



Date: 30th December 2025

The Board of Directors
Balkrishna Paper Mills Limited
A/7, Trade World, Kamala City,
Senapati Bapat Marg Lower Parel (W),
Mumbai City, Mumbai,
Maharashtra, India, 400013

Independent Auditor's Certificate in relation to Built-up, Nature and Utilisation of Reserves viz Capital Reserve, Capital Redemption Reserve, Securities Premium of M/s Balkrishna Paper Mills Limited as on 30th September 2025 in the Proposed Scheme of Reduction of Share capital between M/s Balkrishna Paper Mills Limited ('the Company' or 'BPML') and its Shareholders ("the Scheme") pursuant to provisions of Section 66 read with Section 52 and other applicable provisions of the Companies Act, 2013.

1. This certificate is issued in accordance with the terms of our engagement letter dated 19th December 2025.
2. The attached statement as on 30th September 2025 (**Annexure A**) containing the details of Built-up, Nature and Utilisation of Capital Reserve, Capital Redemption Reserve, Securities Premium of Balkrishna Paper Mills Limited ("the Company") involved in the Scheme of Arrangement have been prepared by the management of the Company based on the limited review financial statements for the period ended 30th September 2025, books of account and other related records of the Company.

Management's Responsibility

3. The management of the Company is responsible for preparation of the above statement including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.

Auditor's Responsibility

4. Our responsibility, for the purpose of this Certification, is limited to certifying the particulars contained in the attached statement on the basis of limited review financial results for the period ended 30th September 2025, books of account and other related records of the Company.
5. We conducted our verification in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India, which include the concept of test checks and materially. The Guidance Note requires that the



ethical requirements of the Code of Ethics issued by the Chartered Accountants of India are complied.

6. We have complied with the relevant applicable requirements of Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and other Assurance and Related Services Engagement.

Opinion

7. Pursuant to Scheme of reduction of share capital, the Company is required to provide Built-up, Nature and Utilisation of Capital Reserve, Capital Redemption Reserve, and Securities Premium of the Company to the Securities Exchange Board of India (SEBI), BSE Limited (BSE) and National Stock Exchange of India Ltd (NSE)

Based on our examination, and according to the information and explanations given to us and appropriate representations obtained from the Company, the proposed details of Built-up, Nature and Utilisation of the Capital Reserve, Capital Redemption Reserve and Securities Premium of the Company, including their classification as notional and/or unrealised, reproduced in **Annexure A** to this certificate, initialled and stamped by us for identification only, are in conformity with the limited review financial statements as provided by the management.

Restriction on Use

8. This certificate is issued at the request of the management of the Company solely for the purpose of filing with the SEBI, NSE and BSE and any other regulatory authority in relation to the Proposed Scheme pursuant to the requirements of Sections 66 read with section 52 of the Companies Act, 2013 and relevant Rules thereunder. Our certificate should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For D S M R & CO
Chartered Accountants
(FRN – 128085W)



(Shailendra Singh Rathore)

Partners

M.N. - 600395

Place: Mumbai

UDIN: 25600395VNDQSN1868



Balkrishna Paper Mills Ltd.

Annexure A

Statement showing Built-up of Capital Reserve, Capital Redemption Reserve and Securities Premium balance as on 30th September 2025

A. Capital Reserve

F.Y.	Created From	Whether Notional/ Unrealized?	Amount in Lakhs	Cumulative Amount in Lakhs
2014-15	De-merger scheme as approved by Bombay High Court	Unrealized	5,092.25	5,092.25
	Balance of the Capital Reserve as per the limited review financial results of the Company for the quarter ended 30 th September 2025			Rs. 50,92,25,404/- (Rupees Fifty Crores Ninety-Two Lakhs Twenty-Five Thousand Four Hundred and Four Only)

B. Capital Redemption Reserve

F.Y.	Created From	Amount in Lakhs	Cumulative Amount in Lakhs
-	-	NIL	NIL
	Balance of the Capital Redemption Reserve as per the limited review financial results of the Company for the quarter ended 30 th September 2025		NIL

C. Securities Premium Reserve

F.Y.	Created From	Whether Notional/ Unrealized ?	Amount in Lakhs	Cumulative Amount in Lakhs
2024-25	Rights issue of equity shares	No	2,328.61	2,328.61
	Balance of the Securities Premium Reserve as per the limited review financial results of the Company for the quarter ended 30 th September 2025			Rs. 23,28,61,241/- (Rupees Twenty-Three Crores Twenty-Eight Lakhs Sixty-one Thousand Two Hundred and Forty-One Only)

For Balkrishna Paper Mills Limited

(Manish Malpani)
(Manish Malpani)
Whole time Director & CFO
DIN: 00055430





Balkrishna Paper Mills Ltd.

Statement showing Proposed Utilisation of Reserves of Balkrishna Paper Mills Limited
As on 30th September 2025

Sr. No.	Particulars	Amount (₹ in lakhs)	Nature of Reserve	Proposed Utilisation	Reasons for Utilisation	Relevant Provisions of Companies Act, 2013
1	Capital Reserve	5,092.25	Capital in nature; not a free reserve		Not Applicable as the said balance is not being utilised in the proposed Scheme	
2	Capital Redemption Reserve	NIL		Not Applicable		
3	Securities Premium Account	2,328.61	Capital Reserve (Not a free reserve)/ To be treated as Paid-up share capital as per section 52 of the Companies Act 2013	Proposed to be utilised for adjusting against accumulated losses of the Company as permitted under the Scheme	The proposed reduction will enable the Company to adjust the accumulated losses against the securities premium so that the capital employed reflects its actual and realistic value and the financial statements present a true and fair view of the Company's financial position;	Section 52 of the Companies Act, 2013

For Balkrishna Paper Mills Limited

(Manish Malpani)
(Manish Malpani)
Whole time Director & CFO
DIN: 00055430

