

AMIT K & ASSOCIATES
COMPANY SECRETARIES

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Annexure IV

To

Chief General Manager Listing Operation, BSE Limited, 20 th Floor, P. J. Towers, Dalal Street, Mumbai – 400 001.	Manager - Listing Compliance National Stock Exchange of India Limited 'Exchange Plaza'. C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	Board of Directors Ravinder Heights Limited 7 th Floor, DCM Building, 16, Barakhamba Road, New Delhi- 110001
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Dear Sir,

Sub: Certificate with respect to Application for “In-principle approval” prior to issue and allotment of 1,65,000 (One Lakh Sixty Five Thousand) 0.01% Compulsorily Convertible Non- Cumulative Preference Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, **Amit K & Associates, Company secretaries** have verified the relevant records and documents of Ravinder Heights Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- The proposed allottee has not sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee is promoter, 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.
- 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 i.e. 30th August, 2022 till date of lock in i.e. 27th February 2023. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of the Proposed Allottee	DP ID	Qty	Lock-in details	
			From	To
Mrs. Sunanda Jain (Promoter)	IN30395610181056	Equity shares- 4,57,62,415	30 th August, 2022	27 th February, 2023

- The entire pre-preferential holding i.e. 4,57,62,415 equity shares of Mrs. Sunanda Jain, as mentioned above in point (b) is in dematerialized form.**
- None of the proposed allottee belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.

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- 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.
- g) Minimum issue price for the proposed preferential issue of Ravinder Heights Limited, based on the pricing formula prescribed under Regulation 164/165 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and as per the Valuation Report provided to us taken by the Company from the Registered valuer FCA Nitish Kumar Chugh has been worked out at Rs. 21.47.
- h) The relevant date for the purpose of said minimum issue price was 30th August, 2022.
- i) We hereby certify that the Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018.
- j) The workings for arriving at such minimum issue price as arrived by the Registered Valuer have been attached herewith as Annexure- A.
- k) **National Stock Exchange of India Limited (NSE), is the Stock exchange on which the highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding 90 trading days prior to the relevant date.**
- l) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2022-23 is less than 5% of the post issue fully diluted share capital of the issuer.

For Amit K & Associates
Company Secretaries

CS AMIT KUMAR
COP: 17591
M.No.: F11503
UDIN: F011503D000941652
Place: Delhi
Date: 08.09.2022