



CS ANSHU CHOUHAN

Practicing Company Secretary

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Practicing Company Secretary's certificate referred to in Regulation 163 (2) of Part III of Chapter V of Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 (ICDR) in relation to proposed Preferential issue of Equity Shares by Brijlaxmi Leasing and Finance Limited (BLFL)

The Board of Directors,
Brijlaxmi Leasing and Finance Limited
24, Suvernapuri Society, Chikwadi,
Jetalpur Road, Alkapuri,
Vadodara-390007

Dear Sir(s)/ Ma'am,

This certificate is issued relation to proposed Preferential Issue of Equity Shares by Brijlaxmi Leasing and Finance Limited.

We conducted our verification of Statement of Compliance provided to us by the management in accordance with the Guidance note on Reports or Certificates for special purposes issued by The Institute of Company Secretaries of India. Our scope of verification in relation to this certificate is limited only to the compliance of Regulations covered by Chapter V "Preferential Issue" of the ICDR, 2018 and as such our verification does not cover Regulations, other than regulations referred to in Chapter V, and the applicable provisions of The Companies Act, 2013 in relation to the proposed Preferential Issue of Equity shares by the BLFL.

Based on the audit procedures performed by us as mentioned above, evidence obtained and information and explanations and representations provided by the Management of the Company, we hereby certify that the proposed Preferential Issue of Brijlaxmi Leasing and Finance Limited is being made in accordance with the provisions of Chapter V of ICDR, 2018.




CS Anshu Chouhan

Practicing Company Secretary

Membership No: 45198

COP: 16531

UDIN: A045198D003226200

Date: 02.03.2023

Place: Bhilwara