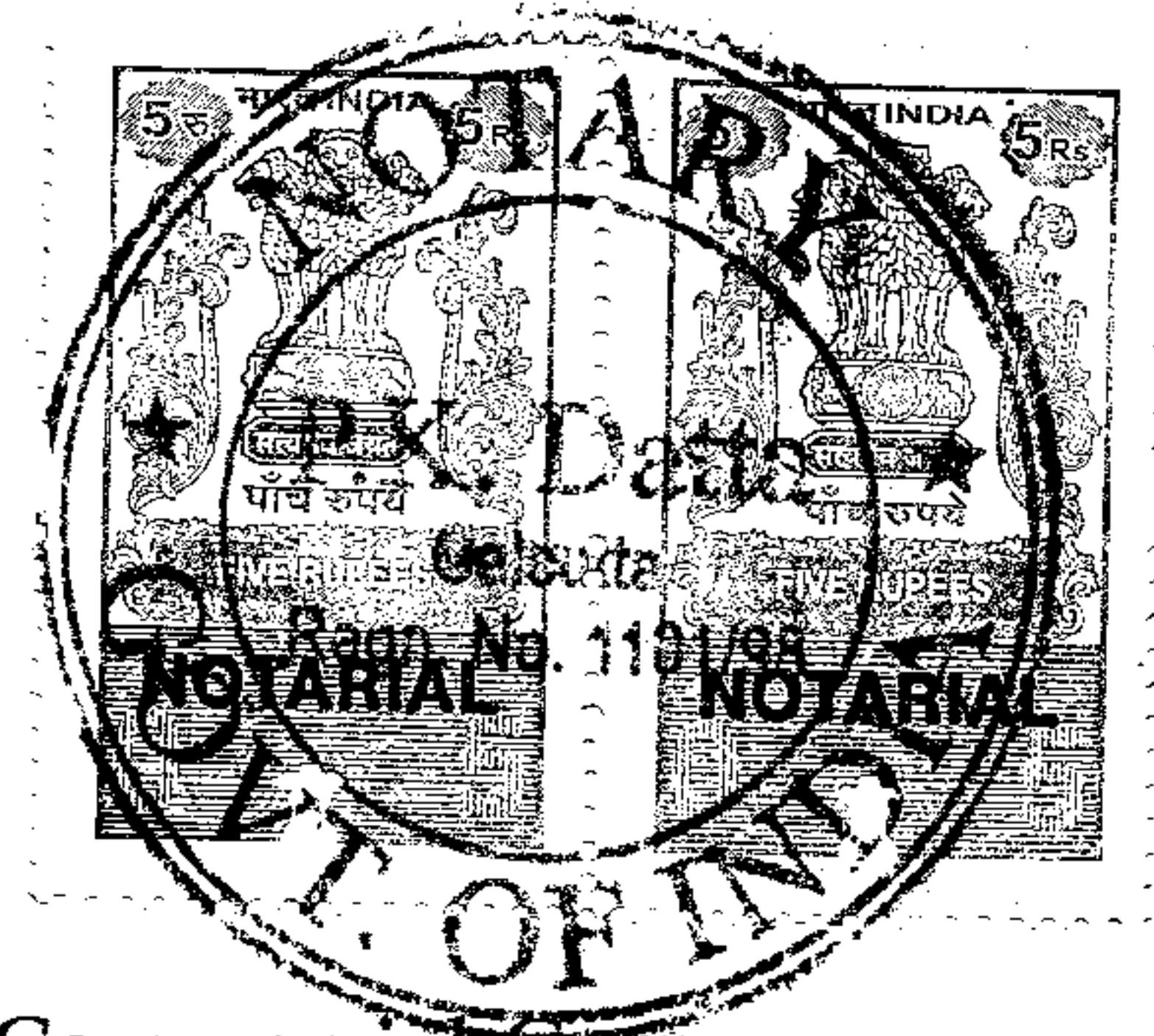




पश्चिम बंगाल पश्चिम बंगाल WEST BENGAL

V 626135

Under hand



LISTING AGREEMENT

This Agreement is made on this 16th day of December, 2015 by Avro Commercial Co Ltd a Company / any other entity duly formed and registered under the relevant Indian Act / statutory enactment of appropriate jurisdiction, including overseas jurisdiction, wherever applicable, and having its registered office at 1, Sarojini Naidu Sarani, 9th Floor, Kolkata 700017 (hereinafter called "the Issuer") with the Metropolitan Stock Exchange of India Limited (hereinafter called "the Exchange").

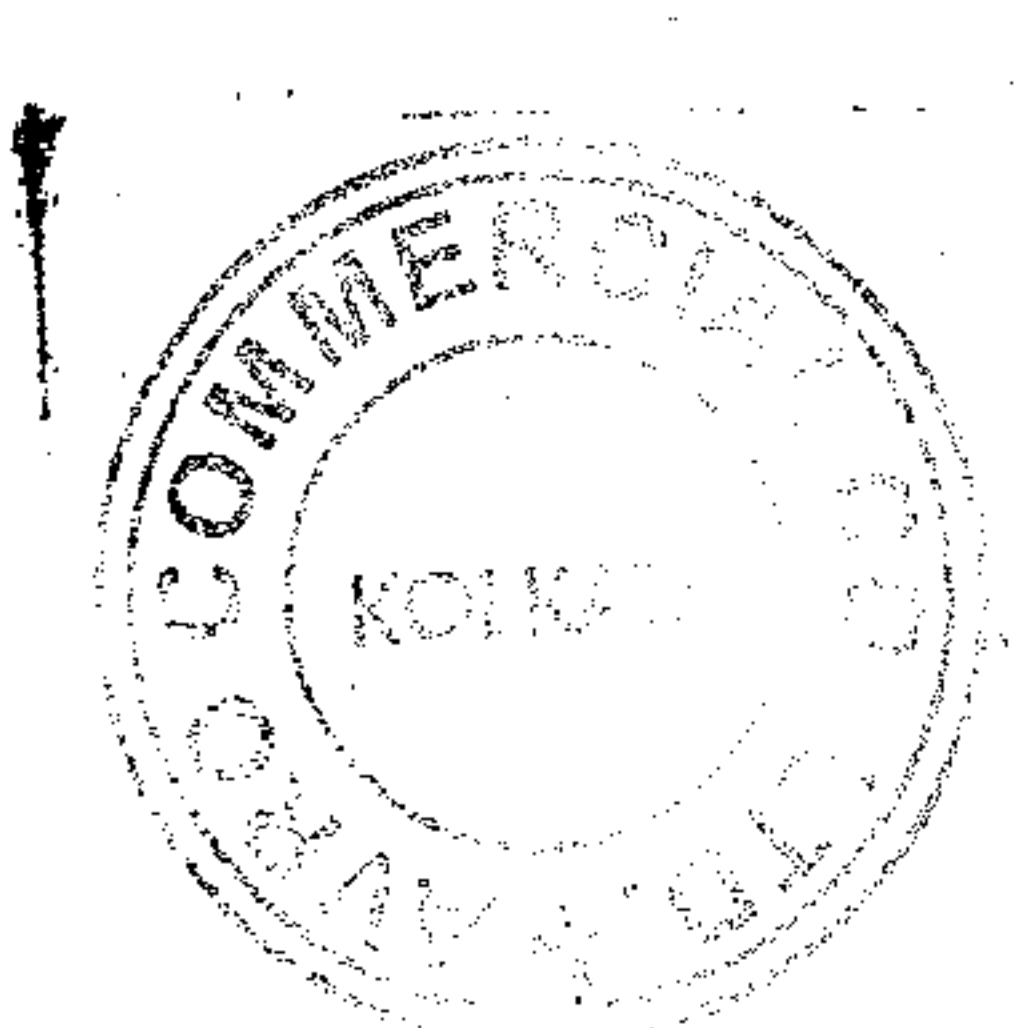
WHEREAS:-

- a. It is a requirement of the Exchange that the Issuer shall submit a listing agreement duly executed along with an application for admission and continued admission of the securities to dealings on the Exchange.
- b. *The Issuer is desirous of continuing the listing of its securities on the Exchange.

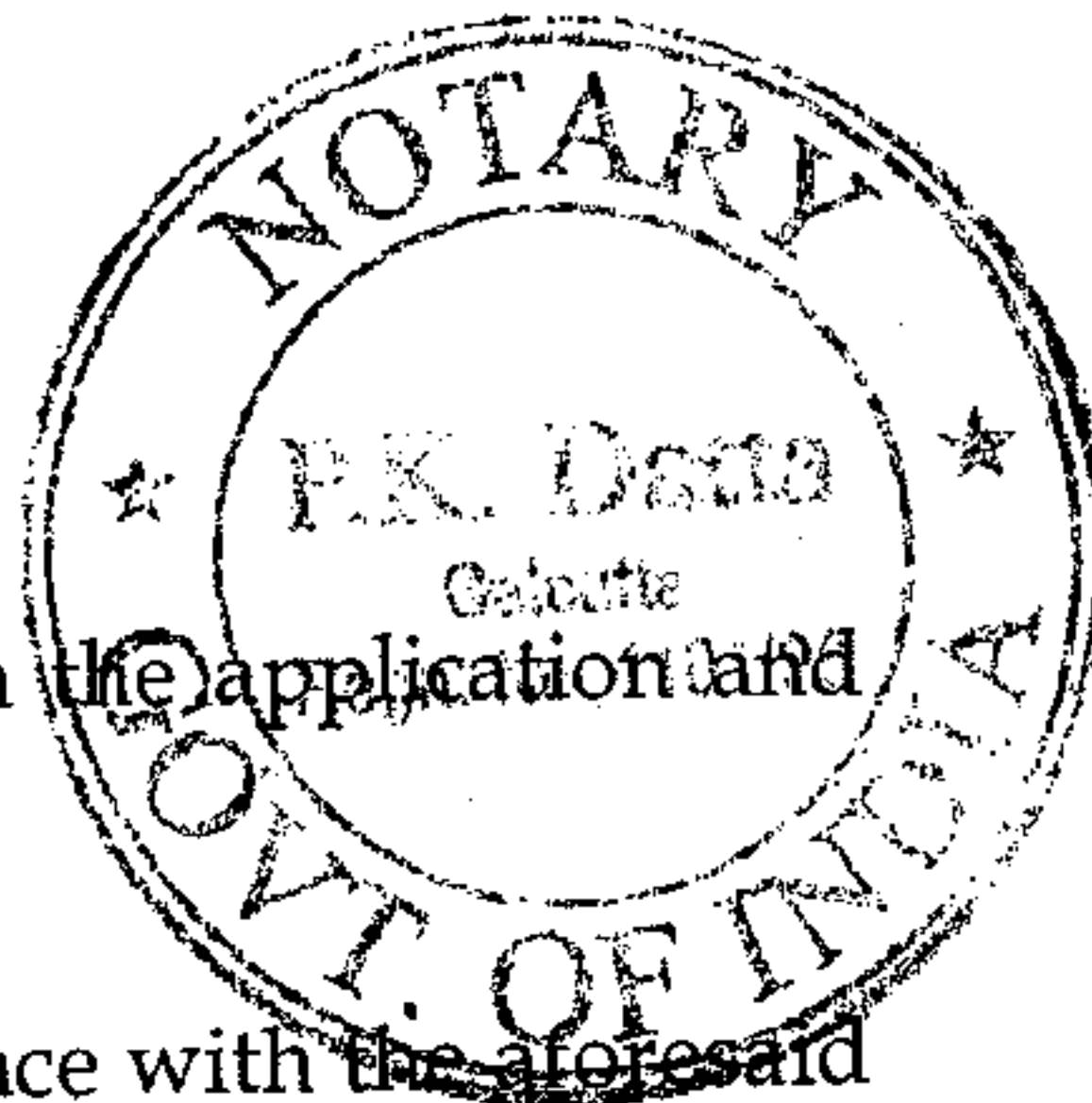
or

P. K. Datta
 Notary
 Regn. No.: 1191/98
 C.M.M.'s Court
 2 & 3, Bankshall Street
 Calcutta - 700 001

6 DEC 2015



Under hand



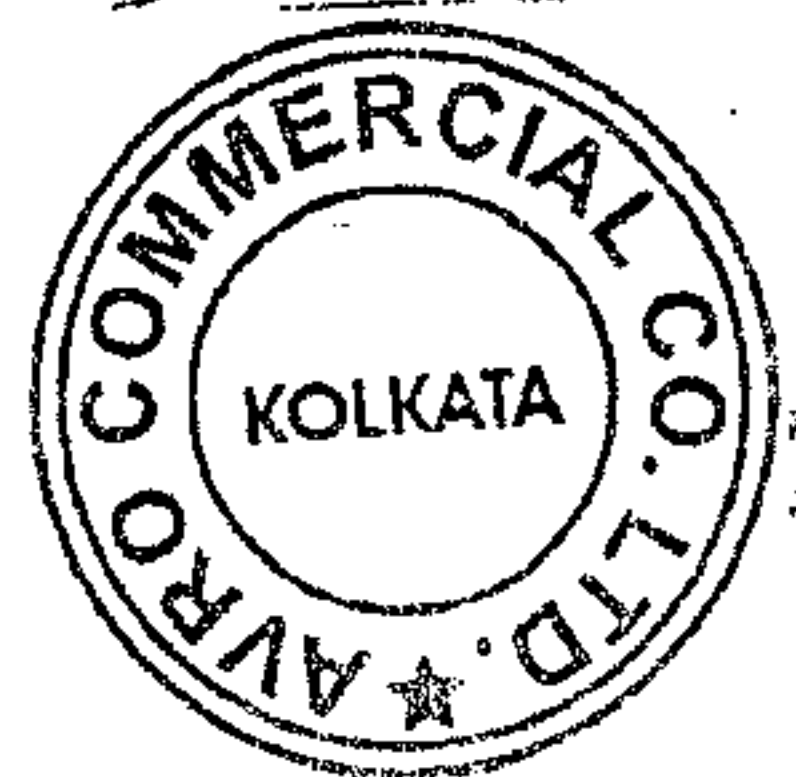
The issuer is desirous of listing its securities as mentioned in the application and made part hereof.

c. The Issuer is desirous of executing this Agreement in compliance with the aforesaid requirement of the Exchange.

NOW THEREFORE in consideration of the aforesaid, the Issuer hereby covenants and agrees with the Exchange as follows:

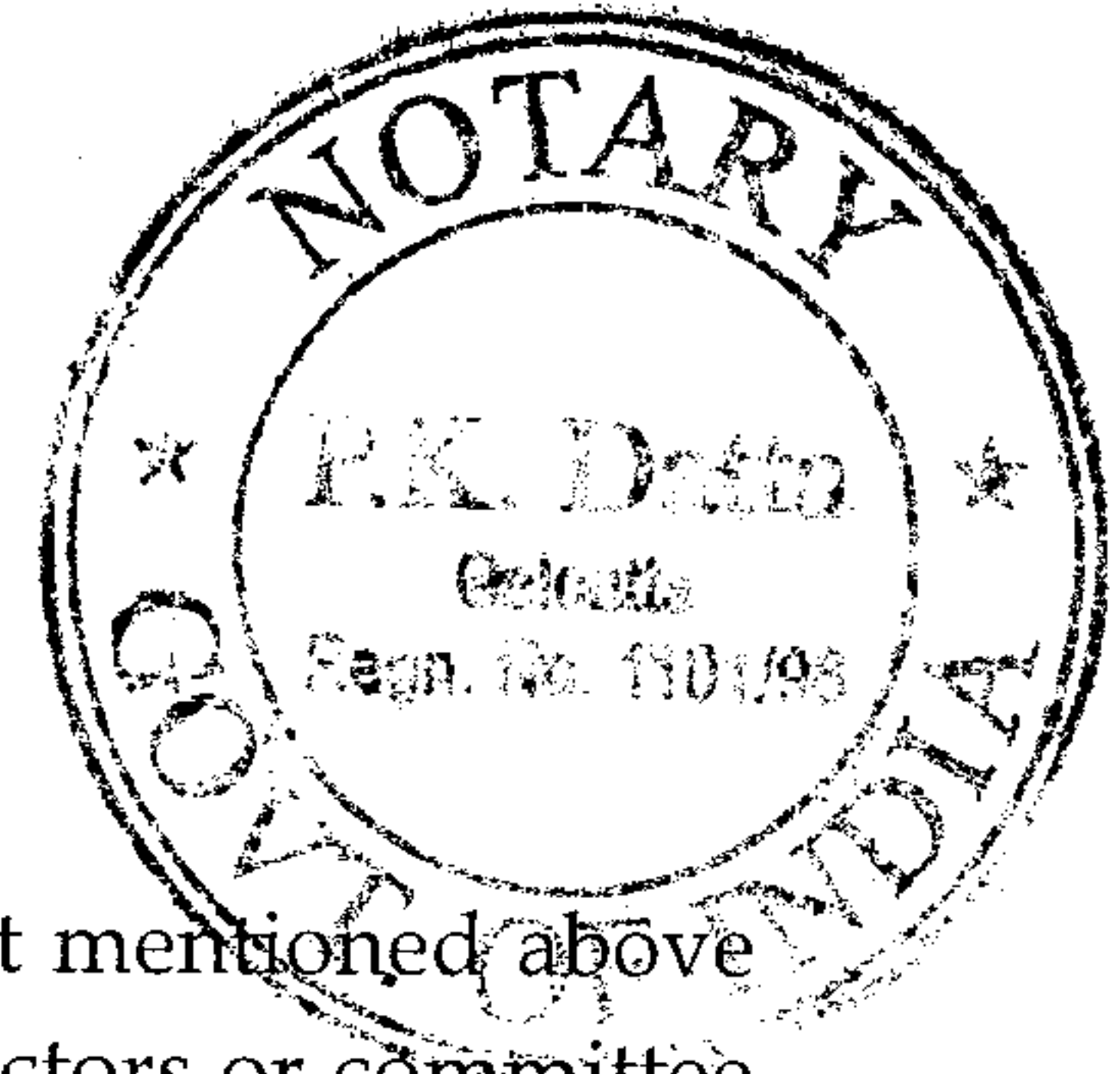
1. That the Issuer shall comply with the extant provisions of all the applicable statutory enactments governing the Issuance, listing and continued listing of securities.
2. That without prejudice to the above clause, the Issuer hereby covenants and agrees that it shall comply with the following:-
 - i. the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and other applicable regulations / guidelines/circulars as may be issued by SEBI from time to time.
 - ii. the relevant byelaws / regulations / circulars / notices / guidelines as may be issued by the Exchange from time to time.
 - iii. such other directions, requirements and conditions as may be imposed by SEBI / Exchange from time to time.
3. That it shall pay listing and such other fees / fines as may be specified / levied by the Exchange from time to time within the prescribed period.
4. That it shall keep intimated the Exchange about change in any information/ details of the issuer.
5. The admission and continued admission of the securities to dealings on the Exchange is subject to the discretion of the Exchange and subject to the powers of the Exchange to prohibit, suspend or withdraw the listing of the securities on the Exchange.
6. That the board of directors or a committee duly authorized by the board of directors of the issuer has passed a resolution for initial listing of the securities on the Exchange at its meeting held on the ... day of 20.. (not applicable in cases where the securities are already listed on the Exchange).
7. Both parties agree that earlier listing agreement stands rescinded and novation carried out in accordance with respective regulations (viz. ICDR, ILDS, NCRPS, etc.) shall not affect any right already accrued or liability incurred by either party nor effect any enquiry or investigation or any other action undertaken by the Exchange or SEBI.

Under hand



P. K. Datta
Notary
Regn. No. 1254703
District Court
7 & 3, Dalhousie Street
Calcutta - 700 011

16 DEC 2015



This Agreement is duly executed on the day, month and year first mentioned above by the authorized signatories duly authorized by the board of directors or committee thereof in their board Meeting held on 13th November, 2015.

SIGNED AND DELIVERED by the within named

AVRO COMMERCIAL CO LTD

Through its Authorized Signatories

Vivek Mundra



Name(s): Mr. Vivek Mundra
Designation(s): Managing Director

Witnesses:

1. Vijay Choudhary (CFO)
*209A, Bhattacharjee Park Road
Kolkata - 700 063*
V Choudhary

2. Namrata Modi (Company Secretary)
*1, Sarojini Naidu Saveri, 9th Floor,
Kolkata - 700 012*
Namrata Modi

Signature Attested by me
on Identification of advocate
[Signature]
P. K. DATTA
Notary

P. K. Datta
Notary
Regn. No.: 110195
C.M.M.'s Court
2 & 3, Bankshall Street
Calcutta - 700 001

6 DEC 2015

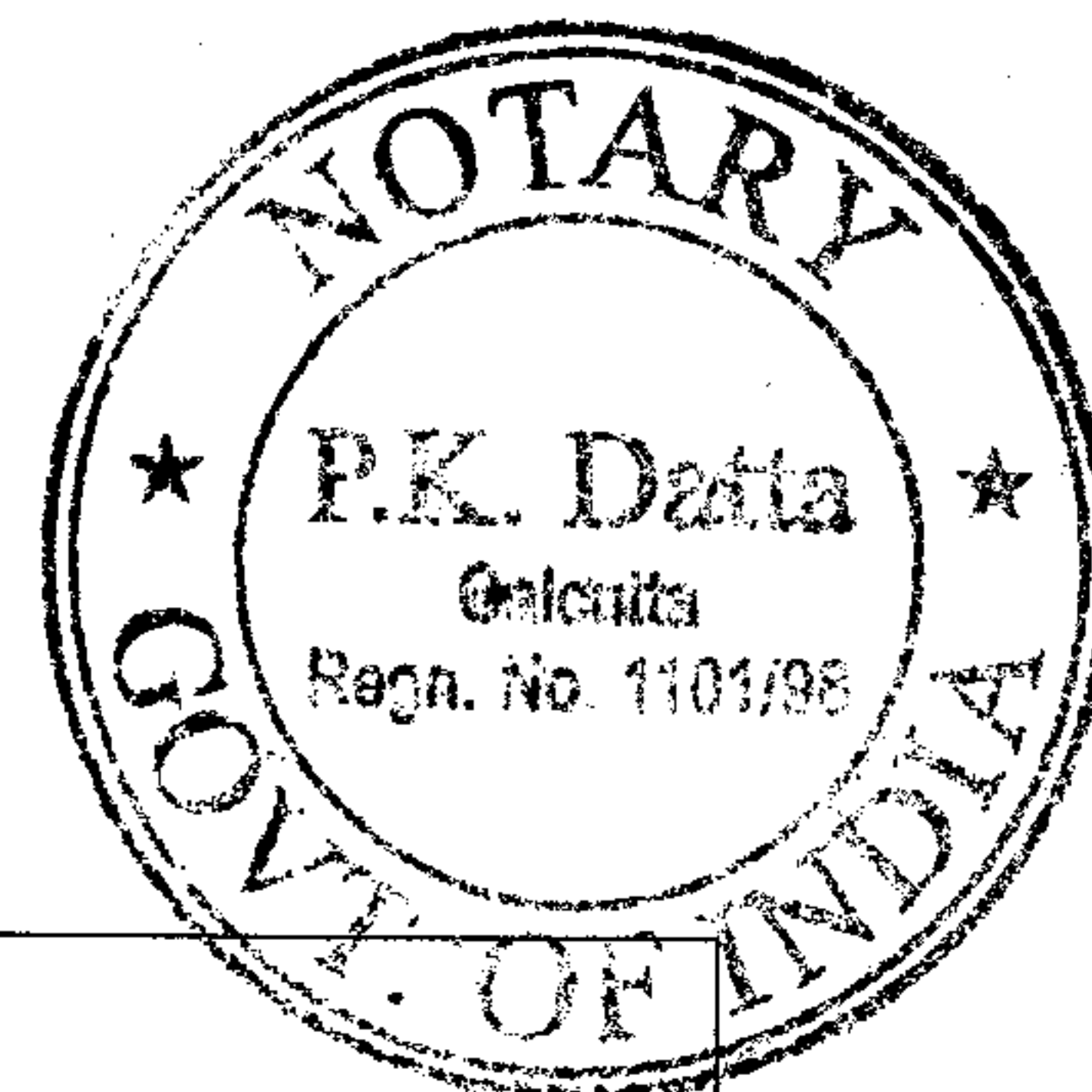
SIGNED by the authorized signatory of Stock Exchange

Mr. Anish Kumar
Head Listing

Anish Kumar
THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED
MUMBAI



Information about the Company and Securities



Name of Issuer	AVRO COMMERCIAL CO LTD		
CIN No	L51433WB1983PLC035882		
Registered Office Address	1, Sarojini Naidu Sarani, 9 th Floor, Kolkata 700017		
Corporate Office Address	1, Sarojini Naidu Sarani, 9 th Floor, Kolkata 700017		
Telephone No.	033-22831865	Fax No.	033-22831597
Website address	www.avro.co.in	e-mail id	cs@avro.co.in

Name of the Company Secretary/ Compliance officer	Namrata Modi		
Telephone no.	033-22831865	Fax No.	033-22831597
e-mail id	cs@avro.co.in		

Securities applied for listing (Please tick (✓) the appropriate boxes)	Specified securities (Main Board)	✓ Equity Shares
	Specified securities (SME Exchange)	
	Specified securities (Institutional Trading Platform)	
	Non-convertible debt securities	
	Non-convertible redeemable preference shares	
	Perpetual debt instrument	
	Perpetual non-cumulative preference shares	
	Indian depository receipts	
	Securitized debt instruments	
	Units issued by Mutual Funds	
Others (Please specify)		

Check hand



6 DEC 2015