

### COMPLIANCE REPORT

It is hereby certified that the draft Scheme of Arrangement for Amalgamation amongst KML Tradelinks Private Limited ("Transferor Company 1"), Kisan Mouldings Limited ("Transferee Company 1" or "Transferor Company 2") and Apollo Pipes Limited ("Transferee Company 2") 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 and the SEBI Master Circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, including the following:

| SN                            | Reference                                | Particulars                                                       | Remarks                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-------------------------------|------------------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1                             | Regulations 17 to 27 of LODR Regulations | Corporate governance requirements                                 | Complied                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 2                             | Regulation 11 of LODR Regulations        | Compliance with securities laws                                   | Complied                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Requirements of this circular |                                          |                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| (a)                           | Para (I)(A)(2)                           | Submission of documents to Stock Exchanges                        | Complied                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| (b)                           | Para (I)(A)(3)                           | Conditions for schemes of arrangement involving unlisted entities | Complied<br><br>It is pertinent to note that the proposed Scheme of Arrangement contemplates: (i) the amalgamation of Transferor Company 1, a wholly owned subsidiary, with its holding company, KML (Amalgamation – 1); and (ii) the subsequent amalgamation of KML with Transferee Company 2 (Amalgamation – 2).<br>Amalgamation – 1, being the amalgamation of a wholly owned subsidiary with its holding company, falls within the exemption provided under Regulation 37(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the only unlisted company forming part of the proposed Scheme is involved in Amalgamation – 1. In light of the aforesaid exemption, no separate No-Objection Letter of the Stock Exchange is being sought in |

### APOLLO PIPES LIMITED

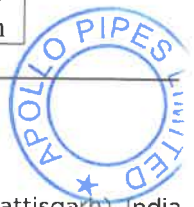
Regd. Office : 37, Hargobind Enclave, Vikas Marg, Delhi-110092, India

Corporate Office : A-140, Sector 136, Noida (U.P.) - 201301

Manufacturing Unit : Dadri, Sikandrabad, Varanasi (U.P.), Ahmedabad (Gujarat), Tumkur (Karnataka), Raipur (Chhattisgarh), India

**Toll Free No.: 1800-121-3737**

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|     |                    |                                                                      |                                                                                                                                                                                                                                                                                                                                                      |
|-----|--------------------|----------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|     |                    |                                                                      | respect of Amalgamation – 1, and the provisions of the SEBI Master Circular dated 20 June 2023 are not applicable thereto. The information pertaining to Amalgamation – 1 has been included in the present application for disclosure purposes only and to provide the Stock Exchange with the complete context and sequence of the proposed Scheme. |
| (c) | Para (I)(A)(4) (a) | Submission of Valuation Report                                       | Complied                                                                                                                                                                                                                                                                                                                                             |
| (d) | Para (I)(A)(5)     | Auditors' certificate regarding compliance with Accounting Standards | Complied                                                                                                                                                                                                                                                                                                                                             |
| (e) | Para (I)(A)(10)    | Provision of approval of public shareholders through e-voting        | Complied<br><br>Clause 14.3 of Part III of the Scheme of Arrangement provides for the provision of approval of public shareholders through e-voting.                                                                                                                                                                                                 |



**Gourab Kumar Nayak**  
Company Secretary




**Sameer Gupta**  
Managing Director

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement for Amalgamation amongst KML Tradelinks Private Limited ("Transferor Company 1"), Kisan Mouldings Limited ("Transferee Company 1" or "Transferor Company 2") and Apollo Pipes Limited ("Transferee Company 2") are in compliance with all the Accounting Standards applicable to a listed entity.



**Ajay Kumar Jain**  
Chief Financial Officer




**Sameer Gupta**  
Managing Director

**Place: Noida**  
**Date: 04/07/2026**

## APOLLO PIPES LIMITED

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