



# HB PORTFOLIO LIMITED

Regd. Office : Plot No .31, Echelon Institutional Area, Sector - 32, Gurgaon -122001 (Haryana)  
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Website : www.hbportfolio.com, CIN No. L67120HR1994PLC034148

March 1, 2018

The Listing Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400001

Kind Attn: Mr. Marian D'Souza

Company Code: 532333

Ref: - Composite Scheme of Arrangement between HB Stockholdings Limited (HBSL), HB Portfolio Limited (HBPL) and HB Estate Developers Limited (HBEDL) and their respective Shareholders and Creditors under Sections 391 to 394 read with Section 100 to 104 of the Companies Act, 1956

Dear Sir / Madam,

In reference to your e-mail Dated 27.02.2018, please find information by way of an Illustration given in Annexure A regarding the share entitlement of the Shareholders consequent upon Demerger and Reduction of Capital as provided in the Composite Scheme of Arrangement.

Yours truly,  
For HB Portfolio Limited

**DINESH KAPOOR**  
(Company Secretary & Compliance Officer)

Encl: As Above

**Annexure - A**

**Illustration:**

If a Person holds say 100 Equity Shares in HB Portfolio Limited (HBPL), his entitlement would come as under:

| <b><u>Particulars</u></b>  | <b><u>HBPL</u></b>                        | <b><u>HBEDL</u></b>                       |
|--|---|---|
| Existing Holding (No. of Equity Shares)  | 100                                       | -   |
| <b><u>Demerger 3:</u></b><br>HBEDL will issue and allot its Equity Shares to the Shareholders of HBPL in the ratio of 59:100 |   | 59  |
| <b>Total No. of Shares after Demerger 3</b>  | <b>100</b>                                | <b>59</b>                                 |
| <b>Capital Reduction &amp; Consolidation of Shares</b><br>(On the total number of shares after Demerger 3)                   | 3 equity Shares for every 5 Equity Shares | 3 equity Shares for every 5 Equity Shares |
|  | 60  | 35.40*                                    |
| <b>Number of fresh Equity Shares to be issued &amp; allotted pursuant to the Scheme</b>                                      | <b>60</b>                                 | <b>35</b>                                 |

\*Fractional Shares shall be treated as per the Scheme.

**Note:**

- 1) The existing 100 Equity Shares held by the Shareholder, whether in dematerialized form or physical form, shall stand cancelled without any further act, deed or thing.
- 2) It is evident from the above illustration that a Shareholder holding 100 Equity Shares of HBPL shall finally get 60 Equity Shares of HBPL and 35 Equity Shares of HBEDL pursuant to the Scheme.

**For HB Portfolio Limited**

  
**DINESH KAPOOR**  
**(Company Secretary & Compliance Officer)**