

GIL/2011-12
13th May, 2011

The Manager

Bombay Stock Exchange Limited
Department of Corporate Services
Floor 25, P. J. Towers, Dalal Street
Mumbai - 400 001
Fax No. 022-2272-3132/2061/2041

The Manager

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kuria Complex
Bandra (E)
Mumbai - 400 051
Fax No. 022-2659-8347/48

Dear Sir,

Sub: Disclosure under Clause 53 of the Listing Agreement with the Stock Exchanges

In terms of Clause 53 of the Listing Agreement, please note that the Company had executed an agreement with ZENITHOPTIMEDIA, a division of TLG India Pvt. Ltd. on 5th May, 2011 to undertake the assignment to manage the Media on behalf of the Company, BRAND for, promotion, advertisement and management of the brand.

The Agreement shall remain in force until specifically terminated.

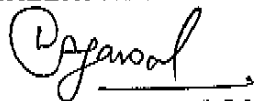
It is hereby confirmed that:

- (a) Neither the above Company nor any of its associates have any shareholding in the Company.
- (b) The above said Agreement does not contain any clause, by virtue of which, the above mentioned Company:
- can appoint any nominee Director on the Board of the Company; or
 - can exercise any management control; or
 - have any potential conflict of interest arising out of such agreements.
- (c) Except as provided hereinabove, the Company has not entered into any other back to back treaties / contracts / agreements / MoUs or similar instruments with media companies and/or their associates for the purpose of advertising, publicity, etc.

Thanking you,

Yours faithfully,

For **GREENPLY INDUSTRIES LIMITED**



KAUSHAL KUMAR AGARWAL
COMPANY SECRETARY &
VICE PRESIDENT-LEGAL