

VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C.S

PARESH D PANDYA

B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

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To,  
The Board of Directors  
Ganesh Benzoplast Limited,  
Dina Building, First Floor,  
53, M K Road,  
Marine Lines, Mumbai-400002

Dear Sir,

**Sub: Certificate from Practicing Company Secretary to Ganesh Benzoplast Limited pursuant to Regulation 163(2) contained in Chapter V (Preferential issue) of Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 , for the proposed preferential issue of equity shares of the Company.**

I Vijay Kumar Mishra, Practicing Company Secretary, have verified the relevant records and documents of Ganesh Benzoplast Limited having CIN: L24200MH1986PLC039836 with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

In terms of Chapter V (Preferential issue) of Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 herein referred to as the (ICDR Regulation) Ganesh Benzoplast Limited (the Company) has issued Extra-ordinary general meeting notice dated December 05, 2023, ("herein referred to as the Notice") to the members of the Company seeking consent of the members to approve the proposed preferential issue up to 18,80,000 Equity Shares up to 18,80,000 equity shares of face value Re. 1/- per share of the Company in the following manner:

- 17,00,000 Equity shares ( for cash consideration )of face value Re. 1/-each of the at Price of Rs.160/- (Including premium of Rs. 159/- ) per share to one QIB Allottee ("Non-Promoter Category")and
- 1,80,000 Equity shares ( for cash consideration )of face value Re. 1/-each of the at Price of Rs.175/- (Including premium of Rs. 174/- ) per share to One Promoter Group Company ("Promoter Category") determined under (ICDR) Regulations on preferential basis as mentioned in Annexure I to this certificate



The proposed preferential issue is being made in compliance with SEBI Chapter V (preferential issue) of Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

**For VKM & ASSOCIATES  
Company Secretaries**



*Vijay Kumar Mishra*

**(Vijay Kumar Mishra)  
Partner  
C.P.No.4279**

**UDIN: F005023E002825401  
DATE: 04/12/2023  
PLACE: Mumbai**

**Annexure I**

<b>Sr. No.</b>	<b>Name of the Proposed Allottees</b>	<b>Category</b>	<b>Holding of prior to proposed Preferential issue</b>	<b>No of Equity shares to be allotted</b>	<b>Holding of post to proposed Preferential issue</b>
1	<b>MALABAR INDIA FUND LIMITED</b>	QIB (Non-Promoter)	17,67,341	17,00,000	34,67,341
2	<b>SUSRAM FINANCIAL SERVICES AND REALTY PVT LTD</b>	Promoter Category	1,16,83,555	1,80,000	1,18,63,555

**For VKM & ASSOCIATES  
Company Secretaries**



*Vijay Kumar Mishra*

**(Vijay Kumar Mishra)  
Partner  
C.P.No.4279**