



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 of 60,00,000 (Sixty Lakhs) warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Sonam Jain, Practicing Company Secretary, have verified the relevant records and documents of Thomas Scott (India) Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) 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, except transmission of 1,875 equity shares among promoters group from Late Mrs. Parwati Devi Bang to Mr. Madhusudan Bang
- b) The 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.

Sr. No	Name
1	Vandana Brijgopal Bang
2	Shankar Shashi Sharma
3	Mohit Khullar
4	Amit Ramesh Bhartia
5	Hemant Modi
6	Madhu Sharma
7	Manish kumar Kiri
8	Premal Mukundbhai Shah
9	Rajendra Kumarlaxmi Sharma
10	Ranganathan Ramachandra
11	Leela Maheshwari
12	Sarita Rathi
13	Bhanwar Lal Bhootra
14	Anuddin Khan
15	Prashant Sharma
16	Riddhi Rushabh Parikh
17	Viren Raichand Shah





18	Leena Bharat Shah
19	Sandhya Nishith shah & Ashna N Shah
20	Sandhya Nishith shah & Anvi N Shah

- 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 upto	Pledged with	Pledge end date
Laxminiwas Bang	1201090017049818	13,650	25.04.2024	NA	NA
Ashmi Jiten Shah	1202890001013221	2,500	25.04.2024	NA	NA
Avisha Jiten Shah	1202890001013215	1,000	25.04.2024	NA	NA
Trupti Jiten Shah	1202890000000878	1,000	25.04.2024		
Jiten Raichand Shah	1202890001310878	1,000	25.04.2024	NA	NA
Atul Arora	1208880004223959	23,286	25.04.2024	NA	NA
Yash Sanjay Sharma	1208160008679216	259	25.04.2024	NA	NA
Ketan Kumar Satishchandra Parikh	1202890000446657	2250	25.04.2024	NA	NA
Ashish Virendra Gandhi	1202890001991231	986	25.04.2024	NA	NA

(*) client id/ folio no in case allottee hold the securities in physical form

- 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





SONAM JAIN
Company Secretary

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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 i.e. 2023-24 is more than 5% of the post issue fully diluted share capital of the issuer. The allottees are as follows.~~

OR

The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2023-24 is less than 5% of the post issue fully diluted share capital of the issuer.

Sonam Jain

Sonam Jain
Company Secretary

C.P. No. 12402

Mem. No. F9871

UDIN: F009871E001033058

Date: 18-09-2023

