



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

May 30, 2023

To,
Manager - Listing Compliance
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
[NSE Scrip Code: **BUTTERFLY**]

Kind Att. Ms. Flora Matmari / Ms. Shiwani Mundhr

Sub: Response to email dated May 26, 2023

Ref: Application for obtaining approval under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") for Scheme of Amalgamation of Butterfly Gandhimathi Appliances Limited ("Transferor Company") with Crompton Greaves Consumer Electricals Limited ("Company" or "Transferee Company") and their respective shareholders and creditors under Section 230 - 232 and other applicable provisions of the Companies Act, 2013 ("Act") ("Scheme")

Dear Madam,

Given below are our responses to your email dated May 26, 2023:

Sr. No.	Requirement / Query	Response
1.	NOC from Debenture Trustee(s)	Not Applicable, as the Company do not have any outstanding Non Convertible Debentures (NCDs)
2.	Undertaking from the debt listed entity w.r.t. Provision of approval of holders of NCDs/ NCRPS through e-voting	Not Applicable, as the Company do not have any outstanding Non Convertible Debentures (NCDs)
3.	Undertaking that Merchant Banker and Registered Valuer are independent of each other	We hereby undertake that the Merchant Banker i.e. SBI Capital Markets Limited and the Registered Valuer i.e. PwC Business Consulting Services LLP were appointed to carry out the valuation and fairness opinion on the valuation as required for the proposed scheme. The registered valuer and merchant banker are independent of one another.
4.	Confirmation from the listed entities that the norms prescribed for accounting treatment of items in the financial statements contained in the scheme by the respective sectoral regulatory authorities, if any, shall be complied with.	As on date, the Transferor Company and the Transferee Company are not regulated by any sectoral regulatory authority. The Transferor Company undertakes that it shall comply with applicable norms prescribed for accounting treatment of items in the financial statements, if any.

Regd. office: 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - Pin 603 103, Chengalpattu District, Phone: +91-44-47415500 CIN No: I28931TN1986PLC012728, E- mail: gmal@butterflyindia.com web : www.butterflyindia.com

Corporate office: E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 603 130. Chengalpattu District. Phone: 044 - 49005100/5120, E- mail: butterflyho@butterflyindia.com



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5.	Report on Complaints/ Comments' received by the listed entity on the draft scheme of arrangement.	The Company has submitted report on complaint(s) with Stock Exchanges under Regulation 37 May 26, 2023.
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Request you to kindly take the above on record and oblige.

Thanking you.

Yours sincerely,
For **Butterfly Gandhimathi Appliances Limited**

Viral Sarvaiya
Company Secretary & Compliance Officer
A33764

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