FUND FLOW INVESTMENT & TRADING COMPANY LIMITED

CIN: L67120WB1982PLC035482

Registered Office:

"Temple Chambers" 6, Old Post Office Street, 4th Floor, Kolkata-700 001

Phone No.: 033 2230-7373/2248-3854

E-mail: fundflow1982@gmail.com Website: www.fund-flow.in

Compliance Report as per SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017

It is hereby certified that the draft revised scheme of arrangement involving Fund-Flow Investment & Trading Company Limited, Jyotsana Investment Company Limited, Kallol Investments Limited, Subarna Plantation & Trading Company Limited into and with Goneril Investment & Trading Company 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 this circular, including the following:

| SI. | Reference | Particulars |
|------|--|---|
| 1 | Regulations 17 to 27 of LODR Regulations | Corporate governance requirements |
| 2 | Regulation 11 of LODR Regulations | Compliance with securities laws |
| Requ | uirements 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 |

FUND FLOW INVESTMENT & TRADING CO. LTD.

Company Secretary

Pinky Agarwal
Company Secretary

FUND FLOW INVESTMENT & TRADING CO. LTD.

Whole-Time Director cum CFO

Bidyut Saha

Whole Time Director

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving are in compliance with all the Accounting Standards applicable to a listed entity.

FUND FLOW INVESTMENT & TRADING CO. LTD.

FUND FLOW INVESTMENT & TRADING CO. LTD.

Bidyut Saha Whole-Time Director cum CFO

Chief Financial Officer

Whole-Time Director cum CFO

Bishent-Sha

Bidyut Saha

Whole Time Director

Date: 9th December 2021