

**ANNEXURE K**

**Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed scheme of arrangement between Chordia Food Products Limited (the “Demerged Company”) and Aveer Foods Limited (the “Resulting Company”) and their respective shareholders.**

**Compliance Report with the requirements specified in Annexure IV of SEBI circular No. CFD/ DIL 3/ CIR/2017/21 dated March 10, 2017.**

It is hereby certified that the draft Scheme of Arrangement between Chordia Food Products Limited (Demerged Company) and Aveer Foods Limited (Resulting Company) and their respective shareholders 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	Whether Complied or Not and How
1	Regulations 17 to 27 of LODR Regulations	Corporate Governance requirements	Compliance with Regulation 17 to 27 of LODR are not applicable to the Company, as the Paid-up Share Capital of the Company is less than Rs. 10/- Crs though Net Worth of the Company is more than Rs. 25/- Crs., as per the latest Audited Financial Statements for the Year 2018-2019.
2	Regulation 11 of LODR Regulations	Compliance with securities laws	We hereby assure that the Scheme shall be in line with the provisions of Securities Laws and the same shall be submitted to Hon'ble NCLT only when approved and cleared by BSE/ SEBI.
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes. Are being submitted simultaneously with this submission.

**CHORDIA FOOD PRODUCTS LTD.**

Office : Above S. K. Agencies, 38/39, Tarkar Compound, Hadapsar Industrial Estate, Hadapsar, Pune - 411 013.  
Tel.: 020 - 26871500 Email: fcd@chordiafoods.com Web.: www.chordiafoods.com

Registered Office : 399 / 400, Sangavi (Shirwal), Tal. Khandala, Dist. Satara - 412 801.  
Tel.: 9922990065 CIN : L15995PN1982PLC026173



(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Yes. Are being submitted simultaneously with this submission.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Yes. Are being submitted simultaneously with this submission.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes. Are being submitted simultaneously with this submission.
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Yes. Are being submitted simultaneously with this submission.



**Managing Director**




**Company Secretary**

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Chordia Food Products Limited and Ameer Foods Limited and their respective shareholders are in compliance with all the Accounting Standards applicable to a listed entity.



**Managing Director**




**Chief Financial Officer**

Date: 5<sup>th</sup> February 2020  
Place: Pune

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