

Royal Cushion Vinyl Products Limited

Cin no: L24110MH1983PLC031395

“Shlok” 60 – CD,

Govt. Industrial Estate, Charkop,

Kandivali (W), Mumbai – 400 067

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September 03, 2024

To,
General Manager,
BSE Limited,
Department of Corporate Services,
P.J. Tower, Dalal Street,
Mumbai - 400 001,
Maharashtra, India.

BSE Scrip Code: 526193

Dear Sir/Madam,

Subject: Undertaking for no fresh issue of shares

This is in connection with our application under Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) for the draft Scheme of Arrangement in the nature of merger / amalgamation of Natroyal Industries Private Limited (“Transferor Company”) with Royal Cushion Vinyl Products Limited (“Transferee Company”) and their respective shareholders and creditors (“Scheme”) under Sections 230 to 232 of the Companies Act, 2013 read with applicable rules made thereunder.


As required by your good office, we, the Transferee Company, hereby declare and undertake:

1. that we, Royal Cushion Vinyl Products Limited, the Transferee Company, will not issue/reissue shares not covered under the draft scheme; and
2. that as on date of captioned application, there are no outstanding warrants / instruments / agreements which give right to any person to take / subscribe the equity shares in the Transferee Company at any future date.

Kindly note that, the above undertaking is subject to the issue of securities pursuant to the impending Scheme of Arrangement between Royal Spinwell and Developers Private Limited and Royal Cushion Vinyl Products Limited.

Thanking you.

For and behalf of
Royal Cushion Vinyl Products Limited


Jayesh Motasha
Director
DIN: 00054236

