



LIYA AND ASSOCIATES
COMPANY SECRETARY IN PRACTICE

Phone: 96564 40562 | 91420 96033 | Email: liyaandassociates@gmail.com

Annexure IV

Format of the confirmation to be submitted by the Statutory Auditors/ Practicing Chartered Accountant/ Practicing Company Secretary on their letterhead:

The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Date: 13.03.2024

Dear Sir,

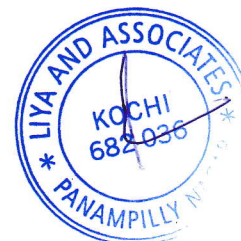
Sub: Application for “In-principle approval” prior to issue and allotment of up to 900000 equity shares and 450000 number of convertible warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Liya Antony, Company Secretary in Practice have verified the relevant records and documents of SI Capital & Financial Services Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) None of the proposed allottee(s) has/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) The proposed allottee does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment except the following.

M/s Sharewealth Securities Limited- 1843391

- c) The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/pledge of pre-preferential holding from 21.02.2024 till date of lock-in. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:



No.101, First Floor, Santhi K George Technology Arcade
K C Joseph Road, Panampilly Nagar, Ernakulam - 682036, Kerala
Ph: 0484 4022118, 9142096033, 9656440562

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Sharewealth Securities Limited	12047600002 09987	1643391	13.03.2024	30.09.2024	NA	NA
		200000	13.03.2024	30.09.2024		
Mr. Jayson A Mekkattukulam	12047600002 63038 12081600038 99201 IN300513	Nil	NA	NA	NA	NA
Mr. Jyothish AR	12047600000 72471 12081600178 65531	Nil	NA	NA	NA	NA

(*) client id/ folio no in case allottee hold the securities in physical form

- d) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- e) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 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 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 Article 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 LIYA AND ASSOCIATES

LIYA ANTONY
 Company Secretary In Practice
 Membership No: 39611, CP No: 19314
 No: 101, 1st Floor, K George Technology Arcade
 K C Joseph Road, Panampilly Nagar
 Ernakulam, Kerala - 682 036

Date: 13.03.2024
 Place: Ernakulam
 UDIN: A039611E003576265