

(9)

Thambbi Modern Spinning Mills Limited

CIN : L17111TZ1977PLC000776



2(h)

Annexure IV

FORMAT OF THE COMPLIANCE REPORT TO BE SUBMITTED ALONG WITH THE DRAFT SCHEME

It is hereby certified that the draft scheme of arrangement 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:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this Circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	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)	The applicable clause for this listed entities is Para (I)(A)(9)(c) as per SEBI Circular dated 10 th March, 2017. The listed entity shall furnish an undertaking certified by the auditor and duly approved by the Board of the company, clearly stating the reasons for non-applicability of Para (9) (a).

Aishwarya
Company Secretary

[Signature]
Managing Director

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

[Signature]
Chief Financial Officer

[Signature]
Managing Director