

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

[Formerly Shri Matre Power & Infrastructure Ltd. And Shri Shakti LPG Ltd.]

CIN: L40102TG1993PLC015988

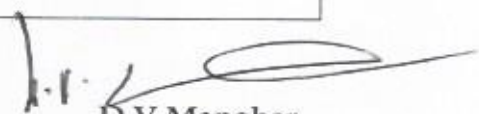
ANNEXURE III

Compliance Report with respect to the Scheme of Arrangement between M/s Shri Shakti Resorts & Hotels Limited and M/s Sri Havisha Hospitality and Infrastructure Limited and their Shareholders and Creditors under Sections 230 read with Section 232 and other applicable provisions of the Companies Act, 2013

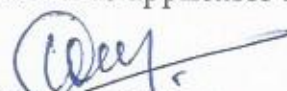
It is hereby certified that the draft scheme of arrangement involving Shri Shakti Resorts & Hotels Limited and Sri Havisha Hospitality and Infrastructure Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

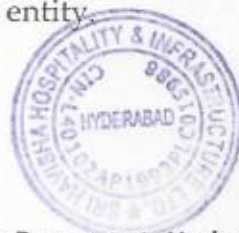
Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of this circular		
	Para (I)(A)(2)	Submission of documents to Stock Exchanges
	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities
	Para (I)(A)(4) (a)	Submission of Valuation Report
	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

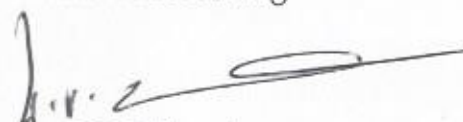

Ch. Mallkarjuna
Company Secretary


D.V. Manohar
Chairman & Managing Director

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Shri Shakti Resorts & Hotels Limited and Sri Havisha Hospitality and Infrastructure Limited are in compliance with all the Accounting Standards applicable to a listed entity.


V. Padmanabham
Chief Financial Officer




D.V. Manohar
Chairman & Managing Director

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