

EVEREST ORGANICS LIMITED

Corporate office: # 1st Floor, Plot No. 127 & 128, Amar Co-operative Society,
Opp Madhapur Police Station Rd, Near Durgam Cheruvu, Madhapur, Hyderabad-500033

Tel: +91-40-23115956, 40040783, Fax: +91-40-23115954

E-Mail: sirisha@everestorganicsltd.com

ANNEXURE IV

Compliance report with the requirements specified in part-A of the circular CIR/CFD/DIL/5/2013 dated February 4, 2013 read with circular no. CIR/CFD/DIL/8/2013 dated May 8, 2013

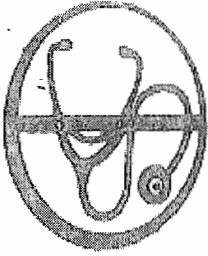
Sub: Application under Clause 24(f) of the listing agreement for the proposed scheme of Arrangement of M/s. Everest Organics Ltd and its shareholders

In connection with the above application, we hereby confirm that we satisfy all the conditions as stipulated in the aforesaid SEBI circular as given hereunder:

Sr. No.	Requirements as per CIR/CFD/DIL/5/2013 dated February 4,2013 read with circular no. CIR/CFD/DIL/8/2013 dated May 21,2013	Whether complied or not How
1.	Listed Companies shall choose one of the stock Exchanges having nation-wide trading terminals as the designated stock exchange for the purpose of coordinating with SEBI	BSE Ltd, Compiled
Compliance as per Part A, Annexure I to the Circular		
2.	Documents to be Submitted:	
2.a	Draft Scheme of arrangement/ amalgamation/ merger/ reconstruction/reduction of capital etc.	Yes
2.b	Valuation Report from Independent Chartered Accountant	Yes
2.c	Report from the Audit Committee recommending the Draft Scheme	Yes
2.d	Fairness opinion by merchant banker	Yes
2.e	Pre and Post amalgamation shareholding pattern of unlisted company	Not Applicable(Pre and Post SHP submitted of Listed Company)
2.f	Audited financials of last 3 years (financials not being more than 6 months old) of unlisted company;	Yes
2.g	Compliance with Clause 49 of Listing Agreement	Yes
2.h	Complaints Report	Yes



Regd. Office & Factory : Aroor Village, Sadasivpet Mandal, Medak Dist. A.P. 502291
Tel. : 08455 - 250084, 250113/14/15, Fax : 91-08455-250114,
Website : www.everestorganicsltd.com



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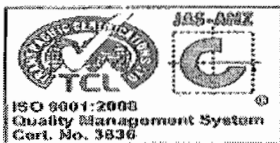
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3.	The equity shares sought to be listed are proposed to be allotted by the unlisted Issuer(transferee entity) pursuant to a scheme of reconstruction or amalgamation (Scheme) sanctioned by a High Court under section 391-394 of the Companies Act,1956	Not Applicable
4.	At least 25% of the post scheme paid up share capital of the transferee entity shall comprise of shares allotted to the public holders in the transferor entity.	Not Applicable
5.	The transferee entity will not issue/reissue any shares, not covered under the Draft Scheme.	Yes
6.	As on date of application there are no outstanding warrants/ instruments/ agreements which give right to any person to take the equity shares in the transferee entity at any future date. If there are such instruments stipulated in the Draft scheme, the percentage referred to in point(b) above, shall be computed after giving effect to the consequent increase of capital on account of compulsory conversions outstanding as well as on the assumption that the options outstanding, if any, to subscribe for additional capital will be exercised.	Not Applicable
7.	The shares of the transferee entity issued in lieu of the lock-in shares of the transferor entity are subjected to the lock-in for the remaining period.	Not Applicable

For Everest Organics Limited

Date: 19th March, 2014

Managing Director



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