

November 10, 2015

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 532641

To,
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G – Block,
BandraKurla Complex,
Bandra (East),
Mumbai – 400 051.

Scrip Code: NDL

Dear Sir,

Sub.: Allotment of 25,00,000 (Twenty Five Lakhs) Convertible Warrants to Polus Global Fund on preferential basis in terms of In-Principle Approval granted by stock exchanges

This is to inform you that pursuant to the approval given by the shareholders at the Annual General Meeting of the Company held on 29th September, 2015 and further to the In-Principle Approval granted by BSE Limited and National Stock Exchange of India Limited for issue and allotment of 25,00,000 Fully Convertible Warrants, the Preferential Allotment Committee of the Board of Directors for preferential issue of warrants, at its meeting held today i.e. 10th November, 2015, has allotted 25,00,000 (Twenty Five Lakh) Fully Convertible Warrants to Polus Global Fund on preferential basis which shall entitle the warrant holder to acquire equivalent number of equity shares of Rs. 10/- each of the Company at a conversion price of Rs. 200/- per equity share. A copy of the resolution passed by the Preferential Allotment Committee is attached herewith.

You are requested to take the above on record.

Yours sincerely,
For NANDAN DENIM LIMITED


PURVEE ROY
Company Secretary
Mem. No. A26925



Nandan Denim Limited
(Formerly known as Nandan Exim Limited)
(CIN:L51909GJ1994PLC022719)

Plant & Regd. Office:

Survey No. 198/1, 203/2, Sajipur-Gopalpur, Pirana Road, Piplej, Ahmedabad - 382 405
Ph.: +91 9879200199 Website: www.nandandenim.com Email: info@nandandenim.com

Corporate House:

Chirpal House, Shivranjani Cross Roads, Satellite, Ahmedabad - 380 015
Ph.: 079-26734660/2/3 Fax: 079-26768656

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE PREFERENTIAL ALLOTMENT COMMITTEE OF THE BOARD OF DIRECTORS OF NANDAN DENIM LIMITED HELD ON TUESDAY, 10TH NOVEMBER, 2015 AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT CHIRIPAL HOUSE, NEAR SHIVRANJANI CROSS ROADS, SATELLITE, AHMEDABAD AT 01.00 P.M.

“RESOLVED THAT pursuant to the approval of the Shareholders in their Annual General Meeting held on 29th September, 2015 and approval of BSE Ltd. and National Stock Exchange of India Limited under clause 24 of the listing agreement, and application money, being 25% of the total consideration, having been received from M/s. Polus Global Fund, 25,00,000 [Twenty Five Lakh] fully Convertible Warrants each of which would entitle the allottee to acquire an equivalent number of equity shares of face value Rs. 10/- (Rupees Ten only) each at a conversion price of Rs. 200/- (Rupees Two Hundred only) per equity share as determined in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, be and are hereby allotted.

RESOLVED FURTHER THAT the Company do issue necessary warrant certificate under the common seal of the Company to M/s. Polus Global Fund duly signed by Mr. Vedprakash Chiripal, Director and Mr. Brijmohan Chiripal, Managing Director of the Company and countersigned by Ms. Purvee Roy, Company Secretary of the Company.

RESOLVED FURTHER THAT M/s. Polus Global Fund be instructed that they would be required to exercise the option to convert the above fully convertible warrants into equity shares within 18 months from the allotment date failing which the allotment money would be forfeited.

RESOLVED FURTHER THAT necessary formalities with the office of Registrar of Companies be completed in this regard under the signature of any one of the directors of the Company”

CERTIFIED TO BE TRUE

FOR NANDAN DENIM LIMITED


PURVEE ROY
Company Secretary
Mem. No. A26925



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