

# The Calcutta Stock Exchange Ltd.

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Ref.No. CSE/LD/9044 /2014

CIN-U67120WB1923PLC004707

3<sup>rd</sup> December 2014

The Company Secretary  
**Gontermann-Peipers (India) LTd.**  
P.O. Pailan, Diamond Harbour Road,  
24 Parganas (S), W.B  
Pin Code: 700104.

Dear Sir,

**Sub: Observation letter for Scheme of Amalgamation of Geetapuram Port Services Ltd. & North East Natural Resources Pvt. Ltd. with Gontermann-Peipers (India) Ltd.**

We are in receipt of the draft Scheme of Amalgamation between Geetapuram Port Services Ltd. & North East Natural Resources Pvt. Ltd. with Gontermann-Peipers (India) Ltd.

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 Companies Act, 1956, the rules, regulations and guidelines made under these Acts, and the provisions of the Listing Agreement or the requirements of CSE Limited (CSE).

As required under SEBI Circular.No. CIR/CFD/DIL/5/2013 dated February 4, 2013 & SEBI Circular No.CIR/CFD/DIL/8/2013 dated May 21, 2013; SEBI has vide its letter dated 2<sup>nd</sup> December 2014 addressed to BSE Ltd., had given the following comments(s) on the draft scheme of arrangement:

1. BSE to ensure that additional information, submitted by the Company GIL after filing the scheme with the Stock Exchange viz. Revised financial summary of GIL, GPSL and NENRPL submitted vide their letter dated September 25, 2014 is displayed from the date of receipt of this letter on the websites of the listed company and the stock exchanges.
2. 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.

Further 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 submitted to the Hon'ble High Court.

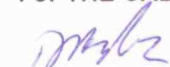
However, the Exchange reserves its right to withdraw this No-objection approval at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines / Regulations issued by statutory authorities.

The Company should also fulfill the Exchange's criteria for listing such company and also comply with other applicable statutory requirements. However, the listing of shares of Gontermann-Peipers (India) Ltd. is at the discretion of the Exchange.

Further pursuant to the above SEBI circulars upon sanction of the Scheme by the Hon'ble High Court the listed company shall submit to the stock exchange the required documents as per the check-list available on CSE website www.cse-india.com.

Yours faithfully,

For THE CALCUTTA STOCK EXCHANGE LTD.

  
(M A V RAJU)  
GENERAL MANAGER

Kanchan  
03/12/14