



**RAMASAMY KOTESWARA RAO AND CO LLP**  
**CHARTERED ACCOUNTANTS**

To,  
 The Board of Directors  
 Grandeur Products Limited  
 H. No. 1-62-192, 3rd Floor,  
 Dwaraka Avenue, Kavuri Hills, Madhapur  
 Hyderabad- 500033

We, the statutory auditors of Grandeur Products Limited (hereinafter referred to as "the Company") have examined the proposed accounting treatment specified in Clause 11 of the Draft Scheme of Amalgamation between Grandeur Products Limited (Transferor Company) and Tierra Agrotech Private Limited (Transferee Company) in terms of the provisions of Sections 230 to 232 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under the Companies Act, 2013 and other Generally Accepted Accounting Principles.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable Accounting Standards and other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued thereunder and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 1956 Companies Act, 2013.

This Certificate is issued at the request of Grandeur Products Limited pursuant to the requirements of circulars issued under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to BSE Limited. This Certificate should not be used for any other purpose without our prior written consent.

For Ramasamy Koteswara Rao and Co LLP  
 Chartered Accountants  
 Firm Registration No.: 010396S/S200084

C.V. Koteswara Rao  
 Partner  
 Membership Number: 028353  
 UDIN: 20028353AAAAJD5833



Place: Hyderabad  
 Date: 12-11-2020

For Grandeur Products Limited

*Ramkumar*  
 Company Secretary