



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, Gujrat.INDIA
E-mail : info@aartigroup.com • Website : www.aartigroup.com



Ref No: AIL/B-25/2012/628
Date: 30th August, 2012.

TO
THE DEPARTMENT OF CORPORATE
SERVICES
BOMBAY STOCK EXCHANGE LTD.
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET,
MUMBAI - 400 001.

TO
THE SECRETARY
THE NATIONAL STOCK EXCHANGE
OF INDIA LTD.,
EXCHANGE PLAZA, 5TH FLOOR,
PLOT NO.C/1, G BLOCK,
BANDRA - KURLA COMPLEX,
BANDRA (E),
MUMBAI - 400 051.

BSE CODE: 524208

NSE CODE: AARTIIND

Ref: Compliance of clause 36 of the Listing Agreement

This is to inform you that at the meeting of the Board of Directors of the Company held on Thursday, 30th August, 2012, Scheme of Arrangement for demerger of Manufacturing Business Undertaking of Anushakti Chemicals & Drugs Limited (Anushakti) into Aarti Industries Limited (Aarti), has been approved subject to such requisite approval of the shareholders and relevant High Courts.

The "Appointed Date" for the said Scheme has been fixed as 1st April, 2012.

The "Manufacturing Business Undertaking" of Anushakti proposed to be transferred to Aarti, has units at Bhachau in the State of Gujarat, Tarapur and Dombivali in the State of Maharashtra and R & D Centre at Dombivali in the State of Maharashtra. Anushakti's manufacturing activities cover various Speciality Chemicals with applications into end-user segments of Performance Chemicals, Agrochemicals and Pharmaceuticals etc..

The Share Entitlement ratio under the said Scheme, subject to all necessary approvals and orders, is fixed as under:

- (i) "3 (Three) fully paid Equity Share of Rs.5/- (Rupees Five only) each of Aarti shall be issued and allotted for every 5(Five) fully paid Equity Shares of Rs. 10/- (Rupees Ten only) each held in Anushakti."
- (ii) No Equity Shares would be issued for the Equity shareholding by Aarti in Anushakti, which is 49.59 % of the Paid up equity capital of Anushakti and the same would thus get cancelled.

Accordingly, an aggregate of 9,471,614 Equity shares of Rs. 5/- each would be allotted by Aarti in terms of the said Scheme of Arrangement, when effective.



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Total impact on the Share capital of Aarti on account of the said Scheme of Arrangement can be summarised as under:

Sr. No.	Particulars	Ratio	No. of Shares	Amount (Rs.)
1.	Present Issued, Subscribed and Paid-up Share Capital of Aarti Industries Limited	N.A.	79,120,073	39,56,00,365
2.	Issue of Equity Shares of Rs.5/- each under Scheme of Arrangement, when effective : To the Shareholders of Anushakti other than Aarti	3 (Three) Equity Shares of Rs. 5/- each in Aarti for every 5(five) Equity Shares of Rs.10/- each held in Anushakti	94,71,614	4,73,58,070
	Increased Issued, Subscribed and Paid-up Share Capital of Aarti post Scheme of Arrangement		8,85,91,687	44,29,58,435

The Scheme is subject to consent, approval of requisite majority of shareholders of the both the Companies; sanction of the High Court of Gujarat at Ahmedabad and High Court of Judicature at Bombay and all other regulatory approvals as may be necessary for the implementation of the Scheme.

Please take note of the above on your record and do the needful at the earliest.

Thanking you,

Yours faithfully,

For **AARTI INDUSTRIES LIMITED**

RAJENDRA V. GOGRI
CHAIRMAN & MANAGING DIRECTOR