



Ahmedabad Stock Exchange Limited

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3rd November, 2014.

Courier

Ref.No: 386

To

Securities and Exchange Board of India
(Corp. Fin. Dept. Div. of Issues and Listing)
SEBI Bhavan, Plot No.C4-A, G-Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.

Sub. : Draft Composite Scheme of Amalgamation / Arrangement between Gujarat Gas Company Ltd, Gujarat Gas Financial Services Ltd, Gujarat Gas Trading Company Ltd, GSPC Gas Company Ltd and GSPC Distribution Networks Ltd and their respective shareholders, under Sections 391, 394 and 101 of the Companies Act, 1956 filed by Gujarat Gas Company Ltd with ASEL.

Dear Sir

Gujarat Gas Company Ltd-Ahmedabad has filed an application together with relevant documents prescribed by SEBI vide its circulars No. CIR/CFD/DIL/5/2013 dated 4th February, 2013 and SEBI Circular No. CIR/CFD/DIL/8/2013 dated 21st May, 2013 and other amended from time to time, under clause 24 (f) of Listing Agreement. In terms of the requirements as stated under Clause B (5.5) of SEBI letter the same are forwarded herewith.

ASEL has perused the draft Scheme of Amalgamation and the related documents / information submitted by the stated Company, including the confirmation of the Company Secretary that the Scheme so submitted does not in any way violate, over-ride or circumscribe the provisions of "Securities Laws", Stock Exchange Requirements and SEBI requirements, prescribes under the above SEBI circulars.

Considering the above, in terms of Clauses 5.6 & 5.7 (b).ASEL conveys its "No Objection" to the said draft scheme submitted by company with ASEL.

Thanking you,

Yours faithfully,

For, Ahmedabad Stock Exchange Ltd

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Authorized Signatory

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