



Rawal & Co.

(Company Secretaries)

Office: 631/101, Surendra Nagar, Lucknow-226016.

Email Id: vivekrawal89@gmail.com, Tel: +91-7827794619

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

To,
The Manager
Listing Compliance,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051.

Dear Sir,

Sub: Revised certificate for Application for “In-principle approval” prior to issue and allotment upto 20,00,000 (Twenty Lakhs) Equity Shares and 20,00,000 (Twenty Lakh) Convertible Warrants into Equity Shares on preferential basis under Regulation 28(1) of the SEBI (LODR) Regulations, 2015.

We Rawal & Co., Company Secretaries, have verified the relevant records and documents of **Z-Tech (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) Ashish Rameshchandra Kacholia, Nikhil Ramesh Jaisinghani, RBA Finance and Investment Company, Niveshaay Hedgehogs Fund, RG Family Trust, Resonance Opportunities Fund, Nexta Enterprises LLP, Intelletual Partners, Pitam Goel HUF, Krijuna Wealth LLP, Samedh Trinity Partners, Mayvenn Partners, Bhavin Y Mehta, Vivek Jain, Deepak Kumar Agarwal, Kapil Ahuja, Vineet Gupta, Biren Pravin Gandhi, Vinod Sethi, Abhinav Arora, Rakesh Mittal, Anjali Gupta, Anand Kumar Agarwal, Hemant Kumar Gupta, Mitul Prafulbhai Mehta, Koushik M, Amit Jindal, Amar Amarbahadur Maurya, Manjulaben Muktilal Parikh, Sandalwood Holding Trust, Growing Tree Family Trust, Expertpro Realty Private Limited, Shinohub Growth Ventures LLP, Rajat Goyal, Renu Devi Saraogi, Shyam Sunder Saraogi, Yogesh Mittal, Vineeta Agarwal, Tarun Tiwari, Nidhi Goel, Ajay C Sareen, Vineet Parekh, Arpita Sagar Brahmhatt, Bhavpreet Singh, Razdan Consulting LLP, Pankaj Jawaharlal Razdan have not sold any equity shares of the company during the 90 trading days preceding the relevant date.
- b) Ashish Rameshchandra Kacholia, Nikhil Ramesh Jaisinghani, RBA Finance and Investment Company, RG Family Trust, Resonance Opportunities Fund, Nexta Enterprises LLP, Intelletual Partners, Pitam Goel HUF, Krijuna Wealth LLP, Samedh Trinity Partners, Mayvenn Partners, Bhavin Y Mehta, Vivek Jain, Vineet Gupta, Biren Pravin Gandhi, Vinod Sethi, Abhinav Arora, Rakesh Mittal, Anand Kumar Agarwal, Hemant Kumar Gupta, Mitul Prafulbhai Mehta, Amit Jindal, Amar Amarbahadur Maurya, Manjulaben Muktilal Parikh, Sandalwood Holding Trust, Growing Tree Family Trust, Expertpro Realty Private Limited, Shinohub Growth Ventures LLP, Renu Devi Saraogi, Shyam Sunder Saraogi, Yogesh Mittal, Vineeta Agarwal, Tarun Tiwari, Nidhi Goel, Ajay C Sareen, Vineet Parekh, Arpita Sagar Brahmhatt, Bhavpreet Singh, Razdan Consulting LLP, Pankaj Jawaharlal Razdan does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.



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- 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		
Niveshaay Hedgehogs Fund	IN30371911235555	1,11,300	20.01.2025*	31.07.2025	-	-
Anjali Gupta	1208180000343571	48,800	24.05.2024	31.07.2025	-	-
Rajat Goyal	1201910104549438	3,29,600	24.05.2024	31.07.2025	-	-
Koushik M	1207650000085041	300	20.01.2025*	31.07.2025	-	-
Kapil Ahuja	IN30294310193627	6,900	20.01.2025*	31.07.2025	-	-
	IN30177422039520	3,600	20.01.2025*	31.07.2025	-	-
Deepak Kumar Agarwal	1203350001989824	14,100	20.01.2025*	31.07.2025	-	-
	IN30177422039520	3,600	20.01.2025*	31.07.2025	-	-

(*Note: dates mentioned are tentative as Pre-Preferential Lock-in is pending with NSDL & CDSL)

- 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."~~



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- 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 not 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: A043231F003726273
Date: 18-01-2025