



PARVEEN S & ASSOCIATES

(Company Secretaries)

Confirmation by the Practicing Company Secretary

Date: June 27, 2023

To,
The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400001

SCRIP CODE – 530067

Dear Sir/Madam,

Subject : Application for “In-principle approval” prior to issue and allotment of 17,00,000 Equity shares of CSL Finance Limited (“the Company”) to be issued on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Parveen Sharma, Proprietor of Parveen S & Associates, Company Secretaries, Noida, have verified the relevant records and documents of **CSL Finance 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, where the proposed allottee(s) is promoter/promoter group entity, then 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) Kitara PIIN 1103 does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment:
- 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 (Relevant Date i.e., June 21, 2023) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder: **Not Applicable**




| NAME OF THE PROPOSED ALLOTTEE | DP ID * | QTY | LOCK IN DETAILS | | PLEDGE | |
|-------------------------------|---------|-----|-----------------|----|--------|----|
| | | | FROM | TO | FROM | TO |
| Kitara PIIN 1103 | NA | 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.
- 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. 2023-2024 is more than 5% of the post issue fully diluted share capital of the issuer.

For Parveen S & Associates
(Company Secretaries)



CS Parveen Sharma
(Proprietor)
M. No. 41531
COP No. 25707
UDIN: A041531E000509251