

## MODIFICATION NOTICE

<b>To</b>	Man Industries (India) Limited
<b>Address</b>	Man House 102 SV Road Ville Parle(W), Mumbai 400 506, India
<b>DFSA Firm Reference No.</b>	F000281
<b>Notice No.</b>	W131/2009

### THE DFSA HEREBY GIVES NOTICE THAT:

The Rules specified in the left hand column of the table herein do not apply to the above mentioned Person in the form appearing in the Rulebook but instead apply as modified in the right hand column of the table.

### RULES MODIFIED

The Rules specified in the left hand column are modified to the extent shown in the right hand column of the table below. In this table, underlining indicates new text and striking through indicates deleted text, otherwise the Rule remains unaltered. Where a significant number of the paragraphs of the Rule remain un-altered the entire Rule may not be reproduced in the table. In such circumstances the un-altered parts of the Rule will be referred to by the relevant identifying paragraph number or letter, as the case may be.

Rule	Modified Text						
OSR A2.1.1	13.	Annual report and annual financial statements.	(1) Market disclosure of the annual report and annual financial statements.  The annual report must include in respect of the financial year to which it relates: (a) a review of operations during the year and the results of those operations; (b) details of any significant changes in the Reporting Entity's state of affairs during the financial year; (c) the Reporting Entity's principal activities during the year and any significant changes in the nature of those activities during the year; (d) details of any matter or circumstance that has arisen since the end of the year	<u>In respect of the annual financial statements, disclosure must take place As soon as possible after the accounts have been approved but no later than 120 days after the end of the financial period.</u> [Amended][VER6/10-06]  <u>In respect of the annual report (together with the annual financial statements, mentioned above) disclosure must take place as soon as possible after the accounts have been approved in accordance with the requirements of the India Companies</u>	X	X	

			<p>that has significantly affected or may significantly affect:</p> <ul style="list-style-type: none"> <li>(i) the Reporting Entity's operations in future financial years;</li> <li>(ii) the results of those operations in future financial years; or</li> <li>(iii) the Reporting Entity's state of affairs in future financial years; and</li> </ul> <p>(e) likely developments in the Reporting Entity's operations in future financial years and the expected results of those operations;</p> <p>(f) A statement by the auditors that the accounts give a true and fair view of the state of the Reporting Entity's affairs, profit and loss and additional information as may be required.</p> <p>(2) The annual financial statements must be audited by an independent, competent and qualified auditor in accordance with the International Auditing and Assurance Standards Board Financial or other standards acceptable to the DFSA or where appropriate, AAOIFI standards.</p> <p><b>Guidance</b></p> <ol style="list-style-type: none"> <li>1. An annual report and a financial statement are two separate documents. The filing of a financial statement alone does not satisfy the obligation of the Reporting Entity to file the annual report with the DFSA. Financial statements can be filed separately or as part of the annual report.</li> <li>2. The DFSA expects that the Reporting Entity, within its annual report, makes appropriate levels of disclosure for different types of Securities. Accordingly, the disclosure made for an Issuer of Shares would be significantly more extensive than the disclosure made in respect of an Issuer of Debentures.</li> </ol>	<u>Act.</u>			
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## CONDITIONS

The modification in respect of the Rules specified above remains in effect for the duration of the period set out below on condition that the above named Person to whom this notice

applies continues to have its ordinary shares admitted to the official list of National Stock Exchange of India and the Bombay Stock Exchange.

If any one or more of the conditions stated above is breached, this notice ceases to have effect forthwith and the Rules specified in the table herein apply to the above mentioned Person to whom this notice applies in their unmodified form as they appear in the applicable module of the Rulebook in force at the relevant time.

### **EFFECTIVE PERIOD**

This notice comes into effect on the date of issue of this notice and remains in force until the delisting of Global Depository Receipts over ordinary shares of Man Industries (India) Limited from Nasdaq Dubai's Official List of Securities or until further notice, whichever is the earlier.

### **INTERPRETATION**

The provisions in this notice are to be construed in accordance with GEN section 6.2 as if these provisions are provisions of the Rulebook.

Defined terms are identified in this notice by the capitalisation of the initial letter of a word or of each word in a phrase and are defined in the Glossary (GLO). Unless the context otherwise requires, where capitalisation of the initial letter is not used, an expression has its natural meaning.

### **THIS NOTICE IS ISSUED UNDER ARTICLE 25 OF THE REGULATORY LAW 2004 BY:**

Name : : Martin Kinsky

Position : : Acting Chief Executive

**DATE OF ISSUE:** : 28 July 2009