



Annexure V

Format of the certificate to be submitted by the ~~Statutory Auditor/ Practicing Chartered Accountant/~~ Practicing Company Secretary on their letterhead

The Chief General Manager
Listing Operation, BSE Limited,
20th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001.

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.

1. I Sonam Jain, Practicing Company Secretary, hereby certify that the minimum issue price for the proposed preferential issue of Thomas Scott India Limited, based on the pricing formula prescribed under Regulation 164 / 165 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been worked out at Rs 327.73.
2. The relevant date for the purpose of said minimum issue price was December 17, 2024
3. The workings for arriving at such a minimum issue price or valuation report from Independent Registered Valuer have been attached herewith.
4. 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 on NSE.
5. 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.

OR

~~We hereby certify that the Articles of Association of the issuer provides for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018 then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue. Accordingly, we have calculated the floor price which worked out as Rs. _____.~~ [kindly provide the detailed working of the same]

Sonam Jain
Digitally signed by Sonam Jain
DN: cn=Sonam Jain, o, ou,
email=cssonamjain3@gmail.com,
c=IN
Date: 2024.12.24 17:58:18 +05'30'

SONAM JAIN
Company Secretary
Membership No. 9871
COP. 12402
Date: 24-12-2024
UDIN: F009871F003482934