



Confirmation to be submitted by the Practicing Company Secretary on their letterhead:

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

Dear Sir,

Sub: Application for “In-principle approval” prior to issue and allotment 4860000 Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Barkha Deshmukh, Proprietor of Barkha Deshmukh & Associates, Practicing Company Secretary have verified the relevant records and documents of GUJARAT TOOLROOM 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) have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, none of entities in the promoter and promoter group entities have sold any equity share of the company during the 90 trading days preceding the relevant date.
- b) The pre-preferential share holding of the proposed allottee(s) are NIL and hence none of the pre-preferential shareholding has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. There is no sale/ pledge of pre-preferential holding from (Relevant Date) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Sr No.	Name of the Proposed Allottee	DP ID/ Client ID *	Qty	Lock-in details	
				From	To
1	NOBLE POLYMERS LIMITED	1208130000004052	-	-	-
2	NISHIL FINANCIAL ADVISORS LLP	1208130000010731	-	-	-
3	KAPADIA FINWEALTH LLP	1208130000010746	-	-	-
4	TUSHAR SHAH	1208550000023156	-	-	-
5	AMEE SHAH	IN30164510004249	-	-	-
6	SANJAY SHAH	1208130000003424	-	-	-
7	HEMAL SHAH	1208130000003443	-	-	-

8	ARUNABEN DHANDHARA	1208130000013071	-	-	-
9	SANYUKTABEN SURYAKANT	1208130000014400	-	-	-
10	NISHIL SHAH	1208550000014882	-	-	-
11	PRASHIL SHAH	1208550000014878	-	-	-
12	NUPOOR SHAH	1208130000014415	-	-	-
13	MAHAVIR TIWARI	1208130000005630	-	-	-
14	MARGI TIWARI	1208130000010575	-	-	-
15	HARMESHBHAI A SHERDALAL	1208550000001666	-	-	-
16	KUNDAN H SHERDALAL	1208550000001670	-	-	-
17	MANISHA A PATEL	1208550000002412	-	-	-
18	BHADRESHBHAI SHAH	1206380000065914	-	-	-
19	KALYANIBEN SHAH	1206380000065933	-	-	-
20	KUSH SHAH	1206380000072651	-	-	-
21	NISHI SHAH	1206380000396327	-	-	-
22	VIJAYBHAI V SHAH	IN30164510265842	-	-	-
23	PRADIP BABULAL SHAH	IN30305210751972	-	-	-
24	DHRUV PRADIPKUMAR SHAH	1203500001835648	-	-	-
25	VIKI JAYESHKUMAR SHAH	1201120000438548	-	-	-
26	SANGITABEN JITENDRAKUMAR JAIN	IN30412310073531	-	-	-
27	JITENDRAKUMAR GHEVERCHAND JAIN	IN30412310073540	-	-	-

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

- c) 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.
- d) 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.

- e) 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.”
- f) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2022-2023 is more than 5% of the post issue fully diluted share capital of the issuer.*

*No allotment of any shares or securities has been made to PAC in the same financial year.

For, **BARKHA DESHMUKH & ASSOCIATES**
Company Secretaries

BARKHA DESHMUKH
ACS.: A44265
COP: 22628

Date: 15/10/2022
UDIN: A044265D001246774