



To,
Corporate Relation Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001
Maharashtra, India

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra – Kurla Complex
Bandra (E), Mumbai – 400051, Maharashtra,
India

BSE Scrip Code: 500096

NSE Scrip Symbol: DABUR

Dear Sir / Madam,

Sub: Application under Regulation 37 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") for the proposed Scheme of Amalgamation of Sesa Care Private Limited ("Transferor Company") with and into Dabur India Limited ("Transferee Company" or the "Company") and their respective shareholders and creditors ("Scheme")

Compliance report as per Securities and Exchange Board of India ("SEBI") Master Circular dated June 20, 2023 bearing reference number SEBI/HO/CFD/POD-2/P/CIR/2023/93 (including any amendments thereto) ("SEBI Master Circular")

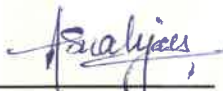
It is hereby certified that the draft Scheme of Transferor Company with and into Transferee Company does not, in any way violate, override or limit the provisions of securities laws or requirements of the stock exchange(s) and the same is in compliance with the applicable provisions of SEBI LODR Regulations and SEBI Master Circular, including the following:

Sl. No.	Reference	Particulars	Remarks
1	Regulations 17 to 27 of SEBI LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of SEBI LODR Regulations	Compliance with securities laws	Complied
Requirements of SEBI Master Circular			
(a)	Para (I)(A)(2)	Submission of documents to stock exchanges	Complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Yes, will be complied with.
(c)	Para (I)(A)(4)(a)	Submission of valuation report	Complied, copy of the valuation report is enclosed as part of this application.
(d)	Para (I)(A)(5)	Auditor's certificate regarding compliance with accounting standards	Complied, copy of the certificates issued by the statutory auditors of the Transferor Company and



Sl. No.	Reference	Particulars	Remarks
			Transferee Company confirming that accounting treatment mentioned in the Scheme is in compliance with SEBI LODR Regulations, SEBI Master Circular and Section 133 of the Companies Act, 2013 and accounting standards framed thereunder is enclosed as part of this application.
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	<p>The company will comply with provisions of e-voting as per the Companies Act, 2013 and the LODR Regulations as amend from time to time.</p> <p>The requirements stated in Para (I)(A)(10)(b) are not applicable to the Transferee Company. Accordingly, copy of undertaking certified by statutory auditor of the Transferee Company as required in Para (I)(A)(10)(c) of SEBI Master Circular is enclosed as part of this application.</p>

Yours faithfully
For Dabur India Limited


Ashok Kumar Jain
Group Company Secretary & Chief
Compliance Officer
ICSI Mem. No.: FCS-4311




Mohit Malhotra
Whole Time Director & CEO
DIN: 08346826

Date: June 7, 2025
Place: New Delhi



Certified that the transactions / accounting treatment provided in the draft Scheme are in compliance with all the accounting standards applicable on the Transferee Company (listed entity).

Yours faithfully
For Dabur India Limited


Ankush Jain
Chief Financial Officer
PAN: AAFPJ7245R




Mohit Malhotra
Whole Time Director & CEO
DIN: 08346826

Date: June 7, 2025
Place: New Delhi



To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra – Kurla Complex
Bandra (E), Mumbai – 400051, Maharashtra,
India

NSE Scrip Symbol: DABUR

Sub: Application under Regulation 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") for the proposed Scheme of Amalgamation of Sesa Care Private Limited ("Transferor Company") with and into Dabur India Limited ("Transferee Company" or the "Company") and their respective shareholders and creditors ("Scheme").

Compliance report as per Securities and Exchange Board of India ("SEBI") Master Circular dated July 29, 2022 (updated as on June 30, 2023) bearing reference number SEBI/HO/DDHS/PoD1/P/CIR/2023/108 (including any amendments thereto) ("SEBI Debt Circular")

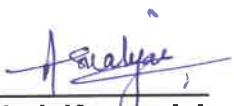
It is hereby certified that the Scheme of Amalgamation involving Sesa Care Private Limited and Dabur India Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including the following:

Sr. no.	Particulars	Whether complied (Yes/No)	Remarks
1.	Regulation 11 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Compliance with securities laws	Yes	-
2.	Submission of Valuation Report	Yes	Enclosed as Annexure 3
3.	Submission of Fairness opinion	Yes	Enclosed as Annexure 4
4.	Submission of documents to Stock Exchange(s)	Yes	-
5.	Disclosures in the Scheme of Arrangement	Yes	-
6.	Provision of approval of holders of NCDs/ NCRPS through e-voting	Yes	We undertake that the Company will take requisite approval of shareholders, creditors and debenture holders in compliance with applicable legislations.



7.	Grievance redress/ Report on Complaints/ Comments	Yes	The Complaint Report will be submitted within prescribed timelines.
8.	Conditions for schemes of arrangement involving unlisted entities	Yes	-
9.	Auditor's certificate regarding payment/ repayment capability compliance with Accounting Standards	Yes	Enclosed as Annexure 11

Yours faithfully
For Dabur India Limited



Ashok Kumar Jain
Group Company Secretary & Chief
Compliance Officer
ICSI Mem. No.: FCS-4311




Mohit Malhotra
Whole Time Director & CEO
DIN: 08346826

Certified that the transactions/ accounting treatment provided in the draft Scheme of Amalgamation involving of Sesa Care Private Limited and Dabur India Limited are in compliance with all the Accounting Standards applicable to a listed entity.

Yours faithfully
For Dabur India Limited


Ankush Jain
Chief Financial Officer
PAN: AAFPJ7245R




Mohit Malhotra
Whole Time Director & CEO
DIN: 08346826

Date: June 7, 2025
Place: New Delhi