

BSE Ltd.  
[Bombay Stock Exchange Ltd]  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

CFPL/SEC/BSE/9215/2016-17  
3<sup>rd</sup> May, 2017

**Online Submission**

**KIND ATTN: CORPORATE SERVICE DEPARTMENT**

**Subject: Sanctioning the proposal of "Scheme of Arrangement"**

Dear Sir,

We refer to our earlier letter No. CFPL/SEC/BSE/ 9214/2016-17 dated 27<sup>th</sup> April, 2017 informing you that the meeting of Board of Directors is convened on Wednesday, 3<sup>rd</sup> May, 2017 to consider amongst other business the consideration of the proposal of "Scheme of Arrangement".

Accordingly, the meeting of Board of Directors was held today in which the Board of Directors, have considered and unanimously approved the following business:

1. Approval to the 'Scheme of Arrangement' under Section 230 to 232 of the Companies Act, 2013 for Amalgamation of Pravin Foods Private Limited [PFPL] into Chordia Food Products Limited [CFPL] and De-merger of Food Business of Chordia Food Park and Properties Limited [CFPPL] consisting of Food related business, Food Manufacturing facilities, Tiny units, Cold storage & Agri Tech Centre, R & D /Lab Facilities, Warehouse/godown facilities, Block Shed, Food incubation facilities into Chordia Food Products Limited.
2. Noting of the Report dated 2<sup>nd</sup> May, 2017 of an Independent Chartered Accountants Haresh Upendra & Co., recommending the swap ratio/Share Exchange Ratio in the course of 'Scheme of Arrangement' between CFPL, CFPPL & PFPL and their respective Shareholders.
3. Noting of The Fairness Opinion on Valuation Report dated 2<sup>nd</sup> May, 2017 of Navigant Corporate Advisors Limited SEBI approved Merchant Banker.

**CHORDIA FOOD PRODUCTS LTD.**

Office: Above S. K. Agencies, 38/39, Tarkar Compound, Hadapsar Industrial Estate, Hadapsar, Pune-411 013.  
Tel.: 020-26871500 Email: fcd@chordiafoods.com Website: www.chordiafoods.com

Registered Office: 399/400, Sangavi (Shirwal), Tal. Khandala, Dist. Satara-412801  
Tel.: 9922990065 CIN : L15995PN1982PLC026173



4. Noting of the Certificate issued by M/s. Sunil Shah the Statutory Auditors of the Company on Accounting Treatment contained in the 'Scheme of Arrangement'.
5. As a part of the Scheme, approval to the new set of Memorandum of Association [MOA] and Articles of Association [AOA] prepared as per Companies Act 2013 in place of the present MOA & AOA which were as per the Companies Act, 1956.

Kindly take the note of same and update in your electronic media for the information of the Members.

Thanking You.

Yours Faithfully,  
For Chordia Food Products Limited

  
Babu Gavhane  
Executive Director & CFO  
(DIN: 00386217)



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