

Date: 14th December, 2015

To,
BSE Limited,
P J Towers,
Dalal Street,
Mumbai -400001

UNDERTAKING

This is in connection with the proposed scheme of amalgamation of Diamines Speciality Chemicals Limited (DSCL), a wholly owned subsidiary Company, with Diamines and Chemicals Limited (DACL) holding company. The Proposed Scheme has been approved by the Board of Directors of DACL at its meeting held on September 29, 2015. The appointed date for merger of DSCL with DACL is April 1, 2015.

DACL hereby undertakes that;

- I. The transferee (DACL) entity will not issue/reissue shares not covered under the draft scheme.
- II. As on date of application there are no outstanding warrants/instruments/agreements which give right to any person to take the equity shares in the transferee entity at any future date.”

This undertaking is issued on the request of the Management of the Company for submission to the Bombay Stock Exchange and the Securities and Exchange Board of India and should not be used for any other purpose

For, Diamines and Chemicals Limited


Dimple Mehta
Company Secretary
M. No. 31582



Date:- 14th December, 2015
Place:- Vadodara