



R. MAHAJAN & ASSOCIATES
CHARTERED ACCOUNTANTS

402, JAIN BUILDING,
18/12, W.E.A. KAROL BAGH,
NEW DELHI - 110005
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Ref. No.

Dated

ANNEXURE IV

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 of 18,25,000 Equity Shares & 3,50,000 Convertible Warrants on the preferential basis to Promoter & Non-Promoter Group under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, M/S R. Mahajan & Associates, Chartered Accountants (FRN: 011348N), Delhi, have verified the relevant records and documents of CSL Finance Limited (CIN: L74899DL1992PLC051462) having registered office at 410-412, 18/12, 4th Floor, W.E.A, Arya Samaj Road, Karol Bagh, New Delhi-110005 with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and as amended and certify that:

- a) None of the proposed allottee(s) have sold any equity shares of the company during the six months period preceding the relevant date i.e., January 05, 2022. Further, none of the entities in the promoter and promoter group entities have sold any equity share of the Company during the six-month period preceding the relevant date i.e., January 05, 2022.
- b) 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 January 05, 2022 till date of lock-in. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

1) Allottee(s) details (in case of Equity Shares)

Name of the Proposed Allottee	DP ID/ Client ID	Qty	Lock-in details	
			From	To
Sanjay Gupta (HUF)	IN302822 10280993	12,00,000	Not Applicable	
M/s LRSD Securities Private Limited	IN300724 10172560	6,00,000	Not Applicable	
Ms. Prachi Garg	IN300724 10193346	25,000	Not Applicable	



2) Allottee(s) details (in case of Convertible Warrants)

Name of the Proposed Allottee	DP ID/ Client ID	Qty	Lock-in details	
			From	To
Rohit Gupta (HUF)	IN300724 10147590	2,00,000	January 05, 2022	September 15, 2022
Mr. Amit Ranjan	IN301549 36802514	75,000	Not Applicable	
Mr. Chandan Kumar	IN301549 54576485	50,000	Not Applicable	
Mr. Chirag Gupta	IN301549 30542533	25,000	January 05, 2022	September 15, 2022

- 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. (Not Applicable)
- 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 and as amended, 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."

This Certificate is issued on the specific request of the Company.

For R. Mahajan & Associates

Chartered Accountants

FRN 011348N



(CA Abhishek Chauhan)

Partner

M. No. 547195

Place: New Delhi

Date: 31-01-2022

Certificate No.: RMA/2021-22/1/14
UDIN: 22547195AAAAAU2902

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