



**MANPASAND
BEVERAGES LTD.**

September 30, 2016

To,
The Manager, DCS-CRD
Corporate Relationship Department,
BSE Limited,
PhirozeJeejeebhoy Tower,
Dalal Street, Mumbai- 400 001.

To,
The Listing Department, 5th Floor,
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,"
Bandra (East), Mumbai-400 051.

Security ID:-**MANPASAND** || Security Code:- **539207** || ISIN:- **INE122R01018** || SERIES:- **EQUITY**

Dear Sir/Madam,

Re: Qualified institutions placement of equity shares of face value of ₹10each (the "Equity Shares") by Manpasand Beverages Limited (the "Company") under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI Regulations") and Section 42 of the Companies Act, 2013 (including the rules made thereunder) (the "QIP")

1. This is to inform you that in respect of the QIP, the QIP Committee of the Company has, at its meeting held today i.e. **September 30, 2016**, *inter alia*, passed the following resolutions:
 - (i) declaring the closure of the QIP today (**i.e. September 30, 2016**);
 - (ii) determining and approving the issue price of **₹ 705.00** per Equity Share, for issuance of **70,92,198** Equity Shares, to be allotted to eligible qualified institutional buyers in the QIP;
 - (iii) approving and adopting the placement document dated September 30, 2016, in connection with the QIP (the "**Placement Document**"); and
 - (iv) approving the issue of confirmation of allocation note for the allocation of 7,092,198 Equity Shares to the qualified institutional buyers.
2. The QIP had opened on September 27, 2016 and the same was intimated to you vide our letter dated September 27, 2016.

We request you to take the above on the record, and the same be treated as compliance under applicable regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,
For **Manpasand Beverages Limited**

Bhavesh Jingar
Company Secretary & Compliance Officer
Encl: as above





MANPASAND
BEVERAGES LTD.

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE QIP COMMITTEE OF THE BOARD OF DIRECTORS OF MANPASAND BEVERAGES LIMITED (THE "COMPANY") ON SEPTEMBER 30, 2016 IN CONNECTION WITH THE PROPOSED ISSUE OF EQUITY SHARES OF THE COMPANY PURSUANT TO THE QUALIFIED INSTITUTIONS PLACEMENT UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "SEBI REGULATIONS") AND SECTION 42 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER (THE "ISSUE")

I. ISSUE CLOSING

"RESOLVED THAT pursuant to the authority delegated by the Board of Directors by way of its resolution dated September 5, 2016 read with its resolution dated August 10, 2016, and the approval of the shareholders of the Company by way of a special resolution dated September 5, 2016 in respect of the issue of equity shares of the Company of face value of ₹10 each (the **"Equity Shares"**), for an aggregate amount not exceeding ₹ 5,000 million (including premium), to qualified institutional buyers (**"QIBs"**) by the Company in terms of Chapter VIII of the SEBI Regulations and Section 42 of the Companies Act, 2013, and the rules made thereunder, the Issue, which opened on September 27, 2016 pursuant to the resolution passed by the QIP Committee on September 27, 2016, is hereby declared closed today, i.e., on **September 30, 2016** with immediate effect."

II. ISSUE PRICE

"RESOLVED THAT in accordance with Regulation 85(1) of the SEBI Regulations, the issue price of ₹ 705.00 per Equity Share, i.e. at a premium of ₹ 695.00 per Equity Share, which reflects a discount of ₹ 11.09 (i.e. 1.55%) on the floor price of ₹.716.09 as defined in the preliminary placement document dated September 27, 2016 based on the pricing formula prescribed under Regulation 85(1) of the SEBI Regulations, be and is hereby determined and approved in relation to the Issue."

III. APPROVAL OF THE PLACEMENT DOCUMENT

"RESOLVED THAT the placement document, in respect of the Issue of 70,92,198 Equity Shares, for an aggregate amount of up to ₹ 5,000.00 million by the Company to the QIBs in terms of the Issue, as per the copy placed before the QIP Committee duly initialed by Mr. Dharendra Singh, Chairman & Managing Director for the purpose of identification, be and is hereby adopted and approved for filing with the BSE Limited and the National Stock Exchange of India Limited (the **"Stock Exchanges"**).

"RESOLVED FURTHER THAT Mr. Dharendra Singh, Chairman & Managing Director, Mr. Dhruv Agrawal, Director and Mr. Bhavesh Jingar, Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to sign the placement document on behalf of



Regd. Office : E-62, Manjusar G.I.D.C.,
Savli Road, Vadodra-391 775. (GUJ.)

Factory : E-93/94, Manjusar G.I.D.C.,
Savli Road, Vadodra-391 775. (GUJ.)

Factory : 1768/1774/1, GIDC Estate,
Savli Road, Vadodra-391775. (GUJ.)

Factory : A/8, Agropark,
Karkhiyaon, Varanasi. (U.P.)

Factory : Plot No.122-125, Sector II,
Foodpark HSIDC, Shah Industrial Estate,
Dist. Ambala, Haryana.

CIN : L15549GJ2010PLC063283

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the Company, make such confirmations and declaration on behalf of the Company as may be required in relation to the placement document, 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, modifications or corrections in the placement document as may be necessary or desirable.”

“RESOLVED FURTHER THAT Mr. Dharendra Singh, Chairman & Managing Director, Mr. Dhruv Agrawal, Director and Mr. Bhavesh Jingar, Company Secretary & Compliance Officer of the Company and the Company Secretary be and are hereby severally authorised 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, 2013, with the Registrar of Companies, Ahmedabad, 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, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014.”

IV. APPROVAL OF THE CONFIRMATION OF ALLOCATION NOTE

“RESOLVED FURTHER THAT the Confirmation of Allocation Note, as per the copy placed before the QIP Committee, be and is hereby approved and the Confirmation of Allocation Note along with the Placement Document be sent to the successful bidders.”

“RESOLVED FURTHER THAT Mr. Dharendra Singh, Chairman & Managing Director, Mr. Dhruv Agrawal, Director and Mr. Bhavesh Jingar, Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to sign and deliver on behalf of the Company the confirmation of allocation note and any modification(s) or amendment(s) thereto, if any.”

“RESOLVED FURTHER THAT Mr. Dharendra Singh, Chairman & Managing Director, Mr. Dhruv Agrawal, Director and Mr. Bhavesh Jingar, Company Secretary & Compliance Officer of the Company or the Company Secretary be and are hereby severally authorised to certify the true copy of these resolutions and forward the same to any person or authority for their record and necessary action.”

**Certified to be true
For Manpasand Beverages Limited**

**Bhavesh Jingar
Company Secretary & Compliance officer**

