

**List of details/ documents required for grant of approval under Clause 24(f)
of the Listing Agreement
(Amalgamation)**



Sr. No.	List of Documents/ details to be submitted	Yes/No/Not Applicable
1	Certified true copy of Scheme/ Petition proposed to be filed before any Court or Tribunal under sections 391, 394 and 101 of the Companies Act, 1956.	Yes
2	Valuation Report from Independent Chartered Accountant, if any (Certified true copy).	Yes
3	Report from the Audit Committee recommending the Draft Scheme, taking into consideration, inter alia, the Valuation Report issued by Independent Chartered Accountant.	No
4	Fairness opinion by merchant banker, if any.	Not Applicable
5	Shareholding pattern in accordance with Clause 35 of the Listing agreement - for pre and post scheme of arrangement of the Companies.	Yes
6	Audited financials of last 3 years	Yes
7	Certificate from Auditors to the effect that the accounting treatment contained in the scheme is in compliance with all the applicable Accounting Standards specified by the Central Government in Section 211 (3C) of the Companies Act, 1956*.	Yes
8	Certificate from Statutory Auditors / Practicing Chartered Accountants / Practicing Company Secretary for Networth (Networth = Equity Share Capital + Free Reserves** - Miscellaneous Expenditure written off, along with the detailed working) of the Company pre and post Scheme under Sections 101, 391 and 394 of the Companies Act, 1956.	Yes
9	Board resolution approving the scheme of arrangement.	Yes
10	Confirmation from the Company regarding the following:	
a)	Undertaking in accordance with Clause 24(g) of Listing Agreement i.e. scheme of amalgamation / arrangement to be presented to any Court or Tribunal does not in any way violate, override or circumscribe the provisions of securities laws or the stock exchange requirements.	Yes
b)	Undertaking that the Company is in Compliance with Clause 49 of the Listing Agreement	Yes
c)	Rational behind the scheme of arrangement.	Yes
d)	Brief details about the business of the Companies.	Yes

11	Website link of the Company where the draft Scheme and other required documents shall be uploaded (Also submit soft copy of the documents)	Yes
12	Complaints Report as per Annexure I (To be submitted within 7 days of expiry of 21 days from the date of filing of Draft Scheme).	No

Date 15th March, 2013
 Place Mumbai
 Authorised Signatory and Stamp of the company For **Pantaloon Retail (India) Limited**
 Name Deepak Tanna
 Designation Company Secretary
Company Secretary