

Date: 10th July, 2024

To,

M/s Ram Ratna Wires Limited

Ram Ratna House, Victoria Compound,
Pandurang Budhkar Marg, Worli, Mumbai -400013

Dear Sir / Madam

Subject: No Objection Certificate (NOC) for scheme of amalgamation of Global Copper Private Limited (the "GCPL") with Ram Ratna Wires Limited (the "RRWL")

Re: Email dated June 25th, 2024 with subject- NOC from Lenders for Amalgamation ("Request Letter")

We refer to the facilities availed by the firm from us and identified in sanction letter reference no. CAM013108230051 dtd November 19th, 2023 (the "Loans") and to your request letter in relation to the above-captioned subject matter.

We, HDFC Bank (the "bank"), hereby provide no objection for the scheme of amalgamation of Global Copper Private Limited, with Ram Ratna Wires Limited (the "scheme") subject to:

- The consideration for the Scheme is in the form of share exchange discharged at arm's length basis. Share exchange ratio- RRWL shall issue and allot 6 fully paid up equity shares of face value Rs. 5 each of the Company, for every 1 fully paid up equity shares of face value Rs. 10 each held in GCPL. There shall not be any cash out flow from RRWL towards consideration for the Scheme.
- Promoter shareholding in RRWL shall not dilute below 68.99% post effectiveness of the Scheme.
- Securing all requisite approval from statutory and/or regulatory authorities as may be required.

Yours sincerely,
For HDFC Bank



Authorized Signatory

Name: Rushabh Shah

Designation: Relationship Manager

Registered Office: HDFC Bank House, Senapati Bapat Marg, Lower Parel (W), Mumbai-400013

Branch Office: HDFC Bank Ltd., Vasana Bhayli II Priya Cinema Cross Road Branch Ground Floor, Urban 2 Complex, Opposite Akshar Pavillion Vadodara – 391410 Gujarat

SBI/IFBBRD/AMT- II /2024-25/269

Date-09.07.2024

The Managing Director,
Ram Ratna Wires Ltd,
Alembic Business Park (W),
Ground Floor, Bhailal Amin Marg,
Gorwa, Vadodara - 390 003

Dear Sir,

Subject: NOC for amalgamation of Global Copper Pvt. Ltd. (GCPL) to Ram Ratna Wires Ltd. (RRWL).


We refer to your email dated 25.06.2024 and our earlier issued NOC dated 13.07.2023 for the proposed amalgamation of Global Copper Pvt Ltd with Ram Ratna Wires Ltd.

1. On company's request we are again issuing the NOC for the proposed amalgamation. The approval is subject to following conditions:
 - i. Our NOC is subject to similar NOC from NCLT, SEBI. Shareholders and other lenders of Ram Ratna Wires Ltd. alongwith NOC being obtained from lenders of Global Copper Private Limited
 - ii. The company has to inform the bank within 7 days of amalgamation along with statutory approvals and amalgamated Balance Sheet duly signed by the Statutory Auditors and the Directors of the company.
 - iii. Till Credit limits for the amalgamated Company is Sanctioned by the Bank, existing Terms and Conditions of Sanctions for the Credit Limits Sanctioned to RRWL including the Securities charged to the Bank will remain unchanged. Company shall ensure:
 - a. Segregation of Securities Charged to the Bank i.e. Current Assets and Fixed Assets including P&M and Factory Land & Buildings both physically and in the Books of the amalgamated Company.
 - b. Submit Stock Statements at Monthly periodicals with details viz., Inventory, Debtors, Creditors, Sales, Purchases, Creditors separately for RRWL.
 - c. Submit all required data for RRWL separately as per Sanction Letter for the Credit Limits Sanctioned to RRWL.
 - iv. Fresh NOC / Approval to be obtained from the Bank if there are any changes in the Scheme of Amalgamation approved by the Board of the Company on 13.06.2024 with a notice of 60 days.

- v. Company to submit request for fresh Credit Limits for the amalgamated Company within 3 months of amalgamation along with amalgamated Balance Sheet, CMA & necessary renewal data.

2. This clarification must be taken as a private and confidential report given by the bank without prejudice and on the express condition that state bank of India and its official are held free by you from liability in connection with. This NOC is issued for the above mentioned specific purpose, and at the specific request of our customer.

Yours faithfully,

 9/11/2021
AGM & RM (AMT-II)



State Bank of India

**Corporate & Institutional Banking
Business Department**

CIB/AP/RRWL/ 57/2024

09-07-2024

**M/s Ram Ratna Wires Limited
Alembic Business Park (W), Ground floor,
Bhailal Amin Marg, Gorwa, Vadodara 390003.**

Dear Sir/Madam,

Reg.: Issuance of No Objection Certificate in the matter of scheme of amalgamation of subsidiary company – M/s Global Copper Pvt Ltd with M/s Ram Ratna Wires Ltd.

Ref.: Your request for issuance of NOC for scheme of amalgamation of subsidiary company – M/s Global Copper Pvt Ltd with M/s Ram Ratna Wires Ltd.

We refer to your request in the captioned matter. We hereby issue our “No Objection” for the aforesaid scheme of amalgamation of subsidiary company – M/s Global Copper Pvt Ltd with M/s Ram Ratna Wires Ltd.

Yours faithfully,



**Abhishek Pawar
Senior Manager - Relationship
Corporate & Inst. Banking**