

COMPLIANCE REPORT

It is hereby certified that the draft scheme of arrangement/ amalgamation involving amalgamation of Agarwal Meadows Private Limited ("Transferor Company") and Paisalo Digital Limited ("Transferee Company") 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. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ("SEBI Circular"), including the following:

Sr. No.	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 Circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement/ amalgamation 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

For Paisalo Digital Limited

DIGITA

(MANENDRA SINGH) **Company Secretary**

Place: New Delhi Date: 12/04/2018 For Paisalo Digital Limited

(SUNIL AGARWAL)

Managing Director

Place: New Delhi Date: 12/04/2018



PAISALO DIGITAL LIMITED

Registered Office: 101, CSC, Pocket 52, Near Police Station, CR Park, New Delhi - 110 019. Phone : + 91 11 4351 8888. Email: delhi@paisalo.in Head Office: Block 54, First Floor, Sanjay Place, Agra - 282 002. Phone: +91 562 402 8888. Email: agra@paisalo.in

CIN: L65921DL1992PLC120483

www.paisalo.in

अर्थः समाजस्य न्यासः

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement/ amalgamation involving amalgamation of Agarwal Meadows Private Limited ("Transferor Company") and Paisalo Digital Limited ("Transferee Company") are in compliance with all the Accounting Standards applicable to a listed entity.

For Paisalo Digital Limited

PAISALO

(HARISH SINGH)
Executive Director

Place: New Delhi Date: 12/04/2010 **For Paisalo Digital Limited**

(SUNIL AGARWAL)
Managing Director

Place: New Delhi Date: 12/04/2018