

Mafatlal

MAFATAL INDUSTRIES LIMITED

Regd. Office : 301-302, Heritage Horizon, 3rd Floor, Off. C. G. Road,
Navrangpura, Ahmedabad 380 009. Email : ahmedabad@mafatal.com
Tel. : 079 2644440406 Fax : 079 26444403

Corp. Off. : Mafatlal House, 5th Floor, H.T. Parekh Marg,
Backbay Reclamation, Churchgate, Mumbai - 400 020.

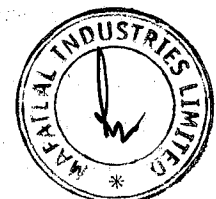
Tel. : 91 022 6617 3636, Fax : 91 022 6635 7633

CIN : L17110GJ1913PLC000035 Website : www.mafatal.com

Compliance Report

It is hereby certified that the draft Scheme of Arrangement between Mafatlal Industries Limited ("the Company") and its shareholders ("Scheme") under Section 230 and other applicable provisions of the Companies Act, 2013 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 this circular, including the following:

Sr. No.	Reference	Particulars	Whether complied or no
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied.
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied.
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchange	Complied.
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Not applicable. The Scheme does not involve any arrangement with unlisted entities.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Not applicable. Undertaking specifying the non-applicability of valuation report is enclosed as part of this application.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. The certificate received from the Statutory Auditors of the Company viz. M/s. Price Waterhouse Chartered Accountants LLP, Is enclosed as part of this application.



ARVIND MAFATAL GROUP
The ethics of excellence

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Sr. No.	Reference	Particulars	Whether complied or no
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	The Company will comply with the provisions of e-voting as per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. Provisions of Part I (A)(10)(b) read with Part I (A)(10)(a) of Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 are not applicable. In this regard, certificate from the Statutory Auditors of the Company viz. M/s. Price Waterhouse Chartered Accountants LLP is enclosed as part of this application.

Amish Shah

Amish Shah
Company Secretary

P. H. Mafatlal

P. H. Mafatlal
Managing Director

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Mafatlal Industries Limited, and its shareholders under Section 230 and other applicable provisions of the Companies Act, 2013 are in compliance with all the Accounting Standards applicable to a listed entity.

Milan Shah

Milan Shah
Chief Financial Officer

P. H. Mafatlal

P. H. Mafatlal
Managing Director

Date: 14 November 2022.

Place: Mumbai

