

Date:

Ref. No.:

**Courier**

To,

The Compliance Officer

Dear Sir,

**Sub: Voluntary Delisting of Equity Shares from ASEL, sought by your company under Clause 6(a) of SEBI (Delisting of Equity Shares) Regulations, 2009.**

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We refer your letter dated \_\_\_\_\_ on the subject matter captioned above and advise you to kindly, comply with the following compliances, at the earliest:-

- (1) Application for delisting of equity shares, as per Annexure – A.
- (2) Certified true copy of the resolution passed by the Board of Directors of your Company, in compliance to clause 7(1) (a), in original.
- (3) Newspapers clippings (Original indicating/highlighting the name and date of newspaper), in which public notice of the delisting given by your company, in compliance to clause 7(1) (b) and 7(2) of SEBI (Delisting of Equity Shares) Regulations, 2009.

**Kindly, give public notice in the language of Newspaper, in which it is published i.e. English Language for English Newspaper, Hindi Language for Hindi Newspaper and Gujarati Language for Gujarati Newspaper.**

Kindly, send original newspapers, in which public notice is given by company, i.e. one English national daily, one Hindi national daily and one Gujarati Regional language, with wide circulation, of one centre and for remaining centers of all India additions, in compliance to above SEBI Regulations.

- (4) A confirmation of the Managing Director of your company, authenticated by the Company Secretary, stating that the company has given a public notice(s) of the proposed delisting of its equity shares from ASEL, in at least one English national daily with wide circulation (Name of Newspaper & Date), one Hindi national daily with wide circulation (Name of Newspaper & Date) and one Regional Language newspaper of the region, (Name of Newspaper & Date) where the concerned recognized stock exchanges are located, in full compliance to clause 7(1) (b) and 7(2) of SEBI (Delisting of Equity Shares) Regulations, 2009.
- (5) Undertaking of the Managing Director of the Company that the fact of delisting shall be disclosed in the First Annual Report of the company, prepared after de-listing, in compliance to clause 7(d) of SEBI (Delisting of Equity Shares) Regulations, 2009 & a copy of the same would be forwarded to ASEL, without fail for necessary compliance.
- (6) Duly Notarized Indemnity Bond on Rs. 100/- value Stamp Paper, in connection to resolution of Investors' Complaints, by your Company, after de-listing, as per Annexure – B.
- (7) Certified True Copies of the Followings:-
  - a) Last F.Y. Annual Report. (Clause 31 & 32)
  - b) Shareholding Patterns of the current year quarters. (Clause 35)

- c) Reconciliation of Share Capital Audit Reports of the current year quarters.
  - d) Certified True copy(s) of current year quarterly result(s), considered and published by your Company, along with their Limited Review Reports, by the Statutory Auditors of your Company. (Clause 41)
  - e) Certified true copy of Distribution Schedule of last AGM. (Clause 35)
  - f) Corporate Governance Reports of the current year quarters. (Clause 49)
  - g) Current year Half yearly disclosures for Transfer of Shares. (Clause 47 ©).
- (8) D.D. for Rs. \_\_\_\_\_/- in favor of “Ahmedabad Stock Exchange Ltd.” towards outstanding Annual Listing Fees.
- (9) Original Certificate of Designated Stock Exchange (DSE) i.e. BSE and/or NSE, confirming continuation of listing of the securities sought to be de- listed by company, on DSE.
- (10) D.D. in favor of “Ahmedabad Stock Exchange Ltd.” towards de-listing application process charges. (i.e. Rs. 5000/- for less than Rs.10 Cr. Capital and Rs.10,000/- for Rs.10 Cr. or more Capital proposed to be de-listed)

The above requirements are non-exhaustive and ASEL reserves its right, to call for any further documents/requirements/information from your Company in the matter, in case of need.

Thanking you.

Yours faithfully,

For, Ahmedabad Stock Exchange Ltd

(K S Devda)

Manager (Corporate Dept. & ISC)

Encl: As Stated.

Annexure - A

**Application Form for Voluntary De-Listing**

Date :

To  
The Managing Director  
Ahmedabad Stock Exchange Ltd.  
1<sup>st</sup> Floor, Kamdhenu Complex,  
Panjara Pole, Ambawadi,  
Ahmedabad – 380 015

Dear Sir,

**Sub : Voluntary Delisting of Equity Shares sought by your company under Clause 6 (a) of SEBI (Delisting of Equity Shares) Regulations, 2009.**

The Board of Directors of our company in its meeting held on \_\_\_\_\_ has resolved to de-list the Equity Shares listed on ASEL, voluntary under Clause 6 (a) of SEBI (Delisting of Equity Shares) Regulations, 2009.

We hereby apply for de-listing the listed equity shares on your exchange and provide the following information :

1	Company Code	
2	Name of the Company	
3	Registered Office	
4	Type & No. of Securities to be de-listed	
5	Type of Securities continues to be listed on ASEL	
6	Reason for Delisting	
7	Total Paid-up Capital	
8	Designated Exchange on which company remains listed	

Thanking You,

Yours Faithfully  
For,

Managing Director

**FORMAT OF INDEMNITY CUM UNDERTAKING FOR VOLUNTARY  
DELISTING OF SECURITIES FROM AHMEDABAD STOCK EXCHANGE LTD.  
(To be executed on stamp paper of Rs.  
100/-)**

THIS INDEMNITY CUM UNDERTAKING is made at \_\_\_\_\_ this  
\_\_\_\_\_ day of \_\_\_\_\_, 2009, by \_\_\_\_\_ (Company  
name) incorporated under the Companies Act, 1956,  
having registered office at \_\_\_\_\_ hereinafter  
called "The Company" (which expression shall unless it be repugnant to the  
context or meaning thereof be deemed to mean and include their legal  
representatives, successors, executors and assigns):

TO

AHMEDABAD STOCK EXCHANGE LTD (Formerly, The Stock Exchange Ahmedabad), having its registered office at Kamdhenu Complex, Opp. Sahajanand College, Panjara Pole, Ambawadi, Ahmedabad – 380015, hereinafter referred to as "ASE Ltd." (which term so far as the context will admit will include its executors, administrators, and assigns)

- A. WHEREAS the Equity Shares of our Company are listed on the ASE Ltd. in accordance with the Rules, Regulations and bye laws, listing agreement of the ASE Ltd. as well as Rules, Regulations, Guidelines, Circulars etc. prescribed by SEBI from time to time.
- B. AND WHEREAS the one of the requirements / conditions prescribed by ASE Ltd. for getting the securities of the company delisted from ASE Ltd. is the execution of an indemnity bond and undertaking by the Company.

NOW THEREFORE IN CONSIDERATION OF THE PREMISES AND IN ORDER TO COMPLY WITH THE PRE-CONDITIONS FOR DELISTING OF ITS SECURITIES FROM ASE LTD.,

- 1. The Company hereby unconditionally & irrevocably undertakes, indemnifies and agrees to keep indemnified and hold harmless, ASE Ltd. and its officials against any action, claim, causes, suits, proceedings and demands whatsoever, which may at any time be taken and made against ASE Ltd. and / or its officials whether directly or indirectly, that may arise by reason of or in consequences or in connection with the process of delisting of securities of the company and / or on account of the fact that the securities of the company were listed on ASE Ltd. prior to such delisting.

2. The Company shall abide by all such rules, regulations and directive as may be framed / initiated by ASE Ltd. to give effect to the above delisting.
3. The Company has complied with the SEBI (Delisting of Equity Shares) Regulations, 2009 and the delisting application made to ASE Ltd. is in compliance of the said guidelines.
4. We confirm that the Equity Shares sought to be de-listed from ASEL remains listed on BSEL and / or NSEIL.

IN WITNESS WHEREOF the Company presently listed on ASE Ltd. have set their respective hands and seals hereto the day and year first hereinabove written.

For, \_\_\_\_\_ Ltd.

(Name  
 ) Managing  
 Director

The Common seal of the aforesaid company (*Company name*) was hereunto affixed by the hands of \_\_\_\_\_, Managing Director, pursuant to a resolution passed at the meeting of the Board of Directors / General Meeting held on \_\_\_\_\_.

Date: \_\_\_\_\_

Place: \_\_\_\_\_

(Signature of Magistrate/Notary)

Full Name and Address of Magistrate  
 /Notary Name

Address

PIN

Regd. No.

Use space below to affix:

**Notarial / Court Fee Stamp**

**Official Seal of  
 Magistrate / Notary**

**Note:** This indemnity is to be executed in the presence of a first class or stipendiary Magistrate/Public notary / Judicial.

