



M Chhapparwal & Associates

Company Secretaries

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To,
The Manager,
Listing Compliance
National Stock Exchange of India Limited,
'Exchange Plaza' – C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.

Dear Sir,

Sub: Application for "In-principle approval" prior to issue and allotment of 34,80,392 Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Mahaveer Chhapparwal, Practicing Company Secretary, have verified the relevant records and documents of **Manomay Tex India Limited** with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and we certify that:

- a) The entire pre-preferential holding of the allottees under the proposed preferential issue of the Company is in dematerialized form.
- b) As the proposed preferential issue results in allotment of more than 5% of post issue fully diluted share capital of the Company thereby the Regulation 166A of SEBI (ICDR) Regulations, 2018 is to be followed of which a Valuation Report has been obtained from an Independent Registered Valuer and the Pricing Methods are as per Discounted Cash Flow Method and Regulation 164 (1), the floor price being higher of the following which is coming to be as Rs. 103.18 rounded off to Rs. 104. The Valuation Report may be accessed on the Company's website at the link: <http://www.manomaytexindia.com/>.
- c) The workings for arriving at the pricing for such preferential issue have been attached herewith as Annexure.
- d) The Equity Shares of the Company are listed on both NSE and BSE Limited. However, the highest trading volume of BSE has been considered in respect of the Equity Shares of the Company during the preceding 90 trading days prior to the relevant date because the Company was listed on NSE Exchange on 18th January, 2023 and the relevant date for pricing calculation was set as 13th January, 2023.

Place: - Bhilwara
Date: - 09/02/2023

For: M Chhapparwal & Associates
Company Secretaries



Mahaveer Chhapparwal

M. No.:- F11895

COP No.: 19146

UDIN: F011895D003132067