

POOJA MALHOTRA & CO. COMPANY SECRETARIES

Reg. off: Plot No. 160, Block A-4C, Janak Puri, New Delhi-
110058

e-mail: consult2tnd@gmail.com

Tel: + 91-9910 374 997

The Shareholders,
ORIENTAL TRIMEX LIMITED
CIN: L74899DL1996PLC078339
26/25 BAZAR MARG,
OLD RAJINDER NAGAR,
NEW DELHI-110060
India

Sub.: Certificate under Regulation 163(2) of the SEBI (ICDR) Regulations, 2018.

Pursuant to the requirements of sub-Regulation 2 of Regulation 163 of Part III of chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ('ICDR Regulations'), it is our responsibility to obtain limited assurance and conclude as to whether the details of the proposed preferential issue of Securities is in accordance with the requirements of the ICDR Regulations as applicable to the preferential issue of Securities. Accordingly, our scope of work did not include verification of compliance with other requirements of the ICDR Regulations, Companies Act, 2013, Rules and Regulations framed thereunder, other circulars, notifications, etc. as issued by relevant regulatory authorities from time to time, and any other laws and regulations applicable to the company.

In respect of the proposed issuance of 1,66,84,250 (One Crore Sixty Six Lakh Eighty Four thousand Two Hundred Fifty) fully paid up equity shares of face value of Rs. 10/- (Rupees Ten) each at a price of Rs. 14.54/- (Rupees Forteen and fifty four paise Only) per equity share (including a premium of Rs. 4.54/- (Rupees Four and fifty four paise Only) per share and 2,34,11,279 (Two Crores Thirty Four Lacs Eleven Thousand Two Hundred and Seventy Nine) Warrants, each convertible into 1 (one) fully paid-up equity share of the Company having face value of Rs. 10 (Rupees Ten only) at a price of Rs.14.54 of ORIENTAL TRIMEX LIMITED (CIN: L74899DL1996PLC078339) (hereinafter referred to as the "Issue/or"OTL") having its registered office at 26/25 BAZAR MARG, OLD RAJINDER NAGAR, NEW DELHI-110060 India in terms of Notice dated 5th August, 2022 convening the Annual General Meeting of the Company (hereinafter referred to as the "AGM Notice"), I, Pooja Malhotra & Co., Company Secretaries, have verified the relevant records and documents of the Issuer and state that:

In respect of Agenda item of the AGM Notice i.e proposed preferential issue of Equity Shares of OTL, based on information, Explanations and representations provided by the Company I certify that the proposed preferential issue is in compliance with the provisions of Chapter V of ICDR Regulations.

Managements' Responsibility for the Statement

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The management is responsible for ensuring that the Company complies with the below requirements of the ICDR Regulations:

- i. Determine the relevant date, being the date thirty days prior to the date on which the meeting of shareholders is held to consider the proposed preferential issue;
- ii. Determination of the minimum price of equity shares in accordance with Regulation 164 of the ICDR Regulations.
- iii. Compliance with requirements of the other ICDR Regulations.

For, Pooja Malhotra & Co.
Company Secretaries


CS Pooja Malhotra



Pooja Malhotra
Proprietor
ACS No.: 24033
PCS No. 22704

Place: New Delhi
Date : August 5,2022
UDIN : **A024033D000747283**