



**PRACHI BANSAL AND ASSOCIATES
COMPANY SECRETARIES**

Address- House no 837 Sector 28
Faridabad, 121008

Phone no- 9899563128

Mail id- Prachi.jain2805@gmail.com

June 20, 2025

To,
The Shareholders
Pramara Promotions Limited
CIN: U51909MH2006PLC164247
A 208 Boomerang Equity Bussi Park, CTS No 4 ETC,
Chandivali Farm Road Sakinaka Andheri East,
Mumbai, Maharashtra - 400072.

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 24,56,000 (Twenty Four Lakh Fifty Six Thousand) equity shares and 5,00,000 Equity Warrants of face value of Rs. 10/- each of Pramara Promotions Limited (CIN:U51909MH2006PLC164247) (hereinafter referred to as the "issuer" or "PRAMARA") having its registered office at A 208 Boomerang Equity Bussi Park CTS No 4 ETC Chandivali Farm Road Sakinaka Andheri East, Mumbai, Maharashtra, India, 400072 in terms of Notice dated June 19, 2025 convening the Extra Ordinary General Meeting of the Company (hereinafter referred to as the "EGM Notice"), We, Prachi Bansal & Associates, Practicing Company Secretaries, have verified the relevant records and documents of the issuer and state that:

In respect of Agenda items of the EGM Notice i.e.

1. *To consider and approve Issue of Equity Shares of the Company to certain identified persons/ entities on Preferential Basis*
2. *To approve Issue of Equity Warrants of the Company to certain identified persons / entities on Preferential Basis*

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, Prachi Bansal & Associates
Company Secretaries**



Proprietor

Membership No: A43355

COP: 23670

UDIN: A043355G000637135

Date: June 20, 2025

Place: Faridabad