



**pricol limited**

109 race course coimbatore 641 018 india  
phone +91 422 4336000 fax +91 422 4336299  
e mail city@pricol.co.in website www.pricol.com

3-February-2014

The Manager  
Department of Corporate Services,  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block  
Bandra- Kurla Complex  
Bandra (E), Mumbai – 400 051.

Scrip Code : **PRICOL**, ISIN No: **INE605A01026**

Dear Sir,

**Sub: Application for approval under Clause 24(f) of the Equity Listing Agreement for the proposed Amalgamation of Xenos Automotive Limited (Transferor Company) with Pricol Limited (Transferee Company).**

The Board of Directors of the Company at their meeting held on 24<sup>th</sup> January 2014 has approved the draft Scheme of Amalgamation of Xenos Automotive Limited (Transferor Company) with Pricol Limited (Transferee Company).

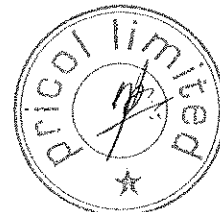
As required under Clause 24(F) of the Listing Agreement, we hereby submit list containing the details of these documents (attached herewith as **Annexure-1**) along with the necessary annexures for your approval.

1. **Certified true copy of the Draft Scheme**

The certified true copy of the Draft Scheme of Amalgamation as approved by the Board of Directors of Companies on January 24, 2014, is enclosed as **Annexure A**.

2. **Valuation Report**

Valuation Report prepared by M/s.Haribhathi & Co, Chartered Accountants, is enclosed as **Annexure B**







12. **Complaints Report as per Annexure I to the NSE Checklist:**

Complaint report in the prescribed format will be submitted by the Company on or before due date i.e. within 7 days of expiry of 21 days from the date of filing of Draft Scheme with Stock Exchanges.

13. **Designated Stock Exchange for coordinating with the SEBI :**

Pursuant to SEBI CCIR/CFD/DIL/5/2013, dated 4<sup>th</sup> February, 2013, "**BSE LIMITED**" is our Designated Stock Exchange for coordinating with SEBI. A certified true copy of the board resolution selecting the Designated Stock Exchange is enclosed herewith as **Annexure P**.

14. **Capital evolution details of the Transferee Company and Transferor Company:**

The capital evolution details of the Transferee Company and Transferor Company Xenos are enclosed herewith as **Annexure Q1** and **Annexure Q2**, respectively.

15. **Compliance Report as per Clause 49 of the Listing Agreement**

Compliance Report as per Clause 49 of the Listing Agreement for the quarter ended 31<sup>st</sup> December 2013 is enclosed herewith as **Annexure T**

16. **Annual Report of last 3 years**

16.1 **Transferee Company :**

Annual Reports are enclosed herewith as Annexure as stated below:

a) Annual Report - 2011	Annexure S 1
b) Annual Report - 2012	Annexure S 2
c) Annual Report - 2013	Annexure S 3
d) Audited Balance Sheet as on 30-Sep-2013	Annexure S 4

16.2 **Transferor Company :**

Annual Reports are enclosed herewith as Annexure as stated below:

a) Annual Report - 2011	Annexure T 1
b) Annual Report - 2012	Annexure T 2
c) Annual Report - 2013	Annexure T 3
d) Audited Balance Sheet as on 30-Sep-2013	Annexure T 4

