

**Compliance Report**

It is hereby certified that the draft scheme of arrangement involving Kitex Garments Limited and Kitex Childrenswear 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 this circular, including the following:

| Sl.                                  | Reference                                | Particulars   | Remarks   |
|--------------------------------------|--|---|---|
| 1                                    | Regulations 17 to 27 of LODR Regulations | Corporate governance requirements                                   | Complied  |
| 2                                    | Regulation 11 of LODR Regulations        | Compliance with securities laws                                     | Complied  |
| <b>Requirements of this circular</b> |  |   |   |
| (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 - Para (I)(A)(3)(b) and (c)<br>Will be complied - Para (I)(A)(3)(a)                |
| (c)                                  | Para (I)(A)(4) (a)                       | Submission of Valuation Report                                      | Complied. Enclosed as Annexure  |
| (d)                                  | Para (I)(A)(5)                           | Auditors certificate regarding compliance with Accounting Standards | Complied. Enclosed as Annexure  |
| (e)                                  | Para (I)(A)(9)                           | Provision of approval of public shareholders through e-voting       | E-voting will be provided to public shareholders in accordance with Scheme and the circular |

**Dayana Joseph**

Company Secretary &amp; Compliance Officer

**Sabu M Jacob**

Managing Director

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Kitex Garments Limited and Kitex Childrenswear Limited are in compliance with all the Accounting Standards applicable to a listed entity.

**Bobby Michael**

Chief Financial Officer

Date: 05.03.2025


**Sabu M Jacob**

Managing Director