LIGHT UP THE WORLD

FIEM INDUSTRIES LIMITED

(AN ISO / TS 16949 : 2009, ISO 14001, OHSAS 18001 : 2007 & ISO 9001 : 2008 CERTIFIED COMPANY)
Unit-VII : Plot No. 1915, Rai Industrial Estate, Phase-V, Sonepat-131029 Haryana (INDIA)
Tel. : +91-130-2367905/906/907/908/909/910 Fax : +91-130-2367903
E-mail : fiemunit7@fiemindustries.com

September 12, 2016

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

Scrip Code:532768

The VP, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051
Fax No. 022-2659-8237/8238/8347/8348

Symbol – FIEMIND

Dear Sir/Madam,

Re: **Proposed placement of equity shares of face value of ₹10 each ("Equity Shares") of Fiem Industries 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"), Sections 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 Institutions Placement" or "QIP")**

Sub: Outcome of the Fund Raising Committee Meeting and intimation under Regulation 29(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the Fund Raising Committee of the Board of Directors of the Company at their meeting held on September 12, 2016 discussed and approved the Preliminary Placement Document and other incidental activities on the subject matter. We are attaching herewith certified copy of resolution passed by the Fund Raising Committee for your reference.

Further, as required under Regulation 29(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Fiem Industries Limited is expected to hold a meeting of its Fund Raising Committee for the determination of issue price in connection with the qualified institutions placement of its equity shares to qualified institutional buyers not prior to two working days from the date of this intimation, excluding the date of this intimation and the date of the meeting.

We request you to take this on record and the same be treated as compliance under the applicable clause(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Yours faithfully,
For **Fiem Industries Limited**

Arvind K. Chauhan
Company Secretary

Fiem Industries Ltd. Fiem New Delhi

Encls:A/a

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CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED IN THE MEETING OF FUND RAISING COMMITTEE (THE "COMMITTEE") OF THE BOARD OF DIRECTORS ("BOARD") OF FIEM INDUSTRIES LIMITED (THE "COMPANY") HELD ON SEPTEMBER 12, 2016, AT PLOT NO. 1915, RAI INDUSTRIAL ESTATE, SONIPAT, HARYANA 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")

Approval of Preliminary Placement Document

"**RESOLVED THAT** the preliminary placement document dated September 12, 2016 (which includes disclosures prescribed in Form PAS-4 under the Companies Act, 2013 and Schedule XVIII of the SEBI ICDR Regulations) ("**Preliminary Placement Document**") , along with the application form, in respect of the Issue, as per the copy placed before the Committee, be and are hereby adopted and approved for filing with the BSE Limited and the National Stock Exchange of India Limited (the "**Stock Exchanges**").

RESOLVED FURTHER THAT the serially numbered application form, together with serially numbered Preliminary Placement Document, be sent to the qualified institutional buyers, as defined in the SEBI ICDR Regulations ("**QIBs**"), to whom the offer is made in the Issue.

RESOLVED FURTHER THAT Mr. J.K. Jain, Chairman & Managing Director, Mr. Rahul Jain, Whole-time Director, Mr. Arvind K. Chauhan, Company Secretary and Compliance Officer and Mr. O.P. Gupta, the Chief Financial Officer (each an **"Authorized Person"**) be and are hereby jointly and/or severally authorized to sign the Preliminary Placement Document on behalf of the Company, make such confirmations and declaration on behalf of the Company as may be required in relation to the Preliminary Placement Document, and make any changes to the Preliminary 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 Preliminary Placement Document as may be necessary or desirable.

RESOLVED FURTHER THAT the Authorized Persons be and are hereby 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 Preliminary Placement Document to the Stock Exchanges and filing 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, Delhi and Haryana at New Delhi and the Securities and Exchange Board of India intimating the Stock Exchanges in relation to the above and filing of applications for seeking final 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 Articles of Association of the Company, the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013, as amended read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended."

Fiem Industries Ltd. Fiem New Delhi

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Opening of the Issue

"**RESOLVED FURTHER THAT** the consent and approval of the Committee be and is hereby accorded to open the Issue on September 12, 2016 for receiving bids in connection with the securities offered in the Issue, pursuant to the terms of the Preliminary Placement Document dated September 12, 2016, in accordance with the Securities and Exchange Board of India (Issue Of Capital And Disclosure Requirements) Regulations, 2009 (**"SEBI ICDR Regulations"**) and the Companies Act, 2013 read together with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, and that the Committee will decide the bid closing date in connection with the Issue. The Committee also takes note of the receipt of the In-principle approval received from the BSE Limited and National Stock Exchange of India Limited under Regulation 28 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015."

Floor Price and Relevant Date

"**RESOLVED FURTHER THAT** the Committee has considered and taken note of the floor price of Rs. 1054.70 per Equity Share ("**Floor Price**"), in respect of the Issue, calculated based on the pricing formula as prescribed under Regulation 85(1) of Chapter VIII of SEBI ICDR Regulations, as amended and that the "relevant date" for this purpose in terms of Regulation 81(c)(i) of Chapter VIII of SEBI ICDR Regulations, is September 12, 2016. The Company may offer a discount of not more than 5% on the Floor Price."

Certified True Copy
For Fiem Industries Limited

Company Secretary
Arvind K. Chauhan
Member No. FCS-7694

Fiem Industries Ltd. New Delhi

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Yours faithfully,
For **Fiem Industries Limited**

Fiem Industries Ltd. New Delhi

Arvind K. Chauhan
Company Secretary

Encls:A/a

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RESOLVED FURTHER THAT the Authorized Persons be and are hereby 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 Preliminary Placement Document to the Stock Exchanges and filing 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, Delhi and Haryana at New Delhi and the Securities and Exchange Board of India intimating the Stock Exchanges in relation to the above and filing of applications for seeking final 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 Articles of Association of the Company, the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013, as amended read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended."



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Certified True Copy
For Fiem Industries Limited

Fiem Industries Ltd. New Delhi

Company Secretary
Arvind K. Chauhan
Member No. FCS-7694