



PENNAR INDUSTRIES LIMITED



Compliance report as per requirement specified in SEBI circular No. CFD/ DIL3/ CIR/ 2017/21 dated 10 March 2017 ('SEBI Circular').

It is hereby certified that the draft Scheme of Amalgamation of Pennar Engineered Building Systems Limited ('PEBS' or 'First Transferor Company') and Pennar Enviro Limited ('PEL' or 'Second Transferor Company') with Pennar Industries Limited ('PIL' or 'Transferee Company') and their respective shareholders does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular referred above, including the following:

Sr No.	Reference	Particulars
1.	Regulations 17 to 27 of LODR Regulations	Corporate Governance Requirements
2.	Regulation 11 of LODR Regulations	Compliance with security laws
Requirements of the aforesaid circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

for Pennar Industries Limited

Mirza Mohammed Ali Baig

Mirza Mohammed Ali Baig
Company Secretary

Aditya Rao

Aditya Rao
Managing Director



Certified that the transactions / accounting treatment provided in the draft Scheme of Amalgamation of Pennar Engineered Building Systems Limited and Pennar Enviro Limited with Pennar Industries Limited and their respective shareholders are in compliance with all the Accounting Standards applicable to a listed entity.

Aditya Rao

Aditya Rao
Managing Director



Place: Hyderabad

Date: 28th November, 2017

Manufacturers of Cold Roll Formed Sections, Sheet Metal Pressed, Fabricated & Machined Components, Precision Electric Resistance Welded Tubes, Cold Drawn electric resistance Welded Tubes, and Fabricated Components & Structures. Design Development, Manufacture of Hydraulic Cylinders

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