

# Florence Investech Limited

(Formerly JK Agri Genetics Limited)

Regd. Office : 7, Council House Street, Kolkata, West Bengal - 700 001

Telephone : 033-22486181 / 22487084, Fax : 033-22481641

ANNEXURE-20

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## Compliance Report

It is hereby certified that the draft Scheme of Arrangement between Florence Investech Limited ("Florence"), BMF Investments Limited ("BMF") ("the Transferor Companies"), J.K. Fenner (India) Limited ("FIL") and Bengal & Assam Company Limited ("the Transferee Company") and their respective shareholders for (a) amalgamation of Florence and BMF with the Transferee Company with effect from 1st April, 2017 and (b) exchange of shares of FIL for shares of the Transferee Company at the option of shareholders of FIL, 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 Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, including the following:

Sl.	Reference	Particulars	Whether Complied /Submitted
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Yes Submitted <i>Refer 'Annexure- 31'</i>
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes Complied
Requirements of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchange	Yes Submitted <i>Refer 'Annexures 2 to 5, 11-14, 17 &amp; 18'</i>
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Yes Shall be Complied
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Yes Submitted <i>Refer 'Annexure 3'</i>
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes Submitted <i>Refer 'Annexures 19'</i>
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	Yes E-voting & Postal Ballot Shall be Complied



(Arun Kumar Sharma)  
Company Secretary

(Kailash Chand Jain)  
Manager & Chief Financial Officer

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Certified that the transactions / accounting treatment provided in the draft scheme of Arrangement involving Arrangement between Florence Investech Limited ("Florence"), BMF Investments Limited ("BMF"), J.K. Fenner (India) Limited ("FIL") and Bengal & Assam Company Limited ("the Transferee Company") and their respective shareholders are in compliance with all the Accounting Standards applicable to a listed entity.



  
(Arun Kumar Sharma)  
Company Secretary



  
(Kailash Chand Jain)  
Manager & Chief Financial Officer