

June 30, 2017

To,
The Department of Corporate Services,
BSE Limited
P J Towers,
Dalal Street, Fort
Mumbai – 400001

To,
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra – Kurla Complex,
Bandra (East), Mumbai 400 051

BSE: Security Code: 504008(Equity)

NSE: EMCO

Sub: Clarification regarding outcome of the Board Meeting

Dear Sir,

This is in furtherance of our earlier communication dated June 26, 2017 ("**Communication**") intimating the outcome of the meeting of the Board of Directors ("**Board**") of Emco Limited ("**Company**") held on June 26, 2017 in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

With regard to the Communication, we wish to intimate you that on account of an inadvertent error, point 7 of the Communication stated that an Extra-Ordinary General Meeting ("**EGM**") of the shareholders of the Company was to be convened to obtain the approval of the shareholders in relation to points (1) to (6) of the Communication. In this regard, we wish to clarify that the EGM scheduled to be held on August 1, 2017 is to seek the approval of the shareholders of the Company for the matters covered in points (1), (2), (3) and (6) of the Communication, which are reproduced herein below:

1. Increase in the Authorized Share Capital of the Company, from the existing Rs. 20 Crore comprising Rs. 15 Crore Equity share capital and Rs. 5 Crore Cumulative Redeemable Preference Shares capital, to Rs. 75 Crore comprising Rs. 70 Crore Equity share capital and Rs. 5 Crore Cumulative Redeemable Preference Shares capital, by adding new Rs. 55 Crore Equity share capital, subject to approval of shareholders.
2. Alteration of the capital clause of the Memorandum of Association of the Company, consequent to the increase in the Authorised Share Capital, subject to approval of shareholders.
3. Raising of funds up to an aggregate amount not exceeding Rs. 225 Crore (Rupees Two Hundred Twenty Five Crore Only), by way of an issue of equity shares of the Company in one or more tranches by way of offering to existing equity shareholders on a rights basis ("**Rights Issue**"), Qualified Institutions Placement ("**Qualified Institutions Placement**" or "**QIP**") and/or on preferential allotment basis, an issue of GDRs, ADRs, FCCBs, FCEBs and any other Securities in one or more combination thereof in accordance



with the applicable provisions of the Companies Act, 2013, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, and other applicable laws, subject to receipt of necessary approvals from Shareholders, statutory, regulatory and other authorities, as applicable.

4. Approval for availing loan with an option to convert into Equity Shares of the Company in furtherance of the proposed refinancing of the existing debt of the Company in terms of the Scheme for sustainable structuring of stressed assets (circular number RBI/2015-16/422 dated June 13, 2016).

The matters covered in points (4) and (5) of the Communication are currently subject to the approval of the scheme of refinancing of the existing debt of the Company, by the Oversight Committee, in terms of the RBI's Scheme for Sustainable Structuring of Stressed Assets and the Company shall seek appropriate approvals from its shareholders in due course.

The remaining matters mentioned in the previous communication dated June 26, 2017 remain unaltered.

Kindly take note of the same.

Thanking you,

Yours faithfully,
For EMCO LIMITED



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Ganesh Tawari
Company Secretary & Compliance Officer

