



Lakshmi
Energy and Foods Limited
Formerly Lakshmi Overseas Industries Limited

Admin. Office & Works :
Chandigarh - Ludhiana National Highway, Khamanon-141 801, Punjab. India.
Tel. : 01628-661800, 97809-10117/118 Fax : 91-1628-661805
E-mail : corporate@lakshmigroup.in

CIN: L00000CH1990PLC010573

November 21, 2016

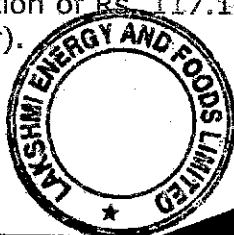
To

Listing Department National Stock Exchange of India Ltd Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai-400051 NSE Symbol: LAKSHMIEFL	Department of Corporate Services BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 BSE Code: 519570
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**Sub: Outcome of Board Meeting held on 21st November, 2016 at 12.00 noon and concluded at 2.25 pm
Board Meeting Decision as per Regulation 30 of SEBI (LODR) Regulation, 2015**

Dear Sirs,

1. This is to intimate that the Board of Directors of the Company in its meeting held on 21st November, 2016 has, inter-alia, considered and take on record acquisition of 100% of the share capital in its existing subsidiary - M/s. Lakshmi Green Power Limited. Before this acquisition, Lakshmi Green Power Limited was 75% subsidiary of our company. The balance 25% (being 2,50,000 equity shares of Rs. 10/- each) have been purchased by the Company at a total consideration of Rs. 25.00 lacs. Presently, there is major no business operations in Lakshmi Green Power Limited.
2. The Board also considered and approved the hiving off of the Company's Power Division (Energy Business), generating 'green energy', comprising of 31.50 MW capacity husk/ biomass based power plant situated at VPO Khamanon, Chandigarh- Ludhiana National Highway, Khamanon, District Fatehgarh Sahib, Punjab 141801 on slump sale basis, as a going concern to its wholly owned subsidiary company - Lakshmi Green Power Limited, along with all the employees, assets and liabilities pertaining thereto including all licenses, permits, approvals, consents, contracts whatsoever, at a consideration of Rs. 117.18 Crores (being the fair value determined by the Valuer).



www.lakshmigroup.in

Regd. / Corp. Office :
S.C.O. 18-19, 1st Floor, Sector 9-D, Madhya Marg, Chandigarh-160 017. India.
Tel. : 0172-2740352, 2744008, 2743274 Fax : +91-172-2743057
Zonal Office :
807, 8th Floor, Kailash Building, 26, K.G. Marg, Connaught Place,
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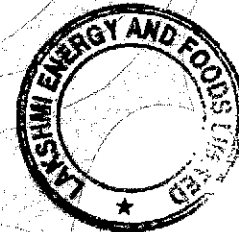
Subject to the approval of shareholders and other applicable authorities, the transaction shall be effective from 1st October, 2016, being the Appointed Date/ Cut-Off Date.

The consideration for the aforesaid transfer of Power Division from the Company to Lakshmi Green Power Limited shall be in the form of allotment of equity shares by Lakshmi Green Power Limited to the Company.

The Board of Directors considered that the aforesaid hiving off of the biomass based Power Division shall inter-alia, (a) enable Lakshmi Energy & Foods Limited to focus on its core business of paddy and food grain processing, (b) enable Lakshmi Green Power Limited to focus on the business of power generation/'green energy', for its accelerated growth in future (c) enable Lakshmi Energy & Foods Limited and Lakshmi Green Power Limited to decide on their financial and other resources suitable for their respective businesses. It will provide scope for independent expansion without committing the existing organization in its entirety.

Lakshmi Green Power Limited is a wholly owned subsidiary of the Company. Lakshmi Green Power Limited is related party as per the definition under the Companies act, 2013. Since, the proposed transaction is between the Company and its wholly owned subsidiary at the fair value determined by a qualified valuer, the Board considered the same at arm's length. However, it may be noted, being a transaction between the company and its wholly owned subsidiary, none of the promoter or director has any pecuniary interest in the present transaction.

The details relating to amount of turnover/ revenue from the Power Division of the Company (Energy Segment) is enclosed herewith.



(Rs` in Millions)

PARTICULARS	Year Ended	
	Audited	Audited
	31.03.2016	31.03.2015
Segment Revenue		
Agri-based Business	10,432.79	6,294.22
Energy	412.11	428.83
Less: Inter Segment Revenue	(318.06)	(579.53)
Net Revenue from Operation	10,526.84	6,143.52
Net Profit before depreciation, interest & tax (EBIDTA)		
Agri-based Business	417.35	(2,155.29)
Energy	111.51	129.67
Total	528.86	(2,025.62)
Less : Interest (Not Allocable)	334.50	1,178.10
Less: Depreciation	321.09	331.26
Profit before Tax	(126.74)	(3,534.97)
Capital Employed		
Agri-based Business	4,468.07	4,437.35
Energy	1,539.11	1,539.11
Total	6,007.18	5,976.46
Secondary Segment (Geographical)		
Rest of the world		
Agri Based Business :- Direct Export	4.43	721.52
Agri Based Business :- Deemed Export	345.04	4,053.60
Energy	-	-
India		
Agri Based Business	9,843.74	1,276.34
Energy	333.63	92.06
Total	10,526.84	6,143.52

The aforesaid transaction is subject to members' and other requisite approvals.

The Board has also decided to obtain approval of the members of the Company for the aforesaid proposed transaction through postal ballot





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process. Postal Ballot Notice has been approved by the Board and it shall be sent in due course.

Thanking You,

Yours faithfully,

For **LAKSHMI ENERGY AND FOODS LIMITED**


Balbir Singh Uppal
Chairman & Managing Director

