PRISM CEMENT LIMITED
"Rahejas", Main Avenue, V.P. Road,
Santacruz (W), Mumbai - 400 054.
Tel.: +91-22-6675 4142 / 43 Fax : 2600 1304
website : www.prismcement.com

ISO 9001 : 2008 (Excl.Design)
ISO 14001 : 2004
OHSAS 18001 : 2007
SA 8000 : 2008
BUREAU VERITAS Certification

Ref : ASK/UD/848/2017-18/Regulation 52(5) November 7, 2017

The National Stock Exchange (India) Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.	The BSE Limited, Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 023.
Code : PRISMCEM	**Code : 500338**

Dear Sir,

Sub. : Subbmission of a certificate signed by Debenture Trustee as per SEBI LODR Regulation 52(5)

Pursuant to Regulation 52(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), we are submitting a certificate signed by Axis Trustee Services Limited, Debenture Trustee of the Company that it has taken note of contents of Unaudited Financial Results of the Company for the quarter and half year ended September 30, 2017.

Thanking you,

Yours faithfully,
for **PRISM CEMENT LIMITED**

ANEETA S. KULKARNI
COMPANY SECRETARY

Encl. : As above

AXIS TRUSTEE

ATSL/CO/17-18/4703
November 07, 2017

The Company Secretary
Prism Cement Limited
Raheja's, Main Avenue,
V P Road, Santacruz West,
Mumbai – 400054

Kind Attn: Ms. Aneeta Kulkarni

Dear Madam,

Re.: Debenture Trustee for various Listed Non-Convertible Debentures (NCDs) issued by Prism Cement Limited (the Company) – 30 September, 2017

This has reference to the privately placed Non-Convertible Debentures issued by **Prism Cement Limited** ("Company") and listed on the Stock Exchange ("**Listed Debt Securities**").

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

In pursuance thereof we hereby confirm that we have received the aforesaid information vide your email dated November 07, 2017 along with the relevant/ necessary supporting(s) and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Further please note that we have not independently verified the contents submitted vide your above letter and the aforesaid noting is subject to the following:

1. The Debenture Trustee is relying on the information/ status as submitted by the company for the purpose of submission to the Stock Exchange, without reconfirming;

2. Any commitment pertaining to the interest / principal payable on the future due dates are sole commitment on the company's part and Trustee is not liable in any manner if company fails to fulfill / does not fulfill its commitments.

Thank you.

Yours faithfully,
For **Axis Trustee Services Limited**

Ankit Singhvi

Ankit Singhvi
Senior Manager

AXIS TRUSTEE SERVICES LTD. MUMBAI

Encl: As above