

April 6, 2023
SEL/SEC/ 2023-2024/2

Ref: 532509 BSE Limited Department of Corporate Services P. J. Towers, 25th Floor, Dalal Street, Mumbai- 400 001	Ref: SUPRAJIT National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
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Sub: Compliance certificate for the year ended March 31, 2023 in respect of Supriyajith Family Trust.

Dear Sir,

With reference to the exemption order dated March 7, 2019 under section 11(1) and section 11(2)(h) of the SEBI Act read with regulation 11(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are herewith enclosing a copy of the compliance certificate received from M/s. Balakrishna N, Chartered Accountants in respect of Supriyajith Family Trust for the year ended March 31, 2023.

Request you to take the same on record.

Thanking you,

Yours faithfully,

For Suprajit Engineering Limited,

Medappa Gowda J
CFO & Company Secretary

Encl: As above

Copy to:

Executive Director, SEBI
SEBI Bhavan, Plot No. C4-A, 'G' Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051



BALAKRISHNA N
Chartered Accountants

No.202, RV APARTMENTS,
4TH MAIN, 11TH CROSS,
MALLESHWARAM,
BANGALORE, KARNATAKA,
INDIA, 560003.

Date: April 5, 2023

To,

Supriyajith Family Trust
No. 144/1, "TARA", 4th Main, 1st Cross,
Defence Colony, Indira nagar,
Bangalore – 560038

SUBJECT: STATEMENT ON COMPLIANCE STATUS WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") ORDER [REF. NO. WTM/GM/CFD/98 /2018-19 DATED 7TH MARCH, 2019] ("SEBI Order").

Dear Sirs,

1. We have examined the Statement on Compliance Status with the aforesaid SEBI Order in the matter of acquisition of shares and voting rights in Suprajit Engineering Limited, prepared by the Acquirers and initialed by us for identification purposes only.
2. The purpose of our examination was to determine compliance with the conditions specified in the SEBI Order.
3. In this connection, we have performed the following procedures:

Obtained confirmation from Mr. Kula Ajith Kumar Rai and Mrs. Supriya Ajith Rai on the following matters:

- (i) ownership or control of voting rights or shares of the Target Company being treated as vesting not only directly with the Trustees but also indirectly with the beneficiaries of the acquirers;
- (ii) of the appointment of additional/successor trustee/s, if any,
- (iii) the list of trustee/beneficiaries including confirmation on changes in the trustees/beneficiaries, if any, in the trust deed from the date of SEBI order dated March 7, 2019.



- (iv) on any change in ownership or control of shares or voting rights held by Trust.
- (v) on delegation of power, if any made, with respect to the right or power reserved to the settlor.
- (vi) changes in beneficiaries, if any, and whether natural person(s) or a trust are declared as beneficiaries of the Acquirers including verification of prior written consent from SEBI, where applicable.
4. The accompanying statement including the compliance with the conditions stated in the SEBI Order is the responsibility of the Acquirer. We performed these procedures in accordance with the requirements of the SEBI SAST Regulations.
5. We have reviewed and verified the documents of Supriyajith Family Trust, pursuant to the SEBI Circular dated December 22, 2017, and certify that:
- Supriyajith Family Trust ("Trust") has complied with the exemption order passed by SEBI and the compliances mentioned in the schedule to the Circular dated December 22, 2017 for the year ended March 31, 2023.



**For Balakrishna N
Chartered Accounts**

A handwritten signature in blue ink, appearing to read "Balakrishna N".

**(Balakrishna N)
Proprietor**

Membership No: 21441

UDIN: 23021441B6VVO@2537

Place: Bangalore





BALAKRISHNA N
Chartered Accountants

No.202, RV APARTMENTS,
4TH MAIN, 11TH CROSS,
MALLESHWARAM,
BANGALORE, KARNATAKA,
INDIA, 560003.

STATEMENT ON COMPLIANCE STATUS WITH THE SEBI ORDER IN THE MATTER OF ACQUISITION OF SHARES AND VOTING RIGHTS IN SUPRAJIT ENGINEERING LIMITED

Sr. No	Particulars	Auditor Remarks
a.	The ownership or control of shares or voting rights of Shares.	According to the information and explanations provided and on the basis of the confirmations received from the Acquirers, we confirm that the ownership or control or voting rights of shares are being treated as if the same are vesting not only directly with the Trustees but also indirectly with the beneficiaries of the Acquirers.
b.	The Acquirers shall confirm, on an annual basis, that they are in compliance with this Order. The said confirmation shall be furnished to the Target Company, for the purposes of disclosure as a note to the shareholding pattern to be filed for the quarter ending March 31 each year, under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Annual confirmation from the Acquirers, on compliance with the SEBI Order, has been furnished to the Target Company.
c.	Appointment of additional/successor trustee/s, if any.	<p>The following persons have been inducted to the Supriyajith Family Trust as additional trustees with effect from December 24, 2022:</p> <ol style="list-style-type: none">1. Mr. Ashutosh Rai,2. Mr. Aashish Rai and3. Mr. Akhilesh Rai <p>The additional trustees are related to the settlors and part of the promoter and promoter group.</p> <p>The above change intimated to the Stock Exchanges vide letter dated December 26, 2022 SEL/SEC/2022-2023/12.</p>
d.	The right or power reserved to the settlor related to delegation of powers, shall be	Based on the confirmation provided by Mr. Kula Ajith Kumar Rai and Mrs.



	delegated only to person or persons belonging to the promoter and promoter group of the Target Company.	Supriya Ajith Rai, we hereby confirm that the Settlor's right and power in relation to delegation of powers has not been delegated to any person other than those belonging to the promoter and promoter group of the Target Company.
e.	The settlor of Acquirers undertakes that only natural person(s) or a trust shall be declared as beneficiaries of Acquirers.	Based on the confirmation provided by Mr. Kula Ajith Kumar Rai and Mrs. Supriya Ajith Rai, we confirm that only natural person(s) or a trust are the beneficiaries and there is no change in the beneficiaries in the trust deeds from SEBI order dated March 7, 2019.
f.	There is neither layering in terms of trustees / beneficiaries in case of trusts nor layering by in interspersing Trusts	Basis the confirmations received from the Acquirers, we confirm that there is no change in terms of the trustees / beneficiaries in the trust deeds from SEBI order dated March 7, 2019.
g.	Any change in the trustees/beneficiaries/partners and any change in ownership or control of shares or voting rights held by Trust shall be disclosed to the concerned stock exchanges with a copy endorsed to SEBI for its record;	On the basis of confirmations received, we hereby confirm that there has been no change in the beneficiaries / partners, nor there has been any change in the ownership or control of shares or voting rights held by Trust except the addition of new trustees in the trust as mentioned in point no, c above in the trust deeds from SEBI order dated March 7, 2019.

We have reviewed and verified the documents of Supriyajith Family Trust, pursuant to the SEBI Circular dated December 22, 2017, and certify that:

- Supriyajith Family Trust ("Trust") has complied with the exemption order passed by SEBI and the compliances mentioned in the schedule to the Circular dated December 22, 2017 for the year ended March 31, 2023.



**For Balakrishna N
Chartered Accounts**

Balakrishna N

**(Balakrishna N)
Proprietor**

Membership No: 21441

UDIN: 23021441BhU0002597

Place: Bangalore

Date: April 5, 2023

