

Annexure J



To,
The General Manager,
Department of Corporate Services,
BSE Limited
P.J. Towers Dalal Street
Mumbai - 400001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai - 400051

Dear Sir/Madam,

Sub: Compliance Report to be submitted along with the application for obtaining No objection Letter from Stock Exchange(s) in terms of Regulation 59A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It is hereby certified that the Scheme of Amalgamation between **Edelweiss Retail Finance Limited ('ERFL')** and **ECL Finance Limited ('ECLF/ 'Company')** and their respective shareholders ("Scheme") 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 as amended from time to time, including the following:

Sr. No	Particulars	Whether complied (YES/NO)	Remarks
1.	Regulation 11 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Compliance with securities laws.	YES	-
2.	Submission of Valuation Report.	YES	-
3.	Submission of Fairness opinion.	YES	-
4.	Submission of documents to Stock Exchange(s).	YES	-
5.	Disclosures in the Scheme of Amalgamation.	YES	-
6.	Provision of approval of holders of Non-convertible debentures (NCDs) through e-voting.	YES	The Company undertakes to provide e-voting

ECL Finance Limited

Corporate Identity Number: U65990MH2005PLC154854

Registered Office : Tower 3, Wing 'B', Kohinoor City Mall , Kohinoor City, Kiroli Road, Kurla (west), Mumbai – 400070, Maharashtra; ☎ +91 22 4272 2200
Email : assistance@ecf.com Web : <https://ecf.finance.edelweissfin.com>.

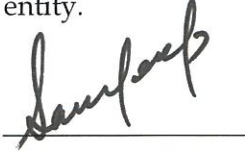


			facility after disclosure of all material facts (including the no-objection letter of the exchange) in the notice to NCD holders wherever the approval of NCD holders is sought as directed by the Hon'ble National Company Law Tribunal.
7.	Grievance redress/ Report on Complaints/ Comments.	YES	The Company undertakes to provide the report on complaints within 7 days of expiry of 10 days from the date of uploading the draft Scheme and related documents on exchange's website.
8.	Conditions for schemes of arrangement involving unlisted entities.	NOT APPLICABLE	There are no unlisted entities involved in the Scheme.
9.	Auditor's certificate regarding payment/repayment capability compliance with Accounting Standards.	YES	-

Inara Wadhwan
Company Secretary
ICSI Membership No. ACS: 65806

Phanindranath Kakarla
Managing Director
DIN: 02076676

Certified that the transactions / accounting treatment provided in the draft Scheme of Amalgamation between **Edelweiss Retail Finance Limited** and **ECL Finance Limited** and their respective shareholders are in compliance with all the Accounting Standards applicable to a listed entity.



Sandeep Agarwal
Chief Financial Officer



Phanindranath Kakarla
Managing Director
DIN: 02076676

Date: June 10, 2024

Place: Mumbai