

LOD/PREF/CP/FIP/188/2023-24

June 05, 2023

The Company Secretary,
UDAIPUR CEMENT WORKS LTD.
Shripati Nagar, CFA, P.O., Dabok, Udaipur, Rajasthan, 313022

Dear Sir/Madam,

Sub: **In-principle approval and use of name of the Exchange for the proposed Rights Issue of Fully Paid-up Equity shares of UDAIPUR CEMENT WORKS LTD.**

We refer to your letter dated June 02, 2023, on the captioned matter and the letter dated June 02, 2023 from the lead manager received by the Exchange on June 01, 2023 confirming that your proposed rights issue is compliant with Regulation 99 of SEBI (ICDR) Regulations, 2018 as on the date of this letter.

In this regard, we are pleased to inform you that the Exchange accords its in-principle approval to you under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed rights issue of Fully Paid Up Equity Shares of up to Rs. 450 Crores, that you may use the name of the Exchange in your Letter of Offer in respect of your proposed Rights Issue of Fully Paid Up Equity Shares, provided you print the "DISCLAIMER CLAUSE" as given below in your Letter of Offer and also in all the advertisements relating to your rights issue where this Exchange's name is mentioned.

"BSE Limited ("the Exchange") has given, vide its letter dated June 05, 2023 permission to this Company to use the Exchange's name in this Letter of Offer as one of the stock exchanges on which this Company's securities are proposed to be listed. The Exchange has scrutinized this Letter of Offer for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Company. The Exchange does not in any manner:

- Warrant, certify or endorse the correctness or completeness of any of the contents of this letter of offer; or
- Warrant that this Company's securities will be listed or will continue to be listed on the Exchange; or
- Take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company;

and it should not for any reason be deemed or construed that this letter of offer has been cleared or approved by the Exchange. Every person who desires to apply for or otherwise acquires any securities of this Company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever."

You may insert the following lines instead of the entire disclaimer clause in all the advertisements relating to the Company's rights issue where this Exchange's name is mentioned:

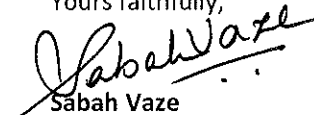
"It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the letter of offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors

are advised to refer to the letter of offer for the full text of the Disclaimer clause of the BSE Limited".

Further, you shall:

- Obtain necessary statutory approvals of the concerned regulatory authorities as may be required.
- At the time of filing the Letter of Offer with this Exchange, submit a statement of confirmation by the Merchant Bankers of the Issue stating compliance with each of the clauses under Regulation 99 of SEBI (ICDR) Regulations, 2018 and that the company is eligible to make an issue thereunder.

Yours faithfully,


Sabah Vaze
Senior Manager