

Datamatics Global Services Limited

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Compliance Report with the requirements specified in Annexure IV of SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 read with SEBI Circular No. CFD/DIL3/CIR/2018/2 ("Circulars")

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Draft Composite Scheme of Arrangement for the amalgamation and vesting of Lumina Datamatics Limited ("Lumina") into Datamatics Global Services Limited ("the Company") and thereafter demerger and vesting of Demerged Undertaking from the Company into LDR ERetail Limited ("LDR")

It is hereby certified that the draft Composite Scheme of Arrangement involving Lumina Datamatics Limited, Datamatics Global Services Limited and LDR ERetail Limited 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 the Circulars, including the following:

Sr. No.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements.
2	Regulation 11 of LODR Regulations	Compliance with securities laws.
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges.
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities.
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards.
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting.

Divya Kumari
 EVP, Chief Legal Officer & Company Secretary



Dr. Lalit S. Kanodia
 Chairman & Whole-Time Director

Certified that the transactions / accounting treatment provided in the draft composite scheme of arrangement involving Lumina Datamatics Limited, Datamatics Global Services Limited and LDR ERetail Limited are in compliance with all the Accounting Standards applicable to a listed entity.

Sandeep Mantri
 Chief Financial Officer



Dr. Lalit S. Kanodia
 Chairman & Whole-Time Director