

COMPLIANCE REPORT

It is hereby certified that the draft scheme of arrangement involving Sanghi Industries Limited (“**Transferor Company**”) and Ambuja Cements Limited (“**Transferee 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 and this circular i.e. SEBI Master Circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 [“SEBI Master Circular”], including the following:

Sr. No.	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 the SEBI Scheme 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.	Complied
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report.	Complied.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards.	Complied.
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	The Company will obtain the approval of public shareholders through e-voting in compliance with the applicable provisions of SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/93 dated June 20, 2023 as amended from time to time.

For **Ambuja Cements Limited**

Manish
Vinodchandra
Mistry

Digitally signed by Manish
Vinodchandra Mistry
Date: 2025.01.02 14:17:18
+05'30'

Manish Mistry
**Company Secretary and Compliance
Officer**

Ambuja Cements Limited

Registered Office:

Adani Corporate House

Shantigram, Near Vaishno Devi Circle,

S. G. Highway, Khodiyar,

Ahmedabad – 382 421, Gujarat, India

Ph +91 79-2656 5555

www.ambujacement.com

CIN: L26942GJ1981PLC004717

For **Ambuja Cements Limited**

AJAY KAPUR

Digitally signed by AJAY KAPUR
Date: 2025.01.02 14:16:26 +05'30'

Ajay Kapur
**Whole Time Director and Chief Executive
Officer**

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Sanghi Industries Limited (**Transferor Company**) and Ambuja Cements Limited (**Transferee Company**) are in compliance with all the Accounting Standards applicable to a listed entity.

For **Ambuja Cements Limited**

VINOD
BAHETY

Digitally signed by
VINOD BAHETY
Date: 2025.01.02
14:17:03 +05'30'

Vinod Bahety
Chief Financial Officer

For **Ambuja Cements Limited**

AJAY KAPUR

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KAPUR
Date: 2025.01.02 14:16:49
+05'30'

Ajay Kapur
**Whole Time Director and Chief Executive
Officer**

Date: 2nd January, 2025

Ambuja Cements Limited

Registered Office:

Adani Corporate House
Shantigram, Near Vaishno Devi Circle,
S. G. Highway, Khodiyar,
Ahmedabad – 382 421, Gujarat, India
Ph +91 79-2656 5555
www.ambujacement.com
CIN: L26942GJ1981PLC004717

For **Sanghi Industries Limited**



Anil Agrawal
Company Secretary and Compliance Officer

For **Sanghi Industries Limited**



Sukuru Ramarao
Whole Time Director and Chief Executive Officer

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Sanghi Industries Limited (**Transferor Company**) and Ambuja Cements Limited (**Transferee Company**) and their respective shareholders, are in compliance with all the Accounting Standards applicable to a listed entity.

For **Sanghi Industries Limited**



Sanjay Kumar Khajanchi
Chief Financial Officer

For **Sanghi Industries Limited**



Sukuru Ramarao
Whole Time Director and Chief Executive Officer

Date: December 31, 2024

Registered Office

Sanghi Industries Limited
Sanghinagar – 501511
R.R. District, Telangana, India
Ph: 08415-242217
www.sanghicement.com

Corporate Office

Adani Corporate House
Shantigram, S. G. Highway
Khodiyar, Ahmedabad – 382421
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