



# LOHIA SECURITIES LTD.

MEMBER : NSE, BSE, MSEI, CSE, MCX, NCDEX

DEPOSITORY PARTICIPANT : NSDL

CIN No L67120WB1995PLC067195

**To,**  
**Head- Listing,**  
**BSE Limited**  
**P J Towers, Dalal Street, Mumbai,**  
**Maharashtra, India – 400001**

**Subject: Undertaking in connection with the Scheme of Arrangement under Sections 230 of the Companies Act, 2013**

Dear Sir/Madam,

In relation to the proposed Scheme of Amalgamation (“Scheme”) to be submitted by Lohia Securities Limited (“the Company”), we hereby provide the following undertaking:

## **1. Disclosures in Explanatory Statement / Shareholders' Communication**

The Company undertakes that, in the explanatory statement to be forwarded to the shareholders pursuant to the provisions of Section 230

- a) The Company shall disclose the pre- and post-Scheme (expected) capital structure and shareholding pattern.
- b) The Company shall disclose the “fairness opinion” obtained from an Independent Merchant Banker, in compliance with applicable SEBI regulations.
- c) The Company shall provide information relating to any unlisted company(ies) involved in the Scheme, in the format prescribed for the Abridged Prospectus under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- d) The Company shall also disclose the Complaint Report and the Observation Letter(s) issued by the Stock Exchange(s) in respect of the Scheme.

## **2. Reclassification of Promoters, if applicable**

In the event that the Scheme involves or results in any reclassification of promoters, the Company undertakes that:

**Institutional Dealing Office :** 1602-B, Lady Ratan Tower, 72, Dainik Shivner Marg, Gandhinagar, Worli, Mumbai - 400018

Phone : +91 22 2261 0552/0562, 2492 4449/4462, 2490 1308, Fax : +91 22 2490 1310

**LOHIA SECURITIES LTD.**

**Regd. Office :**

4, Biplabi Trailokya Maharaj Sarani,  
 Brabourne Road, 5th Floor,  
 Kolkata - 700 001



+91 33 4002 6600 / 6700  
 Fax : +91 33 4002 6800



www.lohiasecurities.com



info@lohiasecurities.com

Complaint : grievance@lohiasecurities.com

**Director**

*Sudhansu Kumar Sen*



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- Such reclassification shall be in compliance with the provisions of the Companies Act, 2013,
- the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018,
- the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
- all other applicable laws, rules, regulations, and circulars issued from time to time.

The Company further confirms that it shall obtain all necessary approvals required under applicable law for such reclassification, where relevant.

### 3. General Compliance

The Company undertakes to comply with all applicable provisions of the SEBI Circulars governing Schemes of Arrangement, applicable Stock Exchange requirements, and all other relevant statutory and regulatory provisions.

For **Lohia Securities Ltd**

**LOHIA SECURITIES LTD.**

*Sudheer Kumar Jain*

**Director**

#### Authorized Signatory

**Name:** Sudheer Kumar Jain

**Designation:** Whole-time Director

**DIN:** 00075103

**Date:** 03.10.2025

**Place:** Kolkata

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