

**ORIENT REFRACTORIES LTD.**  
(AN RHI MAGNESITA COMPANY)



Date: 6 September 2018

To,  
The General Manager  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

STOCK CODE: 534076

ISIN: INE743M01012

Dear Sir / Madam,

**Subject: Undertaking on outstanding warrants and issue of shares**

**Reference: Application under regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the composite scheme of amalgamation of RHI India Private Limited, RHI Clasil Private Limited with and into Orient Refractories Limited (the Company) uploaded on the BSE portal on 4 September 2018.**

We, Orient Refractories Limited, hereby undertake that:

- 1) as on the date hereof, other than pursuant to the proposed scheme of merger, there are no outstanding warrants, instruments, or agreements conferring on any person a right to acquire any equity shares in the Company at a future date; and
- 2) pursuant to the proposed merger in relation to which the application referenced above has been made, the Company shall not issue or reissue any equity shares not specifically covered under the draft Scheme.

For Orient Refractories Limited

Sanjay Kumar  
Company Secretary  
(ACS-17021)



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