



GEECEE VENTURES LIMITED

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22.05.2019

To
The Listing and Compliance
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Fax No. 91-22-22722039/41/61
Email: corp.relations@bseindia.com
Re: BSE - Scrip Code: 532764

To
The Listing Department
The National Stock Exchange of India Ltd
"Exchange Plaza"
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051
Fax No. 91-22-26598237/38
cmllist@nse.co.in cmtrade@nse.co.in
NSE: GEECEE

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on 22.05.2019- Pursuant to Regulation 30 and Submission of - Audited Standalone and Consolidated Financial Results for the quarter and financial year ended 31st March, 2019 pursuant to Regulation 33 SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015:

In continuation to our letter dated 14th May, 2019 we wish to inform you that the Board of Directors of the Company at its meeting held on Wednesday 22nd May, 2019 at 04:00 P.M. has inter-alia has considered and approved the following :

1. Audited Financial Statements (Standalone and Consolidated) for the year ended March 31, 2019 and the Audited Financial Results (Standalone and Consolidated) for the quarter /year ended March 31, 2019 thus in In terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, enclosed herewith please find following:
 - Statement showing the Audited Standalone and Consolidated Financial Results of the Company for the Quarter and financial year ended 31st March, 2019.
 - Auditors' Report with unmodified opinion on Audited Financial Results -Standalone and Consolidated for the Quarter and financial year ended 31st March, 2019 submitted by the Statutory Auditors of the Company.
 - Declaration by the Whole Time Director of the Company regarding Audit Reports with unmodified opinion.



2. Further in terms of Regulation 30 and 42(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 9(i) of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended ("Buyback Regulations"), we wish to inform you that the Board of Directors at its meeting held today has considered and approved:

The Buyback up to 8,14,815 fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company ("Equity Shares") representing up to 3.75 % of the total number of Equity Shares of the Company at a price of Rs. 135 /- (Rupees One Hundred and Thirty Five Only) per Equity Share ("Buy Back Price") (including premium of Rs 125/- per Equity Share) payable in cash for an aggregate amount of up to Rs. 11,00,00,000 /- (Rupees Eleven Crores Only) (excluding transaction costs such as brokerage, securities transaction tax, goods and service tax, stamp duty etc.) ("**Buy Back Size**"), which is 3.75% of the fully paid-up equity share capital and free reserves on standalone basis as per the audited balance sheet of the Company as at March 31, 2019 (the last audited balance sheet available as on the date of Board meeting), on a proportionate basis through tender offer ("**Tender Offer**") as prescribed under the Buyback Regulations, to all the equity shareholders/beneficiary owners who hold Equity Shares on the Record Date. The Buy Back Size does not include any expenses incurred or to be incurred for the Buyback like filing fees payable to Stock Exchanges, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc..

The Public Announcement setting out the requisite details will be published in due course in accordance with the Buyback Regulations.

The Board took note of intention of members of the promoter and promoter group including the persons in control of the Company to participate in the Buyback.

The Board of Directors has determined the Record Date as **Friday, 7th June, 2019** ("**Record Date**") for the purpose of ascertaining / determining the entitlement and the eligibility of the equity shareholders who shall be eligible to participate in the Buyback Offer of the Company.

The Company has formed a Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary, expedient usual or proper in connection with the proposed Buyback.

The Pre Buyback shareholding pattern of the Company as on Friday, 17th May, 2019 is attached hereto as **Annexure "A"**

KJMC Corporate Advisors (India) Limited has been appointed as the Manager to the proposed Buyback.

The meeting of Board of Directors commenced at 04:00 P.M. and concluded at 06:55 P.M.





Annexure "A"

Pre Buyback shareholding pattern of the Company as on 17th May, 2019

Category of Shareholder	No. of Equity Shares	% of Equity Shares
Promoter & Promoter Group	1,47,10,372	67.71
Public	70,16,171	32.29
Total	2,17,26,543	100.00

***Note:** As per Para A of Part A of Schedule III of SEBI (Listing Regulations and Disclosure Requirements) Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015, the data for post shareholding pattern of the Company will be made available post Buyback as per the Buyback Regulations, 2018.

Kindly take the same on your records.

Thanking you,

Yours truly,

For GeeCee Ventures Limited

Dipyanti Kanojia
Company Secretary
Encl: As Above

