

### **COMPLIANCE REPORT**

To,

### **BSE LIMITED**

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001, Maharashtra, India.

Company Code: MHLXMIRU

Script Code: 514450

Dear Sir/Madam,

Sub.:- Application under Regulation 37 of the SEBI (LODR), Regulations, 2015 for the proposed Scheme of Arrangement between Mahalaxmi Rubtech Limited (MRT) (CIN:-L25190GJ1991PLC016327) (Hereinafter referred to as "the Demerged Company"); Mahalaxmi Fabric Mills Private Limited (Formerly Known As "Sonnet Colours Pvt Ltd") (MFMPL) (CIN:- U17100GJ1991PTC015345) (Hereinafter referred to as "the First Resulting Company"); and Globale Tessile Private Limited (GTPL) (CIN:-U17299GJ2017PTC098506) (Hereinafter referred to as "the Second Resulting Company") and their respective Shareholders and Creditors

It is hereby certified that the draft Scheme of Arrangement between Mahalaxmi Rubtech Limited (MRT); Mahalaxmi Fabric Mills Private Limited (Formerly Known As "Sonnet Colours Pvt Ltd") (MFMPL); and Globale Tessile Private Limited (GTPL) and their respective Shareholders and Creditors, does not, in any way violate, override or limit the provisions of the Securities Laws or requirements of the Stock Exchanges i.e. the BSE Limited and the National Stock Exchange of India Limited and the same is in compliance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [(LODR) Regulations] and the SEBI's Master Circular No.:-SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23<sup>rd</sup> November, 2021 (Circular), including the following:-

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Sr.	Reference	Particulars	Whether
No.			Complied or Not
1	Regulations 17 to 27	Corporate governance requirements	Yes
	of LODR Regulations		
2	Regulation 11 of	Compliance with the Securities Laws	Yes
	LODR Regulations		,
Requirements of the Circular:-			
(a)	Para (I)(A)(2)	Submission of documents to Stock	Yes
		Exchanges i.e. the BSE Limited and	
		the National Stock Exchange of India	
		Limited	
(b)	Para (I)(A)(3)	Conditions for Scheme of	Yes, we undertake to
		Arrangement involving Unlisted	comply with
		Entities	applicable conditions
			for Scheme of
	,		Arrangement
			involving Unlisted
			Entities
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	Yes
(d)	Para (I)(A)(5)	Auditor's Certificate regarding	Yes
	,	compliance with the Indian	
		Accounting Standards	
(e)	Para (I)(A)(10)	Provision of approval of Public	Yes, we undertake to
		Shareholders through e-voting	comply with
11.0			provisions of
			approval of Public
			Shareholders
			through e-voting

DATE:- 27<sup>TH</sup> FEBRUARY, 2023

**PLACE:- AHMEDABAD** 



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### FOR, MAHALAXMI RUBTECH LIMITED

SHITAL MARSH TRIVEDI

**COMPANY SECRETARY** 

**ICSI MEMBERSHIP NO.: A60855** 

RAHUL JEETMAL PAREKH MANAGING DIRECTOR

(DIN:- 00500328)

Certified that the transactions/accounting treatment provided in the draft Scheme of Arrangement between Mahalaxmi Rubtech Limited (MRT); Mahalaxmi Fabric Mills Private Limited (Formerly Known As "Sonnet Colours Pvt Ltd") (MFMPL); and Globale Tessile Private Limited (GTPL) and their respective Shareholders and Creditors, are in compliance with all the Indian Accounting Standards applicable to a Listed Entity.

FOR, MAHALAXMI RUBTECH LIMITED

RAJENDRA RATANCHAND MEHTA

**CHIEF FINANCIAL OFFICER** 

RAHUL JEETMAL PAREKH

MANAGING DIRECTOR

(DIN:- 00500328)



### **COMPLIANCE REPORT**

To,

# NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Plot No. C/1, G - Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051, Maharashtra,

India.

**Trading Symbol: MHLXMIRU** 

Series: EQ

Dear Sir/Madam,

Sub.:- Application under Regulation 37 of the SEBI (LODR), Regulations, 2015 for the proposed Scheme of Arrangement between Mahalaxmi Rubtech Limited (MRT) (CIN:-L25190GJ1991PLC016327) (Hereinafter referred to as "the Demerged Company"); Mahalaxmi Fabric Mills Private Limited (Formerly Known As "Sonnet Colours Pvt Ltd") (MFMPL) (CIN:- U17100GJ1991PTC015345) (Hereinafter referred to as "the First Resulting Company"); and Globale Tessile Private Limited (GTPL) (CIN:-U17299GJ2017PTC098506) (Hereinafter referred to as "the Second Resulting Company") and their respective Shareholders and Creditors

It is hereby certified that the draft Scheme of Arrangement between Mahalaxmi Rubtech Limited (MRT); Mahalaxmi Fabric Mills Private Limited (Formerly Known As "Sonnet Colours Pvt Ltd") (MFMPL); and Globale Tessile Private Limited (GTPL) and their respective Shareholders and Creditors, does not, in any way violate, override or limit the provisions of the Securities Laws or requirements of the Stock Exchanges i.e. the BSE Limited and the National Stock Exchange of India Limited and the same is in compliance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [(LODR) Regulations] and the SEBI's Master Circular No.:-SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated 23<sup>rd</sup> November, 2021 (Circular), including the following:-

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AHMEDABAD



Sr.	Reference	Particulars	
No.			
1	Regulations 17 to 27	Corporate governance requirements	
	of LODR Regulations		
2	Regulation 11 of	Compliance with the Securities Laws	
	LODR Regulations		
Requirements of the Circular:-			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges i.e. the BSE	
		Limited and the National Stock Exchange of India Limited	
(b)	Para (I)(A)(3)	Para (I)(A)(3) Conditions for Scheme of Arrangement involving Unlisted	
		Entities	
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	
(d)	Para (I)(A)(5) Auditor's Certificate regarding compliance with the Indian		
	\$ <sub>1</sub> = 2	Accounting Standards	
(e)	Para (I)(A)(10)	Provision of approval of Public Shareholders through e-	
		voting	

DATE:- 27<sup>TH</sup> FEBRUARY, 2023

PLACE:- AHMEDABAD

FOR, MAHALAXMI RUBTECH LIMITED

SHITAL MARSH TRIVEDI

**COMPANY SECRETARY** 

**ICSI MEMBERSHIP NO.: A60855** 

RAHUL JEETMAL PAREKH

MANAGING DIRECTOR

(DIN:-00500328)

Certified that the transactions/accounting treatment provided in the draft Scheme of Arrangement between Mahalaxmi Rubtech Limited (MRT); Mahalaxmi Fabric Mills Private

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Limited (Formerly Known As "Sonnet Colours Pvt Ltd") (MFMPL); and Globale Tessile Private Limited (GTPL) and their respective Shareholders and Creditors, are in compliance with all the Indian Accounting Standards applicable to a Listed Entity.

FOR, MAHALAXMI RUBTECH LIMITED

RAJENDRA RATANCHAND MEHTA

**CHIEF FINANCIAL OFFICER** 

RAHUL JEETMAL PAREKH

MANAGING DIRECTOR
(DIN:- 00500328)