



To,  
The Board of Directors,  
Halder Venture Limited,  
Diamond Heritage , 16 Strand Road  
10th Floor, Room No- 1012  
Kolkata - 700001.

**Independent Auditors' Certificate on Pre-Scheme net worth of Halder Venture Limited ("the Company")**

1. This certificate is issued in accordance with the request letter dated June 16, 2023 of Halder Venture Limited, having its registered office Diamond Heritage , 16 Strand Road, 10th Floor, Room No- 1012, Kolkata – 700001 and for the purposes of Scheme of Amalgamation of JDM Commercial Private Limited ("JDM" or "Transferor Company No. 1"), P.K. Agri Link Private Limited ("PKALPL" or "Transferor Company No. 2"), P.K. Cereals Private Limited ("PKACPL" or "Transferor Company No. 3"), Reliable Advertising Private Limited ("RAPL" or "Transferor Company No. 4") and Shri Jatadhari Rice Mill Private Limited ("SRMPL" or "Transferor Company No. 5") with Halder Venture Limited ("HVL" or "Transferee Company") and their respective Shareholders and Creditors (hereinafter referred to as "the Scheme").

2. A statement containing details of net worth as mentioned below, duly signed by the authorized signatory of the Company ("the Statement") is annexed, which we have initialed for identification purposes only:

.The Pre-scheme net worth of the Company as at 31st March, 2023;

**Management's Responsibility**

3. The preparation of the Statement is responsibility of the Management of the Company including the Preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

4. The Company's Management is also responsible for ensuring that the Company complies with the requirements of the Stock Exchanges and provide them with all relevant information and ensuring adherence that the details in the Statement are correct.

5. The pre-scheme net worth of the Company has been traced from and calculated based on the Audited Financial Statements of the Company for the period ended 31st March, 2023. The Computation of Pre-Scheme Net-worth is arithmetically correct.

**Auditor's Responsibility**

6. It is our responsibility to provide reasonable assurance that the pre-scheme net worth of the Company as referred to in the Statement have been correctly extracted from the Audited Financial Statements for the period ended 31st March, 2023 prepared in accordance with Indian Accounting

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**Kolkata :**  
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Standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (ind AS).

7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

9. The audited financial statements referred above, have been audited by **M/s Sen & Ray, Chartered Accountants (Firm Regn. 303047E)**. The audits of these financial statements were required to be conducted in accordance with the Standards on Auditing and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that they should plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

#### Opinion

10. Based on the information and explanations given to us and our examinations and we are of the opinion that the amounts in the Statement in respect of pre-scheme net worth of the Company has been correctly extracted from the Audited Financial Statements for the period ended 31st March, 2023 prepared in accordance with Ind AS.

#### Restriction on Use

11. This Certificate is provided at the specific request of the Company in connection with the above Scheme and for the purpose of onward submission to the Stock Exchanges and/or other regulatory authorities including Securities and Exchange Board of India. Our certificate should not to be used for any other purpose or by any person other than the addressees of this report. Accordingly, we do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For SEN & RAY  
Chartered Accountants  
(Firm's Registration No.303047E)

*Binod Kumar Mahato*

Binod Kumar Mahato  
(Partner)

Membership No.313822

UDIN- 23313822BGQYQN3774

Place: Kolkata

Date: June 21, 2023



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**A. Statement of Net Worth of HALDER VENTURE LTD. ("the Company")**

1. Net Worth: - The computation of pre-scheme net-worth of the Company has been reproduced below:

Particulars	Pre Scheme Net Worth as on 31st March, 2023
Equity Share Capital	Rs. 3,16,07,000/-
Securities Premium	-
General Reserve	-
Statutory Reserve	-
Retained Earning	Rs.1,27,22,000/-
Capital Reserve	-
Deferred Tax Assets	(Rs. 2,22,000/-)
<b>NET WORTH</b>	<b>Rs.4,41,07,000/-</b>

**Notes:**

The figures have been arrived on the basis of figures extracted from audited financial statements for the period ended 31st March, 2023 prepared in accordance with Accounting Standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Ind AS).

For the purpose of above calculation, following definition of "net worth" as defined in check list of BSE Limited in respect of list of documents to be submitted for obtaining approval under Regulation 37 of the SEBI (Listing Obligation and Disclosure Regulation) 2015, as amended, has been considered:

"Net worth" means the aggregate value of the paid up share capital and all reserves created out of profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write back of depreciation and amalgamation;

For SEN & RAY  
Chartered Accountants  
(Firm's Registration No.303047E)

*Binod Kumar Mahato*

Binod Kumar Mahato

(Partner)

Membership No.313822

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