

# UDAIPUR CEMENT WORKS LIMITED

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CIN : L26943RJ1993PLC007267

UCWL/SECTL/SE/17  
30<sup>th</sup> March 2017

## BSE Limited

Department of Corporate Services  
25<sup>th</sup> Floor, P.J. Towers  
Dalal Street  
MUMBAI – 400 001

**Security Code: 530131**

Dear Sir/Madam,

**Re: Allotment of Cumulative Redeemable Preference Shares of upto Rs. 6 Crore on Private Placement basis**

Kindly refer to our correspondence resting with our letter dated 20<sup>th</sup> March 2017. Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we have to inform you that the Directors of the Company at its meeting held today i.e. on 30<sup>th</sup> March 2017 between 3.00 p.m. and 4.30 p.m., had allotted 600, 5% Cumulative Redeemable Preference Shares of Rs. 1,00,000/- each aggregating upto Rs. 6 Crore on Private Placement basis (CRPS Series B) to JK Lakshmi Cement Limited, Promoter of the Company (JKLC) on the broad terms and conditions as mentioned below :

S. No.	Particulars	Details of issue
1	Security Name/Type	Cumulative Redeemable, Non-Convertible, Non Participating Preference Shares (CRPS Series B)
2	Type of Issue	Private Placement
3	No. of Preference Shares /Face Value	600 CRPS Series B of face value of Rs. one lakh each aggregating up to Rs. 6 Crore
4	Issue Size	Rs. 6 Crore
5	Proposed to be Listed	No



S. No.	Particulars	Details of issue
6	Date of Allotment	30 <sup>th</sup> March 2017
7	Tenor	Not exceeding 20 years with Put and Call Option as specified hereunder.
8	Put Option	In the event of non-payment of Dividend for a consecutive period of 3 years commencing from Financial Year 2017-18 by the Company, JKLC shall have the right to demand the capital back and in case the Company is not being able to repay the capital, JKLC shall have the right to convert the CRPS Series B into Equity Shares of the Company subject to the applicable provisions of the Companies Act, 2013 (Act), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations); and as may be mutually agreed to between the Company and JKLC.
9	Call Option	In the event of there being any Liquidity Event in the Company (Fresh induction or issuance of Equity Share to outsiders), it shall have the right to redeem the CRPS Series B at par. In case, the Company fails to redeem the CRPS Series B within a period of 3 months from any such liquidity event, in the Company, JKLC shall have the right of conversion of CRPS Series B into Equity Shares of the Company subject to the applicable provisions of the Act, the SEBI ICDR Regulations and the SEBI LODR Regulations; and as may be mutually agreed to between the Company and JKLC.






S. No.	Particulars	Details of issue
10	Date of maturity & Schedule of payment of Principal	CRPS Series B shall be redeemed in 3 annual installments of 30%, 30% & 40% of face value at the end of 18 <sup>th</sup> , 19 <sup>th</sup> & 20 <sup>th</sup> year from the date of allotment respectively in accordance with Section 55 of the Act, out of profits available for distribution as dividend or out of proceeds of a fresh issue of shares made for the purpose of redemption.
11	Coupon Rate/Type/ Payment Frequency	5% (Rate of Dividend)

Kindly take the above information on record.

Thanking you,

Yours faithfully,  
For Udaipur Cement Works Limited

  
(Rohni Kumar Gupta)  
Whole-time Director, CFO  
& Company Secretary

