


It is hereby certified that the draft Scheme of Amalgamation and Arrangement involving **Dhanuka Laboratories Limited and Orchid Pharma 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 SEBI Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, including the following:

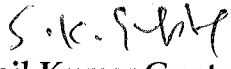
Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of SEBI Master Circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(3)	Conditions 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


Kapil Dayya
 Company Secretary





Manish Dhanuka
 Managing Director

Certified that the transactions / accounting treatment provided in the draft Scheme of Amalgamation and Arrangement involving **Dhanuka Laboratories Limited and Orchid Pharma Limited** are in compliance with all the Accounting Standards applicable to a listed entity.


Sunil Kumar Gupta
 Chief Financial Officer




Manish Dhanuka
 Managing Director

Date: 19-12-2023