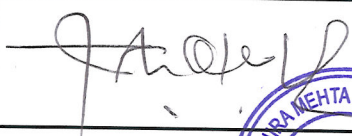


FORM B

Format of covering letter of the annual report to be filed with the stock exchanges

1	Name of the Company	Man Industries (India) Limited
2	Annual Financial statements for the year ended	31st March 2015
3	Type of Audit observation	Qualified
4	Frequency of observation	Second time
5	Draw attention to relevant notes in the annual financial statements and management response to the qualification in the Directors reports	<p>Contravention of Accounting Standard 9.</p> <p>The Company had filed for the Scheme of Arrangement pursuant to Section 391 to 394 of Companies Act, 1956, and in accordance with the Scheme all inter Company balances along with interest would be extinguished. Therefore, management decided not to provide for interest for the period covered by Scheme of Arrangement.</p>
6	Additional comments from the Board / Audit Committee chair	Interest has been provided for the period post approval of the scheme by the Hon'ble Bombay High Court.
7	To be signed by	
	CEO / Managing Director	Currently out of India.
	CFO	
	Auditor of the Company	 
	Audit Committee Chairman	