

MEENU G. & ASSOCIATES

(Company Secretaries)

Corporate Office: 9089/2, Multani Dhanda, Pahar Ganj, New Delhi-110055

Email: csmeenu1@gmail.com, Mobile: 8920888492

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

Dear Sir,

Sub: Application for “In-principal approval” prior to issue and allotment of 47,48,338 (Forty-Seven Lakh Forty-Eight Thousand Three Hundred and Thirty-Eight) Share warrants and 6,17,283 (Six Lakh Seventeen Thousand Two Hundred EightyThree) Equity shares pursuant to Conversion of Loan carrying an entitlement to subscribe to Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Meenu Gupta, Practicing Company Secretary, have verified the relevant records and documents of M/s Bazel International Ltd. with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) None of the proposed allottee(s) has/ have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee(s) is/ are promoter/ promoter group entity, then none of entities in the promoter and promoter group entities has/ have sold any equity share of the company during the 90 trading days preceding the relevant date.
- b) The following Allottees does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment:
 1. Shalimar Productions Limited
 2. Garbi Finvest Limited
 3. Gemzar Enterprises Private Limited
 4. Blackberry Sarees Private Limited
 5. Kay Cee Devine LLP
 6. Mohit Sharma
 7. Maithli Sharma
 8. Mohit Sharma HUF
 9. Rakesh Khanna
 10. Ankit Garg
 11. Geeta Gudwani
 12. Bharat Gudwani HUF
 13. Akshay Gudwani
- c) 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

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sale/ pledge of pre-preferential holding from 21st May 2024 till 31st March 2025. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Durgesh Merchant Limited	IN30020611042305	1,76,000	21/05/2024	31/03/2025	NA	NA
Gaurav Kapoor	IN30115127179116	1,000	21/05/2024	31/03/2025	NA	NA

(*) client id/ folio no in case allottee hold the securities in physical form

- d) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- e) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the company has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.
- f) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Article of Association (AoA) of the company. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement as mentioned in the AoA of the company.”
- g) The total allotment to the allottees acting in concert in the present preferential issue is more than 5% of the post issue fully diluted share capital of the issuer.

For Meenu Gupta & Associates
Company Secretaries

Meenu Gupta
M.No.:52702
COP: 26274
UDIN: A052702F000487433

Date: 29.05.2024
Place: New Delhi