GULMOHAR INVESTMENTS AND HOLDINGS LIMITED

Regd Office: 324 A, Illrd Floor, Aggarwal Plaza, Sector- 14, Rohini, New Delhi- 110 085 CIN: L65993DL1982PLC013956, Email Id:gulmoharlimited@gmail.com, Tel.: 011-65260026

Date: 14.07.2016

To

Head- Listing Department
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata – 700 001

Security code: 17433 ISIN: INE204V01016

Subject: Undertaking for Non-Applicability of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

With reference to the Non-submission of Corporate Governance Report for the quarter ended June, 2016, According to Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Listed Entity having paid up share capital does not exceed Rupees Ten Crore and Net worth not exceeding Rupees Twenty Five Crore respectively, as on last day of the Financial year, is not required to furnish Quarterly Report on Corporate Governance to the Exchange.

Gulmohar Investments and Holdings Limited ("the Company") having Paid up Equity Share Capital of Rs. 24,50,000/- (Rupees Twenty Four Lakh Fifty Thousand Only) and Net worth of Rs. 18,86,612/- (Rupees Eighteen Lakh Eighty Six Thousand Six Hundred Twelve only) respectively as on the last day of the Financial year i.e. 31st March, 2016. The paid up share capital and net worth is not increased to cross the limit prescribed under Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Therefore, the Company is not under obligation to file or submit Corporate Governance Report under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on June 30, 2016 to the Exchange, whenever this regulation becomes applicable to the our company at a later date, we will comply with the requirements of the above regulations within six months from the date on which the provision becomes applicable to our company.

This is for your information and records.

Thanking You

Yours truly

For Gulmohar Investments and Holdings Limited

Kiran Mittal (Director)

DIN: 00749457

Encl.: Certificate from Company Secretary/ Compliance Officer

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CERTIFICATE FROM COMPANY SECRETARY/COMPLIANCE OFFICER

TO WHOM SO EVER IT MAY CONCERN

This is to certify that in order to comply with the provision of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Regulation 15(2) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the paid up share capital of M/s Gulmohar Investments and Holdings Limited ("Company") having its registered office at 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085, is less than Ten Crore i.e. Rs. 24,50,000/- (Rupees Twenty Four Lakh Fifty Thousand Only) and the Net worth is less than Twenty Five Crore i.e. Rs. 18,86,612/-(Rupees Eighteen Lakh Eighty Six Thousand Six Hundred Twelve only) as on the last day of the financial year i.e. 31st March, 2016.

Therefore, it is not required to submit Corporate Governance Report for the quarter ended on June 30, 2016.

For and on behalf of

Gulmohar Investments and Holdings Limited

New Delt

Bhawna Dang

(Company Secretary and Compliance Officer)

Membership No.; A41285 R/o: 380, Indira Vihar,

Near Mukheriee Nagar, Delhi-110009

Date: 14.07.2016 Place: New Delhi