

# SAMRIA & CO.

CHARTERED ACCOUNTANTS

Off.: 91 22 22018518

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E-mail: samriaco@gmail.com

2/E, Court Chambers,  
35, New Marine Lines,  
Mumbai - 400 020

Annexure 1

119.

To,  
The Board of Directors,  
Ganesh Benzoplast Limited  
Dina Building, 1st floor,  
M K Road, Marine Lines (E),  
Mumbai - 400002, Maharashtra

We, the statutory auditors of Ganesh Benzoplast Limited, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in Clause 13.2, Clause 24.2 of the Draft Composite Scheme of Arrangement between Ganesh Benzoplast Limited ('Demerged Company' or 'Transferor Company') and GBL Chemical Limited ('Resulting Company') and GBL LPG Private Limited ('Transferee Company') and their respective shareholders in terms of the provisions of section(s) 230 to 232 and other applicable provisions, if any, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 2013.

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

For Samria & Co.  
Chartered Accountants

  
CA Shivraj Rathi  
Partner

Membership No. 112376




Place: Mumbai  
Date : February 07, 2019

UDIN :- 19112376AAAAA6773

**CERTIFIED TRUE COPY**

For Ganesh Benzoplast Ltd

  
Company Secretary



**R. K. SOMANI & ASSOCIATES**  
Chartered Accountants

Annexure 2

R. K. SOMANI  
F. C. A.

126

B-103, Jainam Arcade, B.T. Mills Compound, Near SBI Bank, L.B.S. Marg, Bhandup (W), Mumbai 400 078.  
Off. : 49704105 Mob. : 9820080261 • email : rksomanica@gmail.com

To,  
The Board of Directors,  
GBL Chemical Limited  
912A, Building No 9,  
Solitaire Corporate Park, Andheri-Ghatkopar Link Road,  
Andheri (E) Mumbai – 400093,  
Maharashtra

We, the statutory auditors of GBL Chemical Limited, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in Clause 13.1 of the Draft Composite Scheme of Arrangement between Ganesh Benzoplast Limited ('Demerged Company' or 'Transferor Company') and GBL Chemical Limited ('Resulting Company') and GBL LPG Private Limited ('Transferee Company') and their respective shareholders in terms of the provisions of section(s) 230 to 232 and other applicable provisions, if any, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 2013.



For GBL CHEMICAL LIMITED  
*[Signature]*  
Director / Authorised Signatory

UDIN :- 19104927AAAAAB2423



# R. K. SOMANI & ASSOCIATES

Chartered Accountants

R. K. SOMANI  
F. C. A.

121

B-103, Jainam Arcade, B.T. Mills Compound, Near SBI Bank, L.B.S. Marg, Bhandup (W), Mumbai 400 078.  
Off. : 49704105 Mob. : 9820080261 • email : rksomanica@gmail.com

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

For  
R.K.Somani and Associates  
Chartered Accountants  
Firm Registration No.: 118666W

R.K.Somani

Proprietor

Membership Number: 104927

Place: Mumbai

Date: 07.02.2019



UDIN :- 19104927AAAAAB2423

FOR GBL CHEMICAL LIMITED  
*Ramesh Kumar*  
Director / Authorised Signatory

**V. K. BAHETI & CO.****Chartered Accountants**

Unit 129, Solaris Hubtown, Andheri East, Mumbai – 400059  
Contact : 9819525947 Email : shaileshladdha@rediffmail.com

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To,  
The Board of Directors,  
GBL LPG Private Limited  
Building No 9, First Floor,  
Solitaire Corporate park  
Off Andheri-Ghatkopar Link Road,  
Andheri East, Mumbai 400093

We, the statutory auditors of GBL LPG Private Limited, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 24.1 of the Draft Composite Scheme of Arrangement between Ganesh Benzoplast Limited ('Demerged Company' or 'Transferor Company') and GBL Chemical Limited ('Resulting Company') and GBL LPG Private Limited ('Transferee Company') and their respective shareholders in terms of the provisions of section(s) 230 to 232 and other applicable provisions, if any, 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.



For GBL LPG PRIVATE LIMITED

*Shailesh Laddha*

Director / Authorised Signatory

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 2013.

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

For V. K. Baheti & Co  
Chartered Accountants  
Firm Registration No.: 114437W

*Shaillesh Laddha*

Shaillesh Laddha  
Partner  
Membership Number: 127677  
Place: Mumbai  
Date: 7<sup>th</sup> February 2019



UDIN : 19127677AAAAAA3081

For GBL LPG PRIVATE LIMITED  
*[Signature]*  
Director / Authorised Signatory