

HATSUN AGRO PRODUCT LTD

HAPL\SEC\350\2016-17

15-July-2016

BSE Limited
 Corporate Relationship Department,
 2nd Floor, New Trading Ring,
 Phiroze Jeejeebhoy Towers,
 Dalal Street, Mumbai - 400 001.

✓ National Stock Exchange of India Ltd.
 Exchange Plaza, 5th Floor,
 Plot No.C/1, G Block,
 Bandra Kurla Complex,
 Bandra (E), Mumbai 400 051.

Stock Code: BSE: 531531
NSE: HATSUN

Dear Sir,

Sub: Decisions of the Board Meeting held today i.e. 15th July, 2016.

Ref: Our Office Lr.Ref.No. HAPL\SEC\ 341\2016-17 dt: 08-July-2016

We would like to inform you that the Board of Directors at their meeting held on 15th July 2016 i.e. today, has allotted 4,34,76,659 Equity Shares to

- those person(s) whose name appear in the Register of Members of the Company, in case of members holding shares in physical form
- those person(s) whose name appear in the beneficiary's holding position statement provided by the National Securities Depository Limited and Central Depository Services (India) Limited, in case of members holding shares in dematerialised form

as Bonus equity shares credited as fully paid-up in the ratio of 2 (two) new equity shares of Re.1/- each for every 5 (five) existing equity shares of Re.1/- each held as on July 14, 2016 ("Record Date").

We would also like to inform you that 783 full shares, pertaining to 1782 shareholders who are entitled for fractional shares, were allotted in dematerialised form to the trustee namely Mr. P.Vaidyanathan, Non-Executive and Independent Director, who shall hold the equity shares in trust for the benefit of those members and he will dispose of such shares as soon as possible and the amount realised on such disposal, net of expenses, if any, shall be distributed amongst such shareholders. The bonus equity shares shall be credited to respective shareholders on or before 26th July 2016.

For HATSUN AGRO PRODUCT LTD.

U. Chandrasekar

Managing Director

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A copy of the Board Resolution giving full details is enclosed herewith for your reference.

Kindly take the above information on record.

Thanking you,

Yours faithfully,
for HATSUN AGRO PRODUCT LIMITED



R.G.CHANDRAMOGAN
MANAGING DIRECTOR.

Encl: Board Resolution for allotment of Bonus Shares.

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF HATSUN AGRO PRODUCT LIMITED AT THEIR MEETING HELD AT THE REGISTERED OFFICE AT DOMAINE, DOOR NO.1/20A, RAJIV GANDHI SALAI (OMR), KARAPAKKAM, CHENNAI 600 097 ON FRIDAY, 15TH JULY, 2016 AT 03.00 P.M.

ALLOTMENT OF BONUS EQUITY SHARES.

"RESOLVED THAT pursuant to the approval given by the members of the Company by way of postal ballot on 1st July 2016, a sum of Rs.4,34,76,659/- (Rupees Four Crores Thirty Four Lakhs Seventy Six Thousand Six Hundred and Fifty Nine only) representing a part of the amount standing to the credit of General Reserves Account of the Company be and is hereby capitalised."

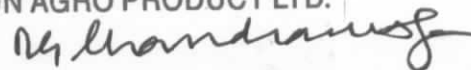
"RESOLVED FURTHER THAT 4,34,76,659 Equity Shares of Re.1/- each be and is hereby allotted to:-

- those person(s) whose name appear in the Register of Members of the Company, in case of members holding shares in physical form
- those person(s) whose name appear in the beneficiary's holding position statement provided by the National Securities Depository Limited and Central Depository Services (India) Limited, in case of members holding shares in dematerialised form

as Bonus equity shares credited as fully paid-up in the ratio of 2 (two) equity share of Re.1/- each for every 5 (five) existing equity shares of Re.1/- each held as on July 14, 2016 (Record Date)."

"RESOLVED FURTHER THAT no fractional shares shall be issued to the eligible members in respect of their respective fractional entitlement of bonus shares but all the fractions remaining after allotment of the bonus shares as aforesaid shall be consolidated into full bonus shares and the same aggregating to 783 shares pertaining to 1782 shareholders be and is hereby allotted in dematerialised form to the trustee namely Mr. P.Vaidyanathan, Non-Executive and Independent Director, who shall hold the equity shares in trust for the benefit of those members, who are entitled to fractional entitlements of bonus shares and for the purpose of selling such consolidated full bonus shares as soon as possible in the market and that the net sale proceeds of such consolidated full bonus shares after deducting there from the costs, charges, and expenses of sale, shall be divided and distributed proportionately amongst those members who would be entitled to fractional entitlements of such full bonus shares."

For HATSUN AGRO PRODUCT LTD.



Managing Director

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“RESOLVED FURTHER THAT Mr. R.G.Chandramogan, Chairman and Managing Director and Mr.S.Narayan, Company Secretary be and is hereby severally authorised to file Form No. PAS-3 (Return of Allotment) pursuant to Section 39 (4) of the Companies Act, 2015 (“the Act”) read with Rule 12 of Companies (Prospectus and Allotment of Securities) Rules, 2014 with the Registrar of Companies concerned in the prescribed form, and also to file necessary applications/forms with Reserve Bank of India as may be required in relation to issue of bonus shares by the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of the Companies (Issue of Share Certificate) Rules, 1960 and the Memorandum and Articles of Association of the Company, Share certificates of face value of Re.1/- each be issued for the bonus equity shares allotted as aforesaid to the eligible shareholders holding the shares in physical form as on the record date (i.e., July 14, 2016), under the Common Seal of the Company and the same be signed by Mr. R.G.Chandramogan, Chairman and Managing Director and Mr. K.S.Thanarajan, Joint Managing Director, manually or by mechanical means, and countersigned by Mr. S.Narayan, Company Secretary.”

“RESOLVED FURTHER THAT the bonus shares of face value of Re.1/- each allotted as aforesaid be credited into the respective demat account of the shareholders holding shares in dematerialised form as on the record date (i.e., July 14, 2016).”

“RESOLVED FURTHER THAT Mr. R.G.Chandramogan, Chairman and Managing Director and Mr. S.Narayan, Company Secretary be and are hereby severally authorised to send intimation letters to the shareholders holding shares in electronic mode.”

“RESOLVED FURTHER THAT an application be made to National Stock Exchange of India Limited, BSE Limited, National Securities Depository Limited, Central Depository Services (India) Limited in connection with the listing and for permission to trade in 4,34,76,659 Bonus Equity Shares of Re.1/- each bearing distinctive numbers from 10,86,91,649 to 15,21,68,307.”

“RESOLVED FURTHER THAT Mr. R.G.Chandramogan, Chairman and Managing Director and Mr. S.Narayan, Company Secretary be and are hereby severally authorised to sign and execute on behalf of the Company, application, undertaking, declaration, returns and / or other documents, as may be required to be made to the Stock Exchanges where the Company's equity shares are listed, Securities and Exchange Board of India, National Securities Depository Limited, Central Depository Services (India) Limited, Reserve Bank of India and/or any Government agencies/authorities and to do all such acts, deeds, matters and things including representing the Company before the Stock Exchange where the Company's equity shares are listed, Securities and Exchange Board of India, National Securities Depository Limited, Central Depository Services (India) Limited, Reserve Bank of India and/or any Government agencies/authorities, as may be necessary to give effect to the issue of bonus shares by the Company.”

//CERTIFIED TRUE COPY//

FOR M/S.HATSUN AGRO PRODUCT LIMITED



R.G.CHANDRAMOGAN
MANAGING DIRECTOR

