

Annexure - 11

Date: 10<sup>th</sup> December, 2024

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001.

Scrip Code: 532356

Dear Sir/Madam,

**Sub: Application under Regulation 37 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) for the proposed Composite Scheme of Arrangement amongst Triveni Engineering & Industries Limited (“Amalgamated Company”/“Demerged Company”), Sir Shadi Lal Enterprises Limited (“Amalgamating Company”) and Triveni Power Transmission Limited (“Resulting Company”) and their respective shareholders and their respective creditors under Section 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the rules made thereunder (“Scheme”).**

**Compliance Report as per Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 (“SEBI Master Circular”) issued by Securities and Exchange Board of India**

It is hereby certified that the draft Composite Scheme of Arrangement amongst Triveni Engineering & Industries Limited (“Amalgamated Company”/ “Demerged Company”), Sir Shadi Lal Enterprises Limited (“Amalgamating Company”) and Triveni Power Transmission Limited (“Resulting Company”) and their respective shareholders and their respective creditors (“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 and the SEBI Master Circular, including the following:

Sl. No.	Reference	Particulars	Remarks
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
<b>Requirements of the SEBI Master Circular</b>			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied

