



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY AT THEIR MEETING HELD ON THURSDAY, 31ST DECEMBER, 2015 AT THE REGISTERED OFFICE OF THE COMPANY AT 3-6-290/19, SADANA BUILDING, 1ST FLOOR, HYDERGUDA, HYDERABAD- 500001


Applicability of Clause 5.16 (a) of the SEBI Circular No CIR/CFD/DIL/8/2013 dated May 21, 2013

“RESOLVED THAT the Board be and hereby take on record the undertaking certified by the auditors M/s Venugopal & Chenoy, in connection with Non-Applicability of Clause 5.16 (a) of SEBI Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013 and in connection with the reduction of Capital of the Company and inter alia matters pertaining to

- a) No Additional shares have been allotted to Promoter/Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/Promoter Group, Subsidiary/(s) of Promoter/Promoter Group of the Listed Company, or
- b) There were no arrangements involving the Listed Company and any other entity Promoter/Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/Promoter Group, Subsidiary/(s) of Promoter/Promoter Group of the Listed Company, or
- c) There were no parent listed company, who acquired the equity shares of the subsidiary by paying consideration in cash or in kind in the past or to any of the shareholders of the subsidiary who may be Promoter/Promoter Group, Related Parties of Promoter/Promoter Group, Associates of Promoter/Promoter Group, Subsidiary/(s) of Promoter/Promoter Group of the parent listed Company, and no instances of any subsidiary is being merged with the parent listed company under the above referred scheme.”

\\Certified True Copy\\

For NARBADA GEMS AND JEWELLERY LIMITED


Sanjay Kumar Sanghi
Managing Director
DIN:- 00629693



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