



GOCL Corporation Limited

To
BSE Limited
The General Manager
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

To
National Stock Exchange of India Limited
Manager – Listing Compliance
Exchange Plaza, C-1, Block G,
Bandra-Kurla Complex
Bandra (E),
Mumbai – 400051

Scrip Code: 506480

NSE Symbol: GOCLCORP

Dear Sir/Madam,

Sub: Compliance Report

Ref: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed Scheme of Merger by Absorption of Hinduja National Power Corporation Limited (“Transferor Company” or “HNPCL”) into GOCL Corporation Limited (“Transferee Company” or “GOCL”) and their respective shareholders under sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (“Scheme”).

It is hereby certified that the draft scheme of merger by absorption of Hinduja National Power Corporation Limited (“HNPCL”) into GOCL Corporation Limited and their respective shareholders under the provisions of Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 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 and this circular, including the following:

SN	Reference	Particulars	Remarks
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Yes, complied.
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes, complied.
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes, complied. The documents are submitted along with the compliance report.





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(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	We undertake to comply with the applicable conditions specified in Para (I)(A)(3) in relation to the Scheme involving listed entities.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Yes, complied and the valuation report is attached.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, complied and the auditor certificate is attached.
(e)	Para (I)(A)(10)	Provision of approval of public shareholders through e-voting	The Transferee Company will comply with the provisions of e-voting as per the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 as amended from time to time. Provisions of Para (I)(A)(10) is applicable to the Transferee Company and the Scheme shall be acted upon only if votes cast by the public shareholders of the Transferee Company in favour of the proposal are more than the number of votes cast by the public shareholders of the Transferee Company against it.

For GOCL Corporation Limited

A. Satyanarayana
Company Secretary and Compliance Officer

Ravi Jain
Whole Time Director & Chief Financial Officer

Date: 19.12.2025
Place: Hyderabad





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Certified that the transactions / accounting treatment provided in the draft merger by absorption of Hinduja National Power Corporation Limited ("HNPCL") into GOCL Corporation Limited and their respective shareholders under the provisions of Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 are in compliance with all the Accounting Standards applicable to a listed entity.

For **GOCL Corporation Limited**



Ravi Jain
Ravi Jain
Whole Time Director & Chief Financial Officer

Date: 19.12.2025
Place: Hyderabad