

SORIL

INFRA RESOURCES

February 12, 2019

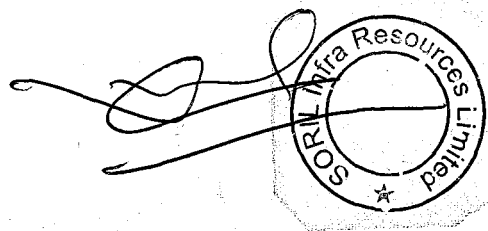
To,
Manager - Listing Compliance
National Stock Exchange of India Limited
'Exchange Plaza'. C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sir,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed scheme of amalgamation and arrangement amongst Indiabulls Integrated Services Limited ("Demerging Company 1" or "Transferee Company"), Albasta Wholesale Services Limited ("Transferor Company 1"), Sentia Properties Limited ("Transferor Company 2"), Lucina Infrastructure Limited ("Transferor Company 3"), Ashva Stud and Agricultural Farms Limited ("Transferor Company 4"), Mahabala Infracon Private Limited ("Transferor Company 5"), SORIL Infra Resources Limited (the "Company" or "Transferor Company 6"), Store One Infra Resources Limited ("Transferor Company 7" and together with Transferor Company 1, Transferor Company 2, Transferor Company 3, Transferor Company 4, Transferor Company 5 and Transferor Company 6, the "Transferring Companies"), Indiabulls Enterprises Limited ("Resulting Company 1"), Indiabulls Pharmaceuticals Limited ("Demerging Company 2") and Indiabulls Pharmicare Limited ("Resulting Company 2") and their respective shareholders and creditors ("Scheme of Amalgamation and Arrangement") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, as amended.

In connection with the above mentioned application in relation to the Scheme of Amalgamation and Arrangement, it is hereby certified that the draft Scheme of Amalgamation and Arrangement involving Indiabulls Integrated Services Limited, Albasta Wholesale Services Limited, Sentia Properties Limited, Lucina Infrastructure Limited, Ashva Stud and Agricultural Farms Limited, Mahabala Infracon Private Limited, SORIL Infra Resources Limited, Store One Infra Resources Limited, Indiabulls Enterprises Limited, Indiabulls Pharmaceuticals Limited and Indiabulls Pharmicare 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 ("SEBI LODR Regulations") and SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended ("Circular"), including the following:

| Sl. | Reference | Particulars |
|-----|---|-----------------------------------|
| 1 | Regulations 17 to 27 of the SEBI LODR Regulations | Corporate governance requirements |
| 2 | Regulation 11 of the SEBI LODR | Compliance with securities laws |



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SORIL Infra Resources Limited


Registered Office: Plot No. 448-451, Udyog Vihar, Phase-V, Gurugram-122016, Haryana | Tel: 0124 6681199 | Fax: 0124 6681111

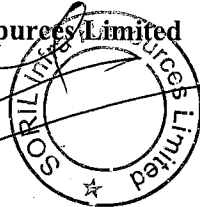
Corporate Office: Indiabulls Finance Centre, Tower-1, CS 612/613, S. B. Marg, Elphinstone (W), Mumbai - 400013, Maharashtra | Tel: 022 62498580 | Fax: 022 61899600

CIN: L52190HR2005PLC077960, Website: www.sorilinfraresources.com, E-mail: helpdesk@indiabulls.com

| Requirements of the Circular | | |
|------------------------------|--------------------|---|
| Sl. | Reference | Particulars |
| (a) | Para (I)(A)(2) | Submission of documents to Stock Exchanges. |
| (b) | Para (I)(A)(3) | Conditions for schemes of arrangement 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 **SORIL Infra Resources Limited**

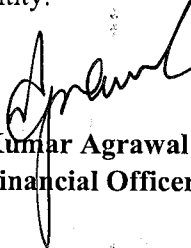

Vikas Khandelwal
Company Secretary





Anil Malhan
Whole-Time-Director



Certified that the transactions / accounting treatment provided in the draft Scheme of Amalgamation and Arrangement involving Indiabulls Integrated Services Limited, Albasta Wholesale Services Limited, Sentia Properties Limited, Lucina Infrastructure Limited, Ashva Stud and Agricultural Farms Limited, Mahabala Infracon Private Limited, SORIL Infra Resources Limited, Store One Infra Resources Limited, Indiabulls Enterprises Limited, Indiabulls Pharmaceuticals Limited and Indiabulls Pharmacare Limited are in compliance with all the Accounting Standards applicable to a listed entity.


Vijay Kumar Agrawal
Chief Financial Officer




Anil Malhan
Whole-Time-Director



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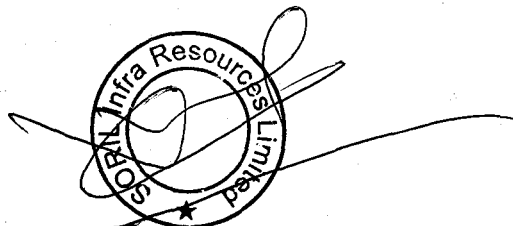
To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

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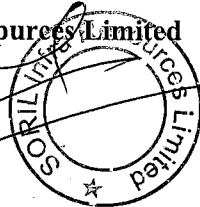
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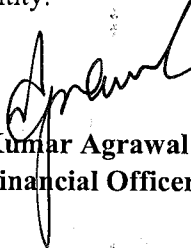

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Vijay Kumar Agrawal
Chief Financial Officer




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