



**KEC International Limited**

Regd. Office: RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400030, India  
Tel.: +91-22-61691600 • Fax +91-22-66670287  
CIN No. L45200MH2005PLC152061 • Web.: www.kecrpg.com

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE BOARD OF DIRECTORS MEETING OF KEC INTERNATIONAL LIMITED HELD ON 4<sup>TH</sup> FEBRUARY, 2015 AT REGISTERED OFFICE OF THE COMPANY AT RPG HOUSE, 463, DR. ANNIE BESANT ROAD, WORLI, MUMBAI- 400030, MAHARASHTRA.**

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**RESOLVED THAT** the undertaking with regard to the non-applicability of the requirement as prescribed in terms of Para 5.16(a) of the SEBI Circular no. CIR/CFD/DIL/5/2013 dated February 4, 2013 as modified by SEBI Circular No. CIR/CFD/DIL/8/2013 dated May 21, 2013 in respect of the Scheme duly certified by the Statutory Auditors of the Company i.e. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 117365W), a copy of which was placed before the Board and initialed by the Chairman for the purpose of identification, be and is hereby accepted and approved.

**RESOLVED FURTHER THAT** the Certificate confirming the compliance of the accounting treatment in the Scheme, issued by the Statutory Auditors of the Company i.e. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 117365W) as per clause 24(i) of the Listing Agreement, a copy of which was placed before the Board and initialed by the Chairman for the purpose of identification, be and is hereby accepted and approved.

**Certified True Copy  
For KEC INTERNATIONAL LIMITED**

**CH. V. JAGANNADHA RAO  
COMPANY SECRETARY**