

ICDS/SEC/IN08/2016
09/08/2016



To,
Corporate Relationship Department,
BSE Limited.
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

To,
Listing Department,
National Stock Exchange of
India Limited.
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Sub: Outcome of Board Meeting

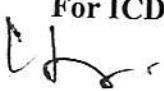
Dear Sir/Madam,

ICDS Limited has informed BSE/NSE that the outcome of meeting of Board of Directors of the Company held on August 09, 2016 at its Registered Office of the Company, Syndicate house, Upendra Nagar, Manipal, Karnataka – 576104, is hereby given pursuant to the provisions of Regulation 30 and Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 discussed the Voluntary Delisting proposal of Equity Shares of the Company from Bombay Stock Exchange of India Limited ("BSE") and have inter alia to consider following:

1. Considered the proposal for appointment of CS Varsha Agrawal (ICSI Mem.No.46013) as Company Secretary and Compliance Officer with effect from 09th August, 2016.
 2. Taken on record and approved, the aforementioned Delisting Proposal pursuant to and in accordance to Regulation 6 & 7 of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("**SEBI Delisting Regulations**") and amendments made thereof.
 3. The Company has proposed the delisting of Company's shares from BSE, without giving any exit opportunity to its Shareholders, since the Equity Shares of the Company will continue to remain listed on the NSE Limited, the stock exchange having nationwide trading terminals.
 4. The public notice of the proposed delisting will be published in the newspapers in terms of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.
 5. The Meeting commenced at 4.00 p.m. and was concluded by 5.00 on the same day.
- Kindly take this information on record and acknowledge the same.

Thanking you,
Yours faithfully,

For ICDS Limited.


H N S Rao,
Director



Regd. and Admn. Offices:

Syndicate House, P.B. No. 46, Upendra Nagar, Manipal – 576 104
Phones : EPABX : 0820-2571121 (11 Lines) Fax : 0820-2571137

CM - L65993KA1971PLC002106

CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF ICDS LIMITED HELD ON TUESDAY, AUGUST 09, 2016 AT REGISTERED OFFICE OF THE COMPANY AT SYNDICATE HOUSE, UPENDRA NAGAR, MANIPAL, KARNATAKA - 576104

VOLUNTARY DELISTING OF EQUITY SHARES OF THE COMPANY FROM THE BOMBAY STOCK EXCHANGE (BSE).

“RESOLVED THAT pursuant to regulation 6 and 7 of the SEBI Delisting Regulations and amendments made thereof and all other provisions of the applicable laws, the equity shares of the Company be delisted from The Bombay Stock Exchange (“BSE”) without giving exit option to the shareholders and also continuing the listing of the equity shares of the Company at National Stock Exchange of India Ltd (“NSE”), which is having nationwide trading terminals.

RESOLVED FURTHER THAT Mr H N S Rao, Director, Mr Prabhakar Pai S, AGM-Secretarial and Mrs Varsha Agrawal, Company Secretary be and are hereby severally authorised to take all effective steps for delisting of the equity shares of the Company from BSE and sign such papers, documents, affidavits, undertakings etc and do such other acts and deeds on behalf of the Company, as may consider proper and expedient in the matter.

CERTIFIED TRUE COPY

for ICDS Limited

A handwritten signature in black ink, appearing to be 'H N S Rao', written over the text 'for ICDS Limited'.

Director



Regd. and Admn. Offices:

Syndicate House, P.B. No. 46, Upendra Nagar, Manipal – 576 104

Phone : EPABX : 0820-2701500 Fax : 0820-2571137

Website : www.icdslimited.com

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