

Independent Chartered Accountant's Certificate

To,
The Board of Directors,
Agribiotech Industries Limited
111, Signature Tower, DC-2 Lal Kothi Scheme,
Tonk Road, Jaipur - 302015, Rajasthan

1. We have examined the attached 'Statement of Net Worth' of Agribiotech Industries Limited (ABIL) as at 30th September, 2024 as per section 2(57) of the Companies Act, 2013 based on Company's audited financial statements' ("the Statement"), duly stamped and initialed by us for identification purpose only, which has been prepared by the Company in connection with the proposed Scheme of Merger under section 230 to 232 of the Companies Act, 2013, between Agribiotech Industries Limited ('the Transferor Company' or 'ABIL') and Agribio Spirits Limited ('the Transferee Company' or 'ASL'). The said Scheme, which would be effective from 1st October, 2024 (the Appointed Date) is approved by the Board of Directors of the Company and is subject to approvals from Shareholders, National Company Law Tribunal and other Regulatory Authorities / Central Government.
2. The Management of the Company is responsible for collecting, collating and validating data and designing, implementing and monitoring of internal controls suitable for the purpose of the preparation of the Statement. The Management of the Company is also responsible for the maintenance of proper books of account and such other records and the preparation of the attached Statement including providing effect of the accounting treatment prescribed in the proposed Scheme.
3. Our responsibility, for the purpose of this certificate, is limited to certifying whether the amounts considered in the Statement have been correctly extracted from audited financial statements of ABIL as at 30th September, 2024. We have conducted our verification in accordance with the Guidance Note on Audit Reports and Certificates for Special purposes and Standards on Auditing issued by Institute of Chartered Accountants of India, as applicable, which include the concepts of test checks and materiality.
4. The Statement is prepared for illustrative purposes only and does not purport to be indicative of actual net worth as at the Appointed Date of the Scheme i.e., 1st October, 2024.

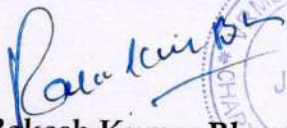


5. Based on our examination of such audited financial statements, the accounting treatment prescribed in clause 11 of the proposed Scheme and according to the information and explanations given to us, we certify that the Net Worth of ABIL as at 30th September, 2024 (Pre-arrangement) considered in "the Statement" read with notes thereon have been correctly extracted from audited financial statements of ABIL as at 30th September, 2024.
6. This certificate has been issued at the request of the management of the Company for the limited purpose of submission to the Stock Exchange, i.e. BSE Limited (BSE) should not be used for any other purpose without our prior written consent.

For VRMS & Co.

Chartered Accountants

ICAI Firm Registration No. 016835C


(CA Rakesh Kumar Bhoot)

Partner

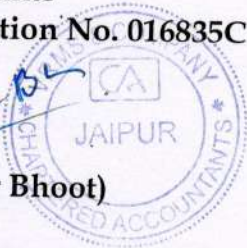
Membership No. 078914

UDIN: 25078914BMJOSQ3055

Date: 10.01.2025

Place: Jaipur

Encl: as above





AGRIBIOTECH™
INDUSTRIES LTD.

Statement of Pre-Arrangement Net Worth of Agribiotech Industries Limited (ABIL) as at 30th September, 2024 based on Company's audited financial statements:

(in lakhs)

Particulars	Net Worth of ABIL as at 30 th September, 2024 (Pre-arrangement)
Share Capital	1723.77
Reserves & Surplus	
Securities Premium	1681.23
Retained Earnings	1702.94
Net Worth	5107.94

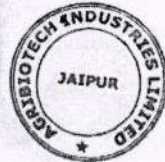
Notes:

1. Pre-arrangement Adjusted Net Worth of ABIL as at 30th September, 2024 is calculated based on audited Financial Statements of ABIL as at 30th September, 2024.
2. Pre arrangement Net worth of ABIL as at 30th September, 2024 is exclusive of Revaluation Reserve and Other Comprehensive Income

For Agribiotech Industries Limited

Jaishree

Jaishree Motwani
Company Secretary



Place: Jaipur
Dated: 31.12.2024

