Sunil Kumar Gupta & Co.
CHARTERED ACCOUNTANTS
PAN No. : AAPFS4605Q
GST No. : 07AAPFS4605Q1ZH

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B-10, Magnum House-I,
Karam Pura Commercial Complex,
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ANNEXURE V

To,
The Board of Directors,
Pritika Auto Industries Limited
Plot No. C-94, Phase-VII,
Industrial Focal Point, S.A.S. Nagar,
Mohali PB 160055

We, M/S. Sunil Kumar Gupta & Co. Chartered Accountants the statutory auditors of **Pritika Auto Industries Limited**), (hereinafter referred to as "the Company"), having its registered office situated at Plot No. C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali PB 160055, have examined the proposed accounting treatment specified in clause 27 of the Draft Scheme of Arrangement between Pritika Industries Limited (PIL) (the Demerged Company) with Pritika Auto Industries Limited, (PAIL) (the Resulting Company) and their respective shareholders in terms of the provisions of section(s) 230 to 232 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards), Rule, 2015, as amended, (the applicable Accounting Standards) and other generally accepted accounting principles.

Management's responsibility

The responsibility for the preparation of the draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standard read with the rules made there under and other generally accepted accounting principles as aforesaid, is that of the Board of Directors of the Company. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the draft Scheme and applying on appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is only to examine and report whether the accounting treatment referred to in Clause 27 of the Proposed Scheme referred to above comply with the applicable Accounting Standard and other generally accepted accounting principles.

Sunil Kumar Gupta & Co. New Delhi Chartered Accountants

Pritika Auto Industries Ltd.

Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company.

We carried out our examination in accordance with the Guidance Note on Audit Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by (ICAI).

Opinion

Based on our examination and according to the information and explanations given to us, pursuant to the requirement of para 5 of Annexure I to SEBI Master Circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 issued by SEBI, we are of the opinion that the accounting treatment in Clause 27 of the Scheme of Arrangement, is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued thereunder and all the applicable Accounting Standard notified by the Central Government under Section 133 of the Companies Act, 2013, read with the rules made there under, and other generally accepted accounting principles, as applicable.

Restriction on use

This Certificate is issued at the request of the Pritika Auto Industries Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the BSE Limited and National Stock Exchange of India Limited (NSE) and National Company Law Tribunal. This Certificate should not be used for any other purpose without our prior written consent.

For **M/S. Sunil Kumar Gupta & Co.**
Chartered Accountants
Firm Registration No.: 003645N

Sunil Kumar Gupta & Co. New Delhi Chartered Accountants

CA Sunil Kumar Gupta
Partner
Membership Number: 082486
UDIN: - 21082486AAAAAT3560
Place: New Delhi
Date: 14th August, 2021

Pritika Auto Industries Ltd.

Certified True Copy
For Pritika Auto Industries Ltd.
Company Secretary
C. B. GUPTA

A.K. SOOD & ASSOCIATES
CHARTERED ACCOUNTANTS
S.C.O. 126-127, IInd FLOOR, SECTOR 8-C, MM, CHANDIGARH.
E-mail: aksood_53@hotmail.com PHONE NO. 0172-4800470

To,
The Board of Directors,
Pritika Industries Limited
Plot No. C-94, Phase-VII,
Industrial Focal Point, S.A.S. Nagar,
Mohali PB 160055

We, M/S. A.K. Sood &Associates Chartered Accountants the statutory auditors of **Pritika Industries Limited**), (hereinafter referred to as "the Company"),having its registered office at situated at Plot No. C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali PB 160055, have examined the proposed accounting treatment specified in clause 26 of the Draft Scheme of Arrangement between Pritika Industries Limited (PIL) (the Demerged Company) with Pritika Auto Industries Limited, (PAIL) (the Resulting Company) and their respective shareholders in terms of the provisions of section(s) 230 to 232 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards), Rule, 2015, as amended, (the applicable Accounting Standards) and other generally accepted accounting principles.

Management's responsibility

The responsibility for the preparation of the Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standard read with the rules made there under and other generally accepted accounting principles as aforesaid, is that of the Board of Directors of the Company. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Scheme and applying on appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is only to examine and report whether the accounting treatment referred to in Clause 26 of the Proposed Scheme referred to above comply with the applicable Accounting Standard, and other generally accepted accounting principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company.

A.K. SOOD & ASSOCIATES Chartered Accountants CHANDIGARH

PRITIKA INDUSTRIES LIMITED

We carried out our examination in accordance with the Guidance Note on Audit Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by (ICAI).

Opinion

Based on our examination and according to the information and explanations given to us, pursuant to the requirement of para 5 of Annexure I to SEBI Master Circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 issued by SEBI, we are of the opinion that the accounting treatment in Clause 26 of the Scheme of Arrangement, is in compliance with SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015 and circulars issued thereunder and all the applicable Accounting Standard notified by the Central Government under Section 133 of the Companies Act, 2013, read with the rules made there under, and other generally accepted accounting principles, as applicable

Restriction on use

This Certificate is issued at the request of the Pritika Industries Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the BSE Limited and National Stock Exchange and National Company Law Tribunal. This Certificate should not be used for any other purpose without our prior written consent.

For A.K.Sood & Associates
Chartered Accountants

A.K. SOOD & ASSOCIATES Chartered Accountants CHANDIGARH

Place: Chandigarh
Dated: 14.08.2021

(Gaurav Sood)
F.C.A.
Membership No. 507583
UDIN: 21507583AAAALI8780

PRITIKA INDUSTRIES LIMITED

Certified True Copy
For Pritika Industries Limited
Company Secretary
(Manmeet Kaur Sihota)