



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 1,03,56,725 Fully Convertible Warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, **Dinesh Birla & Associates, Practicing Company Secretary**, have verified the relevant records and documents of **Kinetic Engineering Limited** with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) The proposed allottee has not sold any equity shares of the company during the 90 trading days preceding the relevant date i.e. 21st January, 2025. Further, none of the entities in the promoter and promoter group entities has/ have sold any equity share of the company during the 90 trading days preceding the relevant date i.e. 21st January, 2025.
- b) The pre-preferential shareholding of the proposed allottee has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from the relevant date i.e. 21st January, 2025. The details of pre-preferential shareholding of allottee and lock-in thereon is as given hereunder:

Name of the Allottee	DP ID	Pre-preferential shareholding (No. of shares)	Lock in Details		Pledge Details	
			Date From	Date To	Pledge with	Pledge end date
Jayashree Firodia Trust	IN301330-40392024	1,08,267	04.01.2025	31.05.2025	NA	NA
Jayashree Firodia Trust	IN301330-40392024	9,20,000	10.06.2024	31.05.2025	NA	NA



Jayashree Firodia Trust	IN301330-40392024	80,000	20.08.2023	10.03.2025	NA	NA
Arun Firodia Trust	IN301330-40392024	Nil	NA	NA	NA	NA
Arun Hastimal Firodia	IN301330-19126119	32963	05.08.2022	10.02.2025	NA	NA
Rohit Lohia	IN302105-10799958	Nil	NA	NA	NA	NA
Transaction Square LLP	IN300214-26596771	Nil	NA	NA	NA	NA
Sai Geeta Penumetsa	IN300214-26276228	Nil	NA	NA	NA	NA
Kapil Ahuja	IN302943-10193627	Nil	NA	NA	NA	NA
Mohanlal Hariprasad Saraf	IN301330-18154517	Nil	NA	NA	NA	NA
Shree Ram Colloids Private Limited	12012101-01069200	Nil	NA	NA	NA	NA
Tradelink Exim (India) Private Limited	IN300214-25525890	Nil	NA	NA	NA	NA

- c) Proposed allottee does not belonging to promoter(s) or the promoter group who is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- 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, 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.”



DINESH BIRLA & ASSOCIATES
COMPANY SECRETARIES

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UdyogNagar, Chinchwad, Pune - 411033.
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- f) The total allotment to the allottee in the present preferential issue or in the same financial year i.e. 2024-25 is more than 5% of the post issue fully diluted share capital of the issuer in terms of Regulation 166A(1) of the SEBI (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022.

For Dinesh Birla & Associates
Company Secretaries



Dinesh Birla, Proprietor
Membership No.: F7658
COP No. : 13029
Peer Review Cert. No. 1668/2022

Date: 30th January, 2025
Place : Pune