



**COMPLIANCE CERTIFICATE**

[Pursuant to Regulation 163(2) of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018]]

**To,**  
**The Board of Directors,**  
**Neetu Yoshi Ltd**  
**CIN: U35999UR2020PLC010670**  
**Address: 2/155, JAKHAN, RAJPUR ROAD, Dehradun, DEHRADUN, Uttarakhand, India,248001**

Dear Sir(s)/Madam(s),

This Certificate is being issued in connection with the proposed Preferential issue/Private Placement of Equity Shares through of **Neetu Yoshi Ltd** (hereinafter referred to as "Company") to those persons, as approved by the Board of Directors in its meeting held on 29/04/2026 ("Board Meeting"), the names of which are provided in Annexure A ("Proposed Allottees").

The Company is required to obtain a certificate from a Company Secretary in Practice confirming that the proposed preferential issue is being made in terms of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**").

**Management Responsibility:**

The Management of the Company is responsible for ensuring the compliance of the requirements of the ICDR Regulations detailed as under:

- (i) Determination of the relevant date, being the date thirty days prior to the date on which the meeting of shareholders is proposed to consider the proposed preferential issue.
- (ii) Determination of the minimum price of Equity Shares in terms of Regulation 164 of the SEBI ICDR Regulations.
- (iii) Compliance with the conditions and requirements of the SEBI ICDR Regulations.
- (iv) Compliance with the requirements of for the preparation and maintenance of all accounting and other relevant supporting records, designing, implementing, and maintaining internal control relevant to preparation of Extra Ordinary General Meeting, determination minimum price of Equity Shares and making estimates that are reasonable in the circumstances.

**Practicing Professional's Responsibility:**

My Responsibility as Practicing Professional is limited to

**a. Examination of:**

- Board Resolution passed at the Board Meeting.
- The List of Proposed Allottees
- The present and proposed capital structure of the Company



- Draft notice of Extra Ordinary General Meeting
  - Certificate from Chartered Accountant in Practice for Calculation of minimum issue price as per prescribed under SEBI ICDR Regulations
- b. Confirmation from the Company that:**
- None of the Allottees have sold or transferred any Equity Shares of the Company during the 90 trading days preceding the relevant date.
  - None of the Company's Promoters or Directors is a Fugitive Economic Offender.
  - The Company has no outstanding dues to SEBI, the Stock Exchange or the Depositories.
  - Equity Shares held by the proposed allottees, if any, in the Company are in dematerialised form.
  - The Company is in compliance with the conditions for continuous listing of Equity Shares.
  - The Company has obtained the Permanent Account Numbers of the proposed allottees.
  - The Company has decided the Relevant Date as 24/04/2026" being thirty days prior to the date on which the Extra Ordinary General Meeting is proposed to be held.
  - The offer is being made only to such persons whose names and addresses are recorded by the Company prior to invitation to subscribe as per requirements of Section 42 of the Companies Act, 2013 and Rules made thereunder.

**Certification:**

Based on my examination of such information/documents and explanation and confirmations provided to me by the Company and to the best of my knowledge and belief, I hereby certify that proposed preferential issue is being made in accordance with the requirements of SEBI ICDR Regulations.

Further, pre-preferential holding of the allottee are in Dematerialised form and highest volume of the shares recorded on Bombay Stock Exchange Limited (BSE).

**Assumptions & Limitation of scope and Review:**

- I. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Company.
- II. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
- III. We are not expressing any opinion on the price computed / calculated and/or the price at which the Equity Shares are being issued by the Company.



**SIDDHARTH SIPANI & ASSOCIATES**  
COMPANY SECRETARIES

IV. This certificate is solely for the intended purpose of compliance in terms of aforesaid Regulations and for your information and it is not to be used, circulated, quoted or otherwise referred to for any other purpose other than compliance with the aforesaid Regulations.

**Date :04/05/2026**  
**Place: Nagpur**

**For Siddharth Sipani & Associates**  
**Company Secretaries**

**Siddharth Sipani**  
**(Proprietor)**  
**Memb. No. 28650, CP. No. 11193**  
**Peer Review Certificate No. 1789/2022**  
**UDIN- A028650H000276249**



**Annexure A (“Proposed Allottees”)**

Sr No.	Name of the proposed Allottees	Category (Promoter/Non Promoter)	PAN of Allottee	No. of Warrants to be allotted
1	Subodh Lohia	Promoter	AZGPL2380R	600000
2	VENTUREX FUND I	Non Promoter	AAETV3779K	336800
3	Swastika Investmart Limited	Non Promoter	AABCS6585J	200000
4	Vimal Kishore Parwal HUF	Non Promoter	AAFHV9015B	153600
5	Vijit Shares And Commodities Private Limited	Non Promoter	AACCV3752B	100000
6	Manoj Mittal	Non Promoter	AGAPM7106P	100000
7	Aptrans Portfolio Private Limited	Non Promoter	AAJCA8710F	100000
8	Vikas Arora	Non Promoter	ACSPA9689H	100000
9	Taru LalitKumar Gandhi	Non Promoter	AFKPG9577P	100000
10	Nilesh Damani	Non Promoter	AABPD9759L	100000
11	Sanghvi Cylinders Private Limited	Non Promoter	AAGCS1905B	80000
12	Sanjay Bansal	Non Promoter	AELPB1342K	75200
13	Sunil Gupta	Non Promoter	AIFPG0661G	50400
14	Shrenik Sanjay Kaswa	Non Promoter	BVEPK2033B	50400
15	Poonam Agarwal	Non Promoter	AFVPA4193C	50400
16	Radhika Soni	Non Promoter	BWRPS7503Q	50400
17	Sanjay Kanubhai Patel	Non Promoter	ADMPP1639H	50400
18	Sandeep Kumar Jain	Non Promoter	ABWPJ1572H	36000
19	Model Commercial Private Limited	Non Promoter	AAECM4152E	32000
20	Sanyami Kunal Doshi	Non Promoter	FUIPD4844L	25600
21	Amit Kishor Waghela	Non Promoter	ABEPW2625A	25600
22	Kaushik Kumar Sarawgi	Non Promoter	AGSPS1341N	25600
23	DEE DEE Vanijya Private Limited	Non Promoter	AAACD9387Q	25600
24	M Divya	Non Promoter	BIZPD9994G	25600
25	Shweta Jain	Non Promoter	AFDPJ6071Q	25600
26	Alpi Parwal	Non Promoter	CNWPP8178H	25600
27	Pradeep Nimani	Non Promoter	AAGPN8537R	25600
28	Anjana Devi Porwal	Non Promoter	AIZPP1397E	12000
29	Meenu Chechani	Non Promoter	AAZPC3828R	12000
30	Shreegopal Brijgopal Jaju	Non Promoter	ABVPJ6638D	12000
31	Neeta Parwal	Non Promoter	AAAPD6965H	12000



**SIDDHARTH SIPANI & ASSOCIATES**  
COMPANY SECRETARIES

32	Gaurav Agarwal	Non Promoter	CQLPA1082M	12000
33	Shruti Lohiya	Non Promoter	ARZPS4261K	12000
	Total			2642400