

Mukand Ltd.

Regd. Office : Bajaj Bhawan, 3rd Floor
Jamnalal Bajaj Marg
226 Nariman Point, Mumbai, India 400 021
Tel : 91 22 6121 6666 Fax : 91 22 2202 1174
www.mukand.com

Kalwe Works : Thane-Belapur Road
Post office Kalwe, Thane, Maharashtra
India 400 605
Tel : 91 22 2172 7500 / 7700 Fax : 91 22 2534 8179
CIN : L99999MH1937PLC002726

Annexure-2

30th October, 2018

To,
Ekta Shah
Deputy Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Subject: Undertaking for not issuing/reissuing shares not covered in the scheme

Dear Madam,

This is with reference to your letter dated October 23rd, 2018 bearing Reference No. NSE/LIST/18421 and in relation to the proposed scheme of Amalgamation of Adore Traders & Realtors Private Limited ("Adore") with Mukand Global Finance Limited ("MGFL") and the amalgamation of MGFL (post merger of Adore)& Mukand Engineers Limited ("MEL") with Mukand Limited ("Mukand") ("the proposed scheme") under section 230 to 232 of the Companies Act, 2013 and the rules made thereunder or any other applicable or relevant law for the time being in force.

As per Para 29.3 of the scheme of amalgamation, Mukand will issue its shares to the shareholders of MEL (except Mukand itself) based on the Share Exchange Ratio provided in the draft scheme.

We undertake that upon the proposed scheme becoming effective, apart from the aforementioned shares being issued by Mukand, the transferee entity i.e. Mukand will not issue/ reissue any shares which are not covered under the draft scheme of amalgamation.

Thanking you,

Yours faithfully,
For **Mukand Limited**



K.J.Mallya
Company Secretary



Annexure-3

30th October, 2018

To,
Ekla Shahi
Deputy Manager,
Listing Compliance Department,
National Stock Exchange of India Ltd.,
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Subject: Undertaking that there are no outstanding warrants/instruments/agreements which give right to any person to take the equity shares of Mukand at any future date.

Dear Madam,

This is with reference to your letter dated October 23rd, 2018 bearing Reference No. NSE/LIST/18421 and in relation to the proposed scheme of Amalgamation of Adore Traders & Realtors Private Limited (“Adore”) with Mukand Global Finance Limited (“MGFL”) and the amalgamation of MGFL (post merger of Adore) & Mukand Engineers Limited (“MEL”) with Mukand Limited (“Mukand”) (“the proposed scheme”) under Sections 230 to 232 of the Companies Act, 2013 and the rules made thereunder or any other applicable or relevant law for the time being in force.

At present, MEL has 1,25,72,400 equity shares and Mukand has 14,14,05,861 equity shares. We are writing this letter to provide you with the undertaking that as on the date of application, made by Mukand, there are no outstanding warrants/instruments/agreements which gives right to any person to take the equity shares of the transferee entity i.e. Mukand at any future date.

Thanking you,

Yours faithfully,
For Mukand Limited,



K.J.Mallya
Company Secretary

