



## Indian Toners & Developers Ltd.

(A Govt. recognized Export House)  
CIN No. : L74993UP1990PLC015721

T +91-11-4501 7000  
F +91-11-4501 7043  
M info@indiantoners.com

Corporate Office :  
1223, DLF Tower B, Jasola,  
New Delhi - 110 025 (India)

May 30, 2016

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited  
P J Towers, Dalal Street  
Mumbai - 400001

Kind Attn. Ms. Neha D'souza

**Sub: Application for No Objection Certificate under Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, for the proposed Scheme of Amalgamation to be filed under sections 391, 394 of the Companies Act, 1956**

Dear Mam,

This is in reference to your e - mail dated May 30, 2016 whereby your good self has asked for the submission of further information/clarification with regard to the application under Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, for the proposed Scheme of Amalgamation to be filed under sections 391, 394 of the Companies Act, 1956.

In this regard, before proceeding to submit the requisite documents, we wish to submit the required information as follows:

- Nature of business of ABC Commercial Company Ltd. (ACCL), Alankar Securities Pvt. Ltd. (ASPL), Triveni Securities Private Limited (TSPL) and Mahavir Phototec Pvt. Ltd. (MPPL)

In this regard, we wish to submit to your good office that there has been no substantial business activity in ABC Commercial Company Ltd. (ACCL), Alankar Securities Pvt. Ltd. (ASPL),



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Triveni Securities Private Limited (TSPL) and Mahavir Phototec Pvt. Ltd. (MPPL). These companies are belonging to promoter group of Indian Toners and Developers Limited ('ITDL') only and their merger with the ITDL is proposed, among other benefits, to consolidate the corporate structure of the group.

In furtherance to this, please find enclosed herewith the seriatim submission of documents for your reference:

S. No.	Particulars	Annexure
1.	Confirmation from Company Secretary with regard to the non-issuance of shares not covered under the draft scheme of arrangement.	I
2.	Undertaking from Company Secretary with regard to the actions taken against the Directors/Promoters of the companies involved in the scheme of arrangement	II

We hope that the above shall suffice.

Looking forward to an early NOC.

Thanking you,  
For Indian Toners and Developers Limited

S.C. Singhal  
(Company Secretary)

Encl: a/a



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### Annexure I

#### CONFIRMATION

I, S.C. Singhal, Company Secretary of Indian Toners and Developers Limited with regard to the proposed amalgamation of the company and ITDL Imagetec Limited (Transferor Company 1), ABC Commercial Company Ltd. (Transferor Company 2), Alankar Securities Pvt. Ltd. (Transferor Company 3), Triveni Securities Private Limited (Transferor Company 4) and Mahavir Phototech Pvt. Ltd. (Transferor Company 5) hereby confirm that the Indian Toners and Developers Limited ('Transferee Company') will not issue/reissue any shares, not covered under the Draft Scheme.

For Indian Toners and Developers Limited

S.C. Singhal  
(Company Secretary)

Place: New Delhi  
Date: May 30, 2016



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## Annexure II

### UNDERTAKING

I, S.C. Singhal, Company Secretary of Indian Toners and Developers Limited with regard to the proposed amalgamation of ITDL Imagetec Limited (Transferor Company 1), ABC Commercial Company Ltd. (Transferor Company 2), Alankar Securities Pvt. Ltd. (Transferor Company 3), Triveni Securities Private Limited (Transferor Company 4) and Mahavir Phototech Pvt. Ltd. (Transferor Company 5) with Indian Toners and Developers Limited ('Transferee Company') hereby undertake that no action has been taken by SEBI, RBI, ROC, Stock Exchanges or any other regulatory/statutory authority against the following promoters/directors of the companies involved in the scheme of arrangement:

S. No.	Name of Director/Promoter	Company	PAN
1.	Anil Kumar (Director)	ABC Commercial Company Ltd	AMKPK7668Q
2.	Mr. Sushil Kumar Jain (Promoter and Director)	All companies involved in the scheme of arrangement	AAGPJ1994C

For Indian Toners and Developers Limited

S.C. Singhal  
(Company Secretary)

Place: New Delhi  
Date: May 30, 2016