Ref: NSE/LIST/C/2022/0203 March 09, 2022

The Director,
Goneril Investment & Trading Company Limited
"Temple Chambers" Old Post Office Street,
4th Floor, Kolkata- 700 001

Kind Attn.: Mr. Arindam Dey Sarkar

Dear Sir,

Sub: Observation Letter for draft scheme of amalgamation of Fund-Flow Investment & Trading Company Limited and Jyotsana Investment Company Limited and Kallol Investments Limited and Subarna Plantation & Trading Company Limited with Goneril Investment & Trading Company Limited.

We are in receipt of draft scheme of amalgamation of Fund-Flow Investment & Trading Company Limited and Jyotsana Investment Company Limited and Kallol Investments Limited and Subarna Plantation & Trading Company Limited with Goneril Investment & Trading Company Limited vide application dated December 02, 2020.

Based on our letter dated February 10, 2021 submitted to SEBI and pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ("Circular"), kindly find following comments on the draft scheme:

a. *Company shall ensure that additional information, if any, submitted by the Company after filing the Scheme with the Stock Exchanges, from the date of receipt of this letter is displayed on the websites of the listed company and the Stock Exchanges.*

b. *The Company involved shall duly comply with various provisions of the said Circular.*

c. *Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT.*

d. *It is to be noted that the petitions are filed by the Company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/Stock Exchanges. Hence, the company is not required to send notice for representation as mandated under Section 230(5) of Companies Act, 2013 to SEBI again for its comments/ observations/ representations.*

It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/ stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to National Stock Exchange of India Limited again for its comments/observations/representations.

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Signer: Harshad P Dharod
Date: Wed, Mar 9, 2022 22:35:54 IST
Location: NSE

Based on the draft scheme and other documents submitted by the Company, including undertaking given in terms of Regulation 11 of SEBI (LODR) Regulations, 2015, we hereby convey our “No objection” in terms of Regulation 94 of SEBI (LODR) Regulations, 2015, so as to enable the Company to file the draft scheme with NCLT.

However, the Exchange reserves its rights to raise objections at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Regulations, Guidelines/ Regulations issued by statutory authorities.

The validity of this “Observation Letter” shall be six months from March 09, 2022 within which the scheme shall be submitted to NCLT.

Yours faithfully,
For National Stock Exchange of India Limited

Harshad Dharod
Manager

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL: https://www.nseindia.com/companies-listing/raising-capital-further-issues-main-sme-checklist

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