



Ref: NSE/LIST/18283

March 13, 2015

The Company Secretary,  
Hitech Plast Limited  
Unit No. 201, 2nd Floor, Welspun House, Kamala City,  
Senapati Bapat Marg, Lower Parel (W),  
Mumbai -400013

**Kind Attn: Ms. Namita Tiwari**

Dear Madam,

**Sub.: Observation letter for Draft Scheme of Amalgamation of Clear Mipak Packaging Solutions Limited (Transferor Company) with Hitech Plast Limited (Transferee Company).**

This has reference to Draft Scheme of Amalgamation of Clear Mipak Packaging Solutions Limited (Transferor Company) with Hitech Plast Limited (Transferee Company) submitted to NSE vide your letter dated December 01, 2014.

Based on our letter reference no Ref: NSE/LIST/13425 submitted to SEBI and pursuant to SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 04, 2013 and SEBI Circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013. SEBI has vide letter dated March 13, 2015 has given following comments on the draft scheme of Amalgamation:

- a) The company should ensure that additional information submitted by Hitech Plast Limited with respect to pre-scheme and post-scheme shareholding as submitted vide BSE email dated January 08, 2015 and the updated clause 18.2 as submitted vide Hitech Plast Limited email dated March 02, 2015 are displayed from the date of receipt of this letter on the website of the listed company along with various documents submitted pursuant to the circulars.
- b) The company shall duly comply with various provisions of the Circulars.

Accordingly, we do hereby convey our 'No-Objection' with limited reference to those matters having a bearing on listing / delisting / continuous listing requirements within the provisions of the Listing Agreement, so as to enable the Company to file the Scheme with the Hon'ble High Court.

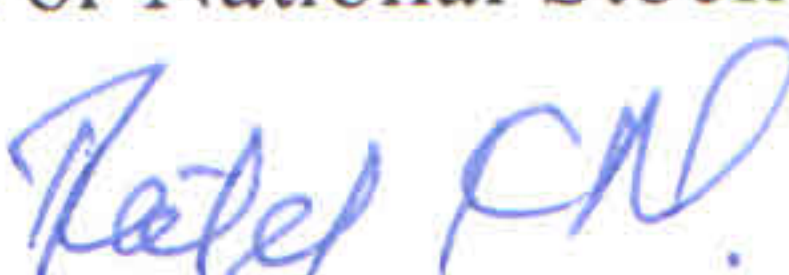
However, the Exchange reserves its right to raise objections at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines / Regulations issued by statutory authorities.

The validity of this "Observation Letter" shall be six months from March 13, 2015 within which the scheme shall be submitted to the Hon'ble High Court. Further pursuant to the above SEBI circulars upon sanction of the Scheme by the Hon'ble High Court, you shall submit to NSE the following:

- a. Copy of Scheme as approved by the High Court;
- b. Result of voting by shareholders for approving the Scheme;
- c. Statement explaining changes, if any, and reasons for such changes carried out in the Approved Scheme vis-à-vis the Draft Scheme
- d. Status of compliance with the Observation Letter/s of the stock exchanges
- e. The application seeking exemption from Rule 19(2)(b) of SCRR, 1957, wherever applicable; and
- f. Complaints Report as per Annexure II of SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 04, 2013.

This letter has been issued pursuant to the provisions of clause 24(f) of the listing agreement.

Yours faithfully,  
For National Stock Exchange of India Limited

  
Kamlesh Patel  
Manager