

COMPLIANCE REPORT

It is hereby certified that the draft scheme of arrangement involving Adani Cementation Limited ("**Transferor Company**") and Ambuja Cements Limited ("**Transferee Company**") 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	Remarks
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 the SEBI Scheme 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
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report.	Complied.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards.	Complied.
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	The Company will obtain the approval of public shareholders through e-voting in compliance with the applicable provisions of SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/93 dated June 20, 2023 as amended from time to time.

For Ambuja Cements Limited

Manish
Vinodchandra Mistry

Manish Mistry
Company Secretary and Compliance Officer

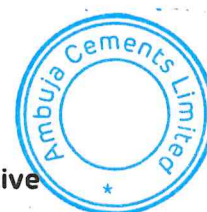
Ambuja Cements Limited
Registered Office:

Adani Corporate House
Shantigram, S. G. Highway, Khodiyar,
Ahmedabad – 382 421, Gujarat, India
Ph +91 79-2656 5555
www.ambujacement.com
CIN: L26942GJ1981PLC004717

For Ambuja Cements Limited

Ajay
Kapur

Ajay Kapur
Whole Time Director and Chief Executive Officer



Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Adani Cementation Limited (**Transferor Company**) and Ambuja Cements Limited (**Transferee Company**) are in compliance with all the Accounting Standards applicable to a listed entity.

For **Ambuja Cements Limited**

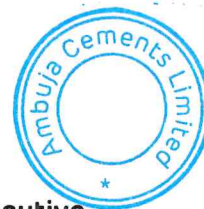
VINOD
MOHANL
AL
BAHETY

Vinod Bahety
Chief Financial Officer

For **Ambuja Cements Limited**

Ajay
Kapur

Ajay Kapur
Whole Time Director and Chief Executive
Officer



Date: 8th July, 2024

Ambuja Cements Limited

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