



4th Floor, Aditya Building  
Near Sardar Patel Seva Sam  
Mithakhali Six Roads, Ellisbridge  
Ahmedabad 380006.

To,  
The Board of Directors,  
Deep Industries Limited  
12A & 14, Abhishree Corporate Park,  
AmbliBopal Road,  
Ambli, Ahmedabad – 380058.

We, the statutory auditors of Deep Industries Limited (hereinafter referred to as “the Company”), have examined the proposed accounting treatment specified in clause 9 of the Draft Scheme of Arrangement for demerger of Oil and Gas Services Undertaking of Deep Industries Limited into Deep CH4 Private Limited under sections 230 to 232 read with section 66 and other applicable provisions 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 Deep Industries Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the National Stock Exchange of India Limited and Bombay Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

For Dhirubhai Shah & Co  
Chartered Accountants  
FRN: 102511W

*Harish B. Patel*

Harish B Patel  
Partner  
Membership No. 014427



Place: Ahmedabad  
Date : 02/06/2018