

Date: 13<sup>th</sup> May, 2020

To,  
The Manager,  
Compliance Department  
**BSE Limited**

Corporate Service Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

To,  
The Manager,  
Compliance Department  
**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051.

Dear Sir / Madam,

Re: **Tribhovandas Bhimji Zaveri Limited. Script Code & ID: 534369 / TBZ**

Sub: **Undertaking**

Sub: **Undertaking as to the Company not falling under Large Entity / Corporate as per the Criteria specified by SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated 26<sup>th</sup> November, 2018**

As per the SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated 26<sup>th</sup> November, 2018 which is applicable to all listed entities (whose specified securities or debt securities or NCRPS are listed on SEBI recognized Stock Exchanges) towards Fund raising by issuance of Debt Securities by Large Entities / Large Corporate.

We undersigned hereby undertake that as on 31<sup>st</sup> March, 2020, the Company is not falling under Large Corporate criteria as specified under para 2.2. of SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated 26<sup>th</sup> November, 2018.

Kindly take the same on record and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,  
For **Tribhovandas Bhimji Zaveri Limited**

Sd/-

**Shrikant Zaveri**  
Chairman & Managing Director

Sd/-

**Niraj Oza**  
Head - Legal & Company Secretary