Annexure Cr- Compliance certificate of Transferee Co.

August 12, 2022

To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001

HG INDUSTRIES LIMITED
(Formerly Himalaya Granites Limited)

Dear Sir/Madam,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with respect to the proposed Scheme of Arrangement between HG Industries Limited *(formerly Himalaya Granites Limited)* (the "Company" or "Transferor Company") and Greenlam Industries Limited ("Transferee Company") and their respective shareholders and all concerned for the amalgamation of the Transferor Company with and into the Transferee Company ("Scheme")

It is hereby certified that the draft scheme of arrangement involving HG Industries Limited and Greenlam Industries Limited 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 SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, as amended from time to time, including the following:

Sl.	Reference	Particulars	Compliance
1.	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Not Applicable*
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)(2)	Conditions for schemes of arrangement involving unlisted	Not Applicable
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting	Complied
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Complied

** Not Applicable pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

For **HG INDUSTRIES LIMITED**

HARIOM PANDEY
COMPANY SECRETARY

HG INDUSTRIES LIMITED

For **HG INDUSTRIES LIMITED**

RAMESH KUMAR HARITWAL
MANAGING DIRECTOR & CEO
DIN: 01486666

Annexure H- Compliance Certificate of Transferee Co.

August 12, 2022

Greenlam Industries Limited

To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with respect to the proposed Scheme of Arrangement between HG Industries Limited *(formerly Himalaya Granites Limited)* ("Transferor Company") and Greenlam Industries Limited (the "Company" or "Transferee Company") and their respective shareholders and all concerned for the amalgamation of the Transferor Company with and into the Transferee Company ("Scheme")

It is hereby certified that the draft scheme of arrangement involving HG Industries Limited and Greenlam Industries Limited 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 SEBI Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, as amended from time to time, including the following:

Sl.	Reference	Particulars	Compliance
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)(2)	Conditions for schemes of arrangement involving unlisted entities	Not Applicable
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Complied

For **GREENLAM INDUSTRIES LIMITED**

PRAKASH KUMAR BISWAL
COMPANY SECRETARY &
VICE PRESIDENT - LEGAL

GREENLAM INDUSTRIES LIMITED NEW DELHI

For **GREENLAM INDUSTRIES LIMITED**

SAURABH MITTAL
MANAGING DIRECTOR & CEO
DIN: 00273917