Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY
601, A-Wing, Gayatri CHS LTD
Opp. Rajda School,
Behind Pantaloons Shopping Center,
Near Platform No.1,
Borivali (West), Mumbai-400 092
Email Id: viju2209@gmail.com
Mobile : 9702999723

To,
The Board of Directors / the Members
Mangal Credit and Fincorp Limited
1701/1702, 17th Floor, 'A' Wing, Lotus Corporate Park,
Western Express Highway, Goregaon (East),
Mumbai: 400063.

Sub : Compliance Certificate for issue and allotment of 25,00,000 Convertible Equity Warrants (each carrying a right to subscribe to one equity share of the Company) on a Preferential basis.

We, M/s. Vijay S. Tiwari & Associates, Practicing Company Secretaries, have verified the relevant records and documents of Mangal Credit and Fincorp Limited 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) belong to promoter/ promoter group, then none of the allottee(s) in the promoter and promoter group has/ have sold any equity share of the company during the 90 trading days preceding the relevant date.

b) Ms. Ritu Jain does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.

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 sale/ pledge of pre-preferential holding from August 10, 2026 till the date of this certificate.

d) The Preferential Issue shall be made to the following proposed allottees;

Sr. No.	Name of the Proposed Allottees	Quantity
1.	Mr. Meghraj Sohanlal Jain	2,00,000
2.	Mr. Hardik Meghraj Jain	5,50,000
3.	Ms. Seema Ajit Jain	5,50,000
4.	Ms. Indra Meghraj Jain	5,50,000
5.	Ms. Disha Jagdish Jain	1,00,000
6.	Ms. Ritu Jain	5,50,000
	Total	25,00,000

e) None of the proposed allottees belonging to promoter(s) or the promoter(s) group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.

f) 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.

g) 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 convertible equity warrants of the company has been determined in compliance with the valuation requirement as mentioned in the AOA of the company.

h) The total allotment to the Allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 25,00,000 Convertible Equity Warrants is more than 5% of the post issue fully diluted share capital of the issuer.

For Vijay S. Tiwari & Associates
Practicing Company Secretary

VIJAYKUMAR S TIWARI

Digitally signed by VIJAYKUMAR S TIWARI
DN: c=IN, st=Maharashtra, 2.5.4.20=ecf2ee2b008e60488d9c4c090d6aeb0d1c762c946f79a9f6efe0b9a19386d68a, postalCode=400092, street=Mumbai, pseudonym=724ed891-4a03-4516-9aa7-f583f266400f, serialNumber=0a4f5bfddffdc9ca077034243fc1b67b3ad8e5f947501c9e138a67b799ddc421, o=Personal, cn=VIJAYKUMAR S TIWARI

Vijaykumar Tiwari
Proprietor
M. no.33084
CP No.12220
Peer Review Certificate No. 1679/2022
UDIN: A033084H001314100

Date: 31/08/2026