

ANNEXURE I

Compliance report with the requirements specified in Part-A of the circular CIR/CFD/DIL/5/2013 dated February 4, 2013 read with circular no. CIR/CFD/DIL/8/2013 dated May 21, 2013

Sub: Application under Clause 24(f) of the listing agreement for the proposed scheme of amalgamation between Radha Raj Ispat Private Limited and KRBL Limited.

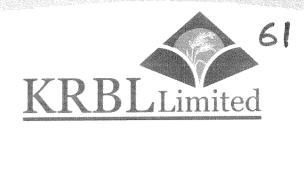
In connection with the above application, we hereby confirm that we satisfy all the conditions as stipulated in the aforesaid SEBI circular, as given hereunder:

Sr.	Requirements as per CIR/CFD/DIL/5/2013 dated February 4,	Whether Complied
No.	2013 read with circular no. CIR/CFD/DIL/8/2013 dated May 21,	or not & How
	2013	
1.	Listed companies shall choose one of the stock exchanges having	National Stock
	nation-wide trading terminals as the designated stock exchange for	Exchange of India
	the purpose of coordinating with SEBI.	Limited
	Compliance as per Part A, Annexure I to the Circular	
2.	Documents to be submitted:	
2.a	Draft Scheme of amalgamation	Yes - Annexure B
2.b	Valuation Report from Independent Chartered Accountant	Yes - Annexure C
2.c	Report from the Audit Committee recommending the Draft Scheme	Yes - Annexure D
2.d	Fairness opinion by merchant banker	Yes - Annexure E
2.e	Pre and post amalgamation shareholding pattern of unlisted	Yes - Annexure F 2
	company	
2.f	Audited financials of last 3 years (financials not being more than 6	Yes - Annexure G 1
	months old) of transferor and transferee companies	& G 2
2.g	Compliance with Clause 49 of Listing Agreement	Yes - Annexure H
2.h	Complaints Report	Will be submitted
		within 7 days of

For KRBL LIMITED

Company Secretary

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		expiry of 21 days
		from the date of
		filing of this
		application
3.	The equity shares sought to be listed are proposed to be allotted by	Not Applicable
	the unlisted Issuer (transferee entity) to the holders of securities of	
	a listed entity (transferor entity) pursuant to a scheme of	
	reconstruction or amalgamation (Scheme) sanctioned by a High	
	Court under Section 391-394 of the Companies Act, 1956	
4.	At least 25% of the post scheme paid up share capital of the	Yes
	transferee entity shall comprise of shares held by the public	
	shareholders	
5.	The transferee entity will not issue/reissue any shares, not covered	Yes
	under the Draft scheme.	
6.	As on date of application there are no outstanding warrants/	Not Applicable
	instruments/ agreements which give right to any person to take the	
	equity shares in the transferee entity at any future date. If there are	
	such instruments stipulated in the Draft scheme, the percentage	
	referred to in point (b) above, shall be computed after giving effect	
	to the consequent increase of capital on account of compulsory	
	conversions outstanding as well as on the assumption that the	
	options outstanding, if any, to subscribe for additional capital will be	
	exercised.	
7.	The shares of the transferee entity issued in lieu of the locked-in	Not Applicable
	shares of the transferor entity are subjected to the lock-in for the	
	remaining period	

Date: 19th February 2015

Managing Director/ Company Secretary
For KRBL LIMITED