

November 30, 2022

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001

Scrip Code: 532372

Dear Sir/Madam,

Subject : Compliance Report

Reference : Application under Regulation 37 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Scheme of Amalgamation of Shri Shri Resorts Private Limited (Transferor Company) with Virinchi Limited (Transferee Company) and their respective Shareholders and Creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013

It is hereby certified that the draft scheme of arrangement involving **Shri Shri Resorts Private Limited (Transferor Company) and Virinchi Limited (Transferee Company)** 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 Master Circular SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, including the following:

S.No	Reference	Particulars	Status of Compliance
1	Regulations 17 to 27 of LODR Regulations	Corporate Governance Requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with Securities Laws	Complied

K. Rao



CIN No. L72200TG1990PLC011104, Virinchi Ltd. (Formerly Virinchi Technologies Ltd.)

Regd. & Corp. Office : # 8-2-672 / 5 & 6, Road No. 1, Banjara Hills, Hyderabad - 500034, T.S., India. Tel : +91 (40) 4819 9999

Campus : Sy.No. : 121, Behind Hakimpet Airforce Academy, Pothaipally, Hakimpet, Hyd - 14, T.S., India. Tel : +91 8374455002 - 08.

E-mail : investors@virinchi.com

Requirements of SEBI Circular dated November 23, 2021			
S.No	Reference	Particulars	Status of Compliance
(a)	Para (I) (A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I) (A) (3)	Conditions for scheme of arrangement involving unlisted entities	Not applicable since pursuant to the proposed scheme of merger, the unlisted transferor company will stand dissolved without being wound up
(c)	Para (I) (A)(4)(a)	Submission of Valuation report	Complied
(d)	Para (I) (A) (5)	Auditors certificate regarding compliance with Accounting Standards	Complied
(e)	Para (I) (A) (9)	Provision of approval of public shareholders through e-voting	The Company shall comply with this provision on receipt of NOC/clearance from BSE and SEBI on draft scheme of merger.

  
K Ravindranath Tagore  
Company Secretary  
M.No.A18894



  
Mr. M.V. Srinivasa Rao  
Wholetime Director & CFO  
DIN: 00816334

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Shri Shri Resorts Private Limited (Transferor Company) and Virinchi Limited (Transferee Company) are in compliance with all the Accounting Standards applicable to a listed entity.

  
Mr. M.V. Srinivasa Rao  
Wholetime Director & CFO  
DIN: 00816334

