



Rawal & Co.

(Company Secretaries)

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Registration No. S2020UP717200, Peer Review No. 5722/2024

To,

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 upto 34,00,000 (Thirty-Four Lakhs) Equity Shares and 24,00,000 (Twenty-Four Lakh) Convertible Warrants into Equity Shares on preferential basis under Regulation 28(1) of the SEBI (LODR) Regulations, 2015.

We Rawal & Co., Practicing Company Secretary firm, have verified the relevant records and documents of **Manoj Ceramic Limited** with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- None of the proposed allottee(s) has/ have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee(s) is/ are promoter/ promoter group entity, then none of 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.
- Following Allottees does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.

Preferential Issue: Equity Shares

S. No.	Name of Investors	Nature of Instrument
1	Mukul Gupta	Equity
2	Saurabh Gupta	Equity
3	Nikant Garg	Equity
4	Coral Pebble LLP	Equity
5	Varsha Agrawal	Equity
6	Kapil Garg	Equity
7	Sandeep Mittal	Equity
8	Growfast Securities and Credit Private Limited	Equity
9	Sveltetech Technologies Private Limited	Equity
10	Rajat Goel	Equity
11	Sunil Kumar Gupta	Equity
12	Bhaijee Portfolio Private Limited	Equity
13	SKG Asset Management Private Limited	Equity
14	Bhupesh Garg	Equity
15	Vikash Gupta	Equity

16	SKJ Royals Investment	Equity
17	Amici Estate LLP	Equity
18	Kamal Rampuria	Equity
19	Prashant Tandon	Equity
20	Gretex Share Broking Limited	Equity
21	Shilpaben Maheshkumar Shah	Equity
22	Viney Parkash HUF	Equity
23	Kishan Chand Gupta	Equity
24	Sarvesh Gupta	Equity
25	Nakshatra Finvest Limited	Equity
26	SSNK Consultancy services Private Limited	Equity
27	PLS Capital Consultants Private Limited	Equity
28	Gaurav Viradia	Equity
29	Dinero Finance & Investments Private Limited	Equity
30	Adeesh kabra	Equity
31	Neha Agarwal	Equity
32	Ajoooni Wellness Private Limited	Equity
33	BR Hands Investments Private Limited	Equity
34	Prayagraj Wealth Management Private Limited	Equity
35	Sumit Saurabh	Equity
36	Dipti	Equity
37	Nitin Sabharwal	Equity
38	Karan Kumar Passi	Equity
39	Aman Jindal	Equity
40	Vikas Chaturvedi	Equity
41	Bhavpreet Singh	Equity
42	Akshit Kapoor	Equity
43	Faizan Ali Khan	Equity
44	M C N Capital Advisors Private Limited	Equity
45	Aditya Pratap Singh	Equity
46	Krishna Chaitanya Janga	Equity
47	Tarun Kumar	Equity
48	Vineeta Agrawal	Equity
49	Srishti Tarwani	Equity
50	Sandeep Jain	Equity
51	Arun Kapoor	Equity
52	Saloni Agarwal	Equity

53	Prabhat Dang	Equity
54	Ruchi Keswani	Equity
55	Akhil Gupta	Equity
56	Sunita Gupta	Equity
57	Ashok Kumar	Equity
58	Som Shukla	Equity
59	Vedarth Trade Private Limited	Equity
60	Anubhav Mehendru	Equity
61	Pratik Rajnikant Shah (HUF)	Equity
62	Money Plant Pictures LLP	Equity

Preferential Issue: Convertible Warrant:

S. No.	Name of Investors	Nature of Instrument
1	Mansukh Dudhabhai Satra (HUF)	Equity Warrant
2	Janil Mansukh Satra	Equity Warrant
3	Mansukh Duda Satra	Equity Warrant

- c) 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 (Relevant Date) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Anjana Manoj Rakhasiya	IN301862	273000	15.01.2024	15.01.2027	NA	NA
		2495000	15.01.2024	30.04.2025	NA	NA
Manoj Dharamshi Rakhasiya	IN301862	720000	15.01.2024	15.01.2027	NA	NA
		930200	15.01.2024	30.04.2025	NA	NA
Dhruv Manoj Rakhasiya	IN301862	250000	15.01.2024	15.01.2027	NA	NA
		328600	15.01.2024	30.04.2025	NA	NA
Aakash Manoj Rakhasiya	IN301862	218000	15.01.2024	15.01.2027	NA	NA
		284000	15.01.2024	30.04.2025	NA	NA
Manasvi Dhruv	IN301862	104000	15.01.2024	15.01.2027	NA	NA

Rakhasiya		136000	15.01.2024	30.04.2025	NA	NA
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- d) 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.
- e) 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.
- f) 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."~~
- g) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year 2024-25 is more than 5% of the post issue fully diluted share capital of the issuer.

For Rawal & Co.
(Company Secretaries)

Vivek Rawal
Membership No. 43231
CP No. 22687
Peer Review Number: 5722/2024
UDIN: A043231F002438756
Date: 21.11.2024