

Date: 25<sup>th</sup> July, 2022

To,  
**The Board of Directors**  
**Moongipa Securities Limited**  
18/14, W.E.A. Pusa Lane,  
Karol Bagh, Delhi – 110005, India

**Subject: Proposed Preferential Issue of upto 2,37,38,800 Equity shares and 72,51,000 Fully Convertible Warrants of face value of Rs. 10/- each by Moongipa Securities Limited (“the Company”) in terms of Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 (“ICDR Regulations”).**

Dear Sir / Madam,

In connection with the proposed preferential issue of up to 2,37,38,800 (Two Crore Thirty Seven Lakh Thirty Eight Thousand and Eight Hundred) Equity Shares to persons belonging to Promoter & Promoter Group and Non-Promoter Category, for cash, at an issue price of Rs. 101 /- (Rupees One Hundred One Only) per Equity Share which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of ICDR Regulations, for an aggregate amount of up to Rs. 2,39,76,18,800 /- (Rupees Two Hundred Thirty-Nine Crores Seventy-Six Lakh Eighteen Thousand Eight Hundred Only) by the Company, and upto **72,51,000 (Seventy-Two Lakh and Fifty-One Thousand) Fully Convertible Warrants (‘Warrants’)** carrying a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant to persons belonging to Promoter & Promoter Group and Non-Promoter Category, for cash, at an issue price of Rs. 101 /- (Rupees One Hundred One Only) per Warrant which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of ICDR Regulations, for an aggregate amount of up to Rs. 73,23,51,000 (Rupees Seventy Three Crores Twenty Three Lakhs Fifty One Thousand Only) by the Company as approved by the Board of Directors of the Company in their meeting held on July 25, 2022, subject to approval of shareholders of the Company and consent, exemptions and approvals of Securities and Exchange Board of India, Reserve Bank of India, BSE Limited and any other regulatory authority, and in terms of requirements of sub-para 2 of para 163 of Part III of Chapter V of the ICDR Regulations, we hereby certify that the proposed preferential issue is being in accordance with the applicable provisions of ICDR Regulations, to the preferential issue.

**For Anjali Yadav & Associates**  
**Company Secretaries**

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**Anjali Yadav**  
**Proprietor**  
**FCS No.: 6628**  
**C P No.: 7257**  
**PR: 629/2019**  
**UDIN: F006628D000683568**

**Date: 25.07.2022**  
**Place: New Delhi**