

DCS/AMAL/PB/IP/1594/2019-20

October 3, 2019

The Company Secretary  
**Britannia Industries Limited.**  
5/1A, Hungerford Street  
Kolkata - 700017, West Bengal, India

Dear Sir/Madam,

**Sub: In-Principle approval for listing of 24,03,18,294 Secured, Non-Convertible, Redeemable, Fully Paid-Up Debentures by way of Bonus to the Members bearing dist. Nos. 1 24,03,18,294 of Britannia Industries Limited of Rs.30/- each pursuant to the Scheme of Arrangement Amongst Britannia Industries Ltd their its members.**

We refer to your letter dated September 5, 2019 together with the relative enclosure requesting exchange to forward the application for listing of the aforesaid **24,03,18,294 Secured, Non-Convertible, Redeemable, Fully Paid-Up Debentures of Britannia Industries Limited pursuant to the Scheme of Arrangement Amongst Britannia Industries Ltd their its Members under Relaxation of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957** obtained from Securities and Exchange Board of India (SEBI) and advise that the Exchange is pleased to grant in-principal approval to the listing application made by the Company seeking permission for its aforesaid securities to be dealt in on this Exchange.

In this regard, kindly note that SEBI vide its letter dated October 3, 2019 has granted relaxation from the applicability of Rule 19(2)(b) of the Rules for **listing 24,03,18,294 Secured, Non-Convertible, Redeemable, Fully Paid-Up Debentures** subject to the Company duly complying with the following:

- 1) "Clause 7 of the circular dated January 3,2018".
- 2) "There is no variance or deviation from conditions of the scheme sanctioned by the High Court".
- 3) "There is no change in the information/facts submitted in the application till the date of listing of shares of the company."

Please note that trading in the above mentioned shares will be permitted only after the Company files with the Exchange:

- a) Copy of Listing Approval of Exchanges where the Company is listed.
- b) Advertisement given in the newspaper as required under SEBI circular no. SEBI/CFD/SCRR/01/2009/03/09 dated September 03, 2009

The URL for this portal called as Listing Centre is <http://listing.bseindia.com>. The login Ids and password will be created and shared with the Compliance Officer of the Company at the email id registered with us. For details please refer to our notice no. 20130208-6 dated 08 Feb 2013 and Notice no. 20130729-25 dated 29 July 2013 available on our website and attached herewith.

Yours faithfully,

  
Nitinkumar Pujari  
Senior Manager