RPIL

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ANNEXURE VI

Compliance Report

It is hereby certified that the draft scheme of arrangement involving Ritesh Spinning Mills Limited ('Transferor Company 1"), Ritesh Impex Private Limited ("Transferor Company 2") and H.B. Fibres Limited (" Transferor Company 3") with and into Ritesh Properties and Industries 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, 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)(2)	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)	Provision of approval of public shareholders through e-voting

Company Secretary

Managing Director

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Ritesh Spinning Mills Limited ('Transferor Company 1"), Ritesh Impex Private Limited ("Transferor Company 2") and H.B. Fibres Limited (" Transferor Company 3") with and into Ritesh Properties and Industries Limited (" Transferee Company) are in compliance with all the Accounting Standards applicable to a listed entity.

Chief Financial Officer

Managing Director

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