

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 Composite Scheme of Arrangement for demerger and vesting of Demerged Undertaking of Delta Infosolutions Private Limited into Datamatics Infotech Services Private Limited, on a going concern basis and thereafter amalgamation and vesting of residual Delta Infosolutions Private Limited into Datamatics Global Services Limited

It is hereby certified that the draft Composite Scheme of Arrangement involving Datamatics Global Services Limited, Delta Infosolutions Private Limited and Datamatics Infotech Services Private 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)(2)	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 Kumart
EVP, Chief Legal Officer & Company Secretary



Rahul Kanodia
Vice-Chairman & CEO

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

Sandeep Mantri
Chief Financial Officer



Rahul Kanodia
Vice-Chairman & CEO