

ARG Family Trust

'QRG Niwas', 1, Raj Narain Marg, Civil Lines, Delhi - 110054

Date: 9th April 2019

The National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor

Plot No. C/1, G Block

Bandra Kurla Complex

Bandra (E)

Mumbai- 400 051

NSE Symbol : HAVELLS

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai- 400 001

Scrip Code : 517354

Sub: Confirmation of Compliance with the SEBI Exemption Order No. WTM/ GM/ CFD/ 05/ 2018-19 dated April 11, 2018

Dear Sir,

This Confirmation Letter is being furnished in respect of the captioned SEBI Exemption Order No. WTM/ GM/ CFD/ 05/ 2018-19 dated April, 11, 2018, granted u/r 11(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("the Order").

Pursuant to the Order the shares of Havells India Limited being the Target Company (TC) and QRG Enterprises Limited (Promoter Company of TC), were settled during the year 2018-19 in the ARG Family Trust.

The settlement of shares of QRG Investments and Holdings Limited (Promoter Company of TC), which is an NBFC, is in process for want of approval from RBI, application whereof is subsisting with the RBI.

The undersigned confirms its compliance with the Order. The compliance is further certified by the Statutory Auditors of the Trust, a copy whereof is also enclosed for your information and records.

Thanking you.

Yours faithfully,

For ARG Family Trust


Anil Rai Gupta
Managing Trustee

Encl: As above

CC: Securities and Exchange Board of India
SEBI Bhavan BKC, Plot No. C4 – A, 'G' Block,
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400051
Maharashtra