

SAHYOG MULTIBASE LIMITED

(Formerly Sahyog Credits Limited)

Regd Office: House No. 9, Road No. 13, East Punjabi Bagh, New Delhi-110026

CIN: L74110DL1992PLC116773

Manager, Listing Compliance Deptt.
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

Date: 09.05.2018

Ref: (Sahyog Multibase Limited, BSE Scrip Code: 539660) Regulation 30 of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015

Sub: Allotment of Shares pursuant to Scheme of Amalgamation

Dear Sir,

With reference to our earlier communication dated 18.04.2018, we would like to inform that Board of Directors at their meeting held today May 9, 2018 at 4:00 PM, at the registered office: House No. 9, Road No.- 13, East Punjabi Bagh, New Delhi, 110026 *interalia* considered and approve the allotment of **52,17,688 Equity Shares** of Face Value of INR 10/- each, to Shareholders of erstwhile Athena Multibase Private Limited ("AMPL") pursuant to Scheme of amalgamation between **Sahyog Multibase Limited ("SML")** with **Athena Multibase Private Limited ("AMPL")** and their respective Shareholders and Creditors duly approved by Hon'ble NCLT (Delhi Bench) vide order Dated 13th April, 2018 (Certified Copy Received by the Company on 17th April, 2018).

The **Effective Date** of the Scheme of Arrangement is **May 8, 2018** i.e. when the Company filed the Certified True copy of the order with the Registrar of Companies, Ministry of Corporate Affairs. Accordingly, the Scheme has come into effect from the Appointed Date(s) i.e. April 1, 2016 in the manner defined in the Scheme.

Pursuant to the scheme of Amalgamation & Arrangement Athena Multitrade Private Limited "**AMPL**" has been merged with Sahyog Multibase Limited "**SML**" Consequently, new Equity Shares will be issued and allotted by SML to the shareholders of the Transferor Company in accordance with PARA 1.1.1 of Part III of the scheme and will be listed and/or admitted to trading on the BSE.

After the said allotment the total paid up share capital of the Transferee Company is increased to Rs. 7,97,60,720 divided into 79,76,072 equity shares of Rs.10 each.

Please treat this information as Compliance under Regulation 30 and other applicable regulations of the SEBI (LODR) Regulations, 2015, and kindly take note of the same in your records.

Synopsis of the Scheme and shareholding structure of the company post scheme is enclosed herewith for your reference.

**Thanking you,
Yours faithfully,**

For Sahyog Multibase Limited
(Formerly Sahyog Credits Limited)


(Neha Garg)
Company Secretary & Compliance Officer

Encl: A/a

Email: sahyogcreditslimited@yahoo.in: Phone: 011- 40109341

Website: www.sahyogmultibaselimited.com

SCHEME OF ARRANGEMENT BETWEEN SAHYOG MULTIBASE LIMITED “SML” (TRANSFEREE COMPANY) AND ATHENA MULTITRADE PRIVATE LIMITED “AMPL” (TRANSFEROR COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 391 TO 394 READ WITH SECTION 100 TO 104 OF THE COMPANIES ACT, 1956 OR ANY OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT 2013

SYNOPSIS

Sahyog Multibase Limited

TRANSFER AND VESTING OF THE ATHENA MULTITRADE PRIVATE LIMITED (TRANSFEROR COMPANY) CONSEQUENTLY ISSUANCE OF SHARES BY THE TRANSFEREE COMPANY TO THE SHAREHOLDERS OF THE TRANSFEROR COMPANY:

- (1)**The entire business and the whole of the undertaking(s), properties and liabilities of **Transferor Company** shall with effect from the Appointed Date in accordance with **Part II of the Approved Scheme** shall stand transferred to and vested in and/ or deemed to be transferred to and vested in Transferee Company as a going concern so as to become the undertaking(s), properties and liabilities of Transferee Company.
- (2)**Simultaneously in accordance with **Part III of the Approved Scheme** as consideration of the above transfer, the transferee Company i.e. SML will issue and allot equity shares in transferee Company (SML) to the shareholders of ‘Transferor Company ’i.e. AMPL in proportion as mentioned below:

“3875 (Three Thousands, Eight Hundreds and Seventy Five) Equity shares of face value of Rs.10/- (Rupees Ten) each in Transferee Company for every 100 (One Hundred) Equity shares of face value of Rs.10/- (Rupee Ten)”
- (3)**Cross holding at the time of record date (if any), between Transferor Company and the Transferee Company or vice-versa, if not transferred prior to the Effective Date, shall get cancelled at the time of allotment of shares to the shareholders of Transferor Company.
- (4)**Any fraction arising out of allotment of equity shares as per clause as above shall be rounded off to the nearest whole number (Part III, Para 1.1.6).
- (5)**The said allotted equity shares to the shareholders of Transferor Company shall rank *pari-passu* in all respects, with the existing equity shares in Transferee Company from the Appointed Date.
- (6)**Simultaneously the shares or the share certificates of the Transferor Company in relation to the shares held by its member shall, without any further application, act, instrument or deed, be deemed to have been automatically cancelled and be of no effect on and from the Effective Date without any necessity of them being surrendered.
- (7)**The new equity shares issued and allotted by SML will be listed and/or admitted to trading on the BSE, where the existing equity shares of SML are listed and/or admitted to trading.
- (8)**Transferor Company shall, without any further act or deed, shall stand dissolved without winding up w.e.f effective date.

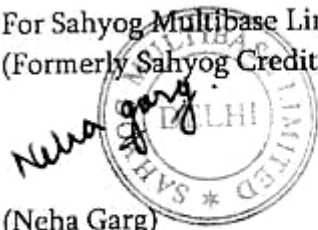
Capital Structure of the Company Pre and Post Scheme

Particulars	Pre scheme		No of shares allotted pursuant to Scheme	Post Scheme	
	No of Shares	Percentage %		No. of shares	Percentage %
Promoters	3,01,616	9.86	4,06,875	406875*	5.10
Public	27,58,384	90.14	48,10,813	7569197	94.90
Total	30,60,000	100.00	5217688	7976072	100

*As per scheme Shares held by the Transferor Company in the transferee company shall stand cancelled therefore holding of Athena Multitrade Private Limited (Transferor Company) 301616 equity shares in Sahyog Multibase Limited (Transferee Company) shall stand cancelled w.e.f. effective date i.e. May 9, 2018.

Thanking You,
Yours Truly,

For Sahyog Multibase Limited
(Formerly Sahyog Credits Limited)



(Neha Garg)
Company Secretary & Compliance Officer

Date: 09.05.2018
Place: New Delhi