



# GMCA & Co.

Chartered Accountants

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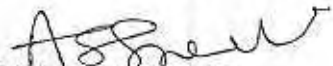
## TO WHOM SOEVER IT MAY CONCERN

On the basis of the information and explanations given to us and the Scheme of Arrangement in the nature of Demerger of Trading and Investment Business of Lesha Industries Limited and merging the same into Ashnisha Alloys Private Limited u/s. 391 to 394 read with Sections 100 to 104 of the Companies Act, 1956, studied by us and approved by the Board of Directors, we certify that the said scheme do not attract the Provisions of Para 7 of SEBI circular No CIR/CFD/DIL/8/2013 dated 21.05.2013.

This certificate is issued at the specific request of the party in this behalf.



For, G M C A & Co.  
Chartered Accountants  
FRN : 109850W

  
CA Amin G. Shaikh  
(Partner)  
Membership No. 108894

Place : Ahmedabad  
Date : 13.01.2016



**LESHA INDUSTRIES**  
L I M I T E D

**EXTRACT OF THE MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF LESHYA INDUSTRIES LIMITED HELD ON JANUARY 16, 2016 AT THE REGISTERED OFFICE OF THE COMPANY.**

The Company has submitted the Draft Scheme of Demerger to SEBI/BSE for approval under the clause 24(f) of the Listing Agreement. As per the SEBI Circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013 the Company has to furnish the Undertaking of Auditor for not attracting the provisions of Para 7 of the said Circular to SEBI/BSE with the application made under clause 24(f) of the Listing Agreement.

**"RESOLVED THAT,** the provisions given in the Para 7 of the above mentioned SEBI Circular are not applicable to Company in any manner and Company does not fall under the circumstances given in the Para 7 of the said SEBI Circular."

The Company has received the Undertaking from the Auditor, M/s GMCA & Co., Chartered Accountants on January 13, 2016 for not attracting the provisions of Para 7 of the SEBI Circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013.

**"FURTHER RESOLVED THAT,** the Undertaking of Auditor as required under SEBI Circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013 for not attracting the provisions of Para 7 is taken on record and duly approved by the Board. Mr. Shalin Shah, Director or any other Director, of the company is be and hereby authorized to furnish the Undertaking of Auditor to SEBI/BSE, for and on behalf of the company."

**For Leshya Industries Limited**

*Shalin A. Shah*

**Shalin A. Shah**  
Director



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