



To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001

**Subject: Revised para 10.1 (a) and para 10.1 (b) of the draft Scheme of amalgamation and Undertaking.**

**Re: Application seeking NOC under Regulation 37 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations 2015 (“LODR”) made by Prataap Snacks Limited on September 30, 2021 (“Regulation 37 Application”), and BSE query dated 18<sup>th</sup> February, 2022 with respect to the Regulation 37 Application.**

Dear Sir,

This is with reference to your comment dated 18<sup>th</sup> February, 2022. We write to inform you that we have revised the para 10.1 (a) and para 10.1 (b) of the draft Scheme of Amalgamation (“Scheme”). The revised draft Scheme is being filed. Further, the old clauses vis-à-vis new clauses of the revised draft Scheme are as under:

Clause No.	Old Clause	New Clause
10.1 (a)	The Transferor Company 1 is a subsidiary of the Transferee Company and the Transferee Company holds 6,79, 986 (Six lakh seventy nine thousand nine hundred and eighty six) equity shares (including 1,01,563 (One lakh one thousand five hundred and sixty three) partly paid-up equity shares, INR 6 ( Rupees Six only) paid-up against face value of INR10 ( Rupees Ten only) each) in the Transferor Company 1, constituting 90.48% (Ninety point four eight per cent) of the issued share capital of the Transferor Company 1. On amalgamation of the Transferor Company 1 with the Transferee Company, no shares (whether equity or preference shares) of the Transferor Company 1 shall be issued or allotted in respect of the equity shares held by the Transferee Company in the Transferor Company 1.	The Transferor Company 1 is a subsidiary of the Transferee Company and the Transferee Company holds 6,79, 986 (Six lakh seventy nine thousand nine hundred and eighty six) equity shares (including 1,01,563 (One lakh one thousand five hundred and sixty three) partly paid-up equity shares, INR 6 ( Rupees Six only) paid-up against face value of INR10 ( Rupees Ten only) each) in the Transferor Company 1, constituting 90.48% (Ninety point four eight per cent) of the issued share capital of the Transferor Company 1. On amalgamation of the Transferor Company 1 with the Transferee Company, no shares (whether equity or preference shares) of the Transferee Company shall be issued or allotted in respect of the equity shares held by the Transferee Company in the Transferor Company 1.
10.1 (b)	The Transferor Company 2 is a wholly owned subsidiary of the Transferor Company 1 and the Transferor Company 1 together with its nominee holds all the shares issued by the Transferor Company 2. Given that the Transferor Company 1 is	The Transferor Company 2 is a wholly owned subsidiary of the Transferor Company 1 and the Transferor Company 1 together with its nominee holds all the shares issued by the Transferor Company 2. Given that the Transferor Company 1 is a

**Prataap Snacks Limited**

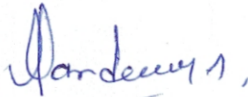
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a subsidiary of the Transferee Company (as mentioned in (a) above), on amalgamation of the Transferor Company 2 with the Transferee Company, no shares (whether equity or preference shares) of the Transferor Company 2 shall be issued or allotted in respect of the equity shares held by the Transferee Company (indirectly through the Transferor Company 1) in the Transferor Company 2.	subsidiary of the Transferee Company (as mentioned in (a) above), on amalgamation of the Transferor Company 2 with the Transferee Company, no shares (whether equity or preference shares) of the Transferee Company shall be issued or allotted in respect of the equity shares held by the Transferee Company (indirectly through the Transferor Company 1) in the Transferor Company 2.
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We hereby confirm and undertake that apart from the above changes, there are no other changes made in the draft Scheme filed with the Exchange.

For **Prataap Snacks Limited**



**Om Prakash Pandey**

Company Secretary and Compliance Officer

Date: 21<sup>st</sup> February, 2022

