Ref: NCL/CS/2017-18/36 **November 01, 2017**

The Manager
Listing Department
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
BSE Code: 539332

The Manger
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051
NSE Code: NAVKARCORP

Subject: Qualified Institutions Placement of equity shares of Rs. 10 each ("Equity Shares") by Navkar Corporation Limited (the "Company")under the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, and Sections 42 and 62 of the Companies Act, 2013 (including the rules made thereunder) (the "QIP")

Dear Sir/ Madam,

We wish to inform you that in respect of the QIP, the Securities Committee of the Board of Directors of the Company at its meeting held today i.e. November 01, 2017 approved the issue and allotment of 7,911,158 Equity Shares to Qualified InstitutionalBuyers at anissue price of Rs.183(including a premium of Rs. 173 per Equity Share)which is at a discount of 4.83 %tothe Floor Price of Rs. 192.29 per Equity Share.

Pursuant to the allotment of Equity Shares in the QIP, the paid-up Equity Share capital of the Company stands increased to Rs.150,51,91,810, comprising 150519181 Equity Shares.

We request you to take this on record and the same be treated as compliance under the applicable regulation(s) of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015.

The meeting of the Securities Committee commenced at 4.30 p.m. and concluded at 5.30 p.m.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For**Navkar Corporation Limited**

M/S. NAVKAR CORPORATION LTD.

Hitesh Kumar Jain
Company Secretary
Place: Navi Mumbai

M/s Navkar Corporation Ltd
Container Freight Stations & Rail Terminals

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE SECURITIES COMMITTEE OF THE BOARD OF DIRECTORS OF NAVKAR CORPORATION LIMITED (THE COMPANY), ON NOVEMBER 01, 2017

ALLOTMENT OF 79,11,158 EQUITY SHARES UNDER THE QIP ISSUE:

"**RESOLVED THAT** subject to the Memorandum of Association and the Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "**SEBI ICDR Regulations**") and the provisions of all other applicable laws, rules and regulations, guidelines, circulars, and notifications and pursuant to the resolutions of the Board of Directors of the Company dated May 29, 2017 authorizing this Committee, the resolution passed by the shareholders of the Company on August 24, 2017, the Placement Agreement dated October 25, 2017 and the Placement Document dated October 30, 2017 and pursuant to the applications received from eligible Qualified institutional Buyers (**"QIBs"**) in the Qualified Institutions Placement under Chapter VIII of the SEBI ICDR Regulations, and 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"**), the consent and approval of the Committee be and it is hereby accorded for the issue and allotment of 79,11,158 equity shares of face value Rs. 10 each of the Company (the **"Equity Shares"**) bearing distinctive numbers 142608024 to 150519181 (both inclusive) (in dematerialized form) be allotted to the following seventeen successful eligible QIBs, at a price of Rs. 183 (including share premium of Rs.173 per Equity Share),which is at a discount of 4.83%, against receipt of full payment of application monies in the escrow account opened for the Issue, aggregating to Rs. 144,77,41,914 in accordance with the details specified in the confirmation of allocation note dated October 30, 2017:

Sr. No.	Name Of The Allottee	Number Of Equity Shares Allotted	Issue Price (Rs.)	Total Subscription Price Received (Rs.)	Distinctive Nos.
1	L & T Mutual Fund Trustee Ltd - L & T Infrastructure Fund	154000	183	28,182,000	142608024 to 142762023
2	L & T Mutual Fund Trustee Limited – L & T Emerging Businesses Fund	916000	183	167,628,000	142762024 to 143678023
3	L & T Mutual Fund Trustee Ltd - L & T Tax Advantage Fund	569344	183	104,189,952	143678024 to 144247367

4	Birla Sun Life Insurance Company Limited	1639344	183	299,999,952	144247368 to 145886711
5	Bajaj Allianz Life Insurance Company Ltd	1366120	183	249,999,960	145886712 to 147252831
6	Wellington Management Funds (Luxembourg) II SICAV - Wellington Global Multi-Asset Target Return Fund	16417	183	3,004,311	147252832 to 147269248
7	General Organization For Social Insurance	42584	183	7,792,872	147269249 to 147311832
8	Wellington Management Funds (Luxembourg) -Wellington Global Research Equity Fund	67194	183	12,296,502	147311833 to 147379026
9	Wellington Management Funds (Ireland) Public Ltd Company - Wellington Emerging Market Themes Fund	5293	183	968,619	147379027 to 147384319
10	Wellington Management Funds (Luxembourg) - Wellington Emerging Markets Research Equity Fund	3260	183	596,580	147384320 to 147387579
11	Ministry Of Strategy And Finance - Wellington Management Company, LIP - GAEQ	373646	183	68,377,218	147387580 to 147761225
12	The Master Trust Bank Of Japan Ltd, As Trustee Of Pension Fund Association Mtbc400035144	624320	183	114,250,560	147761226 to 148385545
13	Morgan Stanley (France) S.A.	710382	183	129,999,906	148385546 to 149095927
14	Abu Dhabi Investment Authority - Behave	572600	183	104,785,800	149095928 to 149668527
15	Reliance Capital Trustee Co. Ltd-A/C Reliance Small Cap Fund	437158	183	79,999,914	149668528 to

					150105685
16	IDFC Infrastructure Fund	273224	183	49,999,992	150105686 to 150378909
17	Lansforsakringar Tillvaxtmarknad AKTIV	140272	183	25,669,776	150378910 to 150519181

"**RESOLVED FURTHER** that the Equity Shares allotted as above, subject to the provisions of the Memorandum of Association and Articles of Association of the Company, shall rank pari passu with the existing Equity Shares of the Company and shall be entitled to such dividends and corporate benefits, if any, declared by the Company after the allotment and in compliance with the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended, and other applicable laws and regulations."

"**RESOLVED FURTHER THAT** the above Equity Shares be issued to the allottees in dematerialized form and be credited to their respective demat accounts as detailed in their respective application forms, through corporate action with NSDL/CDSL after obtaining necessary approvals from the Stock Exchanges, as per the details furnished by the respective successful bidders."

"**RESOLVED FURTHER THAT** the names of the allottees as shown in the allotment statement, which is placed on the table of the meeting, be entered in the Register of Members of the Company as the members of the Company."

"**RESOLVED FURTHER THAT** the return of allotment / PAS 3, and all such other applicable filings as may be required under Companies Act, 2013, as amended and the rules prescribed there under and all applicable filings required to filed under the Foreign Exchange Management Act, 1999, as amended, including Form FC-GPR, as applicable and rules prescribed there under be filed with the Registrar of Companies, Maharashtra as required under the provisions of the Companies Act, 2013, as amended and the Foreign Exchange Management Act, 1999, as amended amended and rules prescribed thereunder in respect of 79,11,158 Equity Shares of Rs. 10 each at price of Rs. 183 per Equity Share (including share premium of Rs. 173 per Equity Share) allotted as mentioned above be filed with the Registrar of Companies, Maharashtra at Mumbai and the Reserve Bank of India, as applicable and as required under the provisions of the Companies Act, 2013, as amended and the Foreign Exchange Management Act, 1999, as amended."

"**RESOLVED FURTHER THAT** the consent and approval of the Committee be and is hereby accorded for disclosing names of the allottees who have been allotted Equity Shares equal to or more than 5% of the Issue size, a list of which was duly initialed by the Chairman for the purpose of identification, be and is hereby adopted and approved for filing with the BSE Limited and the National Stock Exchange of India Limited where the Equity Shares of the Company allotted pursuant to the Issue are proposed to be listed."

"**RESOLVED FURTHER THAT** applications for final listing and trading approvals be made with the BSE Limited and the National Stock Exchange of India Limited for the Equity Shares, which are to be listed on the Stock Exchanges, allotted in the Issue pursuant to the aforesaid resolution."

"**RESOLVED FURTHER THAT** application be made to the National Securities Depository Limited / Central Depository Services (India) Limited for admission of the said allotted Equity Shares."

"**RESOLVED FURTHER THAT** Mr. Shantilal Jayavantraj Mehta, Chairman and Managing Director, Mr. Nemichand Jayavantraj Mehta, Whole-time Director and Mr. Hitesh Kumar Jain, Company Secretary of the Company be and are hereby severally authorized and empowered to execute relevant documentation for dematerializing the Equity Shares with the National Securities Depository Limited and/or the Central Depository Services (India) Limited."

"**RESOLVED FURTHERTHAT** Mr. Shantilal Jayavantraj Mehta, Chairman and Managing Director, Mr. Nemichand Jayavantraj Mehta, Whole-time Director and Mr. Hitesh Kumar Jain, Company Secretary of the Company be and are hereby severally authorized and empowered to sign and submit the letter of application and other deeds, documents, instruments and writings in connection with the listing and trading of such Equity Shares on the BSE Limited and the National Stock Exchange of India Limited and to do all such acts, deeds and things as may be necessary or desirable to give effect to the above resolutions."

"**RESOLVED FURTHER THAT** the Company Secretary is authorized to certify the true copy of the aforesaid resolution and Placement Document and forward the same to the BSE Limited, the National Stock Exchange of India Limited and/or other concerned authorities for their record and necessary action."

//CERTIFIED TO BE TRUE COPY//

For **Navkar Corporation Limited**

Hitesh Kumar Jain
Company Secretary & Compliance Officer

Navi Mumbai
November 01, 2017