



27th October, 2016

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

The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor
Plot No.C/1, G-Block
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051

Scrip Code: 500303

Scrip Code: ABIRLANUVO

Dear Sirs,

Sub: Modification in the Composite Scheme of Arrangement

- 1) Kindly refer to the Composite Scheme of Arrangement between Aditya Birla Nuvo Limited and Grasim Industries Limited and Aditya Birla Financial Services Limited and their respective shareholders and creditors ("the Scheme") filed by us with the Stock Exchanges on 16th August, 2016 pursuant to Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for approval.
- 2) We also refer to email dated 10th October, 2016 of Mrs. Hutokshi Wadia, Company Secretary, Grasim Industries Limited putting on record the typographical error in Clause 20.1 of the draft Scheme.
- 3) We also refer to our letter dated 6th October, 2016 informing that each equity share of Grasim Industries Limited (Grasim) having face value of Rs. 10 each fully paid up has been sub divided into 5 equity shares of the face value of Rs. 2 each fully paid up (Record Date for sub division of equity shares fixed by Grasim as 8th October, 2016) and the consequent adjustment in the equity shares to be issued by Grasim and ABFSL pursuant to the Scheme.
- 4) Consequent to the said subdivision of equity shares by Grasim, kindly note that the relevant Clauses in the Scheme, viz., Clause nos. 2.2; 5.4.2.1; 5.4.2.2; 7.1; 8.2; and Clause 20.1 would also be required to be modified. To avoid any kind of confusion amongst the public shareholders on the shares to be issued pursuant to the Scheme, consequential changes have therefore been made in Clause nos. 2.2; 5.4.2.1; 5.4.2.2; 7.1; 8.2; and Clause 20.1 of the Scheme. The changes carried out are more for the convenience and easy reference of the shareholders and are not material in nature. We further confirm that it does not change any share exchange ratio as arrived by the Independent Valuers pursuant to their respective valuation report.



1

Aditya Birla Nuvo Limited
Corporate Finance Division

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Registered Office : Indian Rayon Compound, Veraval - 362 266, Gujarat



- 5) In view of above, we are enclosing herewith the revised Scheme. For the sake of convenience, we are enclosing herewith the Scheme with the necessary modifications carried in track mode as well as clean version of the same.
- 6) We request you to kindly consider the enclosed revised Scheme and take the same on record while granting us your No Objection to the said Scheme.
- 7) Further, we undertake to file the revised Scheme with the jurisdictional High Courts after incorporating the said changes suggested by us.
- 8) We request you to kindly grant us your No Adverse Observation Letter at your earliest to enable us to file the Scheme in the respective jurisdictional High Courts.

Thanking you,
Yours faithfully,

For Aditya Birla Nuvo Limited,

Ashok Malu
Company Secretary

Encl. a.a.

**CC: Mr. Sanjay Dhakite,
Asst. General Manager,
Corporate Finance Department,
SEBI Bhavan, Plot No. C-4A, "G Block"
Bandra Kurla Complex,
Bandra (E), Mumbai 400 051**

**- for information please and alongwith
a copy of the revised Scheme as
aforesaid for your consideration**

