



To,
The Board of Directors,
The Ramaraju Surgical Cotton Mills Limited
PAC Ramasamy Raja Salai,
Rajapalayam
Tamil Nadu – 626 117, India

We, M/s. N.A. Jayaraman & Co., Chartered Accountants (Firm Registration No. 001310S), the statutory auditors of **The Ramaraju Surgical Cotton Mills Limited**, (hereinafter referred to as “the **Company**”), have examined the proposed accounting treatment specified in clause 12 of Scheme of Arrangement in the nature of amalgamation of Sri Harini Textiles Limited (“**SHTL**” / “**Transferor Company**”) with the Company (“**Transferee Company**”) (hereinafter referred to as “**Draft Scheme**”) in terms of the provisions of sections 230 to 232 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under section 133 of the Companies Act, 2013 and other generally accepted accounting principles.


The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable accounting standards and other generally accepted accounting principles.

Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid Draft Scheme is in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and circulars issued there under and all the applicable accounting standards notified by the Central Government under the Companies Act, 2013.

This Certificate is issued at the request of The Ramaraju Surgical Cotton Mills Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the Metropolitan Stock Exchange of India Limited (“MSE”) and other regulatory and statutory authority as may be required in connection with the Scheme. This Certificate should not be used for any other purpose without our prior written consent.

For, M/s. N.A. Jayaraman & Co.,
Chartered Accountants
FRN: 001310S


R. PALANIAPPAN
Partner
Membership No.: 205112
UDIN: 21205112AAAALY6434



Date: 27.09.2021
Place: Chennai