



Date: 29th June, 2017

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

Scrp Code: 503657

Dear Sir/Madam,

Re: Proposed placement of equity shares of face value of Rs. 10/- each ("Equity Shares") of Veer Energy & Infrastructure 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

1. This is to inform you that in respect of the Qualified Institutions Placement, the Board of Directors has, at its meeting held today i.e. June 29, 2017, *inter alia*, passed the following resolutions:

- i. Determining and approving the issue price of Rs.22.50/- per Equity Share (including premium of Rs. 12.50/- per Equity Share) after giving a discount of around 0.20% to the Floor Price of Rs.22.54/-, for the issuance and allocation of 25,00,000 Equity Shares to eligible qualified institutional buyers in the Qualified Institutions Placement, aggregating upto Rs.5.63 crore;
- ii. Approving and adopting the Placement Document dated June 29, 2017, in connection with the Qualified Institutions Placement ("**Placement Document**"); and
- iii. Approving the issue of Confirmation of Allocation Notes to the Qualified Institutional Buyers.

2. In relation to the QIP, we hereby submit the Placement Document dated June 29, 2017.





A certified copy of the resolution passed by the Board of Directors is enclosed for your information. We request you to take this on record and the same be treated as compliance under the applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Thanking you.

Yours faithfully,
For Veer Energy & Infrastructure Limited

Yogesh M. Shah
Managing Director
DIN: 00169189

Encl: As above





CERTIFIED TRUE COPY OF RESOLUTIONS PASSED IN THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF VEER ENERGY & INFRASTRUCTURE LIMITED (THE "COMPANY") HELD ON THURSDAY, JUNE 29, 2017, AT SURVEY NO. 509/F, OPP. SHANKHESHWAR INDUSTRIAL ESTATE, TAJPUR ROAD, SARKHEJ, BAVADA HIGHWAY, CHANGODAR, AHMEDABAD - 382213 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")

Determination of Issue Price

"RESOLVED THAT in respect of the Issue, the Company be and is hereby authorized to issue and allocate 25,00,000 Equity Shares at a price of Rs. 22.50/- per Equity Share ("**Issue Price**") (including a premium of Rs. 12.50/- per Equity Share) constituting a discount of around 0.20% to the Floor Price of Rs. 22.54/- per Equity Share aggregating upto Rs.5.63 crore to successful bidders, who are QIBs mentioned in the list placed before the Committee and initialed by the Chairman for the purpose of identification only in accordance with the terms and conditions of the placement documents in connection with the Issue, and applicable statutory and/or regulatory requirements."

Approval of the Placement Document

"RESOLVED THAT the placement Document, in respect of the Issue, as per the copy placed before the Committee, duly initialed by the Company Secretary for the purpose of identification, be and is hereby adopted and approved for filing with the BSE Limited (the "**Stock Exchange**").

RESOLVED FURTHER THAT Mr. Yogesh M Shah, Managing Director, Ms. Nipa Shah, Company Secretary and Compliance Officer and Mr. Jigar Shah, the Chief Financial Officer (each an "**Authorized Person**") be and are hereby jointly and/or severally authorized to sign the 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 placement document as may be necessary or desirable.






RESOLVED FURTHER THAT Mr. Yogesh M Shah, Managing Director, Ms. Nipa Shah, Company Secretary and Compliance Officer and Mr. Jigar Shah, the Chief Financial Officer (each an "Authorized Person") be and are hereby jointly and/or 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 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, Maharashtra at Mumbai and the Securities and Exchange Board of India, intimating the StockExchange in relation to the above and filing of applications for seeking 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 Article of Association of the Company, the SEBI ICDR Regulations, the SEBI Listing Regulations and the Companies Act, 2013, as amended read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended."

Approval of the Confirmation of Allocation Note

"RESOLVED THAT the Placement Document, in respect of the Issue, as per the copy placed before the Committee, duly initialed by the Company Secretary for the purpose of identification, be and is hereby adopted and approved and that the Confirmation of Allocation Note along with the Placement Document be sent to the successful bidders

RESOLVED FURTHER THAT Mr. Yogesh M Shah, Managing Director, Ms. Nipa Shah, Company Secretary and Compliance Officer and Mr. Jigar Shah, the Chief Financial Officer (each an "Authorized Person") be and are hereby jointly and/or severally authorized to sign and deliver on behalf of the Company the confirmation of allocation note and any modification(s) or amendment(s) thereto, if any.

RESOLVED FURTHER THAT Mr. Yogesh M Shah, Managing Director, Ms. Nipa Shah, Company Secretary and Compliance Officer be and are hereby severally authorized to issue the certified true copies of these resolutions and forward the same to any person or authority for their record and necessary action."

Certified True Copy
For Veer Energy & Infrastructure Limited

Yogesh M. Shah
Managing Director
DIN: 00169189

