

July 9, 2016

Mr. Hari K.
Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai 400 001
Fax No.: 26598237/38

The Manager
Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai – 400 051
Fax No.: 22723719

Dear Sirs,

Sub.: Board Meeting Outcome

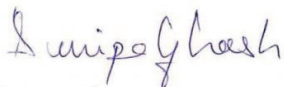
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that at the meeting of the Board of Directors held on Friday, July 8, 2016, the Board decided, *inter-alia*, the following matters:

1. Convening a Court Convened Meeting of the members of the Company on August 9, 2016 as directed by Hon'ble High Court, Mumbai to seek approval on the Composite Scheme of Arrangement and Amalgamation ("**Scheme**") approved by the Board at their meeting held on April 1, 2016;
2. Convening an Extra-ordinary General Meeting of the members of the Company on August 9, 2016 to seek approval for the utilization of the securities premium account of the Company in the manner contemplated in the Scheme and other related matters including amendments to certain existing ESOP Plans of the Company and the compensation payable to the Managing Director and CEO, Mr. Manu Parpia, upon consummation of the Scheme;
3. Approval for Commission payable to the Non-Executive Directors of the Company and consequently, approval for the amendment in the Notice for the Annual General Meeting of the Company;
4. Approval of the compensation payable to the Chief Financial Officer of the Company upon consummation of the Scheme.

The notices for the Court Convened Meeting and Extra-ordinary General Meeting as set out above, shall be dispatched to the shareholders shortly. This is for your information and record.

Thanking you,

Yours Faithfully,
For **Geometric Ltd.**



Sunipa Ghosh
Company Secretary & Compliance Officer

Geometric Limited

CIN: L72200MH1994PLC077342

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