2037 Stock Code: 500032	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot No.C/1, 'G'Block Bandra- Kurla Complex Bandra East Mumbai 400 051 Fax No. 2659 8237/ 8238/66418124/5/6/ 66418124/ 5 / 6 Stock Code: BAJAJHIND
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Dear Sir,

Sub: Regulation 30 – Outcome of Board Meeting held on October 27, 2017 and Disclosure in respect of Issue of Securities

Further to the intimation dated October 24, 2017, we would like to inform that the Board of Directors of the Company at its meeting held today i.e. October 27, 2017, commenced at 11.30 A.M. and concluded at 1.40 P.M. has, inter alia, considered seeking necessary approval of shareholders by way of postal ballot, pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013, in respect of the following:

- i) Increase in the Authorised Share Capital from Rs. 271 Crore to Rs. 500 Crore and consequential amendments to Memorandum of Association of the Company pursuant to Section 61 and 64 of the Companies Act, 2013.
- ii) Approval for conversion of Loan by Lenders into Optionally Convertible Debentures (OCDs)/Optionally Convertible Preference Shares (OCPs) of the Company in accordance with the resolution plan for outstanding debts formulated by the Lenders of the Company (subject to approval of the Overseeing Committee) within the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) issued by the Reserve Bank of India.
- iii) Approval for Offer, Issue and Allotment of Optionally Convertible Debentures (OCDs)/ Optionally Convertible Preference Shares (OCPs) of face value Rs. 100/- each on Preferential Basis pursuant to implementation of the BHSL S4A Scheme.

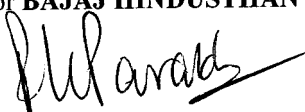
Details in respect of proposed Issuance of Securities as prescribed under Regulation 30 of SEBI (LODR) Regulations are given in Annexure 1 attached herewith.

The above may please be taken on record and suitably disseminated to all the concerned.

Thanking you,

Yours faithfully,

For **BAJAJ HINDUSTHAN SUGAR LIMITED**

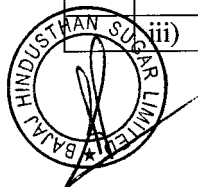


PRADEEP PARAKH
GROUP PRESIDENT (GRC) &
COMPANY SECRETARY

Annexure 1

Details in respect of proposed Issuance of Securities as prescribed under Regulation 30 of SEBI (LODR) Regulations:

a)	Type of securities proposed to be issued (viz. equity shares, convertibles etc.):	Optionally Convertible Debentures/ Optionally Convertible Preference Shares																												
b)	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Issue																												
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Total amount upto Rs. 3772 Crore. (approximately)																												
d)	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):																													
	i)	<table><tr><td>Sr.</td><td>Names of Investors/Lenders</td></tr><tr><td>1</td><td>State Bank of India</td></tr><tr><td>2</td><td>Punjab National Bank</td></tr><tr><td>3</td><td>Allahabad Bank</td></tr><tr><td>4</td><td>Oriental Bank of Commerce</td></tr><tr><td>5</td><td>Corporation Bank</td></tr><tr><td>6</td><td>IDBI Bank Ltd.</td></tr><tr><td>7</td><td>Central Bank of India</td></tr><tr><td>8</td><td>Bank of Baroda</td></tr><tr><td>9</td><td>UCO Bank</td></tr><tr><td>10</td><td>Indian Overseas Bank</td></tr><tr><td>11</td><td>Bank of Maharashtra</td></tr><tr><td>12</td><td>Bank of India</td></tr><tr><td>13</td><td>Canara Bank</td></tr></table>	Sr.	Names of Investors/Lenders	1	State Bank of India	2	Punjab National Bank	3	Allahabad Bank	4	Oriental Bank of Commerce	5	Corporation Bank	6	IDBI Bank Ltd.	7	Central Bank of India	8	Bank of Baroda	9	UCO Bank	10	Indian Overseas Bank	11	Bank of Maharashtra	12	Bank of India	13	Canara Bank
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	ii)	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;																												
		Will be informed after allotment.																												
	iii)	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;																												
		The Lenders will have a right to convert OCDs/OCPs into equity shares of BHSL. Tenure: 15 years																												
e)	In case of issuance of debt securities or other non convertible securities the listed entity shall disclose following additional details to the stock exchange(s):																													
	i)	Size of the issue;																												
		Upto Rs. 3772 Crore																												
	ii)	Whether proposed to be listed? If yes, name of the stock exchange(s);																												
		The equity shares to be allotted, if any, upon conversion of OCDs/OCPs will be listed with BSE and NSE.																												
	iii)	Tenure of the instrument - date of																												
		Tenure : 15 years																												



		allotment and date of maturity;	Date of allotment: Will be informed after allotment. Date of maturity: Will be informed after allotment.
	iv)	Coupon/interest offered, schedule of payment of coupon/interest and principal;	As per the draft S4A Scheme the OCDs/OCPs shall have the following coupon rate payable annually on the last date of every financial year: Year 1: 0.01% p.a. Year 2 & 3: 1.00% p.a. Thereafter : 2.5% p.a.
	v)	Charge/security, if any, created over the assets;	Existing security available for each category of debt will be available for the OCDs/OCPs also, including personal guarantee of the Promoter.
	vi)	Special right/interest/privileges attached to the instrument and changes thereof;	The Lenders will have a right to convert OCDs/OCPs into equity shares of BHSL.
	vii)	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;	None
	viii)	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
	ix)	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures;	Not applicable

For **BAJAJ HINDUSTHAN SUGAR LIMITED**



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GROUP PRESIDENT (GRC) &
COMPANY SECRETARY