



Date: March 11, 2025

To,
The Board of Directors,
Standard Capital Markets Limited
G-17, Krishna Apra, Business Square,
Netaji Subhash Place, Pitampura,
New Delhi, Delhi, 110034

Subject: Proposed Preferential Issue of 72,45,74,640 Equity Shares to the persons/entities belonging to the “Non-Promoter Group” Category, by Standard Capital Markets Limited (‘the Company’), in terms of Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 (“SEBI ICDR Regulations”).

Dear Sir / Madam,

In connection with the proposed preferential issue of **up to 72,45,74,640 Equity Shares** to persons/entities belonging to ‘Non-Promoter Group’ Category at an issue price of Rs.1.30/- (Rupees One and Thirty Paise Only) for cash, which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, pursuant to conversion of outstanding loan against the Non-Promoters for an aggregate amount of up to **Rs. 94,19,47,032/- (Rupees Ninety Four Crore and Nineteen Lakh Forty Seven Thousand and Thirty Two Only)**, by the Company, as approved by the Board of Directors of the Company in their meeting held on **March 08, 2025** subject to the approval of the shareholders of the Company and consent, exemptions and approvals of Securities and Exchange Board of India (‘SEBI’), BSE Limited (‘BSE’), and any other regulatory authority, and in terms of requirements of regulation 163(2), Part III of Chapter V of the ICDR Regulations, we hereby certify that the proposed preferential issue is being in accordance with the applicable provisions of ICDR Regulations, to the preferential issue.

For Nitika G & Associates
(Practicing Company Secretary)

NITIKA
GUPTA

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NITIKA GUPTA
Date: 2025.03.11
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ACS Nitika Gupta
Membership No. 65729
COP.24785
Peer Review No. 4103/2023

UDIN: A065729F004084031

Date: March 11, 2025
Place: Delhi