

October 5, 2023

To,

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

Compliance Report as specified in Para-(I)(A) of Annexure I of SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 read with Para (A)(2)(h) of Part I of SEBI Master Circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021

It is hereby certified that the draft scheme of selective reduction of capital involving SBEC Systems (India) Limited ("the Company") and its shareholders under section 66 read with Section 52 of the Companies Act, 2013 and the rules made thereunder ("hereinafter referred to as "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 ("LODR Regulations") and SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 (SEBI Circular) read with SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, included the following: -

S.No.	Reference	Particulars	Compliance Status
1.	Regulations 17 to 27 of LODR Regulations	Corporate Governance Requirements	Yes
2.	Regulation 11 of LODR Regulation	Compliance with securities Laws	Yes
Requirements of SEBI Circular			
a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes Complied, all the prescribed documents of the SEBI Circular are being submitted, in addition to this Compliance Report under Part (I)(A)(2)(h) of the SEBI Circular.
b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities.	Not Applicable since the scheme does not involve any unlisted entity.

c)	Para (I)(A)(4)(a)	Submission of Valuation Report.	Not Applicable as there is no change in the shareholding pattern of the Company.
d)	Para (I)(A)(5)	Auditors Certificate regarding compliance with Accounting Standards.	Yes Complied.
e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting.	Not Applicable.

For SBEC Systems (India) Limited

Priyanka Negi

Priyanka Negi
Company Secretary

For SBEC Systems (India) Limited

Shiv Shankar Agarwal

Shiv Shankar Agarwal
Chief Executive Officer/Executive Director

Certified that the transactions/accounting treatment provided in the scheme are in compliance with all the Accounting Standards and the other generally accepted principles in India applicable to a listed entity.

For SBEC Systems (India) Limited

Lakshmi Chand Sharma

Lakshmi Chand Sharma
Chief Financial Officer

For SBEC Systems (India) Limited

Shiv Shankar Agarwal

Shiv Shankar Agarwal
Chief Executive Officer/Executive Director