Annexure 9

June 5, 2024

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

Scrip Code: **539141**

Ref: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Application for obtaining approval under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI listing Regulations") for the proposed Scheme of Arrangement amongst Scrabble Digital Limited ("Transferor Company 1" or "SDL") and UFO Software Technologies Private Limited ("Transferor Company 2" or "USTPL") and UFO Moviez India Limited ("the Transferee Company" or "UFO") under Sections 230 to 232 read with section 66 and Section 52 and other applicable provisions of the Companies Act, 2013 ("Scheme")

Dear Sir/Ma'am,

Compliance report as per format specified in Securities and Exchange Board of India ("SEBI") Master Circular dated June 20, 2023, bearing reference number SEBI/HO/CFD/POD-2/P/CIR/2023/93 ("SEBI Circular")

It is hereby certified that the draft scheme of arrangement amongst Scrabble Digital Limited ("Transferor Company 1" or "SDL") and UFO Software Technologies Private Limited ("Transferor Company 2" or "USTPL") and UFO Moviez India Limited ("the Transferee Company" or "UFO") 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 the SEBI Circular (including any amendments thereto), including the following:

Sr. No.	Reference	Particulars	Status
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 SEBI Circular			
3.	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
4.	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Complied
5.	Para (I)(A)(4)(a)	Submission of Valuation Report	Not Applicable

Annexure 9

Sr. No.	Reference	Particulars	Status
6.	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied
7.	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	Will be complied

KAVITA BHAVESH THADESHWAR
Digitally signed by KAVITA BHAVESH THADESHWAR
Date: 2024.06.05 20:10:47 +05'30'

Kavita Thadeshwar
Company Secretary

SANJAY SHANKAR GAIKWAD
Digitally signed by SANJAY SHANKAR GAIKWAD
Date: 2024.06.05 20:11:35 +05'30'

Sanjay Gaikwad
Managing Director

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving SDL, USTPL and UFO Moviez are in compliance with all the Accounting Standards applicable to a listed entity.

ASHISH SADANAND MALUSHTE
Digitally signed by ASHISH SADANAND MALUSHTE
Date: 2024.06.05 20:12:53 +05'30'

Ashish Malushte
Chief Financial Officer

SANJAY SHANKAR GAIKWAD
Digitally signed by SANJAY SHANKAR GAIKWAD
Date: 2024.06.05 20:12:03 +05'30'

Sanjay Gaikwad
Managing Director

Date: June 5, 2024