



4th June, 2020

The Secretary
BSE Limited
Phiroze Jeejeebhoy
Towers, Dalal Street
Fort, Mumbai - 400 023

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Dear Sir/Madam,

Sub : Certificate by Debenture Trustees under Regulation 52(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Certificate by IDBI Trusteeship Services Limited, Debenture Trustee, taking note of the contents of the Audited Financial Results for the quarter and year ended 31 March, 2020 as prescribed under Regulation 52(4) of SEBI LODR, 2015.

Request you to take the above information on records.

Yours faithfully,

For Britannia Industries Limited

T V Thulsidass
Company Secretary
Membership No.: A20927

Encl: as above

Britannia Industries Limited
Executive Office : Prestige Shantiniketan, The Business Precinct,
Tower C, 16th & 17th Floor, Whitefield Main Road, Mahadevapura Post,
Bangalore - 560048. Tel: 080 39400080 Fax : 080 25063229
www.britannia.co.in
CIN : L15412WB1918PLC002964

Registered Office : 5/1A, Hungerford Street,
Kolkata - 700 017, West Bengal

No. 15682 /ITSL/OPR/2020-21
June 3, 2020

To,
Britannia Industries Limited
Prestige Shantiniketan, The Business Precinct, Tower C,
16th & 17th Floor, Whitefield Main Road,
Mahadevapura Post, Bengaluru - 560048

Kind Attn.: Mr. T V Thulsidass

Dear Sir,

Sub: Letter from Debenture Trustee pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR 2015)

This has reference to the Order dated 2nd August, 2019, passed by the Hon'ble National Company Law Tribunal, Bench at Kolkata ("NCLT"), in Company Scheme Petition No. CP (CAA) No. 794/KB/2019 connected with CA (CAA) No. 363/KB/2019 ("Order") sanctioning the Scheme of Arrangement, pursuant to which Britannia Industries Limited ("Issuer") has issued and allotted Secured, Non-Convertible, Redeemable, Fully Paid-Up Debentures by way of Bonus Debentures, wherein IDBI Trusteeship Services Limited is acting as the Debenture Trustee. The said Bonus Debentures are listed on the National Stock Exchange of India Ltd. (NSE) and Bombay Stock Exchange (BSE) ("Listed Debt Securities").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Issuer is required to submit the documents required there along with its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (IDBI Trusteeship Services Limited) that the Debenture Trustee has noted the contents furnished by the Issuer as per Regulation 52(4).

In pursuance thereof, we hereby confirm that we have received the aforesaid information for the year ended March 31, 2020 through your email dated June 2, 2020 and we have noted the contents provided therein, without verification.

Thanking you.

Yours faithfully,
For IDBI Trusteeship Services Limited



Authorised Signatory

