



AARTI INDUSTRIES LIMITED

71, Udyog Kshetra, 2nd Floor, Mulund - Goregaon Link Road, Mulund (West), Mumbai-400 080.INDIA
☎: 00-91-6797 6666, 2591 8195 • Fax : 00-91-22-2590 4806 / 2565 3185 / 3234
Regd. Office : Plot No. 801 / 23, G.I.D.C. Estate, Phase III, Vapi - 396 195, Dist. Valsad, Gujarat.INDIA
E-mail : info@aartigroup.com • Website : www.aartigroup.com • CIN : L24110GJ1984PLC007301



Ref. No: AIL/B-32/2015/814

Date : 14th September, 2015.

To,
Listing/Compliance Department
BSE LTD.
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

BSE CODE –524208

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
“Exchange Plaza”, Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051.
NSE CODE:AARTIIND

Dear Sir/Madam,

Ref: Compliance of Clause 36(7) of the Listing Agreement

This has reference to the scheme of Amalgamation of Gogri & Sons Investments Private Limited and Alchemie Leasing And Financing Private Limited And Anushakti Holdings Limited and Anushakti Chemical and Drugs Limited (i.e. Transferor Companies) with Aarti Industries limited (i.e. Transferee Company).

The said Scheme of Amalgamation was sanctioned by Hon'ble High Court of Judicature of Bombay vide its order dated 10th July, 2015 and the Hon'ble High Court of Gujarat at Ahmedabad vide its order dated 31st July, 2015.

The Company has filed the Bombay High Court Order and Gujarat High Court Order with the Ministry of Corporate Affairs on 9th September, 2015. On filing of the said orders the Scheme of Amalgamation has become Effective from **1st April, 2015 (Appointed Date)**.

Upon the Scheme becoming effective 2,19,97,705 equity shares of ₹ 5/- each stands cancelled and new 1,67,26,401 equity shares of ₹ 5/- each will be allotted to the shareholders of the transferor Companies upon approval of BSE Ltd. and National Stock Exchange of India Limited. This shall result in to a net reduction/cancellation of about 52.7 lakhs of equity shares that is about 5.95% of equity capital. Equity capital itself reduces from 8.85 crores shares to 8.33 crores shares.

These should effectively result into increased EPS, ROCE and ROE of the company and increased shareholder value in the Long Term. The merger is



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aimed at simplification and rationalisation of the promoters' shareholding and would also result in increase in public float of shares. Increase in the public float / trading stock of the shares of the Company would positively impact the liquidity of the shares of the Company.

Further, merger will also result in elimination of associate companies and would make the shareholding structure more transparent and investor friendly.

The Change in the Capital Structure of the Company would be as under upon receiving approval from Stock Exchanges for allotment of new 1,67,26,401 equity shares of ₹ 5/- each to the shareholders of the transferor Companies:

Particulars	Before the merger		After the merger	
	Shares	Amount (₹)	Shares	Amount (₹)
Authorised Share Capital	12,50,00,000 Equity Shares of ₹ 5/- each	62,50,00,000	23,01,50,320 Equity Shares of ₹ 5/- each	115,07,51,600
Issued, subscribed and paid up share capital of the Company	8,85,91,687 Equity Shares of ₹ 5/- each	44,29,58,435	8,33,20,383 Equity Shares of ₹ 5/- each	41,66,01,915

Please take note of the above and kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For **AARTI INDUSTRIES LIMITED**

MONA PATEL

COMPANY SECRETARY & COMPLIANCE OFFICER