

The Calcutta Stock Exchange Ltd.

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Ref. No.CSE/LD/ 8441 /2014

25th February, 2014

The Vice President & Secretary,
Tata Global Beverages Ltd,
1, Bishop Lefroy Road,
Kolkata- 700 020

Dear Sir,

Sub: Observation letter for Scheme of Arrangement between Tata
Global Beverages Ltd. and Mount Everest Mineral Water Ltd.

We are in receipt of the draft Scheme of Arrangement under Sections 391 & 394 of the Companies Act, 1956 between Tata Global Beverages Ltd. (TGBL) (Transferee Company) and Mount Everest Mineral Water Ltd. (MEMWL) (Transferor Company).

The Exchange has noted the confirmation given by the Company stating that the scheme does not in any way violate or override or circumscribe the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Depositories Act, 1996, the Companies Act, 1956, the rules, regulations and guidelines made under these Acts, and the provisions of the Listing Agreement or the requirements of BSE and NSE Limited.

Pursuant to SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2013, the Exchange had forwarded the said draft scheme to SEBI for their comments. SEBI has vide letter dated 17th February, 2014, has commented as follows :

“The company shall duly comply with various provisions of the Circular”.


Accordingly, we do hereby convey our ‘no-objection’ with limited reference to those matters having a bearing on listing/de-listing/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.

You are also advised to bring the contents of this letter to the notice of your shareholders, all relevant authorities as deemed fit, and also in your application for approval of the scheme of arrangement.

However, the Exchange reserves its right to withdraw this no-objection approval 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.

Thanking you,

For The Calcutta Stock Exchange Ltd.


M.A.V Raju
General Manager

