Edelweiss
Ideas create, values protect

Annexure - J

To,
The General Manager,
Department of Corporate Services,
BSE Limited
P.J. Towers Dalal Street
Mumbai – 400001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051

Dear Sir/Madam,

Sub: Compliance Report to be submitted along with the application for obtaining No objection Letter from Stock Exchange(s) in terms of Regulation 59A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It is hereby certified that the Scheme of Amalgamation between **Edelweiss Retail Finance Limited ('ERFL'/ 'Company')** and **ECL Finance Limited ('ECLF')** and their respective shareholders ("Scheme") 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 as amended from time to time, including the following:

Sr. No	Particulars	Whether complied (YES/NO)	Remarks
1.	Regulation 11 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Compliance with securities laws.	YES	-
2.	Submission of Valuation Report.	YES	-
3.	Submission of Fairness opinion.	YES	-
4.	Submission of documents to Stock Exchange(s).	YES	-
5.	Disclosures in the Scheme of Amalgamation.	YES	-
6.	Provision of approval of holders of Non-convertible debentures (NCDs) through e-voting.	YES	The Company undertakes to provide e-voting facility after disclosure of all material facts (including the no

			objection letter of the exchange) in the notice to NCD holders wherever the approval of NCD holders is sought as directed by the Hon'ble National Company Law Tribunal.
7.	Grievance redress/ Report on Complaints/ Comments.	YES	The Company undertakes to provide the report on complaints within 7 days of expiry of 10 days from the date of uploading the draft Scheme and related documents on exchange's website.
8.	Conditions for schemes of arrangement involving unlisted entities.	NOT APPLICABLE	There are no unlisted entities involved in the Scheme.
9.	Auditor's certificate regarding payment/ repayment capability compliance with Accounting Standards.	NOT APPLICABLE	-

RKShah

Name- Reema Shah
Company Secretary
ICSI Membership No. FCS - 9052

Manoj Agarwal

Name- Manoj Agarwal
Manager
PAN: AERPA1772L

Certified that the transactions / accounting treatment provided in the draft Scheme of Amalgamation between **Edelweiss Retail Finance Limited** and **ECL Finance Limited** and their respective shareholders are in compliance with all the Accounting Standards applicable to a listed entity.

Hitesh

Name: Hitesh Bhadada
Chief Financial Officer
Date: June 10, 2024
Place: Mumbai

Manoj Agarwal

Name- Manoj Agarwal
Manager
PAN- AERPA1772L