

Chembond Chemicals Limited

December 28, 2023

BSE Limited

Listing Department,
P.J. Tower, Dalal Street, Fort,
Mumbai – 400 001.

BSE Scrip Code: 530871

National Stock Exchange of India Limited

Listing Department,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

NSE Symbol: CHEMBOND

Dear Sir/Madam,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed Scheme of Arrangement providing for demerger of “CC & WT Business” of Chembond Chemicals Limited (“Demerged Company” or “Transferee Company”) into Chembond Chemical Specialties Limited, a wholly owned subsidiary company of the Company (“Resulting Company”) and post demerger, amalgamation of Chembond Clean Water Technologies Limited (“Transferor Company No. 1”) with the Resulting Company (“Amalgamation – I”) and amalgamation of Chembond Material Technologies Private Limited (“Transferor Company No. 2”), Phiroze Sethna Private Limited (“Transferor Company No. 3”), Gramos Chemicals (India) Private Limited (“Transferor Company No. 4”) with the Company (“Amalgamation – II”) and their respective shareholders under Sections 230 to 232 read with Section of 66 of the Companies Act, 2013 (“Scheme”)

It is hereby certified that the draft Scheme of Arrangement in the nature of demerger of “CC & WT Business” of Chembond Chemicals Limited (“Demerged Company” or “Transferee Company”) into Chembond Chemical Specialties Limited, a wholly owned subsidiary company of the Demerged Company (“Resulting Company”) and post Demerger, Amalgamation of Chembond Clean Water Technologies Limited (“Transferor Company No. 1”) with the Resulting Company (“Amalgamation – I”) and amalgamation of Chembond Material Technologies Private Limited (“Transferor Company No. 2”), Phiroze Sethna Private Limited (“Transferor Company No. 3”), Gramos Chemicals (India) Private Limited (“Transferor Company No. 4”) with the Company (“Amalgamation – II”) and their respective shareholders under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 (“Scheme”), does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and SEBI Scheme Circular referred above, including the following:

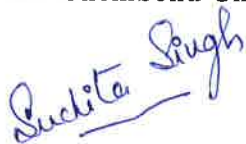
Sr. No.	Reference	Particulars	Complied/or Not Complied
1.	Regulations 17 to 27 of the LODR Regulations	Corporate Governance Requirements	Complied
2.	Regulation 11 of LODR Regulations	Compliance with Securities Laws	Complied
Requirements of the aforesaid circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchange	Complied




Chembond Chemicals Limited

(b)	Para (I)(A)(3)	Conditions for Schemes of arrangement involving unlisted entities	Complied
(c)	Para (I)(A)(4)(a)	Submission of Valuation Report	Complied Valuation report from SSPA & Co. is enclosed.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied Certificate from Statutory Auditors Bathiya and Associates LLP, Chartered Accountants is enclosed.
(e)	Para (I)(A)(9) [with respect to format, should be read as Para (I)(A)(10)]	Provision of approval of public shareholders through e-voting	Provisions of Part I – Paragraph (A) (10) (b) of SEBI circular are not applicable. In this regard, certificate from Statutory Auditor of the Demerged Company is enclosed as part of this application. The Demerged Company will comply with the provisions of e-voting as per the Companies Act, 2013 and LODR Regulations from time to time.

For Chembond Chemicals Limited



Suchita Singh
Company Secretary and Compliance Officer
Membership No. A43837

Sameer V. Shah
Chairman and Managing Director
DIN: 00105721

Certified that the transactions / accounting treatment provided in the draft Scheme involving Chembond Chemicals Limited and Chembond Chemical Specialties Limited are in compliance with all the Accounting Standards applicable to a listed entity.

For Chembond Chemicals Limited



Rashmi Sameer Gavli
Chief Financial Officer




Sameer V. Shah
Chairman and Managing Director
DIN: 00105721