

BLUE PEARL TEXSPIN LIMITED

(FORMERLY KNOWN AS E-WHA FOAM INDIA LIMITED)

Regd Off: Office No. 32, Vyapar Bhavan, 49, P.D. Mello Road, Mumbai -400 009, Maharashtra.

CIN -L36104MH1992PLC069447

Tel -022 32997884 Fax 23487884

Email: bluepearltexspin@gmail.com Website: www.bluepearltexspin.com

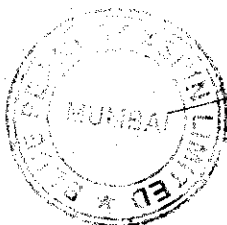
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF BLUE PEARL TEXSPIN LIMITED HELD ON 15TH APRIL, 2015 AT THE REGISTERED OFFICE OF THE COMPANY.

REDUCTION OF SHARE CAPITAL OF THE COMPANY:

"RESOLVED THAT pursuant to Article 10 of the Articles of Association of the Company, Section 100 to 104 and such other applicable provisions of the Companies Act, 1956, subject to the approval of the members of the Company, subject to the sanctions and approvals of the appropriate authorities as may be required, subject to the confirmation by the Hon'ble High Court of Bombay and subject to such terms, conditions or modifications if any, as may be prescribed by such authorities while granting such approvals, consents or permissions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board' which expression shall be deemed to include any Committee of Directors constituted by the Board), the Board of Directors hereby approve the reduction of the subscribed and paid up equity share capital of the Company from 51,20,000 Equity Shares of Rs. 10/- Each aggregating to Rs. 5,12,00,000/- (Rupees Five Crores Twelve Lacs) to Rs. 25,60,000/- (consisting of 256000 issued, subscribed and paid-up equity shares of Rs. 10/- each fully paid up) and cancelled equity share capital amounting to Rs. 4,86,40,000/- (Rupees Four Crores Eighty Six Lacs Forty Thousand Only) shall be utilized to write off the debit balance in the profit and Loss Account of the Company.

"RESOLVED FURTHER THAT after the reduction of capital, the aggregate subscribed and paid up share capital of the Company reduced to Rs. 25,60,000/- (consisting of 256000 issued, subscribed and paid-up equity shares of Rs. 10/- each fully paid up).

"RESOLVED FURTHER THAT consequential amendments be made in the capital clause of the Memorandum of Association and the Articles of Association of the Company after the said reduction becomes operative and effective.



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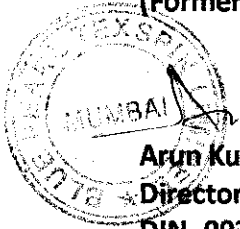
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"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may at their absolute discretion deem necessary or desirable for effectively implementation of the resolution and to settle any questions, difficulties or doubts that may arise in this regard as they may in their absolute discretion deem fit."

Certified True Copy

For BLUE PEARL TEXSPIN LIMITED

(Formerly known as E-WHA FOAM INDIA LIMITED)



Arun Kumar Sharma

Director

DIN- 00369461