

June 24, 2016

To
M/s. Sharepro Services (I) Pvt. Ltd.
13AB Samhita Warehousing Complex, 2nd Floor
Sakinaka Telephone Exchange Lane
Off. Andheri Kurla Road, Saki Naka
Andheri (East)
Mumbai 400 072

Dear Mr. G.R.Rao / Mr. Upendra Prabhu

**Sub.: Tripartite agreement for change of Share Transfer Agent Regulation 7(4) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations 2015**

We refer to our letter dated May 2, 2016 regarding switchover of activities of Registrar and Share Transfer Agent (RTA) and appointment of Link Intime India Pvt. Ltd. as our new RTA with effect from May 06, 2016 as per SEBI interim order no. WTM/RKA/MIRSD2/4/2016 dated March 22, 2016.

As per Regulation 7(4) of SEBI (LODR) Regulations 2015 in case of any change of share transfer agent, the listed entity shall enter into a tripartite agreement between the existing share transfer agent, the new share transfer agent and the listed entity and also require to intimate such appointment, referred to in sub-regulation (4), to the stock exchange(s) within seven days of entering into the agreement.

Since the Company has completed all requirements relating to shifting of RTA and shifted the electronic connectivity on June 08, 2016 and May 24, 2016 as per the letter of NSDL and CDSL dated June 7, 2016 and May 24, 2016 respectively, it is require to execute the Tripartite agreement as per the aforesaid SEBI Regulations. However, inspite of repeated request from the Company and new RTA (Intime) to you the said Tripartite agreement could not be executed due to unknown reason.

Since it is a mandatory requirement we request you to comply the same and inform us the date for execution of the Tripartite agreement.

Thanking you,

Yours faithfully

For Bajaj Hindusthan Sugar Limited



Kausik Adhikari
Dy. Company Secretary
& Compliance Officer

CC:

1. Link Intime (India) Pvt. Ltd.
2. BSE Ltd.
- ✓ 3. National Stock Exchange of India Ltd.
4. Securities and Exchange Board of India