

Date: May 30, 2022

To,
 The Manager
 BSE Limited
 Department of Corporate Services,
 Floor 25, P. J. Towers,
 Dalal Street
 Mumbai - 400 001
 Code: 532922

Dear Sir/Madam,

Compliance Report to be submitted along with the draft scheme

It is hereby certified that the draft Scheme of Arrangement between Edelweiss Financial Services Limited (“**Demerged Company**”) and Edelweiss Securities Limited (“**Resulting Company**”) and their respective shareholders and creditors, 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:

Sr. No.	Reference	Particulars	Whether complied or not
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. Yes, will be complied with.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Complied. Copy of the fair share entitlement ratio reports are enclosed as part of this application.



(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. Copy of the certificates issued by the statutory auditors the Demerged Company and the Resulting Company confirming that accounting treatment mentioned in the Scheme is in compliance with Section 133 of the Companies Act 2013 and accounting standards framed thereunder is enclosed as part of this application.
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	<p>The Demerged Company will comply with provisions of e-voting as per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time.</p> <p>Provisions of Part I(A)(10)(b) read with Para I(A)(10)(a) of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/000000 0665 dated November 23, 2021 will be complied by the Demerged Company.</p>

For Edelweiss Financial Services Limited



Tarun Khurana
Company Secretary

For Edelweiss Financial Services Limited



Rashesh Shah
Managing Director

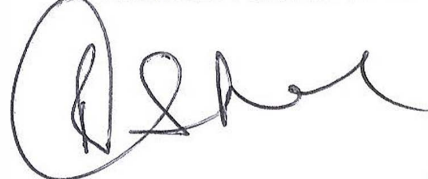
Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Edelweiss Financial Services Limited and Edelweiss Securities Limited and their respective shareholders and creditors are in compliance with all the Accounting Standards applicable to a listed entity.

For Edelweiss Financial Services Limited



Ananya Sunjea
Chief Financial Officer

For Edelweiss Financial Services Limited



Rashesh Shah
Managing Director

