

23rd April, 2014

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

NSE Symbol : HAVELLS

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Scrip Code : 517354

Sub: Outcome of the Board Meeting held on 23rd April, 2014

Dear Sir,

This is to inform the Stock Exchanges that subject to the approval of the shareholders of the Company viz. Havells India Limited, sought by way of a postal ballot u/s 110 of the Companies Act, 2013 ('the Act') and Rules framed thereunder, the following decisions have been taken by the Board of Directors in its Meeting held today on 23rd April, 2014 at the Corporate Office at QRG Towers, 2D, Sector – 126, Expressway, Noida (U.P.) - 201304:

1. Revision of the existing Havells Employees Stock Option Plan 2013 under the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.
2. Payment of commission to Non-executive Independent Directors u/s 197 of the Act.
3. Revision in the terms of appointment of the Chairman and Managing Director and the Joint Managing Director of the Company so as to increase the rate of commission being paid to them u/s 196 to 198 read with Schedule V and other relevant provisions of the Act.
4. Acceptance of Deposits from Members and/ or Public u/s 73 and 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.
5. Limits of Borrowing and the Creation of Security u/s 180(1)(c) and 180(1)(a) of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014.
6. Transactions with Related Parties u/s 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014.

Thanking you.

Yours faithfully,
For Havells India Limited



Sanjay Gupta
Company Secretary