



McLEOD RUSSEL  
*Believe in tea*

September 7, 2018

The Secretary  
BSE Limited  
P. J. Towers, 25<sup>th</sup> Floor  
Dalal Street,  
MUMBAI -400 001  
Scrip Code:532654

The Secretary  
National Stock Exchange  
of India Ltd, Listing Dept.  
Exchange Plaza, 5<sup>th</sup> Fl.  
Plot No. C/1, G-Block  
Bandra-Kurla Complex  
Bandra (E)  
MUMBAI - 400 051  
Scrip Code: MCLEODRUSS

The Secretary  
The Calcutta Stock -  
Exchange Ltd  
7, Lyons Range  
KOLKATA 700001  
Scrip Code:10023930

Dear Sir/ Madam,

**ISIN: INE942G01012 / Company Code (Physical): 541485**

**Sub: Buyback of equity shares of face value of Rs. 5/- each ("Equity Shares") by McLeod Russel India Limited (the "Company") from the open market through stock exchanges ("Buyback") in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended.**

This is in reference to the buyback undertaken by the Company for an amount not exceeding ₹ 100,00,00,000/- (Rupees One Hundred Crore only) (the "**Maximum Buyback Size**"), and at a price not exceeding ₹ 210/- (Rupees Two Hundred Ten only) per Equity Share ("**Maximum Buyback Price**") from the open market through stock exchanges ("**Buyback**") in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended ("**Buyback Regulations**"). The Maximum Buyback Size represents 8.41% of the aggregate of the Company's paid-up Equity Share capital and free reserves based on the standalone audited financial statements of the Company as at March 31, 2018 (being the latest available audited financial statements of the Company).

During the course of the Buyback, for the month ended August 31, 2018, the Company has extinguished 11,02,720 (Eleven Lakh Two Thousand and Seven Hundred Twenty) Equity Shares (in dematerialized form) and in accordance with Regulation 12 (2) of the Buyback Regulations, the said 11,02,720 Equity Shares held in demat form have been extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, as amended, during the month of August 2018.

We are enclosing herewith the following documents:

1. Debit confirmation letters dated August 03, 2018, August 14, 2018, and August 28, 2018 issued by Central Depository Services (India) Limited;
2. Certificate of Extinguishment of Equity Shares dated September 05, 2018 issued by the Company
3. Certificate of Extinguishment of Equity Shares dated September 03, 2018 issued by the Registrar and Transfer Agent.
4. Certificate of Extinguishment of Equity Shares dated September 05, 2018 issued by the Statutory Auditor

This is for your information and record.

Thanking you,

Yours faithfully,  
**McLEOD RUSSEL INDIA LIMITED**

  
**(K. K. BAHETI)**  
**WHOLETIME DIRECTOR**



Registered Office :

**McLEOD RUSSEL INDIA LIMITED**

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGO LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

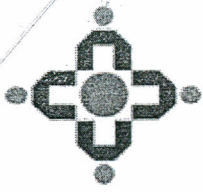
TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrusel.com Website : www.mcleodrusel.com



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Encl: As above



# Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2018-19/CA-322630.004

August 03, 2018

The Company Secretary,  
McLeod Russel India Limited  
Four Mangoe Lane  
Surendra Mohan Ghosh Sarani  
Kolkata, West Bengal,  
India - 700001

Dear Sir,

## Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
322630.004	Debit ISIN INE942G01012	McLeod Russel India Limited - Equity Shares	02-Aug-2018	1	473296

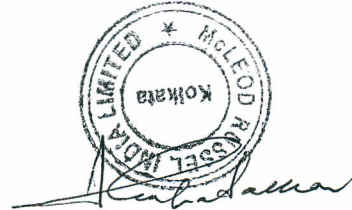
Thanking you,

Yours faithfully,  
For **Central Depository Services (India) Limited**

Sachin Kalsulkar  
Deputy Manager – Operations

Digitally signed by Sachin  
Arvind Kalsulkar  
Date: 2018.08.03 12:36:48  
+05:30

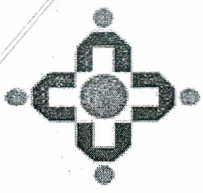
c.c Maheshwari Datamatics Pvt. Limited



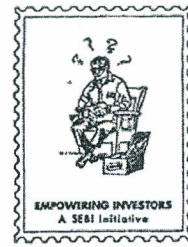
Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi  
Marg, Lower Parel (East), Mumbai - 400013.

Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443

Website : [www.cdslindia.com](http://www.cdslindia.com)



# Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2018-19/CA-322630.005

August 14, 2018

The Company Secretary,  
Mcleod Russel India Limited  
Four Mangoe Lane  
Surendra Mohan Ghosh Sarani  
Kolkata, West Bengal,  
India - 700001

Dear Sir,

**Sub:- Buyback**

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effectuated	No. of Records	No. of Securities
322630.005	Debit ISIN INE942G01012	Mcleod Russel India Limited - Equity Shares	13-Aug-2018	1	409756

Thanking you,

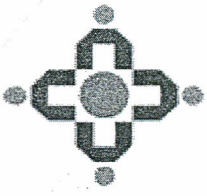
Yours faithfully,  
For **Central Depository Services (India) Limited**

Sachin Kalsulkar  
Deputy Manager – Operations

c.c Maheshwari Datamatics Pvt. Limited

Digitally signed by Sachin  
Arvind Kalsulkar  
Date: 2018.08.14 11:46:43  
+05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi  
Marg, Lower Parel (East), Mumbai - 400013.  
Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443  
Website : [www.cdslindia.com](http://www.cdslindia.com)



# Central Depository Services (India) Limited



CDSL/OPS/IPO-CA/2018-19/CA-322630.006

August 28, 2018

The Company Secretary,  
McLeod Russel India Limited  
Four Mangoe Lane  
Surendra Mohan Ghosh Sarani  
Kolkata, West Bengal,  
India - 700001

Dear Sir,

## Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
322630.006	Debit ISIN INE942G01012	McLeod Russel India Limited - Equity Shares	27-Aug-2018	1	219668

Thanking you,

Yours faithfully,  
For **Central Depository Services (India) Limited**

Vinifer T Kodia  
Sr. Manager – Operations

c.c Maheshwari Datamatics Pvt. Limited

Digitally signed by Vinifer Tehmtan Kodia  
Date: 2018.08.28 10:44:13 +05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi  
Marg, Lower Parel (East), Mumbai - 400013.

Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443  
Website : [www.cdslindia.com](http://www.cdslindia.com)



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**Annexure A**

**STATEMENT OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY MCLEOD RUSSEL INDIA LIMITED (the "Company")**

**Sub: Buyback of equity shares of face value of Rs. 5 each ("Equity Shares") by McLeod Russel India Limited (the "Company") from the open market through stock exchanges ("Buyback") in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended ("Buyback Regulations")**

Pursuant to the Public Announcement ("PA") dated 7 June, 2018, the Company commenced the buyback of the equity shares from the open market through stock exchange mechanism from 19 June, 2018. The following are the details of the Equity Shares so bought back and extinguished in the month of August, 2018.

**A. SHARES IN DEMATERIALISED FORM**

Name of Depository	DP Name and DP ID	Company's Account No.	CDSL Reference No	Date of Extinguishment	No. of Equity Shares Extinguished
Central Depository Services Limited (CDSL)	Ambit Capital Private Limited 12047500	00023350	CDSL/OPS/IPO-CA/2018-19/CA-322630.004	02 August, 2018	473,296
			CDSL/OPS/IPO-CA/2018-19/CA-322630.005	13 August, 2018	409,756
			CDSL/OPS/IPO-CA/2018-19/CA-322630.006	27 August, 2018	219,668
<b>TOTAL</b>					<b>1,102,720</b>



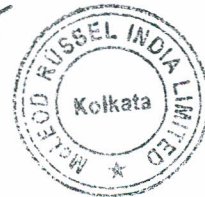
Registered Office :

**McLEOD RUSSEL INDIA LIMITED**

Corporate Identity Number (CIN) : L51109WB1998PLC087076  
FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001  
TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265  
E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com



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**B. SHARES IN PHYSICAL FORM**

Sr. No.	Date of extinguishment	Folio No.	No. of Equity Shares	Certificate Nos.	Distinctive Nos.
1.	Nil	Nil	Nil	Nil	Nil
<b>Total</b>			Nil		

**C. TOTAL NUMBER OF EQUITY SHARES EXTINGUISHED/DESTROYED (A+B)  
: 1,102,720**

It is certified that the above Equity Shares of Mcleod Russel India Limited were extinguished in compliance with, and according to the provisions of sub regulation 1 and 2 of Regulation 12 of Securities and Exchange Board of India (Buyback of Securities), 1998, and Securities and Exchange Board of India (Depository and Participants) Regulations 1996 and the bye laws framed thereunder

Thanking you,

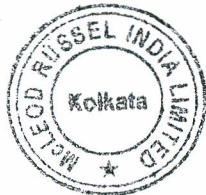
Yours sincerely,

McLeod Russel India Limited

**Aditya Khaitan**  
*Vice Chairman and Managing Director*

Place: Kolkata

Date: 5 September, 2018



**K. K. Baheti**  
*Whole-time Director*

For Maheshwari Datamatics Private Limited

Name: S. Rajagopal  
Designation: Authorised Signatory



Registered Office :

**McLEOD RUSSEL INDIA LIMITED**

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com



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## Annexure B

### CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES

**Sub:** Buyback of equity shares of face value of Rs. 5 each ("Equity Shares") by McLeod Russel India Limited (the "Company") from the open market through stock exchanges ("Buyback") in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended ("Buyback Regulations")

We, Maheshwari Datamatics Private Limited, Registrar to the Buyback have verified the details of the Equity Shares bought back and the extinguishment of Equity Shares mentioned in the Annexure - A and found the same to be in accordance with the Buyback Regulations.

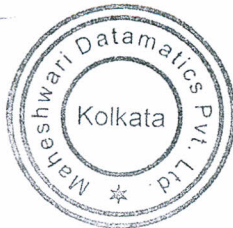
This certificate is being issued in compliance with the requirements of Regulation 16 read with Regulation 12(2) and Regulation 12(3) of Buyback Regulations read with Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 (as amended).

Thanking you,

Yours sincerely,

Maheshwari Datamatics Private Limited

  
S. RAJAGOPAL  
VICE PRESIDENT



Place: Kolkata  
Date: 3<sup>rd</sup> September, 2018

Ref: AB/80

To,  
The Board of Directors,  
McLeod Russel India Limited  
Four Mangoe Lane,  
Surendra Mohan Ghosh Sarani,  
Kolkata -700 001  
India

**AUDITOR'S CERTIFICATE WITH RESPECT TO EXTINGUISHMENT OF  
1,102,720 EQUITY SHARES OF Rs. 5 EACH ("EQUITY SHARES") BOUGHT  
BACK BY MCLEOD RUSSEL INDIA LIMITED ("THE COMPANY") IN THE  
MONTH OF AUGUST, 2018**

1. This certificate is issued in accordance with the terms of our engagement letter dated 1 August, 2018.
2. We, Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), the statutory auditors of the Company, having its registered office at Four Mangoe Lane, Surendra Mohan Ghosh Sarani, Kolkata – 700 001, for the purpose of issuing this certificate have verified the particulars contained in the attached "Statement of Extinguishment of Equity Shares bought back by McLeod Russel India Limited" (the "Statement"), prepared by the Company based on confirmation received from the Company's Registrar and Transfer Agents - Maheshwari Datamatics Private Limited, which we have initialed for identification purpose only.
3. In connection with the aforesaid, we have been requested by the Management of the Company to provide a certificate for submission to the Securities and Exchange Board of India ("SEBI") as per the sub-regulation 1 and 2 of Regulation 12 set out in the SEBI (Buy back of Securities) Regulations, 1998 ("Buyback Regulations")

**Management's Responsibility for the Statement**

4. The Management of the Company is responsible for the preparation of the said Statement and the maintenance of relevant records and documents including obtaining confirmation from Central Depository Services Limited ("CDSL") for extinguishment of 1,102,720 shares in dematerialised form.



**Auditor's Responsibility**

5. Our responsibility, for the purpose of this certificate, is limited to certifying the particulars contained in the Statement on the basis of verification of relevant records and documents maintained and obtained by the Company and furnished to us for the purpose.
6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI") and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, which include concept of test checks and materiality. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

**Opinion**

8. Based on our verification, as stated above, and according to the information, explanations and representations provided to us by the Management of the Company, we certify that the particulars furnished by the Company in the said Statement, are in agreement with the relevant records and documents maintained by the Company as on the date of the certificate and extinguishment is in compliance and in accordance with the provisions of sub-regulation 1 and 2 of Regulation 12 of the Securities and Exchange Board of India (Buy Back of Securities) Regulation, 1998 and Securities and Exchange Board of India (Depository and Participants) Regulation, 1996, and the by-laws framed thereunder.

**Restriction on Use**

9. This certificate is solely for the purpose of submission to SEBI in terms of the aforesaid Regulations and should not be used for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

KOLKATA, 05 September, 2018

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
(ICAI Registration No. 117366W/W-100018)

**Arunabha Bhattacharya**  
Partner  
Membership No. 054110





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Date: 5 September, 2018

**Deloitte Haskins & Sells LLP**  
Chartered Accountants

**Subject – Representation letter for the Auditor’s Report on the Statement of Extinguishment of Equity Shares” bought back by the company for the month ended 31 August, 2018.**

Dear Sirs,

This representation letter is provided in connection with your Report issued pursuant to compliance with the provisions of sub-regulation 1 and 2 of Regulation 12 of the Securities and Exchange Board of India (Buy Back of Securities) Regulation, 1998 and Securities and Exchange Board of India (Depository and Participants) Regulation, 1996, and the by-laws framed thereunder.

In this connection, we confirm the following:

1. The terms of the engagement letter dated 1 August, 2018.
2. We have provided you with:
  - a) Access to all information of which we are aware that is relevant to the preparation of the reports such as records, documentation and other matters;
  - b) All information that you have sought / requested from us for the purpose of the verification;
  - c) Unrestricted access to persons within the entity from whom you determined it necessary to obtain relevant evidence.
3. The Management of the Company is responsible for:
  - a) the preparation of the Statement.
  - b) the preparation and maintenance of all accounting and other relevant supporting records and documents.

Registered Office :

**McLEOD RUSSEL INDIA LIMITED**

Corporate Identity Number (CIN) : L51109WB1998PLC087076

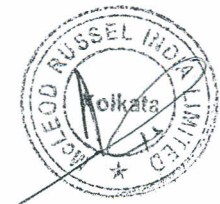
FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrusssel.com Website : www.mcleodrusssel.com



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- c) adherence with all the applicable provisions of sub-regulation 1 and 2 of Regulation 12 of the Securities and Exchange Board of India (Buy Back of Securities) Regulation, 1998 and Securities and Exchange Board of India (Depository and Participants) Regulation, 1996, and the by-laws framed thereunder..
- d) design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

- 4. The details mentioned in the Statement tallies with the statement given by the Registrar.
- 5. We hereby confirm that there are no other events up to date of the Report that are required to be considered.

Yours faithfully,

**McLeod Russel India Limited**



**A. Guha Sarkar**  
**Senior Vice President &**  
**Company Secretary**

