

CONFIRMATION BY PRACTICING COMPANY SECRETARY

To, 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: Application for "In-principle approval" prior to issue and allotment of 9,52,375 Equity Shares and 6,06,529 Equity convertible warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Sonam Jain, Practicing Company Secretary have verified the relevant records and documents of Thomas Scott (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) 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 90 trading days preceding the relevant date till 17.12.2024. 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 upto	Whether in Demat /Physical
Harshad V Ashar	1205660000016824	49,300	30-07-2025	Demat
Niveshaay	IN30371911235555	61,496	30-07-2025	Demat
Hedgehogs Fund				
Viren Raichand	1202890000000766	26,000	30-07-2025	Demat
Shah				
Leena Bharat Shah	1202890001194043	26,000	30-07-2025	Demat

b) The Pricing of the issue along with the detailed working of the same.

In terms of the provisions of Regulation 164(1) of ICDR Regulations, the price at which Warrants shall be allotted shall not be less than higher of the following:

- the 90 trading days volume weighted average price of the related equity shares quoted on the recognised stock exchange preceding the relevant date; or
- the 10 trading days volume weighted average prices of the related equity shares quoted on a recognised stock exchange preceding the relevant date.

Detailed working as per above mentioned calculation is enclosed as Annexure 1

c) 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-National Stock Exchange Limited

Sonam Jain Practicing Company Secretary Mem. No. F9871, COP. 12402

Place: Mumbai Date: 24.12.2024

UDIN: F009871F003482945

ANNEXURE – I Calculation as per Regulation 164 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

Proposed date of Extra-ordinary General Meeting (EGM)	16 th January, 2025
Relevant date (30 days prior to date of EGM)	17 th December, 2024

1. VWAP for a period of 90 trading days (Day number 1 being earliest)

2 08-Aug-24 482 1, 3 09-Aug-24 1,599 4, 4 12-Aug-24 13,454 36, 5 13-Aug-24 12,588 32, 6 14-Aug-24 6,480 16, 7 16-Aug-24 3,982 10, 8 19-Aug-24 10,297 26, 10 21-Aug-24 3,011 7, 11 22-Aug-24 7,122 18, 12 23-Aug-24 5,332 13, 13 26-Aug-24 21,773 5, 14 27-Aug-24 3,587 88, 15 28-Aug-24 7,464 17, 16 29-Aug-24 3,631 87, 16 29-Aug-24 1,756 44, 17 30-Aug-24 3,631 88, 19 03-Sep-24 3,631 88, 19 03-Sep-24 3,631 88, 20 04-Sep-24 1,601 3,631 88, 21 05-Sep-24 1,601 3,631 88, 22 06-Sep-24 1,601 3,631 8, 23 09-Sep-24 1,601 3,631 8, 24 10-Sep-24 1,043 2,674 6, 25 11-Sep-24 2,683 6, 26 12-Sep-24 1,043 2,7 27 13-Sep-24 1,262 3,7 28 16-Sep-24 1,262 3,7 29 17-Sep-24 1,262 3,7 20 18-Sep-24 1,043 2,7 21 18-Sep-24 1,043 2,7 22 18-Sep-24 1,043 2,7 23 18-Sep-24 1,043 2,7 24 10-Sep-24 1,043 2,7 25 11-Sep-24 1,043 2,7 27 13-Sep-24 1,043 3,9 27 13-Sep-24 1,049 3,9 27 13-Sep-24 1,262 3,1 28 16-Sep-24 1,262 3,1 28 16-Sep-24 1,262 3,1 29 17-Sep-24 1,187 2,7 30 18-Sep-24 3,480 8,8	
2 08-Aug-24 482 1, 3 09-Aug-24 1,599 4, 4 12-Aug-24 13,454 36, 5 13-Aug-24 12,588 32, 6 14-Aug-24 6,480 16, 7 16-Aug-24 3,982 10, 8 19-Aug-24 10,297 26, 10 21-Aug-24 3,011 7, 11 22-Aug-24 7,122 18, 11 22-Aug-24 7,122 18, 11 22-Aug-24 7,464 17, 11 22-Aug-24 7,464 17, 11 22-Aug-24 7,464 17, 12 3-Aug-24 7,464 17, 13 26-Aug-24 7,464 17, 16 29-Aug-24 7,464 17, 17 30-Aug-24 7,464 17, 18 02-Sep-24 7,464 5, 20 04-Sep-24 7,464 5, 21 05-Sep-24 7,464 5, 22 06-Sep-24 7,464 7,4	(0.420.60
3 09-Aug-24 1,599 4, 4 12-Aug-24 13,454 36, 5 13-Aug-24 12,588 32, 6 14-Aug-24 6,480 16, 7 16-Aug-24 3,982 10, 8 19-Aug-24 2,581 6, 9 20-Aug-24 3,011 7, 11 22-Aug-24 3,587 8, 12 23-Aug-24 3,587 8, 13 26-Aug-24 3,587 8, 14 27-Aug-24 3,587 8, 15 28-Aug-24 7,464 17, 16 29-Aug-24 1,756 4, 17 30-Aug-24 3,631 8, 19 03-Sep-24 3,631 8, 19 03-Sep-24 3,631 8, 20 04-Sep-24 1,601 3, 21 05-Sep-24 1,601 3, 22 06-Sep-24 643 1, 23 09-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 1,262 3, 28 16-Sep-24 1,262 3, 29 17-Sep-24 1,187 2, 30 18-Sep-24 1,187 2,	60,430.60
4 12-Aug-24 13,454 36, 5 13-Aug-24 12,588 32, 6 14-Aug-24 6,480 16, 7 16-Aug-24 3,982 10, 8 19-Aug-24 2,581 6, 9 20-Aug-24 10,297 26, 10 21-Aug-24 3,011 7, 11 22-Aug-24 3,011 7, 11 22-Aug-24 5,332 13, 12 23-Aug-24 5,332 13, 13 26-Aug-24 3,587 8, 14 27-Aug-24 3,587 8, 15 28-Aug-24 7,464 17, 16 29-Aug-24 1,756 4, 17 30-Aug-24 3,631 8, 19 03-Sep-24 3,631 8, 19 03-Sep-24 3,631 8, 20 04-Sep-24 1,601 3, 21 05-Sep-24 1,601 3, 22 06-Sep-24 643 11, 23 09-Sep-24 1,043 2, 24 10-Sep-24 1,043 2, 25 11-Sep-24 1,043 2, 26 12-Sep-24 1,043 2, 27 13-Sep-24 1,043 2, 28 16-Sep-24 1,662 3, 29 17-Sep-24 1,262 3, 28 16-Sep-24 1,262 3, 29 17-Sep-24 1,187 2, 30 18-Sep-24 1,187 2,	19,608.30
5 13-Aug-24 12,588 32, 6 14-Aug-24 6,480 16, 7 16-Aug-24 3,982 10, 8 19-Aug-24 2,581 6, 9 20-Aug-24 10,297 26, 10 21-Aug-24 3,011 7, 11 22-Aug-24 7,122 18, 12 23-Aug-24 5,332 13, 13 26-Aug-24 2,173 5, 14 27-Aug-24 3,587 8, 15 28-Aug-24 7,464 17, 16 29-Aug-24 1,756 4, 17 30-Aug-24 2,674 6, 18 02-Sep-24 3,631 8, 19 03-Sep-24 2,484 5, 20 04-Sep-24 1,601 3, 21 05-Sep-24 2,314 5, 22 06-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16,	16,619.45
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12 23-Aug-24 5,332 13, 13 26-Aug-24 2,173 5, 14 27-Aug-24 3,587 8, 15 28-Aug-24 7,464 17, 16 29-Aug-24 1,756 4, 17 30-Aug-24 2,674 6, 18 02-Sep-24 3,631 8, 19 03-Sep-24 2,484 5, 20 04-Sep-24 1,601 3, 21 05-Sep-24 643 1, 22 06-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 2,683 6, 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 1,187 2, 30 18-Sep-24 1,187 2, 30 18-Sep-24 1,187 2, 30 18-Sep-24 3,480 8,	68,631.00
13 26-Aug-24 2,173 5, 14 27-Aug-24 3,587 8, 15 28-Aug-24 7,464 17, 16 29-Aug-24 1,756 4, 17 30-Aug-24 2,674 6, 18 02-Sep-24 3,631 8, 19 03-Sep-24 2,484 5, 20 04-Sep-24 1,601 3, 21 05-Sep-24 2,314 5, 22 06-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 2,683 6, 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 2,626 6, 29 17-Sep-24 1,187 2, 30 18-Sep-24 3,480 8,	03,549.25
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16 29-Aug-24 1,756 4,7 17 30-Aug-24 2,674 6,9 18 02-Sep-24 3,631 8,7 19 03-Sep-24 2,484 5,9 20 04-Sep-24 1,601 3,3 21 05-Sep-24 2,314 5,7 22 06-Sep-24 643 1,3 23 09-Sep-24 1,043 2,4 24 10-Sep-24 7,102 16,6 25 11-Sep-24 2,683 6,4 26 12-Sep-24 4,093 9,4 27 13-Sep-24 1,262 3,4 28 16-Sep-24 2,626 6,5 29 17-Sep-24 1,187 2,5 30 18-Sep-24 3,480 8,5	55,790.05
17 30-Aug-24 2,674 6,4 18 02-Sep-24 3,631 8,7 19 03-Sep-24 2,484 5,4 20 04-Sep-24 1,601 3,5 21 05-Sep-24 643 1,5 22 06-Sep-24 643 1,5 23 09-Sep-24 1,043 2,5 24 10-Sep-24 7,102 16,6 25 11-Sep-24 2,683 6,4 26 12-Sep-24 4,093 9,4 27 13-Sep-24 1,262 3,4 28 16-Sep-24 2,626 6,5 29 17-Sep-24 3,480 8,5	78,591.50
18 02-Sep-24 3,631 8, 19 03-Sep-24 2,484 5,9 20 04-Sep-24 1,601 3, 21 05-Sep-24 2,314 5, 22 06-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 2,683 6, 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 2,626 6, 29 17-Sep-24 1,187 2, 30 18-Sep-24 3,480 8,	37,323.30
19 03-Sep-24 2,484 5,5 20 04-Sep-24 1,601 3,5 21 05-Sep-24 2,314 5,7 22 06-Sep-24 643 1,, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16,7 25 11-Sep-24 2,683 6,2 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 2,626 6,2 29 17-Sep-24 1,187 2,3 30 18-Sep-24 3,480 8,5	15,503.60
20 04-Sep-24 1,601 3, 21 05-Sep-24 2,314 5, 22 06-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 2,683 6, 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 2,626 6, 29 17-Sep-24 1,187 2, 30 18-Sep-24 3,480 8,	74,142.63
21 05-Sep-24 2,314 5,3 22 06-Sep-24 643 1,3 23 09-Sep-24 1,043 2,4 24 10-Sep-24 7,102 16,6 25 11-Sep-24 2,683 6,2 26 12-Sep-24 4,093 9,6 27 13-Sep-24 1,262 3,6 28 16-Sep-24 2,626 6,7 29 17-Sep-24 1,187 2,7 30 18-Sep-24 3,480 8,7	91,210.00
22 06-Sep-24 643 1, 23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 2,683 6, 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 2,626 6, 29 17-Sep-24 1,187 2, 30 18-Sep-24 3,480 8,	31,635.00
23 09-Sep-24 1,043 2, 24 10-Sep-24 7,102 16, 25 11-Sep-24 2,683 6, 26 12-Sep-24 4,093 9, 27 13-Sep-24 1,262 3, 28 16-Sep-24 2,626 6, 29 17-Sep-24 1,187 2, 30 18-Sep-24 3,480 8,	38,266.00
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27 13-Sep-24 1,262 3,0 28 16-Sep-24 2,626 6,0 29 17-Sep-24 1,187 2,0 30 18-Sep-24 3,480 8,0	13,882.45
28 16-Sep-24 2,626 6,3 29 17-Sep-24 1,187 2,3 30 18-Sep-24 3,480 8,3	55,372.55
29 17-Sep-24 1,187 2,3 30 18-Sep-24 3,480 8,5	04,626.08
29 17-Sep-24 1,187 2,5 30 18-Sep-24 3,480 8,5	30,859.08
30 18-Sep-24 3,480 8,5	39,166.67
	56,092.60
31 19-Sep-24 487 1,3	20,003.45
	99,279.48
	53,209.74
	06,083.68
	99,541.92
	13,452.59
	71,843.48
	14,117.58
	31,421.76

	02.0-+ 24	11.025	27.50.427.22
40	03-Oct-24	11,935	27,59,427.33
41	04-Oct-24	6,694	15,81,855.60
42	07-Oct-24	51,504	1,17,44,309.75
43	08-Oct-24	85,212	1,84,51,284.89
44	09-Oct-24	1,11,758	2,32,22,986.83
45	10-Oct-24	17,276	37,86,408.35
46	11-Oct-24	12,666	28,77,209.57
47	14-Oct-24	61,724	1,49,01,971.26
48	15-Oct-24	33,121	82,22,485.86
49	16-Oct-24	7,693	18,48,035.88
50	17-Oct-24	9,325	21,84,043.59
51	18-Oct-24	22,644	54,06,838.91
52	21-Oct-24	50,501	1,30,40,739.83
53	22-Oct-24	1,04,543	2,59,82,657.91
54	23-Oct-24	1,18,147	2,78,09,543.67
55	24-Oct-24	38,444	85,37,912.41
56	25-Oct-24	11,827	25,04,490.44
57	28-Oct-24	41,113	87,08,480.52
58	29-Oct-24	45,048	94,76,984.06
59	30-Oct-24	14,135	30,35,916.92
60	31-Oct-24	56,132	1,22,15,347.00
61	01-Nov-24	12,458	26,74,708.85
62	04-Nov-24	70,295	1,42,72,834.72
63	05-Nov-24	65,797	1,41,56,453.32
64	06-Nov-24	59,775	1,30,45,482.76
65	07-Nov-24	34,279	76,46,259.10
66	08-Nov-24	38,036	82,29,067.03
67	11-Nov-24	47,351	1,04,56,152.71
68	12-Nov-24	18,836	41,21,507.96
69	13-Nov-24	11,952	25,26,977.04
70	14-Nov-24	53,736	1,16,31,758.63
71	18-Nov-24	29,096	63,94,541.25
72	19-Nov-24	93,417	1,94,64,188.36
73	21-Nov-24	24,146	47,86,128.02
74	22-Nov-24	51,319	97,20,619.71
75	25-Nov-24	55,072	1,07,12,314.42
76	26-Nov-24	38,532	73,38,167.81
76	27-Nov-24	48,768	96,21,124.12
	28-Nov-24	2,11,726	4,41,72,296.95
78	29-Nov-24	3,732	8,18,539.56
79 80	02-Dec-24	94,371	2,16,10,195.39
81	03-Dec-24	15,266	36,91,055.80
82	04-Dec-24	8,605	21,84,723.45
83	05-Dec-24	1,75,584	4,66,31,587.21
84	06-Dec-24	83,793	2,33,78,551.58
85	09-Dec-24	53,393	1,56,91,668.77
86	10-Dec-24	13,337	41,15,531.46
	11-Dec-24	13,320	43,15,510.80
87	11-1000-24	13,320	73,13,310.00

88	12-Dec-24	9,217	31,35,623.40	
89	13-Dec-24	6,61,214	23,47,45,485.15	
90	16-Dec-24	19,264	72,08,588.80	
TOTAL 34,09,942			87,25,39,076	
VWAP of	VWAP of 90 trading days volume weighted average price			
("VWAP") preceding the relevant date		255.88		

2. VWAP for a period of 10 trading days (From earliest to latest)

Day			
Number	Date	Total Traded Quantity	Turnover (Rs.)
1	03-Dec-24	15,266	36,91,055.80
2	04-Dec-24	8,605	21,84,723.45
3	05-Dec-24	1,75,584	4,66,31,587.21
4	06-Dec-24	83,793	2,33,78,551.58
5	09-Dec-24	53,393	1,56,91,668.77
6	10-Dec-24	13,337	41,15,531.46
7	11-Dec-24	13,320	43,15,510.80
8	12-Dec-24	9,217	31,35,623.40
9	13-Dec-24	6,61,214	23,47,45,485.15
10	16-Dec-24	19,264	72,08,588.80
	TOTAL	10,52,993	34,50,98,326
VWAP of 10 trading days volume weighted average price ("VWAP")			
preceding the relevant date			327.73

Minimum issue price for the proposed preferential issue is higher of VWAP of 90 previous trading days or VWAP of 10 previous trading days. As VWAP of 10 previous trading days is higher, the minimum issue price is **Rs. 327.73/-**.