



AEGIS LOGISTICS LIMITED

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June 6, 2017

To,
The Secretary,
Market Operations Department,
The BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 023.

Capital Market Operations
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Fl., Plot No.C/1,
G Block, Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Scrip Code: 500003

Scrip Code: AEGISCHEM

Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015

Dear Sir / Madam,

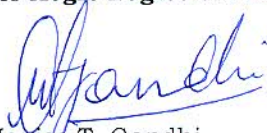
This is to inform you that the Company has entered into a Share Subscription Agreement with its subsidiary Aegis Gas (LPG) Private Limited ("**AGPL**") and AGPL's subsidiary Hindustan Aegis LPG Limited ("**HALPG**"), and Itochu Petroleum Co., (Singapore) Pte. Ltd ("**Itochu**"), with respect to the subscription by Itochu to equity shares of HALPG representing 19.7% of the paid-up share capital of HALPG, subject to the terms and conditions set out in the Agreement ("**Share Subscription Agreement**").

Despite the fact that the Company is neither issuing shares to Itochu nor is a direct shareholder of HALPG, this disclosure is being made as and by way of abundant caution pursuant to Para B of Schedule III as provided in Regulation 30(2) of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015. The disclosure is attached as '**Annexure A**'.

You are requested to take note of the same.

Thanking you.

Yours faithfully,
For **Aegis Logistics Limited**


Monica T. Gandhi
Company Secretary



Enclosures : As above

'Annexure A'

Sr. No.	Items for Disclosure	Description
1.	Name(s) of parties with whom the agreement is entered	The Company has entered into a share subscription agreement (" Share Subscription Agreement ") with its subsidiary Aegis Gas (LPG) Private Limited (" AGPL ") and AGPL's subsidiary Hindustan Aegis LPG Limited (" HALPG "), and Itochu Petroleum Co., (Singapore) Pte. Ltd (" Itochu ")
2.	Purpose of entering into the agreement	The Company has entered into the Share Subscription Agreement with respect to the subscription by Itochu to equity shares of HALPG representing 19.7% of the paid-up share capital of HALPG, subject to the terms and conditions set out in the Share Subscription Agreement.
3.	Shareholding, if any, in the entity with whom the agreement is executed	The Company does not directly hold any shares in HALPG. However, AGPL is a wholly owned subsidiary of the Company, and HALPG is a wholly owned subsidiary of AGPL. Therefore, HALPG is a step-down subsidiary of the Company.
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	The Company is required to indemnify Itochu in the event of, inter alia, a breach of the representations and warranties provided to Itochu in the Share Subscription Agreement in relation to HALPG, subject to the limitations set forth in the Share Subscription Agreement.
5.	Whether, the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship	The parties to the Share Subscription Agreement do not form part of the Promoter/ Promoter group of the Company.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Not applicable
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Equity shares representing 19.7% of the paid-up share capital of HALPG are proposed to be issued by HALPG to Itochu for an aggregate consideration of INR 250,00,00,000 (Rupees two hundred and fifty crores only)




Sr. No.	Items for Disclosure	Description
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable
9.	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s) :</p> <p>(a) name of parties to the agreements;</p> <p>(b) nature of the agreement;</p> <p>(c) date of execution of agreement;</p> <p>(d) details of amendment and impact thereof or reasons of termination and impact thereof.</p>	Not applicable