

Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.
Tel. : 91-22-2271 7700 / 91-22-2270 1040 • Email : saurabhshah@psaprofessionals.com • Website : cpsa.co.in

To,
The Shareholders,
Mini Diamonds (India) Limited,
CIN: L36912MH1987PLC042515
Address: Unit No /1 Gr. Floor,
Hitex Industries S.V. Road,
B.H.D Dahisar Petrol Pump,
Dahisar (East) Mumbai 400068

Sub.: Certificate under Regulation 163(2) of the SEBI (ICDR) Regulations, 2018.

Pursuant to the requirements of sub-Regulation 2 of Regulation 163 of Part III of chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ('ICDR Regulations'), it is our responsibility to obtain limited assurance and conclude as to whether the details of the proposed preferential issue of Securities is in accordance with the requirements of the ICDR Regulations as applicable to the preferential issue of Securities. Accordingly, our scope of work did not include verification of compliance with other requirements of the ICDR Regulations, Companies Act, 2013, Rules and Regulations framed thereunder, other circulars, notifications, etc. as issued by relevant regulatory authorities from time to time, and any other laws and regulations applicable to the company.

In respect of the proposed issuance of 50,00,000 (Fifty Lakhs) equity shares of face value of Rs. 10/- each of Mini Diamonds (India) Limited (CIN: L36912MH1987PLC042515) (hereinafter referred to as the "Issue") having its registered office at Unit No /1 Gr. Floor, Hitex Industries S.V. Road, B.H.D Dahisar Petrol Pump, Dahisar (East) Mumbai 400068 in terms of Notice dated 13th September, 2022 convening the Extra Ordinary General Meeting of the Company (hereinafter referred to as the "EGM Notice"), We, Pramod S. Shah & Associates, Practicing Company Secretaries, have verified the relevant records and documents of the Issuer and state that:

In respect of Agenda item of the EGM Notice i.e., proposed preferential issue of Equity Shares of Mini Diamonds (India) Limited, based on information, Explanations and representations provided by the Company we certify that the proposed preferential issue is in compliance with the provisions of Chapter V of ICDR Regulations.

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Managements' Responsibility for the Statement

The Management is responsible for ensuring that the Company complies with the below requirements of the ICDR Regulations:

- i. Determine the relevant date, being the date thirty days prior to the date on which the meeting of shareholders is held to consider the proposed preferential issue;
- ii. Determination of the minimum price of equity shares in accordance with Regulation 164 of the ICDR Regulations.
- iii. Compliance with requirements of the other ICDR Regulations.

**For Pramod S. Shah & Associates
(Practicing Company Secretaries)**

**Pramod S. Shah - Partner
Pramod S. Shah & Associates
Membership No.: 334 (FCS)
C.P. No.: 3804
UDIN: F000334D000960414
Place: Mumbai
Date: 12/09/2022**