

Date: 15th November, 2016

The General Manager

BSE Limited

Department of Corporate Services

Floor 25, P.J. Towers, Dalal Street

Mumbai-400 001

Fax No. 022-2272-3121/1278/1557/3354

Scrip Code: 533166

The VP, Listing Department

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex

Bandra (E)

Mumbai-400 051

Fax No. 022-2659-8237/8238/8347/8348

Symbol – SUNDARAM

Dear Sir/Madam,

Re: Proposed placement of equity shares of face value of Rs. 1 each ("Equity Shares") of Sundaram Multi Pap Limited ("Issuer" or "Company") to Qualified Institutional Buyers ("QIBs") under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("SEBI ICDR Regulations"), Section 42 and 62 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "Issue" or "Qualified Institutional Placement" or "QIP").

Sub: Outcome of the Board Meeting and intimation under Regulation 29(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform that the Board of Directors of the Company at their meeting held on November 15, 2016 discussed and approved the Preliminary Placement Document and other incidental activities on the subject matter. We are attaching herewith certified copy of resolution passed by the Board of Directors for your reference.

Further, as required under Regulation 29(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sundaram Multi Pap Limited is expected to hold a meeting of its Board of Directors for the determination of issue price in connection with the qualified institutions placement of its equity shares to an qualified institutional buyers not prior to two working days from the date of this intimation, excluding the date of this intimation and the date of the meeting.

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

Yours faithfully,

For **Sundaram Multi Pap Limited**

Makwana
Manik R Makwana

Company Secretary and Compliance Officer



Encl: As above

CERTIFIED TRUE COPY OF RESOLUTIONS PASSED AT THE EIGHT MEETING OF FINANCIAL YEAR 2016-17 OF THE BOARD OF DIRECTORS ("BOARD") OF SUNDARAM MULTI PAP LIMITED (THE "COMPANY") HELD ON TUESDAY NOVEMBER 15, 2016, AT 5/6 PAPA INDUSTRIAL ESTATE, SUREN ROAD, ANDHERI (EAST), MUMBAI – 400 093 IN CONNECTION WITH THE ISSUE OF EQUITY SHARES OF THE COMPANY UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "ISSUE")

APPROVAL OF PRELIMINARY PLACEMENT DOCUMENT

"RESOLVED THAT the preliminary placement document dated November 15, 2016 (which includes disclosures prescribed in Form PAS-4 under the Companies Act, 2013 and Schedule XVIII of the SEBI ICDR Regulations) ("**Preliminary Placement Document**"), along with the application form, in respect of the Issue, as per the copy placed before the Board of Directors, be and are hereby adopted and approved for filing with the BSE Limited and the National Stock Exchange of India Limited ("**Stock Exchanges**").

RESOLVED FURTHER THAT the serially numbered application form, together with serially numbered Preliminary Placement Document, be sent to the qualified institutional buyers, as defined in the SEBI ICDR Regulations ("**QIBs**"), to whom the offer is made in the Issue.

RESOLVED FURTHER THAT Mr. Amrut P Shah, Chairman & Managing Director, Mr. Manik R. Makwana, Company Secretary and Compliance Officer and Mr. Rajesh B Jain, the Chief Finance Officer (each an "**Authorized Person**") be and are hereby jointly and/or severally authorized to sign the Preliminary Placement Document on behalf of the Company, make such confirmations and declarations on behalf of the Company as may be required in relation to the Preliminary Placement Document, and make any changes to the Preliminary 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 Preliminary Placement Document as may be necessary or desirable.

RESOLVED FURTHER THAT the Authorized Persons be and are hereby severally authorized 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 Preliminary Placement Document to the Stock Exchanges and filing the placement document along with the records and other particulars of the QIBs to whom the offer is made in the Issue with the Registrar of Companies, Mumbai Maharashtra and the Securities and Exchange Board of India intimating the Stock Exchanges in relation to the above and filing of applications for seeking final 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 ICDR Regulations, the Securities and Exchange Board of India (Listing



Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013, as amended read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended.”

OPENING OF THE ISSUE

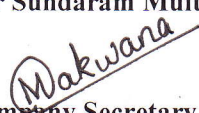
“RESOLVED FURTHER THAT the consent and approval of the Board of Directors (“Board”) of the company be and is hereby accorded to open the Issue on November 15, 2016 for receiving the bids in connection with the securities offered in the Issue, pursuant to the terms of the Preliminary Placement Document dated November 15, 2016, in accordance with the Securities and Exchange Board of India (Issue of Capital And Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations”) and the Companies Act, 2013 read together with Rule 14 of the Companies (Prospectus and Allotment Securities) Rules, 2014, and that the Board of Directors will decide the bid closing date in connection with the Issue. The Board also takes note of the receipt of the In-principle approval received from the BSE Limited and the National Stock Exchange of India Limited under Regulation 28 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.”

FLOOR PRICE AND RELEVANT DATE

“RESOLVED FURTHER THAT the Board has considered and taken note of the floor price of Rs. 4.30 per Equity Share (“Floor Price”), in respect of the Issue, calculated based on the pricing formula as prescribed under Regulation 85(1) of Chapter VIII of SEBI ICDR Regulations, as amended and that the “relevant date” for this purpose in terms of Regulation 81(c)(i) of Chapter VIII of SEBI ICDR Regulations, is November 15, 2016. The Company may offer a discount of not more than 5% on the Floor Price.”

Certified True Copy

For Sundaram Multi Pap Limited


Company Secretary
Manik R. Makwana
Membership No. A38015

