

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

Dear Sir,

Sub: Application for "In-principle approval" prior to issue and allotment of 2,70,000 Warrants convertible into equivalent number of Equity Shares of Rs. 10/- each and 10,42,400 Equity Shares of Rs. 10/- each of Remsons Industries Limited on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, M/s. M Baldeva Associates, Practicing Company Secretary, have verified the relevant records and documents of **Remsons Industries Limited** with respect to the proposed preferential issue by the Company as per Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and certify that:

- a) None of the proposed allottee(s) have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee(s) is / are promoter / promoter group entity, then none of entities in the promoter and promoter group entities has / have sold any equity share of the company during the 90 trading days preceding the relevant date.
- b) Except the following, none of the allottees hold any equity shares of the Company for a period starting from the relevant date till the date of preferential allotment and the entire pre-preferential holding of such allottees is in dematerialized form:

Sr. No.	Name of the Allottees	Category	Pre-Preferential Holding	
			No. of Shares	% of holding
1.	Krishna R. Kejriwal	Promoter	15,79,494	27.6456
2.	Chand K. Kejriwal	Promoter	17,08,444	29.9026
3.	Goodluck Electronics Private Limited	Promoter group	61,000	1.0677
4.	Hely Dhiren Haria	Non Promoter	500	0.0088
5.	Jignesh H Desai HUF	Non Promoter	3,000	0.0525
6.	Sudhir Shivji Bheda	Non Promoter	2,000	0.0350
7.	Maya Mulesh Savla	Non Promoter	50	0.0009
8.	Shardha Sukumaran	Non Promoter	500	0.0088





- c) The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167(6) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, there is no sale / pledge of pre-preferential holding from 20th November, 2023 till date of lock-in. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of Proposed Allottees	DP ID	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Krishna R. Kejriwal	IN30018310435651	15,79,494	30 th November, 2023	5 th July, 2024	NA	NA
Chand K. Kejriwal	IN30018310435643	17,08,444	30 th November, 2023	5 th July, 2024	NA	NA
Goodluck Electronics Private Limited	IN30047641532328	61,000	30 th November, 2023	5 th July, 2024	NA	NA
Hely Dhiren Haria	IN30216410510123	500	30 th November, 2023	5 th July, 2024	NA	NA
Jignesh H Desai HUF	IN30177418233582	3,000	30 th November, 2023	5 th July, 2024	NA	NA
Sudhir Shivji Bheda	1202300001140292	2,000	6 th December, 2023	5 th July, 2024	NA	NA
Maya Mulesh Savla	1201260000120224	50	6 th December, 2023	5 th July, 2024	NA	NA
Shardha Sukumaran	1204470011426421	200	6 th December, 2023	5 th July, 2024	NA	NA

- d) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulation 159 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- e) The proposed issue is being made in accordance with the requirements of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Sections 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of the Companies Act, 2013. Further, the Company has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.





- f) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Articles of Association (AoA) of the Company. ~~It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement as mentioned in the AoA of the company.~~
- g) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2023-24 is less than 5% of the post issue fully diluted share capital of the issuer.

For M Baldeva Associates
Company Secretaries



CS Manish Baldeva
M. No. FCS: 6180; C.P. No. 11062
Peer Review No.: 1436/2021
UDIN: F006180E002887751

Place: Thane

Date: 8th December, 2023