



**TO WHOMSOEVER IT MAY CONCERN**

This is to certify that:

- (i) based on the information and explanations given to us, Granules India Limited (the "Company") having its registered office at 2nd Floor, 3rd Block, My Home Hub, Madhapur, Hyderabad - 500 081, Telangana has sufficient means to fulfil all the obligations under SEBI (Buy-back of Securities) Regulations, 2018, as amended from time to time, in respect of Buyback of upto 62,50,000 equity shares at a price of ₹ 400 (Rupees four hundred only) per Equity Share ("**Buy Back Price**") for an aggregate maximum amount of Rs.250 crores (Rupees two hundred and fifty crores only) ("**Buyback**")
- (ii) that firm arrangement for financial resources required to implement the Buyback is already in place.
- (iii) The financial resources proposed to be utilized for the Buyback are as follows:

Particulars	Amount (Rs in Crores)
Total consideration payable assuming 100% acceptance of the offer by the shareholders shall be	250.00
<b>Sources</b>	
Fixed deposits lying with banks as on 09 <sup>th</sup> August, 2022*	225.46
Bank balances as on 09 <sup>th</sup> August, 2022#	37.97
<b>Total</b>	<b>263.43</b>

*\*The fixed deposits are free of any charge as on date and the company proposes to utilize the proceeds on liquidation of FD lying with the banks be deposited in the escrow account.*

*#The balances available in the various current accounts maintained with multiple banks will also be available for the purpose of the Buyback be deposited in the escrow account.*

We have examined the relevant documents and further report that:

- a) The buyback is authorised by the Articles of Association of the Company.
- b) The ratio of the debt owned by the Company, if any, is not more than twice the capital and its free reserves after such buy-back pre and post buyback.
- c) All the shares for buy-back are fully paid-up.
- d) The details of Debt to Capital and Free reserves are as under

Particulars	Standalone		Consolidated	
	Pre-Buyback (as on March 31, 2022)	Post-Buyback	Pre-Buyback (as on March 31, 2022)	Post-Buyback
Equity Share capital	2,480.06	2,417.56	2,480.06	2,417.56
Free reserves	249,168.30	224,230.80	249,534.04	224,596.54
<b>Capital and Free reserves</b>	<b>251,648.36</b>	<b>226,648.36</b>	<b>252,014.10</b>	<b>227,014.10</b>
Total Debt	<b>104,721.70</b>	<b>104,721.70</b>	<b>109,275.73</b>	<b>109,275.73</b>
<b>Debt to Capital and Free reserves</b>	<b>0.42</b>	<b>0.46</b>	<b>0.43</b>	<b>0.48</b>

**Notes:**

1. Networth = Equity Share Capital + Other equity

2. Total Debt = Long term Term Borrowings + Short term Borrowings + Current Maturities of Long Term Borrowings

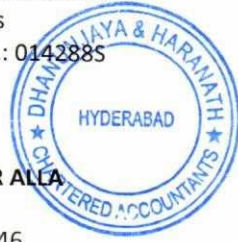
This Certificate is issued for the purpose of financial adequacy of the company for buyback of shares

Yours sincerely,

**For DHANUNJAYA & HARANATH**

Chartered Accountants

Firm's Registration No.: 0142885



**DHANUNJAYA KUMAR ALLA**

Partner

Membership No. 206446

UDIN: 22206446APBXM5704

Place: Hyderabad

Date: 16<sup>th</sup> August, 2022