

Annexure 12

Fermenta Biotech Limited (formerly known as DIL Limited)

CIN: L99999MH1951PLC008485

Regd. Office: A - 1501, Thane One, DIL Complex, Ghodbunder Road, Majiwade, Thane (W) - 400 610, Maharashtra, India.

Tel. : +91-22-6798 0888 Fax. : +91-22-6798 0899

Email : info@fermentabiotech.com, Website. : www.fermentabiotech.com



COMPLIANCE REPORT

February 2, 2022

It is hereby certified that the draft Composite Scheme of Amalgamation and Arrangement involving DVK investments Private Limited and Aegean Properties Limited and Fermenta Biotech Limited and their respective shareholders under Sections 230 - 232 read with other relevant provisions of the Companies Act, 2013 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 ("**LODR Regulations**") and SEBI Master 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	Yes, Complied. Corporate Governance report attached for the quarter ending December
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes, Complied
SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes, submitted
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities	Yes, complied
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Yes, submitted; Refer Annexure 3
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, submitted; Refer Annexure 11
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Yes, shall be complied

Srikant N. Sharma
Company Secretary

Prashant Nagre
Managing Director



Factory : Village Takoli, P.O. Nagwain,
Dist. Mandi - 175 121, Himachal Pradesh, India.
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Email: info@fermentabiotech.com
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Factory : Z - 109 B & C, SEZ II, Dahej,
Taluka - Vagara, Dist: Bharuch - 392 130,
Gujarat, India.
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Certified that the transactions / accounting treatment provided in the draft Composite Scheme of Amalgamation and Arrangement involving DVK Investments Private Limited and Aegean Properties Limited and Fermenta Biotech Limited are in compliance with all the Accounting Standards applicable to a listed entity.

A handwritten signature in blue ink, appearing to read 'S. Gandhi'.

Sumesh Gandhi
Chief Financial Officer



A handwritten signature in blue ink, appearing to read 'Prashant Nagre'.

Prashant Nagre
Managing Director

A handwritten signature in blue ink, appearing to read 'S. Gandhi'.



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