



April 2, 2018

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Mumbai - 400 051

Dear Sir/Madam,

Sub: Buyback by Balrampur Chini Mills Limited ("Company").

With reference to the captioned matter, we, as manager to the Buyback offer of the Company, submit the post offer advertisement published in accordance with Regulation 19(7) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998, as amended.

Thanking you,

Yours sincerely,
For Axis Capital Limited


Authorised Signatory
Name: Arkit Bhatia
Designation: Senior Manager

Encl.: as above

Axis Capital Limited (Erstwhile "Axis Securities and Sales Limited")

SEBI Merchant Banker Regn No.:MB/INM000012029 Member Of: BSE Ltd. & National Stock Exchange of India Ltd., Mumbai.
CIN No. U51900MH2005PLC157853

Regd. Office: Axis House, 8th Floor, Wadia International Centre, P. B. Marg, Worli, Mumbai – 400 025 &
Corp. Office: Axis House, C-2, Wadia International Centre, P.B. Marg, Worli, Mumbai – 400 025.

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BALRAMPUR CHINI MILLS LIMITED

CIN: L15421WB1975PLC030118

Registered Office: FMC Fortuna, 2nd Floor, 234/3A, A.J.C. Bose Road, Kolkata - 700 020

Tel.: +91 33 2287 4749; Fax: +91 33 2287 3083; Email: investorgrievances@bcmil.in;

Website: www.chini.com

Contact Person: Mr. Nitin Bagaria, Company Secretary and Compliance Officer

POST BUY-BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF BALRAMPUR CHINI MILLS LIMITED

This public announcement (the "Post Buyback Public Announcement") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereof (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated February 21, 2018 and published on February 22, 2018 (the "Public Announcement"), and the Letter of Offer dated March 08, 2018 (the "Letter of Offer"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- 1.1 **BALRAMPUR CHINI MILLS LIMITED** ("the Company") had announced the buyback of up to 66,00,000 (Sixty Six Lakhs) fully paid-up equity shares of face value ₹ 1/- each ("Equity Shares"), representing 2.81% of the total number of Equity Shares in the issued, subscribed and paid-up Equity Share capital of the Company, from all the Equity Shareholders as on the Record Date, i.e. March 06, 2018 on a proportionate basis, through the "Tender Offer" route, at a price of ₹ 150/- (Rupees One Hundred Fifty Only) per Equity Share for an aggregate amount of ₹ 99,00,00,000 (Rupees Ninety Nine Crores Only) (the "Buyback Size"). The Buyback Size is 6.78% and 6.79% of the aggregate of the fully paid-up equity share capital and free reserves as per the standalone and consolidated audited accounts of the Company for the financial year ended March 31, 2017, respectively.
- 1.2 The Company has adopted Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through the "Mechanism for acquisition of shares through Stock Exchange", as provided under the Buyback Regulations and circular no CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, issued by Securities and Exchange Board of India.
- 1.3 The Tendering Period for the Buyback Offer opened on March 12, 2018 and closed on March 23, 2018.

2. DETAILS OF THE BUYBACK

- 2.1 The total number of Shares bought back under the Buyback were 66,00,000 Equity Shares.
- 2.2 The total amount utilized in the Buyback is ₹ 99,00,00,000 (Rupees Ninety Nine Crores Only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, GST, stamp duty, etc.
- 2.3 The Registrar to the Buyback i.e. Karvy Computershare Private Limited (the "Registrar"), considered 18,841 valid bids for 5,65,07,171 Equity Shares in response to the Buyback, resulting in the subscription of approximately 8.56 times the maximum number of shares proposed to be bought back. The details of valid bids considered by the Registrar are as follows:

Sr. No.	Category of Shareholders	No. of Equity Shares reserved in Buyback	No. of Valid Bids	Total Valid Equity Shares Tendered	% Response
1.	Reserved category for Small Shareholders	9,90,000	17,085	98,98,972	999.90
2.	General category of other Shareholders	56,10,000	1,756	4,66,08,199	830.81
	Total	66,00,000	18,841	5,65,07,171	856.17

- 2.4 All valid applications have been considered for the purpose of Acceptance in accordance with the Buyback Regulations, and Paragraph 19 of the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar to respective Shareholders, by March 28, 2018.
- 2.5 The settlement of all valid bids has been completed by the Indian Clearing Corporation Limited (ICCL) by March 28, 2018. ICCL has made direct funds payout to eligible Equity Shareholders whose shares have been accepted under the Buyback. If shareholders' bank account details were not available or if the funds transfer instruction were rejected by RBI/Bank, due to any reason, then such funds were transferred to the concerned Seller Members settlement bank account for onward transfer to their respective shareholders.
- 2.6 Demat Equity Shares accepted under the Buyback have been transferred to the Company's demat escrow account on March 28, 2018 and valid physical Equity Shares tendered in the Buyback have been accepted. The unaccepted demat Equity Shares have been returned to respective Equity Shareholders by the ICCL / the BSE Limited on March 28, 2018. The Equity Share Certificates of the unaccepted Equity Shares tendered in the physical form will be dispatched to the respective Equity Shareholders by April 05, 2018.
- 2.7 The extinguishment of 66,00,000 Equity Shares accepted under the Buyback, comprising of 65,98,936 Equity Shares in dematerialized form and 1,064 Equity Shares in physical form is currently under process and shall be completed by April 04, 2018.
- 2.8 Details of the Shareholders / beneficial owners from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as mentioned below:

S. No.	Name of the Shareholder	No. of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought back
1	VIVEK SARAOGI	9,81,950	14.88
2	KARAN SARAOGI	4,66,542	7.07
3	SUMEDHA SARAOGI	2,56,568	3.89
4	KAMAL NAYAN SARAOGI	2,01,644	3.06
5	IDFC PREMIER EQUITY FUND	1,94,418	2.95
6	MEENAKSHI MERCENTILES LTD	1,91,738	2.91
7	UDAIPUR COTTON MILLS CO LTD	1,68,236	2.55
8	OBCMPL ALL CAP STRATEGY	1,53,823	2.33
9	STATE STREET EMERGING MARKETS SMALL CAP ACTIVE NON	1,46,180	2.21
10	MORGAN STANLEY (FRANCE) S.A.	1,45,601	2.21
11	STATE STREET EMERGING MARKETS ACTIVE SECURITIES LE	1,40,104	2.12
12	STUTI DHANUKA	1,39,050	2.11
13	VANGUARD EMERGING MARKETS STOCK INDEX FUND A SERI	1,14,661	1.74
14	SOCIETE GENERALE	1,09,899	1.67
15	AVANTIKA SARAOGI	1,06,596	1.62
16	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	1,01,591	1.54
17	SUNDARAM MUTUAL FUND A/C SUNDARAM RURAL INDIA FUND	81,882	1.24
18	RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	81,696	1.24
19	NOVEL SUPPLIERS PVT LTD	79,534	1.21

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company, pre and post Buyback, is as under:

Particulars	Before the Buyback		After the Buyback	
	No. of Shares	Amount (₹ Lacs)	No. of Shares*	Amount (₹ Lacs)
Authorised Capital				
Equity Shares	40,00,00,000	4,000.00	40,00,00,000	4,000.00
Preference Shares	25,00,000	2,500.00	25,00,000	2,500.00
Issued, subscribed and paid - up capital				
Equity Shares	23,50,28,327	2,350.29	22,84,28,327	2,284.28

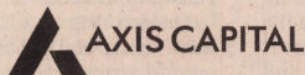
*Subject to extinguishment of Equity Shares

3.2 The shareholding pattern of the Company, pre and post Buyback, is as under:

Category of Shareholder	Pre Buyback		Post Buyback*	
	No. of Shares	% to the existing Equity Share capital	No. of Shares	% to the Equity Share Capital
Promoters and persons acting in Concert (Collectively "the Promoters")	96,220,796	40.94	93,624,577	40.99
Foreign Investors (Including Non-Resident Indians, FIIs and Foreign Mutual Funds)	49,309,685	20.98	134,803,750	59.01
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	23,386,364	9.95		
Others (Public, Public Bodies Corporate etc.)	66,111,482	28.13		
Total	23,50,28,327	100.00	22,84,28,327	100.00

*Subject to extinguishment of Equity Shares

4. MANAGER TO THE BUYBACK



AXIS CAPITAL LIMITED

1st Floor, Axis House,
C-2 Wadia International Centre, P. B. Marg,
Worli, Mumbai - 400 025, Maharashtra, India
Tel.: +91 22 4325 2183; Fax: +91 22 4325 3000

Contact Person: Mr. Ankit Bhatia

Email: bcml.buyback@axiscap.in

Website: www.axiscapital.co.in

5. DIRECTOR'S RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Directors of the Company accept the responsibility for the information contained in this Public Announcement or any other advertisement, circular, brochure, publicity material which may be issued and confirm that the information in such documents contain true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Balrampur Chini Mills Limited

Vivek Saraogi
Managing Director
DIN: 00221419

S. P. Ghosh
Director
DIN: 00183802

Nitin Bagaria
Company Secretary and
Compliance Officer
M. No.: A20228

Date : March 28, 2018
Place : Kolkata

PRESSMAN