

Ref: DCS/AMAL-Part B/PS/24(f)/037/2014-15

January 2, 2015

The Company Secretary
Bell Agromachina Ltd.
Xth Central Mall, Shop No. 52,
2nd Floor, Mahavir Nagar,
Kandivali (W), Mumbai - 400067

Dear Sir,

Sub: Scheme of Arrangement Involving reduction of Capital of Bell Agromachina Ltd.

We refer to Hon'ble High Court of Karnataka pertaining to Scheme Arrangement involving reduction of Capital of Bell Agromachina Ltd, filed by the Company in compliance of with Part B, Annexure I of SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 read with SEBI Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013.

SEBI vide its letter dated January 2, 2015 has given the comments on the approved scheme of Arrangement as per Annexure I (copy attached).


The comments communicated in the above SEBI letter refer to inter alia:

- a) "Documents Submitted by the company have been noted."*
- b) "Stock Exchanges are advised to ensure compliance with the said circulars."*
- c) "Please note that the submission of documents/information in accordance with circular, to SEBI should not in any way be deemed or construed that the same has been cleared or approved by SEBI, SEBI does not take any responsibility either for the financial soundness of any scheme or for the correctness of the statement made or opinions expresses in the documents submitted."*

You are requested to take note of the same.

Yours faithfully,


Nitin Pujari
Manager


Pooja Sanghvi
Asst. Manager



भारतीय प्रतिभूति
और विनियम बोर्ड
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CFD/DIL-1/BNS/SD/233/2015
January 2, 2015

Shri. Khushro Bulsara,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Sir,

Sub: Scheme of Arrangement involving reduction of Capital of Bell Agromachina Ltd

1. This has reference to your letter No. LIST/LO/SEBI/CS/045/2014-15 dated December 11, 2014 whereby you have forwarded the documents pertaining to Scheme of Arrangement involving reduction of Capital of Bell Agromachina Ltd filed in compliance with Part B, Annexure I of SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013 read with SEBI Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013.
2. Documents submitted in this regard have been noted.
3. Stock exchanges are advised to ensure compliance with the said Circulars.
4. Please note that the submission of documents/information in accordance with the Circular, to SEBI should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or for the correctness of the statements made or opinions expressed in the documents submitted.

Yours faithfully,

Sanjay Dhakite