

**Mukand Engineers Limited**

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India 400 605.

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www.mukandengineers.com  
CIN L45200MH1987PLC042378

12<sup>th</sup> November, 2018

To,  
The Manager,  
Listing Compliance Department  
BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400 001

**Subject: (i) Undertaking for not issuing/reissuing shares not covered in the scheme  
(ii) Undertaking that there are no outstanding warrants / instruments /  
agreements which give right to any person to take the equity shares of MEL at  
any future date.**

Dear Sir,

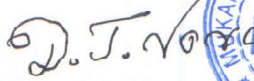
This is with reference to your remarks dated November 01<sup>st</sup>, 2018 and in relation to the proposed scheme of Amalgamation of Adore Traders & Realtors Private Limited ("Adore") with Mukand Global Finance Limited ("MGFL") and the amalgamation of MGFL (post-merger of Adore) & Mukand Engineers Limited ("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. It may be noted that MEL being an amalgamating company shall stand dissolved without being wound up and hence will not issue any shares.

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

Thanking you,

Yours faithfully,  
For Mukand Engineers Limited

  
Dhawal J. Vora  
Company Secretary



**MUKAND  
ENGINEERS**