

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This Exit Offer Letter (“Offer Letter” or “Exit Offer”) is being sent to you as a Public Shareholder of Amrit Agro Industries Limited (AAIL). You are advised to consult the Designated Officer of the Company / RTA / Merchant Banker as mentioned herein below in the Exit Offer Letter for any clarification in this regard. In case you have recently sold your shares in the Company, please hand over the Offer Letter and accompanying documents to the person to whom the sale was effected.

EXIT OFFER LETTER

To the Public Shareholders of

AMRIT AGRO INDUSTRIES LIMITED

CIN: U01111UP1985PLC010776

Regd. Office: CM-28, 1st Floor, Gagan Enclave, Amrit Nagar, G.T. Road, Ghaziabad-201 009 (U.P.)

Telephone No. 0120-2866880, Fax No. 0120-2866884,

E-mail: info@amritagro.com, Website: www.amritagro.com

BY

Amrit Banaspati Company Limited, CIN: U51909UP1985PLC056366

Regd. Office: A-95, Sector-65, Noida-201 309 (U.P.)

(Offering Promoter)

Inviting you to tender your fully paid-up equity shares of face value of Rs. 10/- each of AMRIT AGRO INDUSTRIES LIMITED (“AAIL” or “the Company”), at an offer price of Rs. 67/- (Rupees Sixty Seven only) per Equity Share, in cash, pursuant to Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 (“Exit Circular”).

If you wish to tender your Equity Shares to the Offering Promoter, you should:

- Read this Offer Letter and the instructions herein;
- Complete and sign the accompanying ‘Application Form’ in accordance with the instructions therein and in this Offer Letter;
- Submit your ‘Application Form’ along with duly executed Transfer deed(s) accompanied with relevant Share certificate(s) clearly marking the Envelope “AMRIT AGRO INDUSTRIES LIMITED EXIT OFFER” either by Registered Post Speed Post/Courier, at your own risk or by hand delivery to the Registrar to the Exit Offer (“RTA”) at **MAS Services Limited, (Unit: Amrit Agro Industries Limited-Exit Offer) at T-34, 2nd Floor, Okhla Industrial Area - Phase 2, New Delhi-110020, India, Tel: +91 11 2638 7281/82/83 Fax: +91 11 2638 7384, Email: info@masserv.com on or before the closure of business hours on Saturday, June 17, 2017.**

Offer Price:

Rs. 67/- per Equity Share of Face Value of Rs. 10/- each

SCHEDULE OF THE ACTIVITIES PERTAINING TO THE OFFER

Nature of Activity	Day and Date
Specified Date#	Friday, May 19, 2017
Opening of Exit Offer Period	Thursday, June 08, 2017
Closing of Exit Offer Period	Saturday, June 17, 2017
Last Date of Payment to the Public Shareholders who will validly tender their Equity Shares during the Exit Offer Period	Saturday, June 24, 2017

#Specified Date is only for the purpose of determining the names of the Public Shareholders to whom the Offer Letter will be sent. However, all Public Shareholders (registered or unregistered) of the Equity Shares are eligible to participate in the Exit Offer any time before and on the Offer Closing Date.

Dear Public Shareholder(s),

Invitation to tender Equity Shares held by you in Amrit Agro Industries Ltd. (“AAIL”)

The Offering Promoter (Amrit Banaspati Company Ltd. – “ABCL”), on behalf of Promoters of the AAIL, is pleased to invite you to tender, subject to the terms and conditions set out below, Equity Shares held by you in the Company pursuant to the Exit Offer made in accordance with relevant provisions of Exit Circular.

1. BACKGROUND OF THE EXIT OFFER

- 1.1 The Equity Shares of AAIL were listed at UP Stock Exchange Limited (“UPSE”), Delhi Stock Exchange Limited (“DSE”) and Ludhiana Stock Exchange Limited (“LSE”). Post de-recognition/exit of these stock exchanges by SEBI, AAIL has been placed on the Dissemination Board (“DB”) of NSE Limited (“NSE”).
- 1.2 In terms of Exit Circular, AAIL is under an obligation to secure listing on a Nationwide Stock Exchange(s); alternatively, the Promoters of AAIL have the option of providing exit to its public shareholders.
- 1.3 The Promoters of AAIL have decided to exercise the option of providing exit to the public shareholders of AAIL in terms of the Exit Circular and M/s. Amrit Banaspati Company Limited, one of the Promoters of AAIL (“Offering Promoter”) is giving the exit option on behalf of the Promoters. On the recommendation of the Offering Promoter, AAIL has appointed M/s SSPA & Co., Chartered Accountants, Mumbai, a NSE empanelled registered valuers, as Independent Valuer to carry out valuation of the equity shares of AAIL. AAIL has also appointed M/s Inga Capital Pvt. Ltd., Mumbai, Category-I Merchant Banker registered with SEBI, as the Merchant Banker, to monitor and oversee the exit process.
- 1.4 In view of the above, Offering Promoter has decided to make exit offer to the Public Shareholders of AAIL at a price of Rs. 67/- (Rupees Sixty Seven only) per Equity Share as determined by the Independent Valuer, M/s SSPA & Co. and Public Shareholders are being invited to tender their fully paid up Equity Shares of Rs. 10/- each.
- 1.5 In terms of the Exit Circular, the Exit Offer Public Announcement (“Exit Offer PA”) was published on May 24, 2017 in the following newspapers:

Name of the Newspaper	Language	Edition
Business Standard	English	Delhi, Chandigarh covering Ludhiana & Lucknow covering Kanpur
Business Standard	Hindi	Delhi
Pioneer	Hindi	Kanpur
Rozana Spokesmen	Punjabi	Punjab (for Ludhiana)

2. BACKGROUND OF THE COMPANY

- 2.1 AAIL was incorporated in 1985 as a limited company under the name and style “Hindustan Proteins Ltd.”. The name of the Company was changed to “Amrit Agro Industries Ltd.” on 8th January, 1988, to “Uncle Chipps Company Ltd.” on 4th October, 1996, again to “Amrit Agro Industries Ltd.” from 17th October, 2000.
- 2.2 The Registered Office of AAIL is situated at CM-28, Ist Floor, Gagan Enclave, Amrit Nagar, G.T. Road, Ghaziabad-201 009 (U.P.).
- 2.3 AAIL is presently carrying on the business of trading in commodities and other products/items and holding investment in the Group companies.
- 2.4 As on the date of this Offer Letter, the Authorized, Issued, Subscribed and Paid up Share Capital of AAIL is as under:

Particulars	Amount (in Rs.)
Authorised Share Capital	
70,00,000 Equity Shares of Rs. 10/- each	7,00,00,000
15,00,000 7% Redeemable Preference Shares of Rs. 10/- each	1,50,00,000
Total	8,50,00,000
Issued, Subscribed and Paid-Up Share Capital	
30,00,000 Equity Shares of Rs. 10/- each	3,00,00,000

- 2.5 As on the date of this Offer Letter, the Board of Directors of AAIL are as below:

S. No.	Name	Designation
1.	Shri Naresh Kumar Bajaj	Director
2.	Shri Sat Narain Aggarwal	Director
3.	Shri Alok Mathur	Director
4.	Shri Sundeep Aggarwal	Director
5.	Shri Vikram Kumar Bajaj	Director
6.	Smt. Jaya Bajaj	Managing Director

- 2.6 The Shareholding pattern of AAIL as on May 19, 2017 being the Specified Date is as under:

S. No.	Category	No. of Shareholders	Shareholding Details	
			No. of Shares	% age
1.	Promoters	9	19,24,697	64.16
2.	Public	3549	10,75,303	35.84
TOTAL		3558	30,00,000	100.00

- 2.7 Select financial information for the last three financial years in respect of AAIL is set out below.

(Rs. In Lakhs except where specifically stated)

Particulars	31.03.2017	31.03.2016	31.03.2015
Revenue from Operations	--	594.90	201.66
Other Income	61.07	97.90	116.50
Total Income	61.07	692.80	318.16
Profit/(Loss) After Tax	(37.23)	24.63	78.23
Earning per Share (Basic & Diluted) (in Rs.)	(1.24)	0.82	2.61
Paid Up Share Capital	300.00	300.00	300.00
Reserve & Surplus	830.45	867.68	843.05
Net Worth	1130.45	1167.68	1143.05

3. BACKGROUND OF THE OFFERING PROMOTER

- 3.1 Amrit Banaspati Company Limited (“Offering Promoter”) is a public limited company incorporated under the provisions of Companies Act, 1956, having registered office at A-95, Sector-65, Noida-201 309 (U.P.).
- 3.2 The Offering Promoter holds 8,81,557 fully paid-up Equity Shares of Rs. 10/- each representing 29.39% of paid up equity share capital of AAIL.

3.3 Collective shareholdings of the Promoters of AAIL is 19,24,697 fully paid-up Equity Shares of Rs. 10/- each representing 64.16% of its paid up equity share capital.

4. JUSTIFICATION FOR EXIT OFFER PRICE

- 4.1 The Exit Circular prescribes that the Promoters of the Company, in consultation with the Designated Stock Exchange (in the present case NSE), shall appoint an Independent Valuer from the panel of expert valuers of the designated stock exchange.
- 4.2 Therefore, AAIL, on the recommendation of the Offering Promoter, has appointed M/s SSPA & Co., Chartered Accountant, Mumbai, empanelled as an Expert Valuer on the panel of NSE Limited to determine the fair value of Equity Shares of AAIL.
- 4.3 The Independent Valuer, after taking into account the applicable valuation methodologies, has issued its Valuation Report dated May 17, 2017 and determined the fair value of One Equity Share of AAIL as Rs. 67/- (Rupees Sixty Seven only).
- 4.4 In view of the above, the Offering Promoter has decided to offer exit to the Public Shareholders of AAIL at a price of Rs. 67/- per Equity Share (Rupees Sixty Seven only) (the fair value as determined by the Independent Valuer) [**“Offer Price”**].
- 4.5 The Offering Promoter now seeks to acquire 10,75,303 Equity Shares of Rs. 10/- each representing 100% of Public Shareholdings of the Company at the Offer Price Rs. 67/- (Rupees Sixty Seven only) per Equity Share from the Public Shareholders of the Company.

5. RATIONAL FOR THE EXIT OFFER

The trading in the equity shares of AAIL, though listed on the stock exchanges, was very limited and there was no trading at all for the past many years. The Public Shareholders hold 35.84% of the total paid-up equity share capital of AAIL. The Exit option offered is in the interest of the shareholders as they will have an Exit opportunity and get a fair value of their equity shares.

6. REGISTRAR TO THE OFFER AND MERCHANT BANKER

REGISTRAR TO THE OFFER	MERCHANT BANKER
MAS Services Limited T-34, 2nd Floor, Okhla Industrial Area, Phase 2, New Delhi-110020 Tel: +91 11 2638 7281/82/83, Fax: +91 11 2638 7384 Email: info@masserv.com Contact Person: Mr. Sharwan Mangla, Mobile: 9811742828	Inga Capital Private Limited Naman Midtown, 21 st Floor, ‘A’ wing Senapati Bapat Marg, Elphinstone (West) Mumbai – 400 013 Tel: +91-22-40313489, Fax: +91-22-40313379 Email: ad@ingacapital.com Contact Person: Mr. Ashwani Deedwania, Mobile: 9867501255

7. FINANCIAL ARRANGEMENTS:

In accordance with the Exit Circular, Offering Promoter have entered into an Arrangement with Kotak Mahindra Bank Limited having its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 (“Bank”) in terms of which the Bank has provided a Bank Guarantee in favour of National Stock Exchange of India Limited for an amount of Rs. 720.50 Lacs (Rupees Seven Crore Twenty Lacs and Fifty thousand only), equivalent to 100% of the Total Consideration payable under the Exit Offer.

8. PROCEDUERE FOR TENDERING THE EQUITY SHARES UNDER THE EXIT OFFER

- 8.1 All Public Equity Shareholders, whether holding Equity Shares in dematerialized form or physical form, are eligible to participate in this Exit Offer at any time during the tendering period of this offer.
- 8.2 The Public Equity Shareholders who wish to tender their equity shares pursuant to this Offer will be required to send their application form in the manner specified in the Exit Offer Letter to MAS Services Limited (“Registrar to the Offer”), in accordance with the instructions contained in the Exit Offer Letter and Application Form.
- 8.3 The Public Equity Shareholders who wish to tender their shares in this Offer will have to deliver the relevant documents as mentioned below and such other documents as specified in the Exit Offer Letter at the Registrar to the Offer’s office either by hand delivery or by registered/speed post or by courier between 10.00 a.m. and 4.00 p.m. on any Working Day during the Tendering Period. The documents should not be sent to the Merchant Banker or the Offering Promoter.
- 8.4 Persons who have not received the Exit Offer Letter, may also tender their equity shares by downloading the Exit Offer Letter from the Company’s Website (www.amritagro.com) which would be available from five (5) days before opening of the offer.
- 8.5 Such application should be sent to the Registrar to the Offer together with the relevant share certificate(s) and transfer form (if the Equity Shares are held in physical form) or a photocopy of the DP instruction slip duly acknowledged by the DP (in the case of Equity Shares held in dematerialized form) in “off-market” mode and/or such other documents as specified in the Exit Offer Letter. Blank transfer form (Form SH-4) is attached herewith.

8.6 Public Equity Shareholders holding Equity Shares in dematerialized form shall deliver the following documents:

- Application Form duly completed and signed in accordance with the instructions contained therein, as per the records of the depository.
- Photocopy or counterfoil of the filled delivery instruction slip in “off-market” mode duly acknowledged by the DP for transferring the Equity Shares in the designated depository account, as per the instruction given below shall be submitted to M/s MAS Services Limited (“Registrar to the Offer”), before the expiry of tendering period i.e June 17, 2017:

Depository Participant Name	Gogia Capital Services Limited
DP ID	IN300589
Client ID	10229238
Account Name	MAS SERVICES LIMITED - IPO ESCROW ACCOUNT
Depository	National Securities Depository Limited (NSDL)

It is the sole responsibility of the Public Equity Shareholders to ensure credit of their respective Equity Shares in the depository account above, prior to the expiry of tendering period of the offer.

- For each delivery instruction, the beneficial owner should submit a separate application form. Public Equity Shareholders having their beneficiary account in Central Depository Services (India) Limited (CDSL) will have to use “Inter-Depository” delivery instructions

slip for the purpose of crediting their equity shares in favour of the aforesaid designated depository account with NSDL. The ISIN of Equity Shares is INE588T01016. The Public Equity Shareholders who have sent their physical Equity Shares for dematerialization need to ensure that the dematerialization process is completed in sufficient time to ensure that the credit in the designated depository account is received on or before closure of the Offer.

In case the aforesaid documents have not been tendered but the Equity Shares have been transferred to the designated depository account, the Equity Shares shall be deemed to have been accepted for all Public Equity Shareholders.

8.7. In case of corporate shareholder holding shares in demat as well as physical form, a copy of the PAN card, power of attorney and corporate authorization (including board resolution / specimen signature), as applicable.

8.8 Public Equity Shareholders who are holding Equity Shares in the physical form and who wish to tender their respective Equity Shares in the offer are required to submit the following:

- a. Duly completed and signed Application Form addressed to the Registrar to the Offer,
- b. The Original Share Certificate(s),
- c. Valid transfer form (Form SH -4),
- d. Copy of PAN Card,
- e. Cancelled Cheque (for payment through RTGS/NEFT), and
- f. Such other documents as may be specified in the Application Form.

These documents shall be sent either by hand delivery on weekdays or by registered post/speed post/courier to the Registrar to the Offer at the address mentioned above, so as to reach on or before the closure of the tendering period i.e not later than June 17, 2017 in accordance with the instruction specified in the Exit Offer Letter and the Application Form.

In case of non-receipt of the duly completed Application Form, but receipt of other documents including the original share certificates, valid share transfer form and PAN, prior to the Closure of the Tendering Period i.e not later than June 17, 2017, the Acquirer may, in their sole discretion, deem the Equity Shares to have been accepted under the Offer.

9. ACCEPTANCE OF OFFER & PAYMENT OF CONSIDERATION:

- 9.1 The payment for accepted equity shares will be made within fifteen (15) working days from the date of closure of this offer by way of pay order/demand draft/RTGS/NEFT or any other permitted electronic mode of transfer. In case of joint holders, payments will be made in the name of the first holder.
- 9.2 Public Equity Shareholders who opt to receive consideration through electronic means are requested to give the authorization for electronic mode of transfer of funds in the application form, provide the Magnetic Ink Character Recognition / Indian Financial System Code of their bank branch and enclose a cancelled cheque or a photocopy of a cheque associated with the particular bank account, along with the application form.
- 9.3 For Public Equity Shareholders who do not opt for electronic mode of transfer, payment consideration will be made by pay orders or demand drafts payable at par at places where the address of the Public Equity Shareholder is registered and will be dispatched to the shareholder(s) by registered post.
- 9.4 For the purposes of electronic transfer, in case of Public Equity Shareholders opting for electronic payment of consideration and for the purposes of printing on the demand draft / pay-order for the other cases, the bank account details will be taken directly from the Depositories' database, wherever possible. A Public Equity Shareholder tendering Equity Shares in the Offer is deemed to have given consent to obtain the bank account details from the Depositories for this purpose. Only if the required details cannot be obtained from the Depositories' database the particulars provided by the Public Equity Shareholders will be used.
- 9.5 The Acquirer shall certify to the satisfaction of NSE that appropriate procedure has been followed for providing exit to public shareholders of the Company. Subsequently, NSE upon satisfaction shall remove the company from the dissemination board.

10. PROCEDUERE FOR TENDERING THE EQUITY SHARES POST THE EXIT OFFER UPTO A PERIOD OF ONE YEAR

The Public Shareholders may note that, those who could not tender their Equity Shares during Exit Offer Period may do so during the Exit Window Period between Tuesday, June 20, 2017 to Tuesday, June 19, 2018, being a period of one year from the closure of Exit Offer Period at the same price of Rs. 67/- per Equity Share. The procedure for tendering the shares during Exit Window Period shall be same except the payment of consideration, which shall be released on a monthly basis i.e. within maximum 15 working days of the end of the relevant calendar month in which Shares have been validly tendered by the Public Shareholders ("Monthly Payment Cycle").

11. TAX DEDUCTED AT SOURCE

Tax withholding requirement is based on tax residency of the public shareholders. In case of public shareholders who are tax resident in India, no tax will be deducted. In case of non-resident, requisite tax will be deducted in terms of the relevant provisions of Income Tax Act, 1961. Public Shareholders are requested to specify requisite details in the Form of Acceptance cum acknowledgement regarding their residential status.

12. GENERAL DISCLAIMER

Every Public Shareholder who desires to avail of the Exit Offer may do so pursuant to an independent inquiry, investigation and analysis and shall not have any claim against the Offering Promoter, the Company, Promoters, Independent Valuer of whatsoever nature by reason of any loss which may be suffered by such person consequent to or in connection with such Exit Offer and tender of Equity Shares through this Exit Offer whether by reason of anything stated or omitted to be stated herein or any other reasons whatsoever.

**Signed by Offering Promoter on behalf of Promoter Group of Amrit Agro Industries Limited
For Amrit Banaspati Co. Ltd.**

Date: **May 22, 2017**

Place: **Noida**

Encl.:

1) Application Form

2) Blank Transfer Form

J. C. RANA

DIRECTOR

APPLICATION FORM

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

(Please send this form with enclosures to the Registrars to the Offer at their address given below)

EXIT OFFER	
Exit Offer OPEN	Thursday, June 08, 2017
Exit Offer CLOSE	Saturday, June 17, 2017

FROM:-

TEL NO.

EMAIL –ID

To,

M/s. MAS Services Limited

(Unit: Amrit Agro Industries Limited-Exit Offer)

T-34, 2nd Floor, Okhla Industrial Area, Phase 2, New Delhi-110020,

Tel: +91 11 2638 7281/82/83

Sub: **Exit Offer to the Public Shareholders of Amrit Agro Industries Limited (AAIL) by M/s Amrit Banaspati Company Limited (“Offering Promoter or ABCL”) on behalf of Promoter Group of AAIL to acquire Equity Shares of AAIL at the offer price of Rs. 67/- per equity share of Rs. 10/- each.**

Dear Sirs,

I/We refer to the Exit Offer Letter dated May 22, 2017 for acquiring the equity shares held by me/us in Amrit Agro Industries Limited.

I/We, the undersigned, have read the Exit Offer Letter and understood its contents including the terms and conditions as mentioned therein.

For equity shares held in Physical Form:

I/We accept the Offer and enclose the original share certificate(s) and duly signed transfer deed(s) in respect of my/our shares as detailed below:

Sr. No.	Folio No.	Certificate No.	Distinctive No(s)	No. of Shares
Total No. of Equity Shares				

(In case the space provided is inadequate, please attach a separate sheet with the details and sign it)

I/We note and understand that the original share certificate(s) and valid share transfer deed will be held in trust for me/us by the Registrar to the offer until the time ABCL pay the purchase consideration as mentioned in the Exit Offer Letter. I/We also note and understand that ABCL will pay the purchase consideration only after verification of the documents and signatures.

For equity shares held in Demat Form:

I/We hold shares in demat form and accept the Offer and enclose photocopy of the Delivery Instruction Slip duly acknowledged by DP in respect of my/our equity shares as detailed below:

DP Name	DP ID	Client ID	No. of Shares

I/We have done an off market transaction for crediting the shares to the Escrow Account named “**MAS SERVICES LIMITED – IPO ESCROW ACCOUNT**” operated by **National Securities Depository Limited (NSDL)**” with the following particulars:

Depository Participant Name: Gogia Capital Services Limited, DP ID No.: IN300589, Beneficiary Account No.: 10229238

Shareholders whose shares are held in a beneficiary account with “CDSL” should use an “Inter Depository Delivery Instruction” to transfer their shares to the designated depository account with NSDL.

I/We note and understand that the shares would lie in the designated depository account until the time ABCL makes payment of purchase consideration as mentioned in the Exit Offer Letter.

I/We authorise ABCL / Merchant Banker to send the consideration by way of NEFT/RTGS/NACH or by way of pay order / demand draft by registered post, in settlement of the amount to the sole/first holder at the detail mentioned below:

Note: In case of joint holdings, all holders must sign. A corporation must affix its common seal. The shareholder(s) may provide details of bank account of the first/sole shareholder and the consideration vide electronic transfer / demand draft / pay order will be drawn accordingly.

NAME OF BANK	
A/C NO.	
BRANCH ADDRESS	
9 DIGIT MICR-CODE	
11 DIGIT IFSC-CODE	

-----TEAR HERE-----

Folio No.:	Sr. No.:	MAS Services Ltd. on behalf of the ABCL - AAIL	(Acknowledgement Slip)
Received from Mr./Ms.			Signature of Official and Date of Receipt
Application form, # _____ Number of Share Certificates for _____ shares/ # Copy of Delivery Instruction Slip to (DP) for _____ shares			

Delete whichever is not applicable.

Refer point no.9 on acceptance of offer & payment of consideration of Exit Offer Letter.
Attach cancelled cheque

Yours faithfully,

	FULL NAME	SIGNATURES (S)
First/Sole Shareholder		
Second Shareholder		
Third Shareholder		

Place:

Date:

INSTRUCTION FOR TENDERING EQUITY SHARES UNDER THE EXIT OFFER

1. Please read the enclosed Exit Offer Letter carefully before filling this Application Form.
2. A shareholder / member desiring to tender shares is requested to complete the enclosed application form for Exit Offer (**the form**), in all respect.
3. The form shall be completed and signed by the shareholder. In case of joint holders, the form should be signed by all the shareholders in the order of their holding. The signature should match with the specimen signature registered with the Company. The form shall be rejected if the signature on the form does not match with the specimen signature registered with the Company. The form incomplete in any manner whatsoever shall be liable to be rejected.
4. A member may sign the form through an Attorney appointed specially for this purpose, in such case an attested true copy of the Power of Attorney should be attached to the form.
5. Shareholders should enclose the following:
 - a) Procedure for Shares held in Physical Form -**
Registered Shareholders should enclose:
 - Application Form duly completed and signed in accordance with the instructions contained therein, by sole/joint shareholders whose name(s) appears on the Share certificate(s) and in the same order in which their name(s) appear in the register of Shareholders and as per the specimen signature lodged with the Company;
 - Original Share certificate(s);
 - Valid Transfer Deed(s) duly signed as transferor(s) by the sole/joint Shareholder(s) in the same order and as per specimen signatures lodged with the Company and duly witnessed at the appropriate place. The Transfer Deed should be left blank, except for the signatures as mentioned above. A blank share transfer form is enclosed along with this Exit Offer Letter.
 - b) Procedure for Shares held in Demat Form -**
Beneficial owners should enclose:
 - Application Form duly completed and signed in accordance with the instructions contained therein, by sole/joint Shareholders whose names appear in the beneficiary account and in the same order therein;
 - A photocopy or counterfoil of the delivery instructions in “off market” mode, duly acknowledged by the beneficial owners’ DP and completed as per the details of the designated depository account.
6. The delivery instructions to be given to the DP should be in “For Off Market Trade” mode only. For each delivery instruction the beneficial owner should submit separate Application Form.
7. The shareholders may attach any additional document(s) with this application which they deem fit to supplement his/her application.

Form No. SH-4 Securities Transfer Form

[Pursuant to section 56 of the Companies Act, 2013 and
sub-rule (1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

Date of execution

FOR THE CONSIDERATION stated below the “Transferor(s)” named do hereby transfer to the “Transferee(s)” named the securities specified below subject to the conditions on which the said securities are now held by the Transferor(s) and the Transferee(s) do hereby agree to accept and hold the said securities subject to the conditions aforesaid.

CIN:	U	0	1	1	1	1	U	P	1	9	8	5	P	L	C	0	1	0	7	7	6
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Name of the company (in full): **AMRIT AGRO INDUSTRIES LIMITED**

Name of the Stock Exchange where the company is listed, if any:N.A.....

DESCRIPTION OF SECURITIES:

Kind/ Class of securities (1)	Nominal value of each unit of security (2)	Amount called up per unit of security (3)	Amount paid up per unit of security (4)
Equity	Rs. 10/-	Rs. 10/-	Rs. 10/-
No. of securities being transferred		Consideration received (Rs.)	
In figures	In words	In words	In figures

Distinctive number	From					
	To					
Corresponding Certificate Nos.						

Transferor's Particulars-	
Registered Folio No.	
Name (s) in Full	Signature(s)
1.	
2.	
3.	

I, hereby confirm that the transferor has signed before me.

Signature of the Witness

Name of the Witness

Address of the Witness

.....

.....

.....

Transferee's Particulars:-

Name in full (1)	Father's/ mother's/ Spouse name (2)	Address & E-mail id (3)
Amrit Banaspati Company Limited	N.A.	A-95, Sector-65, Noida- 201 309 (UP)
Occupation (4)	Existing folio No., if any (5)	Signature (6)
Company	--	

Folio No. of Transferee

Specimen Signature of Transferee

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.....

Value of stamp affixed: Rs.

Enclosures: (1) Certificate of shares or debentures or other securities (2) If no certificate is issued, letter of allotment. (3) Others, specify	STAMPS
--	---------------

For office use only

Checked by

Signature tallied by

Entered in the Register of Transfer on vide Transfer No

Approval Date

Power of attorney/Probate/Death Certificate/Letter of Administration Registered on

at No.

On the reverse page of the certificate

Name of the Transferor	Name of the Transferee	No. of shares	Date of Transfer
.....

Signature of the authorized signatory