Annexure 1

Vakrangee
सशक्त परिवर्तन

Vakrangee Limited "Vakrangee Corporate House", Plot No. 93,
Road No. 16, M.I.D.C, Marol, Andheri (East), Mumbai 400093, Maharashtra
W. www.vakrangee.in | L. +91 22 2850 3412 / +91 22 6776 5100
F: +91 22 2850 2017 | CIN : L65990MH1990PLC056669

November 15, 2021

To, **Listing Department** **Bombay Stock Exchange Limited** P.J. Towers, Dalal Street, Fort, Mumbai - 400 001.	**To,** **Manager – Listing Compliance** **National Stock Exchange Limited** Exchange plaza, Bandra Kurla complex, Bandra (E) Mumbai 400051

Sub: Compliance Report

Dear Sir/Madam,

It is hereby certified that the draft Scheme of Arrangement for Demerger between Vakrangee Limited (**"Demerged Company"**) and VL E-Governance & IT Solutions Limited (**"Resulting Company"**) and their respective shareholders, 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 circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated 22nd December 2020 (as amended from time to time) on the scheme of arrangement and demerger involving listed companies issued by the SEBI, including the following:

Sr. No.	Reference	Particulars	Complied / Not Applicable
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 this 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

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(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting.	Not Applicable The requirement relating to provisions of approval of public shareholders through e-voting is not required, undertaking from the auditor clearly stating the reason for non-applicability is attached herewith.

Sachin Khandekar
Company Secretary

Dinesh Nandwana
Managing Director & Group CEO

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Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Vakrangee Limited (**"Demerged Company"**) and VL E-Governance & IT Solutions Limited (**"Resulting Company"**) are in compliance with all the Accounting Standards applicable to a listed entity.

Ajay Jangid
Chief Financial Officer

Dinesh Nandwana
Managing Director & Group CEO

VAKRANGEE LIMITED MUMBAI