

Brigade Enterprises Limited

Corporate Identity Number (CIN) L85110KA1995PLC019126
Registered Office: Floor 29 - 30, World Trade Center,
Brigade Gateway Campus 26/1, Dr Rajkumar Road,
Malleshwaram - Rajajinagar, Bangalore 560 055, India
T +91 80 4137 9200 F 91-80-2221-0784
E enquiry@brigadegroup.com www.brigadegroup.com



Building Positive Experiences

Ref: BEL/CODOC/28042017

28th April, 2017

The National Stock Exchange of India Limited
Listing Department
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai 400 051
Company symbol: BRIGADE

BSE Limited
Department of Corporate Services
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Security code no.: 532929

Sub: Proposed qualified institutions placement of equity shares of face value Rs. 10 each (the "Equity Shares") by Brigade Enterprises Limited (the "Company") under the provisions of Chapter VIII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI ICDR Regulations"), and Section 42 of the Companies Act, 2013 (including the rules made thereunder) (the "QIP")

Dear Sir/ Madam,

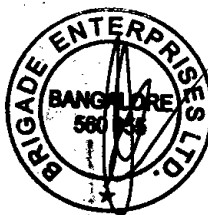
Please refer to our letter dated 25th April, 2017 intimating you about the meeting of the Committee of Directors (the "Committee") to be held on 28th April, 2017 in respect of the QIP.

We wish to inform you that in respect of the QIP, the Committee of the Company at its meeting held today i.e. 28th April, 2017, has, *inter alia*, passed the following resolutions:

- a. Approved the closure of the issue period for the QIP today i.e. 28th April, 2017 ;
- b. Determined and approved the issue price of Rs. 227.50 per Equity Share (including a premium of Rs. 217.50 per Equity Share), [which is at a discount of 4.89]% (i.e. Rs. 11.70 per Equity Share), to the Floor Price of Rs.239.20 per Equity Share determined as per the formula prescribed under Regulation 85(1) of the SEBI ICDR Regulations for the Equity Shares to be allotted to eligible qualified institutional buyers in the QIP; and
- c. Approved and adopted the placement document dated 28th April, 2017, in connection with the QIP.

The resolutions passed by the Committee of Directors relating to the above are contained in the file enclosed.

The meeting of the Committee commenced at 4.30 p.m. and the meeting was concluded at 5.15 p.m.

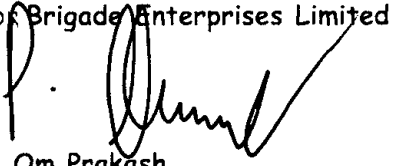


We request you to take the above on record and the same be treated as compliance under the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours Faithfully,

For Brigade Enterprises Limited



P. Om Prakash

Company Secretary & Compliance Officer



Encl.: a/a



BRIGADE
GROUP

*For a better quality of life,
upgrade to Brigade*

Brigade Enterprises Limited

Corporate Identity Number (CIN) L85110KA1995PLC019126
Registered Office: Floor 29 - 30, World Trade Center,
Brigade Gateway Campus 26/1, Dr Rajkumar Road,
Malleshwaram - Rajajinagar, Bangalore 560 055, India
T +91 80 4137 9200 F 91-80-2221-0784
E enquiry@brigadegroup.com www.brigadegroup.com



Building Positive Experiences

CERTIFIED EXTRACTS OF THE MINUTES OF THE MEETING OF THE COMMITTEE OF DIRECTORS (THE "COMMITTEE") OF BRIGADE ENTERPRISES LIMITED (THE "COMPANY") HELD AT 4.30 P.M. ON FRIDAY, 28TH APRIL, 2017 AT THE BOARD ROOM, 30TH FLOOR, BRIGADE GATEWAY CAMPUS, 26/1 DR. RAJKUMAR ROAD, MALLESWARAM-RAJAJINAGAR, BANGALORE - 560055

A. ISSUE CLOSING

"RESOLVED THAT in respect of the issue of equity shares of face value of Rs. 10 each ("Equity Shares") of Brigade Enterprises Limited (the "Company") to qualified institutional buyers pursuant to a Qualified Institutions Placement in terms of the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI ICDR Regulations"), and Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "Issue") and as opened pursuant to the resolution passed by the Committee at its meeting dated 25th April, 2017, the Issue be and is hereby declared to be closed on the date of this resolution with immediate effect."

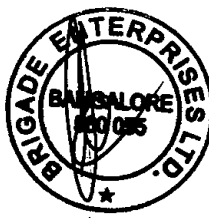
B. ISSUE PRICE

"RESOLVED FURTHER THAT an issue price of Rs. 227.50 (which includes a discount of Rs. 11.70 amounting to 4.89% of the floor price of Rs. 239.20) per Equity Share (the "Issue Price") determined pursuant to Regulation 85 of the SEBI ICDR Regulations or any other provision of the SEBI ICDR Regulations in respect of the Issue be and is hereby approved."

C. PLACEMENT DOCUMENT

The Committee was informed that the Company is required to file the placement document with BSE Limited and National Stock Exchange of India Limited (the "Stock Exchanges") and other regulatory authorities in relation to the Issue (the "Placement Document"). The Committee was also informed that the Placement Document includes certain disclosures required under the Form PAS-4 under the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014. A draft of the Placement Document was placed before the Committee. After detailed discussion, the Committee passed the following resolutions:

"RESOLVED THAT the draft of the Placement Document, a copy of which was placed before the Committee, duly initialled by the Chairman for the purpose of identification, be and is hereby adopted and approved for filing with the Stock Exchanges where the Equity Shares of the Company to be allotted in the Issue are to be listed, the Registrar of Companies, Bangalore the Securities and Exchange Board of India ("SEBI") and any other regulatory authority, as may be required under applicable laws."



"RESOLVED FURTHER that the directors of the Company, Mr. M R Jaishankar, Chairman & Managing Director, Mr. Suresh K, Chief Financial Officer and Mr. P. Om Prakash, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to sign the Placement Document on behalf of the Company, provide such confirmations and declarations on behalf of the Company as may be required in relation to the Placement Document that they deem fit and make any changes to the Placement Document that they, in their absolute discretion, think fit and also to effect and/ or carry out such alterations, additions, omissions, variations, amendments or corrections in the Placement Document as may be necessary or desirable in connection with the Issue."

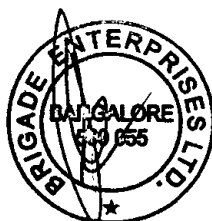
"RESOLVED FURTHER THAT Mr. M R Jaishankar, Chairman & Managing Director, Mr. Suresh K, Chief Financial Officer and Mr. P. Om Prakash, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolutions, including but not limited to delivering the Placement Document to the Stock Exchanges and filing the Placement Document along with other documents as required under the Companies Act, including the records and other particulars of the QIBs to whom the offer is made in the Issue with the Registrar of Companies, Bangalore and the Securities and Exchange Board of India, intimating the Stock Exchanges in relation to the above and filing of applications for seeking listing and trading permissions in respect of the Issue and making other statutory and regulatory filings, as required, and to affix the Common Seal on all necessary documents, as required, in terms of the provisions of the Articles of Association of the Company, the SEBI Regulations, the Companies Act and the Companies (Prospectus and Allotment of Securities) Rules, 2014."

D. APPROVAL OF THE CONFIRMATION OF ALLOCATION NOTE

"RESOLVED FURTHER THAT draft of the confirmation of allocation note ("CAN") tabled at the meeting be and are hereby approved."

"RESOLVED FURTHER THAT Mr. M R Jaishankar, Chairman & Managing Director, Mr. Suresh K, Chief Financial Officer and Mr. P. Om Prakash, Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to finalise, settle, approve execute and deliver the form of pricing notification, the CAN and any other document in connection with the Issue, including any modification(s) or amendment(s) thereto, if any, and to do all such acts, deeds, matters and things as may be required to give effect to the above resolution, including all such acts, deeds, matters and things as may be required by the BSE Limited, the National Stock Exchange of India Limited, the Securities and Exchange Board of India, the Registrar of Companies, Bangalore or any other governmental or regulatory authority in connection with the Issue."

"RESOLVED FURTHER THAT the serially numbered Placement Document, together with the serially numbered CANs, be sent to such eligible qualified institutional buyers to whom the allocation of the Equity Shares is to be confirmed, to pay the entire Issue Price for the Equity Shares allocated."

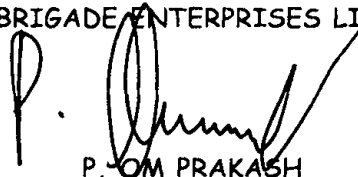


For a better quality of life,
upgrade to Brigade

"RESOLVED FURTHER THAT the Company Secretary is authorized to keep the record of private placement offer in Form PAS 5 as per the provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended."

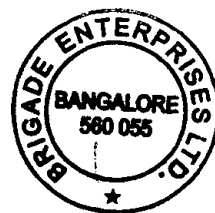
"RESOLVED FURTHER THAT the Company Secretary is authorized to certify the true copy of the aforesaid resolutions and forward the same to the BSE Limited, the National Stock Exchange of India Limited and/or other concerned person or authorities for their record and necessary action."

FOR BRIGADE ENTERPRISES LIMITED



P. OM PRAKASH

COMPANY SECRETARY & COMPLIANCE OFFICER



BRIGADE
GROUP

For a better quality of life,
upgrade to Brigade