



Date: 14/07/2016

To,
The Listing And Compliance Department
Metropolitan Stock Exchange Of India Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai – 400 098, India.

Ref: Indu Engineering & Textiles Limited

Sub: Submission of Quarterly Compliance undertaking of non applicability of regulation 27(2) Corporate Governance for the quarter ended 30th June, 2016

Madam / Sir,

Pursuant to Listing Regulation 27(2) Corporate Governance Report of the (LODR) Regulation, 2015, we are herewith enclosing the undertaking of non applicability of Corporate Governance for the quarter ended 30th June, 2016.

Kindly acknowledge the receipt, and please take the same on record.

Thanking You,

For Indu Engineering & Textiles Limited

For INDU (ENGINEERING & TEXTILES LTD.)

Director

PRAMOD KUMAR AGARWAL

(MANAGING DIRECTOR)

DIN: 01469533

Encl: as above

**TO WHOMSOEVER IT MAY CONCERN****GENERAL DECLARATIONS AND UNDERTAKINGS**

Date: 14/07/2016

To,
The Listing And Compliance Department
Metropolitan Stock exchange of india Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai – 400 098, India.

Ref: Indu Engineering & Textiles Limited

I, **INDU ENGINEERING & TEXTILES LIMITED** (the Company), having our Registered Office at **CHAMBER 6, K-157, SARITA VIHAR, NEW DELHI-110076** hereby giving the following declarations and undertaking for non applicability of Corporate Governance, As Company is having equity share capital and net worth of less than Rs 10 crore and Rs 25 crore respectively:

Applicability of Clause 49 of the Listing Agreement (Read with Regulation 27(2) of SEBI listing Regulations 2015 (LODR)

Applicability of Clause 49 shall extend to all listed companies except:

- (i) companies with equity share capital of less than Rs 10 crore,
- (ii) companies having net worth not exceeding of Rs 25 crore, and
- (iii) Companies listed on SME and SMEITP platforms of the stock exchanges.

However, it has been clarified by SEBI that the exemption is “for the time being”, and in case applicability of Clause 49 is extended to the exempted categories in future, then such companies shall have 6 (six) months to comply with the provisions of Clause 49.

For Indu Engineering & Textiles Limited

For INDU ENGINEERING & TEXTILES LTD.

Pramod Kumar Agarwal
(Managing Director)

Director

DIN: 01469533