

ANNEXURE XI**Compliance Report**

It is hereby certified that the draft scheme of arrangement involving Udaipur Cement Works Limited (UCWL) 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 Master Circular no SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20 June, 2023 (this Circular), including the following:

Sl.	Reference	Particulars	Remarks
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 SEBI circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities	Complied Information pertaining to unlisted entities involved in the Scheme will be provided in the explanatory statement as per the format prescribed
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied Enclosed as annexure to this application
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied Enclosed as annexure to this application
(e)	Para (I)(A)(9)	Provision of approval of public shareholders	Will be complied

hh
(Poonam Singh)
Company Secretary



Shrivats Singhania
(Shrivats Singhania)
Director & Chief Executive Officer

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CIN: L26943RJ1993PLC007267


PLATINUM
HEAVY DUTY
CEMENT

www.udaipurcement.com

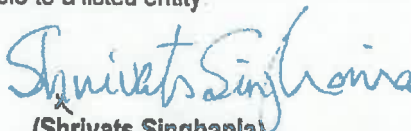

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ANNEXURE

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving UCWL are in compliance with all the Accounting Standards applicable to a listed entity.


(Pranav Chitre)
Chief Financial Officer


(Shrivats Singhanla)
Director & Chief Executive Officer

Date:05.08.2024



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