

R & D

COMPANY SECRETARIES

ROC SEARCH CUM COMPLIANCE CERTIFICATE

The Board of Directors

RODEC PHARMA LIMITED

C-2, Site-3, Meerut Road Industrial Area,
Ghaziabad-201001, Uttar Pradesh

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of Rodec Pharma Limited (the "Company" or the "Issuer") through an Offer for Sale of the Equity Shares by the Promoter Selling Shareholder (the "Offer")

Dear Sir / Madam,

We, R & D Company Secretaries, independent practicing company secretary, with the firm unique identification number **P2005DE011200** and the peer review number **1403/2021** issued by the Peer Review Board of the Institute of Company Secretaries of India, which is valid until July, 2026 (annexed herewith as **Annexure A**), have received a request from the Company for (i) confirming certain details in connection with the build-up of the issued and paid-up share capital of the Company; (ii) confirming certain details in connection with the build-up of the shareholding of the promoters of the Company ("**Promoters**"); and (iii) carrying out a physical search with respect to certain corporate records and forms filed by the Company with respect to Share capital, with the Registrar of Companies, NCT of Delhi and Haryana ("**RoC**"), which are identified in **Annexure B**.

I. Build-Up of the Issued and Paid-up Share Capital of the Company

In relation to the build-up of the issued and paid-up share capital of the Company, we have reviewed: (i) signed minutes of the meetings of the board of directors of the Company (the "**Board**"), (ii) signed minutes of the annual general meetings and extra-ordinary general meetings of the Company; (iii) certified true copies of Board resolutions and shareholders resolutions for the issuance of Equity Shares of the Company and Board resolutions for the allotment of Equity Shares since incorporation of the Company, along with the relevant filings with the RoC, NCT of Delhi and Haryana, as applicable, (iii) schemes of arrangement and agreements, if any, for the issuance of such shares; (iv) the constitutional documents of the Company, as then applicable to the relevant issuance and allotment of Equity Shares, (v) relevant regulatory approvals obtained by the Company and/or filings made by the Company in respect of issuances of such shares (vi) certain other information and documents received from the Company.

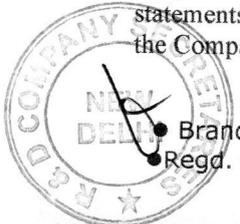
Based on the procedures described above and the information obtained from the Company, we hereby certify that:

- (i) the build-up of the Equity Share capital of the Company is included in **Annexure C**;
- (ii) the Equity Shares issued by the Company from the date of incorporation and until the date of this certificate have been issued and allotted in compliance with (a) the provisions of the Companies Act, 1956, including Sections 67 and 81 thereof and the rules made thereunder, as applicable; (b) the provisions of the Companies Act, 2013, including Sections 25, 28, 42 and 62 thereof and the rules made thereunder, as applicable; and
- (iii) the Company has passed all required resolutions and made the required form filings and submissions to the RoC NCT of Delhi and Haryana, as applicable, and the RBI, as applicable, and we have reviewed copies of such form filings and submissions.

II. Build-up of the Shareholding of the Promoters and Promoter Group in the Company:

In relation to the build-up of the shareholding of the Promoters and Promoter Group in the Company, we have reviewed: (i) the books of accounts and records maintained by the Company in relation to the build-up of the shareholding of the Promoters and Promoter Group in the Company, (ii) relevant documents in relation to the allotments made to the Promoters and Promoter Group and the share transfers made to and by the Promoters including the share transfer registers, share transfer forms, minutes of the meetings of the Board, committees of the Board and the shareholders of the Company, register of members, forms filed with the RoC, NCT of Delhi and Haryana as applicable, in connection with the allotments made to the Promoters and Promoter Group; (iii) the demat statements of the Promoters and Promoter Group and (iv) certain other information and documents received from the Company, the Promoters and Promoter Group.

● Branch Office: 2C, Pocket-F, Mayur Vihar II, Delhi-Meerut Expressway/NH-9, Delhi 110 091, India
● Regd. Office: 785, Pocket-E, Mayur Vihar II, Delhi-Meerut Expressway/NH-9, Delhi 110 091, India
Phone: 011-35960738, 43012488 ● E-mail: rndregular@gmail.com



Based on the procedures described above and the information obtained from the Company, we hereby certify that:

- (i) the build-up of the Equity Shares held by the Promoters is as included in **Annexure D**;
- (ii) the Equity Shares acquired by or transferred by the Promoters and Promoter Group as described in **Annexure D** have been acquired and/or transferred in compliance with (a) the provisions of the Companies Act, 1956 and the rules made thereunder, as applicable; (b) the provisions of the Companies Act, 2013 and the rules made thereunder, as applicable;
- (iii) the acquisitions and transfers of Equity Shares by the Promoters as included in **Annexure D**, were carried out through duly stamped share transfer forms and DIS Slips and we have reviewed copies of such share transfer forms and DIS Slips.

III. Searches for Missing and/or Untraceable Documents and other findings if any.

In relation to the searches for the documents identified in **Annexure B**, we have carried out an independent search/inspection of documents by visiting at RoC office at NCT of Delhi and Haryana and inspecting the digital records maintained on the Ministry of Corporate Affairs portal at www.mca.gov.in ("**MCA Portal**") and reviewed other records of the Company located at the registered office of the Company located at as per the request of the Company.

Based on the aforementioned procedures, we hereby certify that the corporate records and forms, as set out in **Annexure B**, are not traceable at RoC office at NCT of Delhi and Haryana, or on the MCA Portal or at the offices of the Company.

"there are no findings/observations of any of the inspections by SEBI or any other regulator which are material and which needs to be disclosed or non - disclosure of which may have bearing on the investment decision, other than the ones which have already disclosed in the offer document."

IV. Compliances related to Corporate Social Responsibility:

In terms of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, companies meeting specified thresholds are required to incur prescribed minimum CSR expenditure and report the same in the Board's report. For the last three Fiscal i.e. 2025, 2024 and 2023, the Company fell within the applicability criteria for CSR obligations, however the Company is yet to utilise the CSR amount for stated period towards CSR activities.

The Company have incurred ₹ 2.40 million towards CSR activities for the financial years ended March 31, 2025, the details of previous financial years are as under:

(₹ in million)

Particulars	As at		
	Financial Year 2025	Financial Year 2024	Financial Year 2023
(a) Gross Amount required to be spent by the company during the year	1.97	1.23	0.89
(b) Amount of expenditure incurred during the year	2.40	1.60	1.00
(c) Amount deposited in Corporate Social Responsibility Account	0.00	0.00	0.00
(d) Unspent Amount during the year in relation to:			
Ongoing Project	0.00	0.00	0.00



Other than ongoing Project	0.00	0.00	0.00
(e) Carried Forward Provision of CSR of Previous Years	0.00	0.00	0.00
Total Provision of CSR to be carried forward (a-b+e)	(0.02)	0.40	0.77

We confirm that the information in this certificate is based on management representation we don't confirm the authenticity of the information.

We further confirm that we are an independent entity with no direct or indirect interest in the Company or its Subsidiaries except for provision of professional services in the ordinary course of our profession.

We also consent to be named as an "expert" in terms of Section 2(38) and Section 26(5) and any other applicable provisions of the Companies Act, 2013, as amended, in the Offer Documents (defined below) in connection with the Offer.

We confirm that this certificate is issued based on management representation, for information and for inclusion (in part or full) in the Draft Red Herring Prospectus ("DRHP") of the Company proposed to be filed with the stock exchange where the Equity Shares are proposed to be listed (the "Stock Exchanges"), and the Red Herring Prospectus ("RHP") and the Prospectus ("Prospectus", and together with the DRHP, the RHP and other Offer-related documents, the "Offer Documents") to be filed subsequently with the RoC, and thereafter with the SEBI and the Stock Exchange and in any other materials or documents in relation to the Offer.

We hereby consent to the submission of this certificate as may be necessary to the SEBI, the RoC, the Stock Exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Manager and in accordance with applicable law. We also consent to the inclusion of this certificate and the annexures hereto as a part of "Material Contracts and Documents for Inspection" in connection with the Offer, which may be available for inspection from the date of the filing of the RHP until the bid/offer closing date in the Offer.

We confirm that we will immediately inform the Company, the Book Running Lead Manager and the legal counsel to the Company of any changes in writing to the above information until the date when the Equity Shares commence trading on the Stock Exchange pursuant to the Offer. In the absence of any such communication from us, the Company, the Book Running Lead Manager and the legal counsel to the Company can assume that there is no change to the above information until the commencement of trading of Equity Shares pursuant to the Offer.

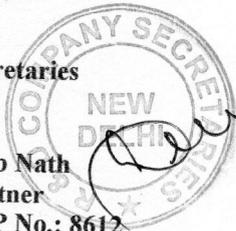
We have relied upon the information, data, documents, forms, and deeds provided by the management of the Company, as well as those available in the official records maintained by the Registrar of Companies.

We agree to keep the information regarding the Offer, strictly confidential.

Yours sincerely,

For R&D
Company Secretaries

Debabrata Deb Nath
Managing Partner
FCS: 7775, C P No.: 8612
Peer Review Certificate No: 1403/2021
Unique Identification No: P2005DE011200
UDIN: F007775G003119763



Date: 4th January, 2026
Place: Delhi
Encl: As above

cc:

Book Running Lead Manager

Khambatta Securities Limited
806, World Trade Tower,
Tower B, Noida Sector-16,
Uttar Pradesh-201301, India

Legal Counsel to the Company

Singhania & Co.
502, Bani Address One,
Golf Course Road, Sector 56,
Gurugram, 122011,
Haryana, India





THE INSTITUTE OF
Company Secretaries of India

भारतीय कम्पनी सचिव संस्थान

IN PURSUIT OF PROFESSIONAL EXCELLENCE
(Peer Review Certificate of the ICSI)
(Under the jurisdiction of Ministry of Corporate Affairs)

Certificate No. 1403/2021

PEER REVIEW Certificate

*Certified that in terms of the Guidelines for Peer Review of
Attestation and Audit Services by Practising Company Secretaries
issued by the Council, the Certification and Audit services provided
by M/s. R & D Company Secretary (ies) in
Practice bearing Unique Identification No. P2005DE011200
having his/her/its office at Delhi has been reviewed for the year
2019-20.*

The Certificate is valid for five years from the date of issue.



Date : 23rd July, 2021

CS Banu Dandona
Secretary
Peer Review Committee

CS Devendra V. Deshpande
Chairman
Peer Review Committee

ANNEXURE B

S. No.	Brief particulars of untraceable and erroneously corporate record or form filing in relation to share capital
1.	Form 2 for return of allotment dated March 31, 2005 in the Financial Year 2004-05 is not traceable.
2.	As per the Annual Return of the Company for the financial year ended March 31, 2002, the shareholding of Mr. Om Prakash Gupta and Mr. Mukesh Kumar Gupta has been erroneously disclosed as 1,500 and 2,300 equity shares, respectively. However, the correct shareholding of Mr. Om Prakash Gupta and Mr. Mukesh Kumar Gupta for the said period was 3,500 and 300 equity shares, respectively. Consequently, the Annual Return for the relevant financial year does not accurately reflect the shareholding pattern of the Company as on the relevant date i.e. September 30, 2002.
3.	The Annual Return of the Company for the financial year ended March 31, 2003, March 31, 2004, March 31, 2008, March 31, 2012, March 31, 2013 and March 31, 2014 does not include the attachment evidencing the shareholding pattern of the Company as on the date of the relevant Annual General Meeting as per the Companies Act, 1956 and as on the end of the relevant financial year as per the Companies Act, 2013. Consequently, the complete particulars of the shareholding structure as required to be annexed to the Annual Return for the said financial year are not available on record.
4.	The Company does not have the original Form 20B (Annual Return) filed with the Registrar of Companies for the financial year ended March 31, 2003. However, the Company is in possession of a scanned copy of the said form containing the material particulars required to be disclosed in the Annual Return for the relevant period. Owing to the nature of the document being a scanned copy, the attachments forming part of the original filing are not accessible or retrievable.
5.	Transfers of equity shares of the Company, wherein Mrs. Anjlia Negi transferred 50 equity shares each to Mr. D.K. Singh and Mr. Hemant Singhal on March 31, 2005, were not disclosed in the Annual Return of the Company for the financial year ended March 31, 2005, as required under the applicable provisions of the Companies Act, 1956.
6.	Transfers of equity shares of the Company, wherein Mr. Om Prakash Gupta and Mr. Mukesh Kumar Gupta transferred 11,000 and 300 equity shares to Mr. Mukesh Kumar Gupta and Mr. Mukesh Gupta (HUF) respectively on March 31, 2009, were not disclosed in the Annual Return of the Company for the financial year ended March 31, 2009, as required under the applicable provisions of the Companies Act, 1956.
7.	Transfers of equity shares of the Company, wherein Citi Cable Telecommunication Private Limited, Ms. Phool Badan Tiwari and M/s Supreme Agency transferred 17,000, 6,100 and 25,000 equity shares respectively to Mr. Mukesh Kumar Gupta on March 31, 2011, were not disclosed in the Annual Return of the Company for the financial year ended March 31, 2011, as required under the applicable provisions of the Companies Act, 1956.
8.	Transfers of equity shares of the Company, wherein Vasudev Enterprises Private Limited and Skand International Private Limited transferred 3,000 and 2,000 equity shares to Mrs. Chhaya Gupta and Mr. Mukesh Kumar Gupta respectively on March 31, 2013, were not disclosed in the Annual Return of the Company for the financial year ended March 31, 2013, as required under the applicable provisions of the Companies Act, 1956.
9.	Transfers of equity shares of the Company, wherein Mr. Manoj Tiwari transferred 500 equity shares to Mr. Utkarsh Gupta and Mr. D.K. Singh and Mr. Hemant Singhal transferred 50 equity shares each to Ms. Nupur Gupta and Ms. Shubhangi Gupta on October 31, 2016, were not disclosed in the Annual Return of the Company for the financial year ended March 31, 2016, as required under the applicable provisions of the Companies Act, 2013.
10.	Transfers of equity shares of the Company, wherein Mr. Narendra Kumar Gupta, Ms. Shubhangi Gupta and Ms. Nupur Gupta transferred 13,500, 50, 50 equity shares respectively to Mr. Utkarsh Gupta on October 31, 2019, were not disclosed in the Annual Return of the Company for the financial year ended March 31, 2019, as required under the applicable provisions of the Companies Act, 2013.
11.	The Annual Returns of the Company for the financial years ended March 31, 2016, March 31, 2017, March 31, 2018, March 31, 2019, March 31, 2020, March 31, 2021, March 31, 2022 and March 31, 2023 do not disclose the shareholding of all the shareholders on an individual basis. The said



Annual Returns disclose the shareholding of Mrs. Chhaya Gupta, Mr. Mukesh Kumar Gupta and Mukesh Gupta (HUF) individually, while the shareholding of the remaining shareholders has been aggregated and disclosed collectively under the category "Others". Accordingly, the aforesaid Annual Returns do not fully reflect the shareholding particulars of each shareholder as required under the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The tables below set forth the shareholding of the Company as disclosed in the Annual Returns for the financial years ended March 31, 2016, March 31, 2017, March 31, 2018, March 31, 2019, March 31, 2020, March 31, 2021, March 31, 2022 and March 31, 2023, alongside the correct shareholding details that ought to have been disclosed in the Annual Returns for the respective financial years in accordance with the applicable provisions of the Companies Act and the rules made thereunder.

Shareholding pattern disclosed in the Annual Returns for the financial years ended March 31, 2016, March 31, 2017, March 31, 2018, March 31, 2019, March 31, 2020, March 31, 2021, March 31, 2022, and March 31, 2023.

Name	No. of Equity Shares as on									
	March 31, 2016	March 31, 2017	March 31, 2018	March 31, 2019	March 31, 2020	March 31, 2021	March 31, 2022	March 31, 2023		
Chhaya Gupta	28,100	28,100	28,100	28,100	28,100	28,100	28,100	28,100		
Mukesh Kumar Gupta	61,100	61,100	61,100	61,100	61,100	61,100	61,100	61,100		
Mukesh Gupta (HUF)	300	300	300	300	300	300	300	300		
Others	14,100	14,100	14,100	14,100	14,100	14,100	14,100	14,100		
Total	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600		

Correct Shareholding pattern as on March 31, 2016, March 31, 2017, March 31, 2018, March 31, 2019, March 31, 2020, March 31, 2021, March 31, 2022, and March 31, 2023

Name	No. of Equity Shares as on									
	March 31, 2016	March 31, 2017	March 31, 2018	March 31, 2019	March 31, 2020	March 31, 2021	March 31, 2022	March 31, 2023		
Chhaya Gupta	28,100	28,100	28,100	28,100	28,100	28,100	28,100	28,100		
Mukesh Kumar Gupta	61,100	61,100	61,100	61,100	61,100	61,100	61,100	61,100		
Mukesh Gupta (HUF)	300	300	300	300	300	300	300	300		
Narendra Kumar Gupta	13,500	13,500	13,500	13,500	0	0	0	0		
D.K Singh	50	0	0	0	0	0	0	0		
Hemant Singhal	50	0	0	0	0	0	0	0		
Manoj Tiwari	500	0	0	0	0	0	0	0		
Utkarsh Gupta	0	500	500	500	14,100	14,100	14,100	14,100		
Shubhangi Gupta	0	50	50	50	0	0	0	0		



	Nupur Gupta	0	50	50	50	0	0	0
	Total	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600	1,03,600
12.	The Annual Return of the Company for the financial year ended March 31, 2024, reflects the transfer of 1,000 equity shares from Mr. Mukesh Kumar Gupta to Mr. Shivam Gupta and 1,000 equity shares each from Mrs. Chhaya Gupta to Ms. Nupur Gupta and Mr. Shubhangi Gupta, with the date of transfer recorded as February 15, 2024. However, the aforesaid transfers were effected pursuant to gift deeds executed between Mr. Mukesh Kumar Gupta and Mr. Shivam Gupta, and between Mrs. Chhaya Gupta and Ms. Nupur Gupta and Mr. Shubhangi Gupta, respectively, all dated January 17, 2024. Further, the share transfer forms in respect of the said transfers were also executed on January 17, 2024. Accordingly, the correct date of transfer of the aforesaid equity shares is January 17, 2024.							
13.	The names Narendra Gupta and Narendra Kumar Gupta have been used interchangeably in certain documents. Similarly, the names Mukesh Gupta and Mukesh Kumar Gupta have also been used interchangeably across various records. While the Company has clarified that the correct names, as per PAN records, are Narendra Kumar Gupta and Mukesh Kumar Gupta, respectively, it is pertinent to note that different versions of these names appear in certain allotment-related documents.							
14.	The Company does not have bank statements evidencing the receipt of consideration from shareholders in respect of further issues of equity shares undertaken on November 18, 1997, March 31, 1998, March 31, 1999, March 29, 2002, March 31, 2005, March 31, 2009, March 31, 2010 and May 31, 2011.							

The table below sets forth the details with respect to additional fee paid by the Company due to late filing of certain RoC Forms:

Financial Year	Form Name	Due Date	Date of filing	Normal Fees (in ₹)	Additional Fees (in ₹)
2025-26	MGT-14	21.07.2024	11.12.2025	600	7200
	MGT-14	12.01.2025	11.12.2025	600	7200
	MGT-14	30.05.2025	11.12.2025	600	7200
	INC-28	19.07.2025	10.12.2025	600	6000
	MGT-14	21.07.2024	22.08.2025	600	7200
2024-25	AOC-4	29.10.2024	30.10.2024	600	100
	MGT-7	29.11.2024	03.12.2024	600	400
	AOC-5	08.04.2021	24.11.2024	600	7200
	AOC-5	08.08.2024	24.11.2024	600	6000
	INC-27	02.04.2024	07.05.2024	500	2000
2023-24	DIR-12	23.04.2023	08.06.2023	500	2000
	DIR-12	30.10.2023	10.01.2024	500	2000
2022-23	AOC-4	29.10.2022	23.11.2022	500	2500



ANNEXURE C

I. Build-up of Equity Share capital

(a) History of Equity Share Capital of the Company

The following table sets forth the history of the Equity Share capital of the Company:

Date of allotment of equity shares	Nature of allotment	Number of equity shares allotted [#]	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees		
November 18, 1997	Allotment pursuant to subscription to the Memorandum of Association	200	200	10	10.00	Cash	S No.	Name of allottee	Number of equity shares
							1.	Chhaya Gupta	100
							2.	Anjila Negi	100
March 31, 1998	Further Allotment	3,000	3,200	10	10.00	Cash	S No.	Name of allottee	Number of equity shares
							1.	Narendra Kumar Gupta	1,500
							2.	Om Prakash Gupta	1,500
March 31, 1999	Further Allotment	3,300	6,500	10	10.00	Cash	S No.	Name of allottee	Number of equity shares
							1.	Mukesh Kumar Gupta	300
							2.	Narendra Kumar Gupta	3,000
March 29, 2002	Further Allotment	3,500	10,000	10	10.00	Cash	S No.	Name of allottee	Number of equity shares
							1.	Om Prakash Gupta	2,000
							2.	Narendra Kumar Gupta	1,500
March 31, 2005 [#]	Further Allotment	40,000	50,000	10	10.00	Cash	S No.	Name of allottee	Number of equity shares
							1.	Chhaya Gupta	25,000
							2.	Narendra Kumar Gupta	7,500
							3.	Om Prakash Gupta	7,500
March 31, 2009	Further Allotment	23,600	73,600	10	100.00	Cash	S No.	Name of allottee	Number of equity shares
							1.	Citi Telecommunication Private Limited.	17,000
							2.	Phool Badan Tiwari	6,100



Date of allotment of equity shares	Nature of allotment	Number of equity shares allotted#	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees																																																																								
March 31, 2010	Further Allotment	25,000	98,600	10	100.00	Cash	<table border="1"> <thead> <tr> <th>S No.</th> <th>Name of allottee</th> <th>Number of equity shares</th> </tr> </thead> <tbody> <tr> <td>3.</td> <td>Manoj Tiwari</td> <td>500</td> </tr> <tr> <td>1.</td> <td>Supreme Agency</td> <td>25,000</td> </tr> </tbody> </table>	S No.	Name of allottee	Number of equity shares	3.	Manoj Tiwari	500	1.	Supreme Agency	25,000																																																															
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May 31, 2011	Preferential Allotment	5,000	1,03,600	10	1,000.00	Cash	<table border="1"> <thead> <tr> <th>S No.</th> <th>Name of allottee</th> <th>Number of equity shares</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Vasudev Enterprises Private Limited</td> <td>3,000</td> </tr> <tr> <td>2.</td> <td>Skand International Private Limited</td> <td>2,000</td> </tr> </tbody> </table>	S No.	Name of allottee	Number of equity shares	1.	Vasudev Enterprises Private Limited	3,000	2.	Skand International Private Limited	2,000																																																															
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June 27, 2025	Bonus issue in the ratio of 217 Equity Shares for every Equity Share held	2,24,81,200	2,25,84,800	10	NA	NA	<table border="1"> <thead> <tr> <th>S No.</th> <th>Name of allottee</th> <th>Number of equity shares</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Chhaya Gupta</td> <td>56,63,700</td> </tr> <tr> <td>2.</td> <td>Mukesh Kumar Gupta</td> <td>1,15,50,910</td> </tr> <tr> <td>3.</td> <td>Mukesh Gupta (HUF)</td> <td>65,100</td> </tr> <tr> <td>4.</td> <td>Utkarsh Gupta</td> <td>30,59,700</td> </tr> <tr> <td>5.</td> <td>Nupur Gupta</td> <td>2,17,000</td> </tr> <tr> <td>6.</td> <td>Shubhangi Gupta</td> <td>2,17,000</td> </tr> <tr> <td>7.</td> <td>Shivam Gupta</td> <td>2,17,000</td> </tr> <tr> <td>8.</td> <td>Anita Gupta</td> <td>3,255</td> </tr> <tr> <td>9.</td> <td>Anu Bagai</td> <td>10,850</td> </tr> <tr> <td>10.</td> <td>Arshit Agarwal</td> <td>32,550</td> </tr> <tr> <td>11.</td> <td>Brijm Jeet Sagar</td> <td>6,510</td> </tr> <tr> <td>12.</td> <td>Deepak Lodha HUF</td> <td>10,850</td> </tr> <tr> <td>13.</td> <td>Gaurav Shanker</td> <td>5,425</td> </tr> <tr> <td>14.</td> <td>Harsh Garg</td> <td>21,700</td> </tr> <tr> <td>15.</td> <td>Manish Agarwal and Sons</td> <td>43,400</td> </tr> <tr> <td>16.</td> <td>Nandini Agarwal</td> <td>21,700</td> </tr> <tr> <td>17.</td> <td>Nidhi Mittal</td> <td>5,425</td> </tr> <tr> <td>18.</td> <td>Praveenkumar Basagonda Patil</td> <td>3,255</td> </tr> <tr> <td>19.</td> <td>Rajeev Agarwal</td> <td>32,550</td> </tr> <tr> <td>20.</td> <td>Sabuj Kumar Gharami</td> <td>6,510</td> </tr> <tr> <td>21.</td> <td>Satendra Pal Singh</td> <td>3,255</td> </tr> <tr> <td>22.</td> <td>Shalini Agarwal</td> <td>32,550</td> </tr> <tr> <td>23.</td> <td>Sumang Education Resources Private Limited</td> <td>1,08,500</td> </tr> </tbody> </table>	S No.	Name of allottee	Number of equity shares	1.	Chhaya Gupta	56,63,700	2.	Mukesh Kumar Gupta	1,15,50,910	3.	Mukesh Gupta (HUF)	65,100	4.	Utkarsh Gupta	30,59,700	5.	Nupur Gupta	2,17,000	6.	Shubhangi Gupta	2,17,000	7.	Shivam Gupta	2,17,000	8.	Anita Gupta	3,255	9.	Anu Bagai	10,850	10.	Arshit Agarwal	32,550	11.	Brijm Jeet Sagar	6,510	12.	Deepak Lodha HUF	10,850	13.	Gaurav Shanker	5,425	14.	Harsh Garg	21,700	15.	Manish Agarwal and Sons	43,400	16.	Nandini Agarwal	21,700	17.	Nidhi Mittal	5,425	18.	Praveenkumar Basagonda Patil	3,255	19.	Rajeev Agarwal	32,550	20.	Sabuj Kumar Gharami	6,510	21.	Satendra Pal Singh	3,255	22.	Shalini Agarwal	32,550	23.	Sumang Education Resources Private Limited	1,08,500
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Date of allotment of equity shares	Nature of allotment	Number of equity shares allotted [#]	Cumulative number of equity shares	Face value (₹)	Issue price per equity share (₹)	Form of consideration	Name of allottees
							24. Sunil Jain
							25. Sunil Jaiswal
							26. Tanisha Gupta
							27. Udit Aggarwal and Sons
							28. Aashita Jain
							29. Akshat Suresh Luniya
							30. Amit Atul Kumar Agrawal
							31. Arun Kumar Jain
							32. Arush Mittal
							33. Ashu Kumar Aggarwal
							34. Assert IT Solutions LLP
							35. Bharat Bhushan HUF
							36. Chetna Kankaria
							37. Kamna Yadav
							38. Kaushal Bindlish
							39. Maneesh Kumar Gupta
							40. Pankaj Kumar Bansal
							41. Pranav Garg
							42. Pratham Gupta
							43. Rakesh Shastri
							44. Ranveer Singh
							45. Sakshi Tomar Parihar
							46. Sangitha
							47. Shilpa Sharma
							48. Sushila Suresh Luniya
							49. Tara Malaviya
							50. Vijay Singh
							51. Vikas Bansal HUF

Form 2 not available.



ANNEXURE D

(a) Build-up of Promoters' shareholding in the Company

(a) Build-up of the Equity shareholding of the Promoters in the Company

Set forth below is the build-up of our Promoter's equity shareholding since the incorporation of our Company:

Date of allotment/transfer	Nature of transaction	Number of equity shares	Nature of Consideration	Face value per equity shares (in ₹)	Offer / acquisition/ transfer price per Equity Share (in ₹)	% of the pre-Offer equity share capital	% of the post-Offer equity share capital
Mukesh Kumar Gupta*							
March 31, 1999	Further Allotment	300	Cash	10	10.00	Negligible	●
March 31, 2009	Transfer of equity shares from Om Prakash Gupta	11,000	Cash	10	10.00	0.05	●
	Transfer of equity shares to Mukesh Gupta (HUF)	(300)	Cash	10	10.00	Negligible	●
March 31, 2011	Transfer of equity shares from Citi Cable Communication Private Limited	17,000	Cash	10	10.00	0.08	●
	Transfer of equity shares from Phool Badan Tiwari	6,100	Cash	10	10.00	0.03	●
March 31, 2013	Transfer of equity shares from Supreme Agency	25,000	Cash	10	10.00	0.11	●
	Transfer of equity shares from Skand International Private Limited	2,000	Cash	10	10.00	0.01	●
January 17, 2024 [@]	Transfer of equity shares to Shivam Gupta	(1,000)	Gift	10	N.A.	Negligible	●
June 13, 2025	Transfer of equity shares to Ashita Jain	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Akshat Suresh Luniya	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Amrit Atul Kumar Agrawal	(55)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Arun Kumar Jain	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Ashu Kumar Aggarwal	(250)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Bharat Bhushan HUF	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Kushal Bindlish	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Sushila Suresh Luniya	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Vikas Bansal HUF	(25)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Tara Malaviya	(100)	Cash	10	20,000.00	Negligible	●
June 17, 2025	Transfer of equity shares to Shilpa Sharma	(35)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Rakesh Shastri	(50)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Pranav Garg	(15)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Pankaj Kumar Bansal	(15)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Kamna Yadav	(100)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Assent IT Solutions LLP	(30)	Cash	10	20,000.00	Negligible	●
	Transfer of equity shares to Arush Mittal	(50)	Cash	10	20,000.00	Negligible	●



Date of allotment/transfer	Nature of transaction	Number of equity shares	Nature of Consideration	Face value per equity shares (in ₹)	Offer / acquisition/ transfer price per Equity Share (in ₹)	% of the pre- Offer equity share capital	% of the post- Offer equity share capital	
June 18, 2025	Transfer of equity shares to Anita Gupta	(15)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Anu Bagai	(50)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Arshith Agarwal	(150)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Brihth Jeet Sagar	(30)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Deepak Lodha HUF	(50)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Gaurav Shanker	(25)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Harsh Garg	(100)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Manish Agarwal and Sons	(200)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Nandini Agarwal	(100)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Nidhi Mittal	(25)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Praveenkumar Basagonda Patil	(15)	Cash	10	20,000.00	Negligible	1	
	June 20, 2025	Transfer of equity shares to Rajeev Agarwal	(150)	Cash	10	20,000.00	Negligible	1
		Transfer of equity shares to Sabhu Kumar Gharami	(30)	Cash	10	20,000.00	Negligible	1
		Transfer of equity shares to Satyendra Pal Singh	(15)	Cash	10	20,000.00	Negligible	1
Transfer of equity shares to Shalini Agarwal		(150)	Cash	10	20,000.00	Negligible	1	
Transfer of equity shares to Sunnarg Education Resources Private Limited		(500)	Cash	10	20,000.00	Negligible	1	
Transfer of equity shares to Sunil Jain		(100)	Cash	10	20,000.00	Negligible	1	
Transfer of equity shares to Sunil Jaiswal		(75)	Cash	10	20,000.00	Negligible	1	
Transfer of equity shares to Tanisha Gupta		(15)	Cash	10	20,000.00	Negligible	1	
Transfer of equity shares to Udit Aggarwal and Sons		(200)	Cash	10	20,000.00	Negligible	1	
Transfer of equity shares to Maneesh Kumar Gupta		(300)	Cash	10	20,000.00	Negligible	1	
June 23, 2025	Transfer of equity shares to Pratham Gupta	(500)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Ramveer Singh	(1,100)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Sakshi Tomar Parthar	(1,100)	Cash	10	20,000.00	Negligible	1	
	Transfer of equity shares to Sangitha	(150)	Cash	10	20,000.00	Negligible	1	
	Transfer of Equity Shares to Vijay Singh	(300)	Cash	10	20,000.00	Negligible	1	
	Transfer of Equity Shares to Cheena Kankaria	(100)	Cash	10	20,000.00	Negligible	1	
June 24, 2025	Bonus issue in the ration of 217 Equity Shares for every Equity Share held	1,15,50,910	N.A.	10	N.A.	51.14	1	
June 26, 2025								
June 27, 2025								
	Total	1,16,04,140				51.38	1	

Mr. Mukesh Kumar Gupta transferred 1,000 equity shares to Mr. Shivam Gupta by way of gift pursuant to a gift deed dated January 17, 2024. Also the Promoter Selling Shareholder.



Chhaya Gupta									
November 18, 1997	Allotment pursuant to subscription to the Memorandum of Association	100	Cash	10	10.00		Negligible		[]
March 31, 2005	Further Allotment	25,000	Cash	10	10.00		0.11		[]
March 31, 2013	Transfer of equity shares from Vasudev Enterprises Private Limited	3,000	Cash	10	10.00		0.01		[]
January 17, 2024 [@]	Transfer of equity shares to Shubhangi Gupta	(1,000)	Gift	10	NA		Negligible		[]
	Transfer of equity shares to Nupur Gupta	(1,000)	Gift	10	NA		Negligible		[]
June 27, 2025	Bonus issue in the ratio of 217 Equity Shares for every Equity Share held	56,63,700	NA	10	NA		25.08		[]
	Total	56,89,800					25.19		[]

[@]Mrs. Chhaya Gupta transferred 1,000 equity shares each to Ms. Nupur Gupta and Ms. Shubhangi Gupta by way of gift, pursuant to a gift deed dated January 17, 2024.

Utkarsh Gupta									
October 31, 2016	Transfer of equity shared from Manoj Tiwari	500	Cash	10	10.00		Negligible		[]
	Transfer of equity shared from Nupur Gupta	50	Gift	10	NA		Negligible		[]
October 31, 2019 [@]	Transfer of equity shared from Shubhangi Gupta	50	Gift	10	NA		Negligible		[]
	Transfer of equity shared from Narendra Kumar Gupta	13,500	Gift	10	NA		0.06		[]
June 27, 2025	Bonus issue in the ratio of 217 Equity Shares for every Equity Share held	30,59,700	NA	10	NA		13.55		[]
	Total	30,73,800					13.61		[]

[@]Mrs. Nupur Gupta, Ms. Shubhangi Gupta and Mr. Narendra Kumar Gupta transferred 50, 50 and 13,500 equity shares respectively to Mr. Utkarsh Gupta by way of gift, pursuant to a gift deed dated October 31, 2019.



(b) Details of the Sharehold

None of the Promoters and mer below:

Sr. no.	Name
<i>Promoters</i>	
1.	Mukesh Kumar Gupta
2.	Chhaya Gupta
3.	Utkarsh Gupta
<i>Promoter Group</i>	
4.	Nupur Gupta
5.	Shubhangi Gupta
6.	Mukesh Gupta (HUF)
Total	

C. Secondary Transactions

there has been no acquisition of Equity Shares through secondary transactions by the Promoters, Promoter Selling Shareholder and the members of the Promoter Group, except as mentioned below

Date of transfer	Name of transferor	Name of transferee	Number of equity shares	Nature of Consideration	Face value per Equity Share (₹)	Issue price/transfer price per Equity Share (₹)
Mukesh Kumar Gupta*	Om Prakash Gupta Citi Cable Communication Private Limited	Mukesh Kumar Gupta	11,000	Cash	10	10.00
		Mukesh Kumar Gupta	17,000	Cash	10	10.00
March 31, 2009	Phool Badan Tiwari Supreme Agency	Mukesh Kumar Gupta	6,100	Cash	10	10.00
March 31, 2011		Mukesh Kumar Gupta	25,000	Cash	10	10.00
March 31, 2013	Skand International Private Limited	Mukesh Kumar Gupta	2,000	Cash	10	10.00
		Mukesh Kumar Gupta				
Chhaya Gupta						
March 31, 2013	Vasudev Enterprises Private Limited	Chhaya Gupta	3,000	Cash	10	10.00
Utkarsh Gupta						
October 31, 2016	Manoj Tiwari Nupur Gupta	Utkarsh Gupta	500	Cash	10	10.00
October 31, 2019		Utkarsh Gupta	50	Gift	10	NA
Nupur Gupta	Narendra Kumar Gupta	Utkarsh Gupta	50	Gift	10	NA
		Utkarsh Gupta	13,500	Gift	10	NA
October 31, 2016	D.K Singh Chhaya Gupta	Nupur Gupta	50	Cash	10	10.00
January 17, 2024		Nupur Gupta	1,000	Gift	10	NA
Shubhangi Gupta						
October 31, 2016	Hemant Singhal Chhaya Gupta	Shubhangi Gupta	50	Cash	10	10.00
January 17, 2024		Shubhangi Gupta	1,000	Gift	10	NA
Mukesh Gupta (HUF)						
March 31, 2009	Mukesh Kumar Gupta	Mukesh Gupta (HUF)	300	Cash	10	10.00

