CHAMBAL FERTILISERS AND CHEMICALS LIMITED

March 14, 2016

BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai – 400 001

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Sub : Sale of ISGN Solutions Inc.

Dear Sir,

This has reference to our letter dated January 28, 2016 regarding, *inter alia*, the stock purchase agreement dated January 28, 2016 entered into by ISGN Corporation, USA (a downstream subsidiary of the Company) to sell and transfer its entire shareholding in its wholly owned subsidiary – ISGN Solutions Inc., USA to Firstsource Group USA, Inc.

ISGN Corporation is a 'material subsidiary' of the Company in terms of regulation 16(1)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**SEBI Listing Regulations**") read with the Company's Policy for Determining Material Subsidiaries. In pursuance of Regulation 24(6) of the SEBI Listing Regulations, sale and / or disposal of ISGN Solutions Inc. requires the approval of the shareholders of the Company. Accordingly, the Board of Directors at its meeting held on March 14, 2016 made a recommendation to the shareholders of the Company to approve the sale and / or disposal of ISGN Solutions Inc., USA.

The approval of the shareholders of the Company is to be taken through postal ballot and the Company will initiate the postal ballot process shortly.

We will keep you apprised of any further development in this regard.

Thanking you,

Yours sincerely,
for **Chambal Fertilisers and Chemicals Limited**

Rajveer Singh
Asst. Vice President – Legal & Secretary