



**KR AGGARWAL & ASSOCIATES**

Chartered Accountants

SCO 549/10 (1<sup>st</sup> Floor), Sutlej Tower,  
Near Fountain Chowk, Opp. Petrol Pump,  
Cemetery Road, Ludhiana (Punjab) - 141001

**Annexure-XIII**



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### Auditor's Certificate

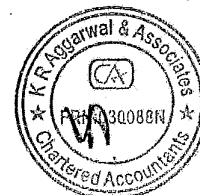
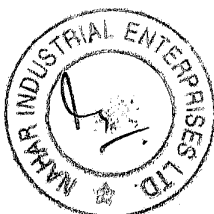
To,  
The Board of Directors,  
Nahar Industrial Enterprises Limited  
Focal Point, Ludhiana 141010

We, the statutory auditors of Nahar Industrial Enterprises Limited, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 16 of the Draft Scheme of Arrangement for amalgamation between Nahar Industrial Enterprises Limited and Cotton County Retail Limited and their respective shareholders and creditors in terms of the provisions of section(s) 230-232 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standard) Rules, 2015 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 Indian 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 Indian 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 in so far as applicable for the purpose of certificate. The guidance note requires that we comply with the ethical requirements of code of ethics issued by ICAI.

Based on our examination and according to the information and explanations given to us, pursuant to the requirement of paragraph 5 of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, 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 Indian Accounting Standards notified by the Central Government under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standard) Rules, 2015 to the extent applicable and Other Generally Accepted Accounting Principles.

***Certified to be True Copy***



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This Certificate is issued at the request of the Nahar Industrial Enterprises Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the BSE & NSE, SEBI and National Company Law Tribunal. This Certificate should not be used for any other purpose without our prior written consent.

For K.R. Aggarwal & Associates,  
Chartered Accountants

Firm Registration No.: 030088N



(Vivek Anjeja)

Partner

Membership Number: 544757

UDIN → 21544757AAAACB9813

Place: Ludhiana

Date: 27<sup>th</sup> August, 2021

