

## CG Power and Industrial Solutions Limited

Registered Office:  
CG House, 6th Floor, Dr Annie Besant Road, Worli, Mumbai 400 030, India  
T: +91 22 2423 7777 F: +91 22 2423 7733 W: www.cgglobal.com  
Corporate Identity Number: L99999MH1937PLC002641



### COMPLIANCE REPORT

It is hereby certified that the Draft Scheme of Arrangement ("**Scheme**") involving CG Power and Industrial Solutions Limited ("**the Company**") 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 ("**SEBI LODR**") and the SEBI Master Circular No. SEBI/H/CFD/DIL1/CIR/P/2021/0000000665 dated 23<sup>rd</sup> November, 2021 ("**SEBI Master Circular**"), including the following:

Sr. No.	Reference	Particulars	Whether Complied or Not
1	Regulations 17 to 27 of SEBI LODR Regulations	Corporate governance requirements	Complied.
2	Regulation 11 of SEBI LODR Regulations	Compliance with securities laws	Complied.
Requirements of the SEBI Master Circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	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. Since, the Scheme does not involve any merger, demerger or amalgamation between the Company any other entity and no securities are proposed to be issued pursuant to the Scheme.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. The certificate issued by the Statutory Auditors of the Company viz. S R B C & Co. LLP, Chartered Accountants dated 19 <sup>th</sup> October, 2022 is enclosed as part of this application.
(e)	Para (I)(A)(9)	Provision of approval of public shareholders	Not applicable. Since, the corresponding provisions of Part I (A) (10) (b) read with I

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		through e-voting	(A) (10) (a) of SEBI Master Circular is not applicable. In this regard, certificate from Statutory Auditors of the Company viz. S R B C & Co. LLP, Chartered Accountants dated 19 <sup>th</sup> October, 2022 is enclosed as part of this application in compliance with provisions of Part I (A) (10) (c).
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**Company Secretary**

**Managing Director**

Certified that the transactions/ accounting treatment provided in the Scheme involving the Company are in compliance with all the Accounting Standards applicable to the listed entity.

**Chief Financial Officer**

**Managing Director**

Date: 31<sup>ST</sup> OCTOBER, 2022

