

May 22, 2017

To,
The General Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

To,
Asst. Vice President,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G, Bandra
Kurla Complex, Bandra (E), Mumbai,
Maharashtra 400051

Scrip code : 516082
NSE symbol : NRAIL

Sub: Appointment of Auditors

Dear Sir/Madam,

Pursuant to Section 139 of the Companies Act, 2013 and the Rules made thereunder, it is mandatory for the Company to rotate the current statutory auditors on completion of the maximum term permitted under the said Section. Therefore, the Audit Committee of N R Agarwal Industries Limited has proposed and the Board of Directors of the Company have recommended the appointment of M/s. GMJ & Co., Chartered Accountants at its meeting held on May 19, 2017 (Firm Registration No. 103429W) as the Statutory Auditors of the Company for a term of five years, subject to the approval of shareholders of the Company, for audit of financial statements from Financial Year 2017-18. A brief profile of the said firm along with their consent letter is enclosed.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For N R AGARWAL INDUSTRIES LIMITED,



Pooja Daftary
Company Secretary & Compliance Officer



Encl.: As stated above

BRIEF PROFILE OF GMJ & CO, CHARTERED ACCOUNTANTS

GMJ & Co, Chartered Accountants established in 1986, is one of the leading midsize firms in Mumbai, India & now is a part of a prestigious international accounting association, AGN International Limited.

The firm is involved in carrying out professional assignments in the areas of Auditing & Assurance - including Statutory & Internal Audits, Direct Taxation, Indirect Taxation, Corporate Laws, Corporate Advisory Services, Financial Services.

It has an experienced team handling independent verticals catering to requirements of diverse segments of industry, including Corporates, PSU's, MNC's, Banks and others.

The Firm is empanelled with Comptroller & Auditor General (CAG), Securities & Exchange Board of India (SEBI), Reserve Bank of India (RBI), Forward Market Commission (FMC).

10th May, 2017

To,
The Board of Directors,
N R AGARWAL INDUSTRIES LIMITED
415 – 418, Janki Centre,
29, Shah Industrial Estate,
Off Veera Desai Road, Andheri (West),
Mumbai – 400 053.

Dear Sir,

Sub. : Consent letter and eligibility to be appointed as Statutory Auditors

We are in receipt of your letter dated 10th May, 2017, intimating us of our proposed appointment as the Statutory Auditors of your Company at the ensuing Annual General Meeting for holding such office for a period of 5 financial years beginning 1st April, 2017 and ending on 31st March, 2022.

In this regard, we hereby give our consent to being appointed as statutory auditors of the Company and are pleased to confirm the following:

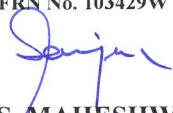
1. We are eligible for appointment as Statutory Auditors as per the provisions and limits laid down under Section 139(1) and 141 of the Companies Act, 2013 and are not disqualified for appointment under the Companies Act, 2013, The Chartered Accountants Act, 1949 and the rules and regulations made thereunder;
2. The proposed appointment is as per the term provided under the Act;
3. The proposed appointment is within the limits laid down by or under the authority of the Act;
4. There is no proceeding against the firm or any partner of the firm pending with respect to professional matters of conduct.
5. The Detail of our Firm are as below:

a. Name of the Firm	:	GMJ & Co
b. Constitution of the Firm	:	Firm
c. Firm Registration Number	:	103429W
d. Address of office of the Firm	:	3rd & 4th Floor Vaastu Darshan, 'B' Wing, Above Central Bank of India, Azad Road, Andheri (East), Mumbai – 400 069.
e. PAN of the Firm	:	AAAFG2163L
f. Email id of the Firm	:	admin@gmj.co.in

Yours truly,

For **GMJ & Co**

Chartered Accountants
FRN No. 103429W


(CA S. MAHESHWARI)
PARTNER

