

Date: September 12, 2018

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Fax No.: 022-22721919	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra- Kurla Complex Bandra (E), Mumbai – 400051 Fax No.: 022-26598120
Ref.: Kwality Limited (KWALITYLTD/ INE775B01025)	Ref.: Kwality Limited (KWALITYLTD/ INE775B01025)

Dear Sir/Madam,

Re: Proposed Placement of [*] equity shares of face value of Rupees 1/- each to QIBs aggregating to issue size up to maximum of INR 80 Crore by Kwality Limited in terms of Chapter VIII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and subsequent amendments thereto, as amended (“SEBI ICDR Regulations”), Section 42 and 62 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the “Issue” or “Qualified Institutional Placement” or “QIP”).

Sub: Outcome of the Board Meeting and intimation under Regulation 29(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform that the Board of Directors of the Company at their meeting held today i.e on 12th September, 2018, discussed and approved the Preliminary Placement Document and other incidental activities on the subject matter. We are attaching herewith certified copy of resolution passed by the Board of Directors for your reference.

We request you to take this on record and the same be treated as compliance under the applicable provision(s) of the SEBI (Listing and Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The Meeting starts at 09:15 A.M and concluded at 10:00 A.M.

Yours faithfully,

For Kwality Limited
For Kwality Limited

Sanjay Dhingra
Managing Director
DIN: 00025376



Encl: As above



CERTIFIED TRUE COPY OF RESOLUTIONS PASSED IN THE MEETING OF THE BOARD OF DIRECTORS ("BOARD") OF KWALITY LIMITED (THE "COMPANY") HELD ON SEPTEMBER 12, 2018, AT THE REGISTERED OFFICE OF THE COMPANY AT KDIL HOUSE, F-82, SHIVAJI PLACE, RAJOURI GARDEN, NEW DELHI-110027, IN CONNECTION WITH THE ISSUE OF EQUITY SHARES OF THE COMPANY UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "ISSUE")

Approval of Preliminary Placement Document

"RESOLVED THAT the preliminary placement document dated September 12, 2018 (which includes disclosures prescribed in Form PAS-4 under the Companies Act, 2013 and Schedule XVIII of the SEBI ICDR Regulations) ("**Preliminary Placement Document**"), along with the application form, in respect of the Issue, as per the copy placed before the Board, be and are hereby adopted and approved for filing with BSE Limited and The National Stock Exchange of India Limited. (Hereinafter collectively referred to as "**Stock Exchanges**").

RESOLVED FURTHER THAT the serially numbered application form, together with serially numbered Preliminary Placement Document, be sent to the qualified institutional buyers, as defined in the SEBI ICDR Regulations ("**QIBs**"), to whom the offer is made in the Issue.

RESOLVED FURTHER THAT Mr. Sanjay Dhingra, Managing Director, Mr. Pradeep K Srivastava, Company Secretary and Compliance Officer and Mr. Sharad Bhandari, Vice President, Finance & Accounts (each an "**Authorized Persons**") be and are hereby jointly and/or severally authorized to sign the Preliminary Placement Document on behalf of the Company, make such confirmations and declarations on behalf of the Company as may be required in relation to the Preliminary Placement Document, and make any changes to the Preliminary Placement Document that they, in their absolute discretion, think fit and also to effect and/or carry out such alterations, additions, omissions, variations, amendments, modifications or corrections in the Preliminary Placement Document as may be necessary or desirable.

RESOLVED FURTHER THAT the Authorized Persons be and are jointly and/or hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolutions, including but not limited to delivering the Preliminary Placement Document to the Stock Exchanges and filing the Placement Document along with the records and other particulars of the QIBs to whom the offer is made in the Issue with the Registrar of Companies, New Delhi and the Securities and Exchange Board of India intimating the Stock Exchanges in relation to the above and filing of applications for seeking final listing and trading permissions in respect of the Issue and making other statutory and regulatory filings, as required, in terms of the provisions of the Articles of Association of the Company, the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013, as amended read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended."

Yours faithfully,
For Kwality Limited

For Kwality Limited

Sanjay Dhingra
Managing Director
DIN: 00025376



Encl: As above

Date: September 12, 2018
Place: New Delhi