



ARUN DASH & ASSOCIATES
COMPANY SECRETARIES

COMPLIANCE CERTIFICATE

[Pursuant to Regulations 163(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018]

To,

The Board of Directors
Mittal Life Style Limited,
Unit No. 8/9, Ravi Kiran,
New Link Road, Andheri-(West),
Mumbai- 400053.

Subject: Certificate of Practicing Company Secretary pursuant to Regulation 163(2) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 in respect of proposed preferential issue and allotment of 99,225 (Ninety-Nine Thousand Two Hundred Twenty-Five) equity shares of face value of Re. 1/- each by Mittal Life Style Limited.

Dear Sir(s)/Madam,

I, Arun Dash, proprietor of M/s. Arun Dash & Associates, Company Secretaries, having office at 702, Surya Jangid Complex C.H.S Ltd., Near Silver Park, Mira Road (East), Thane- 401107 has been appointed by the Mittal Life Style Limited (the "Company") to certify that the proposed preferential issue of 99,225 (Ninety Nine Thousand Two Hundred Twenty Five) equity shares of the face value of Re.1/- each of the Company is in compliance with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the applicable provisions of the Companies Act, 2013 (the "Act") and rules framed thereunder subject to approval of the Members of the Company.

As per requirement of Regulations 163(2) of the SEBI ICDR Regulations, this certificate shall be placed before the shareholders of the Company considering the proposed preferential issue. Since the resolution is being proposed to be passed through Postal Ballot, this certificate shall be available on website of the Company at link specified in the notice of postal ballot.

Management's Responsibility

The compliance with the relevant provision of SEBI ICDR Regulations and the Act for the proposed preferential issue of equity shares and preparation of the Postal Ballot Notice, including its content is the responsibility of the management of the Company. This responsibility includes the design, implementation, maintenance of and adherence to the internal controls relevant to the preparation and maintenance of the relevant records and providing all relevant information. Also, this responsibility includes ensuring that the relevant records provided to us for our examination are correct and complete. The management is also responsible for providing all relevant information to the Securities and Exchange Board of India and/or the Stock exchange(s).

702, Surya Jangid Complex C.H.S Ltd., Near Silver Park, Mira Road (East), Thane- 401107.

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Practicing Company Secretary's Responsibility

Pursuant to the requirements of Regulation 163(2) of the SEBI ICDR Regulations, it is our responsibility to provide limited assurance that the proposed preferential issue of the equity shares to the proposed allottee, is being made in accordance with the requirements of the SEBI ICDR Regulations to the extent applicable and applicable provisions of the Act and rules framed thereunder.

On the basis of the relevant management inquiries, necessary representations and information received from/furnished by the management of the Company as required under the SEBI ICDR Regulations, I have verified that the issue is being made in accordance with the requirements of these Regulations as applicable to the preferential issue, more specifically, the following:

1. I have verified that all the present equity shares are fully paid up.
2. I have reviewed and verified the draft notice of postal ballot, inter alia seeking approval of the shareholders of the Company for the preferential issue of above said equity shares
3. I have noted that the relevant date for proposed preferential issue is March 24, 2026.
4. On the basis of documents produced before us, we certify that none of the proposed allottee have sold any equity shares of the Company during the ninety trading days preceding the relevant date, to the extent applicable under Regulation 159 of SEBI ICDR Regulations.
5. Further the proposed allottee is non-promoter, and does not belong to the promoter(s) or promoter group of the Company.
6. The proposed allottee does not hold any equity share in the Company and hence the requirement of lock-in of pre-preferential shareholding in accordance with Regulation 167 of the SEBI ICDR Regulations, 2018 is not applicable.
7. The proposed issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations, Section 42 and 62 of the Act and Rule 13 and 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of the Act. Further, the Company has complied with all legal and statutory formalities and to the best of my knowledge no statutory authority has restrained the Company from issuing these proposed securities.
8. The Company is in compliance with the conditions for continuous listing.
9. The proposed preferential issue is being made in compliance with the provisions of the Memorandum of Association (MoA) and the Articles of Association (AoA) of the Company. It is further confirmed that AoA of the Company does not provide the method of determination of price of the equity shares of the Company for preferential issue. However, the proposed preferential issue is not more than 5% of the post issue fully diluted share capital of the issuer



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Company and therefore valuation report from an independent registered valuer for determining issue price in terms of Regulation 166A of the SEBI ICDR Regulations is not applicable.

10. The equity shares of the Company are listed on National Stock Exchange of India Limited (NSE). The price is determined in accordance with Regulation 164 of SEBI ICDR Regulations. Ninety (90) trading days' volume weighted average price of equity shares of the Company quoted on NSE preceding the relevant date is Rs. 1.086780374 /-. Ten (10) trading days' volume weighted average price of equity shares of the Company quoted on NSE preceding the relevant date is 0.908541699 Paise. The minimum issue price of the equity shares to be allotted pursuant to preferential issue is Rs. 1.086780374 /-. Accordingly, the issue price of Rs. 1.20/- is higher than the required minimum price.

Conclusion

Based on my examination, as above and the information, explanations and written representation provided to us by the management and employees of the Company as well as proposed allottee, I hereby state that the proposed preferential issue of equity shares is being made in accordance with the requirements of the SEBI ICDR Regulations to the extent applicable and applicable provisions of the Act and rules framed thereunder.

Restriction of Use

This certificate is issued for placing before the shareholders of the Company in connection with the proposed preferential issue of shares and listing thereof and should not be used by any person or for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For M/s Arun Dash & Associates
Company Secretaries



Arun Dash
(Proprietor)
M. No.: F9765
Place: Mumbai
Date: March 24, 2026
UDIN: F009765G004110191