



KAUSHALYA
LOGISTICS

Compliance Report

It is hereby certified that the draft scheme of arrangement involving Kaushalya Logistics Limited ("Demerged Company" or "KLL" or "Company") and Bhumika Logistics and Services Limited ("Resulting Company" or "BLSL") and their respective shareholders under the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") 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 this circular, including the following:

S No	Reference	Particulars	Whether Complied or Not
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	As per Regulation 15(2)(b) of LODR Regulations, Corporate governance requirements are not applicable to KLL since it is listed on SME Exchange (NSE Emerge) only.
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes, complied.
Requirements of this circular			
S No	Reference	Particulars	Whether Complied or Not
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes, complied. The documents are submitted along with compliance report.
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	We undertake to comply with the applicable conditions specified in Para (I)(A)(3) in relation to the scheme involving unlisted entities.
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	Yes, complied Para (I)(A)(4)(a) read (I)(A)(4)(b).
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, complied and the auditor certificate is attached.
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	The requirement stated in Para (I) (A)(10)(b) is not applicable to the proposed Scheme of Arrangement. Statutory auditor's certificate in this regard, is attached.



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For Kaushalya Logistics Limited


Anupam Agr
Company Secretary




Uddhav Poddar
Managing Director
DIN: 00886181



Certified that the transactions/ accounting treatment provided in the draft scheme of arrangement between Kaushalya Logistics Limited and Bhumika Logistics and Services Limited, are in compliance with all the Accounting Standards applicable to a listed entity.

For Kaushalya Logistics Limited


Abhishek Sapra
Chief Financial Officer




Uddhav Poddar
Managing Director
DIN: 00886181



Date: 30.04.2025

Kaushalya Logistics Limited

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