



KESAR ENTERPRISES LIMITED

Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai-400 020. India. Website : <http://www.kesarindia.com>
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 E-mail : headoffice@kesarindia.com

13th August, 2012

The Secretary
Corporate Relationship Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Fax # 2272 3121 / 2272 20 37 / 2272 2041

Mr. Hari K
Assistant Vice President
Listing Department,
National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051

Fax # : 2659 8237 / 2659 8238

Dear Sir,

Sub : Outcome of Board Meeting

This is to inform you that at the Board Meeting held today i.e. on 13th August, 2012 the Board of Directors of the Company has:

1. Appointed Shri S. Sethuraman, General Manager, New India Assurance Co. Ltd., Mumbai, as Nominee Director on behalf of GIPSA Members & GIC, on the Board of the Company in place of Shri I S Phukela.
2. Directed to conduct the Postal Ballot under Section 192A of the Companies Act, 1956 read alongwith the Postal Ballot Rules, 2001 (including any statutory modification or re-enactment thereof for the time being in force) for obtaining the approval of the members of the Company by Ordinary / Special Resolution on matters relating to:
 - i) Increase in Borrowing Powers of the Company under Section 293(1)(d);
 - ii) Creation of Charge under Section 293(1)(a);
 - iii) Inter – Corporate Loans and Investments under Section 372A;
 - iv) Alteration of Articles of Association of the Company;
 - v) Further Issue of Shares under Section 81(1A).
- Approved the appointment of Ms. Ragini Chokshi of M/s Ragini Choksi & Co., Company Secretaries, as scrutinizer for conducting the aforesaid Postal Ballot process.
- Approved the Calendar of Events and Notice under Postal Ballot and directed the Company Secretary to dispatch it to the Members of the Company whose name appears in the Register of Members as on 10.08.2012.
3. Considered and decided to issue equity shares on Rights basis to the existing shareholders of the Company, for an issue size not exceeding Rs.15 crore including premium to be fixed as per the SEBI formula, as on a Record Date to be decided at a later date.
4. Constituted a Committee of four Directors and delegated necessary powers to it to decide about the terms and conditions and other procedural modalities of proposed Rights Issue.



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5. Taken on record the Unaudited Financial Results for the three months ended 30.6.2012 and Limited Review Report for the said period pursuant to Clause 41 of the Listing Agreement. (enclosed herewith).

Kindly put the same on your notice board for the information of your Members and the Shareholders of the Company.

Please acknowledge.

Thanking you.

Yours faithfully,
For **KESAR ENTERPRISES LTD.**

D. J. SHAH
SR. VICE PRESIDENT (LEGAL)
& COMPANY SECRETARY