

NAVA BHARAT

# NAVA BHARAT VENTURES LIMITED

NAVA BHARAT CHAMBERS, RAJ BHAVAN ROAD, HYDERABAD - 500 082, TELANGANA, INDIA

Query - ⑤

NBV/SECTL/406 /2019-20

August 19, 2019

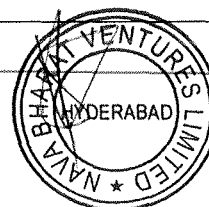
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
MUMBAI – 400 051  
NSE Symbol : 'NBVENTURES'

The General Manager  
Dept. of Corp. Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
MUMBAI – 400 001  
Scrip Code: '513023'/'NBVENTURE'

## Compliance Report as specified in Part-A of Annexure I of SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017

It is hereby certified that the draft scheme of reduction of capital involving Nava Bharat Ventures Limited and its shareholders and creditors under Section 66 of the Companies Act, 2013, 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:

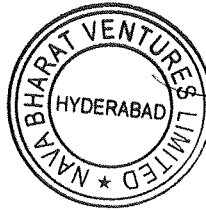
S. No.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	The Corporate governance requirements as per the provisions of Regulations 17 to 27 of LODR Regulations have been complied with.
2	Regulation 11 of LODR Regulations	The Scheme of Reduction of Capital does not in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s).
<b>Requirements of SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017</b>		
(a)	Para (I)(A)(2)	The company is complied with all the points stated under Para (I)(A)(2) of the SEBI Circular. All the required documents as specified in the above Circular are being submitted along with this Compliance Report.
(b)	Para (I)(A)(3)	Not Applicable – Since the scheme of reduction of capital does not involve unlisted entities.
(c)	Para (I)(A)(4) (a)	The Valuation Report dated August 8, 2019 from Mr. V GANGADHARA RAO N, Chartered Accountants, Registered Valuer (Securities or Financial Assets) is enclosed herewith.  The fairness opinion dated August 9, 2019 from KARVY INVESTOR SERVICES LIMITED is also enclosed.



(d)	Para (I)(A)(5)	Certificate dated 09.08.2019 obtained from Statutory Auditors of the Company viz., Walker Chandiok & Co LLP, confirming that the accounting treatment prescribed in the Scheme is in compliance with the applicable accounting standards is enclosed.
(e)	Para (I)(A)(9)	The requirements stated in Para (I)(A)(9) (a)&(b) are not applicable and the undertaking, certified by the auditor and approved by the Board of Directors of Nava Bharat Ventures Limited, stating the reasons for non-applicability of the aforesaid Para is enclosed with the application.

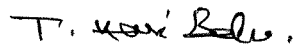


**VSN Raju**  
Company Secretary &  
Vice President

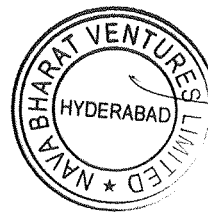



**P. Trivikrama Prasad**  
Managing Director

Certified that the transactions / accounting treatment provided in the draft scheme of reduction of capital involving Nava Bharat Ventures Limited and its shareholders - Nav Energy Private Limited (acting as Trustee) and Nava Bharat Ventures Employee Welfare Trust through its Trustees - Barclays Wealth Trustees (India) Private Limited, are in compliance with all the Accounting Standards applicable to a listed entity.



**T. Hari Babu**  
Chief Financial Officer




**P. Trivikrama Prasad**  
Managing Director