

Date: 8th May 2024

To,

Board of Directors

Go Digit General Insurance Limited
1 to 6 Floor, Ananta One
Pride Hotel Lane, Narveer Tanaji Wadi
City Survey No.1579
Shivajinagar, Pune – 411 005
Maharashtra, India

ICICI Securities Limited

ICICI Venture House
Appasaheb Marathe Marg
Prabhadevi
Mumbai - 400 025
Maharashtra, India

Morgan Stanley India Company Private Limited

18F, Tower 2,
One World Centre,
Plot 841, Jupiter Textile Mill Compound
Senapati Bapat Marg, Lower Parel
Mumbai - 400 013
Maharashtra, India

Axis Capital Limited

1st Floor, C-2, Axis House
Wadia International Centre
Pandurang Budhkar Marg, Worli
Mumbai - 400 025
Maharashtra, India

HDFC Bank Limited

Investment Banking Group
Unit No. 701, 702 and 702-A, 7th Floor
Tower 2 and 3, One International Centre
Senapati Bapat Marg
Prabhadevi, Mumbai – 400 013
Maharashtra, India

IIFL Securities Limited

24th Floor, One Lodha Place
Senapati Bapat Marg
Lower Parel (West), Mumbai - 400 013
Maharashtra, India

Nuvama Wealth Management Limited

(formerly known as Edelweiss Securities Limited)

801 - 804, Wing A Building No 3
Inspire BKC, G Block
Bandra Kurla Complex
Bandra East
Mumbai 400 051
Maharashtra, India

Rajendra Beri

(ICICI Securities Limited, Morgan Stanley India Company Private Limited, Axis Capital Limited, HDFC Bank Limited, IIFL Securities Limited and Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited), are collectively referred to as the “**Book Running Lead Managers**” or the “**BRLMs**”)

Re: Proposed initial public offering of equity shares of face value of ₹10 each (the “Equity Shares”) of Go Digit General Insurance Limited (the “Company”) comprising a fresh issue by the Company (“Fresh Issue”) and an offer for sale of the Equity Shares by certain existing shareholders of the Company (“Offer for Sale” and together with the Fresh Issue, the “Offer”)

I, Rajendra Beri, am an Independent Director of the Company (“**Independent Director**”) and I confirm, certify and declare the following information with respect to myself to be true, correct, adequate and not misleading. I hereby give my consent to my name being included as an Independent Director and I confirm that this certificate, including any annexures hereto, is for information and for inclusion (in part or full) in the red herring prospectus (“**Red Herring Prospectus/RHP**”), the prospectus (“**Prospectus**”) and any other material used in connection with the Offer (collectively, the “**Offer Documents**”) or any other Offer-related material, which is intended to be filed by the Company with the Securities and Exchange Board of India (“**SEBI**”), the BSE Limited (the “**BSE**”) and the National Stock Exchange of India Limited (the “**NSE**”, and together with the BSE, the “**Stock Exchanges**”), Registrar of Companies, Maharashtra at Pune (“**Registrar of Companies**”) and / or any other regulatory or statutory authority, and may be relied upon by the Company, the Book Running Lead Managers and the legal advisors appointed by the Company and the Book Running Lead Managers in relation to the Offer. I also authorise you to deliver a copy of this letter of consent to the RoC, pursuant to the provisions of Section 26 and 32 of the Companies Act, 2013, the Stock Exchanges or any other regulatory authority required by law.

1. I am eligible and was validly appointed as a director on the board of directors of the Company (“**Board**”), under applicable laws, on December 14, 2022, and am not otherwise disqualified from being a director under applicable laws as on the date of this certificate.
2. I confirm that I have not been declared a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018.
3. I certify that I have not been found to be in violation of securities laws, in India or abroad, in the last three years.

I certify the following information:

Name, designation, date of birth, address, occupation, current term, period of directorship and DIN	Age (years)	Other Directorships
Rajendra Beri <i>Designation:</i> Independent Director <i>Date of Birth:</i> October 11, 1945 <i>Address:</i> First Floor, 117 Sunder Nagar New Delhi 110003, India <i>Occupation:</i> Retired <i>Current term:</i> Five years with effect from December 14, 2022. <i>Period of Directorship:</i> Since December 14, 2017 <i>DIN:</i> 03177323	78	<u>Indian Companies:</u> Nil <u>Foreign Companies:</u> 1. TransAfrica Assurance Company Limited.

I do not hold directorships, partnerships or positions as trustee nor am I a proprietor of any concern in India or overseas, except as disclosed in the MBP-1 dated 1st April 2024.

Rajendra Beri

4. Biography

Rajendra Beri is an Independent Director of the Company. He holds bachelor's degree in Arts (History Honours) from University of Delhi and a Master's degree in Business Administration from the Birla Institute of Technology & Science, Pilani. He has several years of experience in general insurance sector and presently he is a director in TransAfrica Assurance Co. Ltd. He has served as insurance ombudsman for Delhi and Rajasthan. He was the chairman-cum-managing director of the New India Assurance Company Limited.

The photocopies of the documents evidencing my educational qualifications and experience and other details included above are annexed to this certificate at **Annexure D**.

5. I hereby confirm that I do not hold or have in the past held more than one DIN and that I have completed KYC requirements and made filings in respect of myself in form DIR-3-KYC with the relevant Registrar of Companies. Further, I confirm that the Director Identification Number ("DIN") allotted to me is 03177323 and the same is active, and I do not hold and have not held any other DIN in the past. I confirm that my DIN has not been marked with / as 'Director of ACTIVE non-compliant company'.

6. Except as disclosed below, I do not hold any Equity Shares in the Company as on the date of filing of the RHP.

NIL

7. I confirm that the PAN allotted to me is AEIPB2920A.

8. Except as disclosed below, none of my relatives or entities in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants, employee stock options or other convertible instruments in the Company as of the date of this certificate.

NIL

9. I confirm that all Equity Shares held by me are in dematerialized form in accordance with the requirements of the Companies Act, 2013, the rules issued thereunder and the Depositories Act, 1996.

I do not hold any Equity Shares in the Company, as on date.

10. I further confirm that I will not receive any portion of the proceeds of the Offer and there are no material or anticipated transactions to be entered into with me in relation to utilisation of the Offer proceeds.

11. Except as disclosed below, I do not hold any securities that are convertible into or exchangeable for Equity Shares, including any options, warrants or other convertibles, as on the date of the RHP.

NIL

12. Except as disclosed below, I do not hold any equity shares in any associate company, if any, of the Company as of the date of this certificate.

NIL

13. Except as stated below, I am not interested in the appointment of any person(s) acting as underwriters, registrars, or bankers to the Offer or any such intermediary appointed in connection with the Offer.

NIL

14. Except as stated below, neither I nor any of my relatives is a beneficiary of or interested in any outstanding loan or advance given by the Company, to us, nor have I or any of my relatives granted any outstanding loan or advance to the Company.

NIL

Rajendra Beri

15. I am not, and have not been, associated with nor has any company/ firm/ entity in which I am associated as promoter/ director/partner/proprietor is/was associated with the securities market in any manner and the SEBI has not initiated any action against these entities in the past five years.

16. None of the companies with which I am or have been associated as a director has been, or is suspended from being traded on BSE Limited or National Stock Exchange of India Limited or any other stock exchange, during my tenure in such company, within the last five years preceding the date of filing of the RHP, except as stated below:

For the purpose of this undertaking, the term “suspended company” shall mean a listed company whose shares are suspended from trading by the relevant stock exchange on account of non-compliance with listing requirements

NIL

17. None of the companies with which I am, or have been associated as a director have been or were delisted from any recognised stock exchange, during my tenure with such company, except as stated below:

NIL

18. Neither I, nor any other company with which I am/was associated as promoter or director is prohibited by SEBI from accessing the capital markets or debarred from buying, selling or dealing in securities under any order or direction passed by SEBI or any securities market regulator in any other jurisdiction or any other authority/court.

19. I confirm that I am not a promoter or member of the promoter group of an entity that is non-compliant with minimum public shareholding requirements as specified in Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957, as amended, as on the date of this certificate.

20. There are no recovery proceedings initiated by the SEBI, order for disgorgement or monetary penalty issued by SEBI, non-compliance of any direction issued by the SEBI, or proceedings which have been remanded by the Securities Appellate Tribunal or court, probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority, as referred to under the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order, 2020 (“**General Order**”) and no show cause notice has been issued to us, which is pending determination by any such authority. The requirements under the General Order have been included as **Annexure C**.

21. Neither my name nor the name of the companies in which I am or was a director appear in the intermediary caution list as reported to the Reserve Bank of India on a half yearly basis by Category - I Authorised Dealer Banks or has been identified as the vanishing company.

22. I confirm that I am not in violation of the restrictions imposed by the SEBI under circular (No. SEBI/HO/ MRD/DSA/CIR/P/2017/92) dated August 1, 2017 issued by the SEBI.

23. I have neither been, nor currently am, on board of any company that was, or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I am not a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended (“**Proclaimed Offender**”).

24. I further confirm that no notice has been issued and no action or litigation has been initiated against me by SEBI or any stock exchange or any regulatory or statutory authority with respect to my association with the following entities in any capacity.

NIL

25. My name does not appear in the list of disqualified directors issued by the Ministry of Corporate Affairs (“**MCA**”), the RoC, or on the watch-out investors list.

26. I am not and have not been a promoter or director of any company which is on the dissemination board or which failed to provide the trading platform or exit to its shareholders in accordance with the timelines and

Rajendra Beri

conditions prescribed by SEBI, from to time, in relation to exclusively listed companies of de-recognized/non-operational/exited stock exchanges.

27. Further, I confirm that, neither currently and nor in the past I was a director, or promoter of any company which has been identified as a shell company by the MCA, pursuant to its circular dated June 9, 2017 (bearing reference 03/73/2017-CL-II) and no action whatsoever has been initiated by any regulatory authority in this regard. I am neither on the board nor associated in any manner with any company which has been identified as a vanishing company.
28. I am not and have not been a whole-time director or, promoter, or person(s) responsible for ensuring compliance with the securities laws, as applicable, of any company that has been delisted under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended or the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended, in the preceding ten years.
29. Further, neither I nor any of the companies with which I am, or have been associated in the past, as a promoter or director have been identified as a wilful defaulter or fraudulent borrower as defined in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”).
30. I further confirm that I have no interest in the promotion or formation of the Company.
31. Further, I shall not offer any incentive, direct or indirect, whether in cash or kind or services or otherwise to any person for making an application for Equity Shares in the Offer.
32. I have not been declared as a ‘fraudulent borrower’ as defined in SEBI ICDR Regulations.
33. I further certify that:
 - (a) Except as stated below, I am not related to any Promoter, director, key managerial personnel or senior management of the Company.

NIL
 - (b) Except as stated below, there are no arrangements or understandings with major shareholders, customers, suppliers or others, pursuant to which I have been appointed as a director of the Company.

NIL
 - (c) Except as stated below, no service contracts have been entered into by me with the Company providing for benefits upon termination of employment, nor have I executed any employment contract with the Company determining the terms of my association with the Company.

NIL
 - (d) Except as disclosed below, no amount has been paid to me as remuneration during the last financial year for services in all capacities to the Company.

[Sitting Fees paid during FY 2023-24 for attending meetings of Board and Committees: ₹1.90 million
 - (e) Except as stated below, I have not received any contingent and deferred remuneration in the previous financial year:

NIL
 - (f) I have not entered into any agreement either myself or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company, except as stated below:

NIL

Rajendra Beri

- (g) Except as stated below, I am not a party to any bonus or profit sharing plan of the Company.

NIL

- (h) Except as stated below neither I nor any of my relatives have any interest in the Company or its business, including in any property acquired by the Company or proposed to be acquired by it.

NIL

- (i) Except as disclosed below, I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land in the last five years or from whom the Company proposes to acquire land.

NIL

- (j) Except as disclosed below, there are no transactions relating to the property completed within the two preceding years, in which I have / had any interest either as a director or proposed director at the time of the transaction

NIL

- (k) Except as disclosed below, I have no interest in being a member of a firm or company in order to induce such director to become or qualify him/her as a director or otherwise for services rendered by him/her or by the firm or company in connection with the promotion or formation of the Company.

NIL

- (l) Further, except as disclosed below, no amount or benefit has been paid to me by the Company during the last two years preceding or is proposed to be paid or given by the Company.

NIL

- (m) I am not directly or indirectly interested in any transaction in acquisition of land, construction of building and supply of machinery, no payments have been made in respect of these contracts, agreements or arrangements or are proposed to be made.

- (n) Neither I nor my relatives have directly or indirectly purchased, sold or financed any transactions in relation to the securities of the Company during the last six months preceding the filing of the RHP.

NIL

- (o) There are no other ventures, companies, firms and trusts in which I am interested as a promoter, director, member, partner, proprietor and / or trustee that are in the same line of activity as that of the Company.

NIL

34. I confirm that I have not entered, and shall not enter, into buyback or standby arrangements directly or indirectly for purchase of the Equity Shares offered pursuant to the Offer, except as may be permitted under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**").

35. I am familiar with the requirements and restrictions on public communications, as stated in the SEBI ICDR Regulations (and summarised in the memorandum on publicity guidelines circulated by the legal counsels) and agree to abide by the same.

36. I am not a director (including alternate directorship) of more than twenty companies (excluding dormant companies), nor am I a director of more than ten public companies, (including private companies that are either holding or subsidiary company of a public company). I am not a director on the board of more than seven listed entities. I do not serve as an independent Director in more than seven listed companies.

Rajendra Beri

37. I am not a member in more than ten committees or act as chairman of more than five committees across all public companies in which I am a director. For the purpose of this requirement, only the audit committee and the stakeholders' relationship committee should be considered.
38. I undertake to fulfill all my obligations as may be disclosed in the Offer Documents or any other document or material prepared in connection with the Offer, as required by applicable laws.
39. I am not a national of a country which shares land border with India
40. For the purposes of disclosures to be included in the Offer Documents under the applicable laws, including the SEBI ICDR Regulations and the Companies Act, 2013, except as disclosed in **Annexure A**, there is no litigation involving me.
41. I, being an Independent Director of the Company hereby certify, undertake and confirm contents of **Annexure B**.
42. I confirm that I nor any of my relatives or related parties have any direct shareholding in any of the unlisted distribution partners of the Company as on date.
43. I confirm that I nor any of my relatives or related parties have any material (shareholding aggregating to 0.5% or more of the equity share capital of a listed distribution partner) direct shareholding in any of the listed distribution partners of the Company as on date.
44. I confirm that no acquisitions of Equity Shares by the employees of the Company have been directly or indirectly funded by me.
45. There are no direct or indirect arrangements or agreements entered into by me, which are adverse or prejudicial to the interest of the minority or public shareholders of the Company.

I undertake to inform the Company and the BRLMs promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the above mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges, pursuant to the Offer.

This certificate may be relied upon by the Company and legal counsels and the BRLMs appointed in relation to the Offer and includes any other merchant banker which is appointed as a book running lead manager for the Offer and are not included in the definition of "BRLM" in this letter. We hereby consent to the contents of, or reference to, this certificate being used in the Offer Documents, and other offering materials, as required, in connection with the Offer and for submission to the SEBI, the Stock Exchanges, RoC and any other authority as may be required by law. We further consent to the aforementioned details being included for the records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable laws.

Capitalized terms not defined herein would have the same meaning as attributed to it in the RHP in relation to the Offer.

Rajendra Beri

Yours faithfully,



Name: Rajendra Beri

Designation: Independent Director

Enclosed: As above

CC:

Domestic Legal Counsel to the Book Running Lead Managers

Cyril Amarchand Mangaldas

Peninsula Chambers, Peninsula Corporate Park
GK Marg, Lower Parel
Mumbai 400 013
Maharashtra, India

International Legal Counsel to the Book Running Lead Managers

Latham & Watkins LLP

9 Raffles Place
#42-02 Republic Plaza
Singapore 048619

Domestic Legal Counsel to the Company

AZB & Partners

AZB House
Peninsula Corporate Park
Ganpatrao Kadam Marg
Lower Parel
Mumbai 400 013
Maharashtra, India

International Legal Counsel to the Company

Allen Overy Shearman Sterling

21st Floor, Gloucester Tower
The Landmark
15 Queen's Road Central
Hong Kong

Annexure A

Details of litigation

Other than as mentioned below, there are no litigation, civil (those civil cases considered material as per the materiality policy framed by the Board) or criminal prosecutions, or regulatory proceedings, whether in India or abroad or otherwise involving me or any company with which I am associated as promoter or director whose outcome could have a material adverse effect on the financial position, operations or prospects of the Company:

1. Litigation involving criminal offences (by and against);

Mukesh Agarwal (“Complainant”) filed a criminal complaint (“Complaint”) against our Company, our Directors, our Company Secretary and Compliance Officer and our Chief Financial Officer, Surveyor, and one other employee of our Company before the Court of Additional Chief Judicial Magistrate at Siliguri (“Magistrate”) under Sections 406, 468, 506 and 34 of the IPC. The Complainant had obtained a policy from our Company, for the purposes of insuring his shop room, and claimed that the said shop room was subjected to a fire and underwent certain damage. The Complainant raised a claim for compensation with our Company, and the extent of the damage was surveyed, inspected and assessed by a an IRDAI licensed surveyor (“Surveyor”) on behalf of our Company. The Complainant was dissatisfied with the assessment by the Surveyor and hence filed the present Complaint before the Magistrate. The Magistrate, through order dated November 30, 2022, issued summons to our Company under Section 204 of the Code of Criminal Procedure, 1972, (“Order”) for appearance. Aggrieved by the Order, our Company filed a petition before the High Court at Calcutta, Criminal Revisional Jurisdiction (Circuit Bench at Jalpaiguri) (“Calcutta High Court”) to set aside the Order passed by the Magistrate. The Calcutta High Court has vide its order dated December 15, 2023 quashed the Complaint. The matter is currently pending before the Magistrate.

2. Civil litigation (as per the materiality policy);

NIL

3. Litigation involving taxation claims (direct and indirect taxation, including taxation matters as per the materiality policy);

NIL

4. All actions by statutory/regulatory authorities;

NIL

5. Any other legal proceedings mentioned in **Schedule I**.

6. Others

Intimation under Section 143(1) of the Income Tax Act 1961 received from Income Tax Department with respect to the return of Income filed by me for the Assessment Year 2022-23.

I had received from the Income Tax Department in August 2022, an intimation under Section 143(1) of the Income Tax Act 1961 with respect to the return of income filed by me for the Assessment Year 2022-23, demanding Rs. 5,500/- against a refund of Rs. 5,600/- due to the mismatch between tax credits claimed and allowed. I have challenged the same with the department. I would like to inform that the said matter has been settled.

Further, I have received from the Income Tax Department on March 12, 2024, a notice under Section 133(6) of the Income Tax Act 1961 with respect to sale of land or building during the Financial Year 2020-21, requiring me to furnish the information about the transaction on or before March 26, 2024. The said information was shared to the income tax department by me on March 20, 2024 and the response is awaited from income tax department.

Rajendra Beri

Schedule I

NIL

Annexure B

Format of disclosure by Independent Directors

I, Rajendra Beri, director of the Company, certify, undertake and confirm that I am an “Independent Director” of Go Digit General Insurance Limited in terms of the definition of that term contained in (i) Section 149(6) and other applicable provisions of the Companies Act, 2013, as amended; and (ii) Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended. Without prejudice to the generality of the foregoing, I certify, undertake and confirm each of the following:

- (a) Apart from receiving Director’s remuneration, I do not have any pecuniary relationships or transactions other than remuneration as such director or having transaction not exceeding ten per cent. of his total income or such amount as may be prescribed, with the Company, its holding or associate company or their promoters or directors during the three immediately preceding fiscal years or during the current fiscal year;
- (b) Further, none of my relatives (as defined in the Companies Act) (“**Relatives**”):
 - (i) is holding any security of or interest in the Company, its holding or associate company during the two immediately preceding financial years or during the current financial year other than security or interest in the company of face value not exceeding fifty lakh rupees or two per cent. of the paid-up capital of the company, its holding or associate company or such higher sum as may be prescribed;
 - (ii) is indebted to the Company, its holding or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the three immediately preceding financial years or during the current financial year;
 - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding or associate company or their promoters, or directors of such holding company, for such amount as may be prescribed during the three immediately preceding financial years or during the current financial year; or
 - (iv) has any other pecuniary transaction or relationship with the Company or its holding or associate company amounting to fifty lakh rupees or such higher amount as may be prescribed from time to time or two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii), whichever is lower,.
- (c) I am not and have not been a promoter of the of the Company or its holding or associate companies;
- (d) I am not related to any of the promoters or directors of the Company or its holding or associate companies, or to persons occupying management positions at the board level or at one level below the board in the Company;
- (e) I am not a non-independent director of another company on the board of which any non-independent director of the Company is an independent director;
- (f) Neither I nor any of my Relatives hold or have held the position of a key managerial personnel or have been an employee of the Company or its holding, or associate company or any company belonging to the promoter group of the Company in any of the three fiscal years immediately preceding the fiscal year in which I was appointed;

Provided that in case of a relative who is an employee other than a key managerial personnel, the restriction under this clause shall not apply for my employment during preceding three financial years;

- (g) Neither I nor any of my Relatives is chief executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipts or corpus from the Company, any of its promoters, directors or its holding or associate company that holds two per cent. or more of the total voting power of the Company;
- (h) Neither I nor any of my Relatives is or have been an employee or proprietor or a partner, in any of the three fiscal years immediately preceding the fiscal year in which I was appointed, of any of the following:
 - (i) a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding or associate company, or

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- (ii) any legal or a consulting firm that has or had any transaction with the Company, its holding or associate company amounting to ten per cent or more of the gross turnover of such firm.
- (i) Neither I nor any of my Relatives are a material supplier, service provider or a customer or a lessor or lessee of the Company, its holding or associate company;
- (j) I along with my Relatives do not hold more than two percent of the voting rights of the Company, its holding or associate company;
- (k) I am not less than twenty one years of age;
- (l) In the opinion of the Board, I am a person of integrity and I possess relevant expertise and experience.
- (m) I possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines relating to the Company's business;
- (n) No amount or benefit has been paid to me other than the applicable sitting fees and I do not have any interest in the Company other than in respect of sitting fees received by me, except the following: NIL
- (o) I confirm that I do not serve as an independent director in more than seven listed companies; and that if I serve as a whole-time director in any listed company that I will not serve as an independent director in more than three listed companies; and
- (p) I have not received and currently do not hold any employee stock options of the Company.
- (q) I am not a non-independent director of another company on the board of which any non-independent director of the Company is an independent director.

I further certify that there are no other factors existing as on date of this certificate that would affect my independence in my capacity as a director of the Company, including my ability to exercise an unbiased and independent judgment in relation to the matters affecting the Company. I undertake that I shall abide by the provisions of the 'Code for Independent Directors' as provided in Schedule IV of the Companies Act, 2013.

I hereby give consent for inclusion of aforesaid details in the RHP of the Company.

Annexure C

Checklist for confirmation with the SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order, 2020 dated February 5, 2020, as amended

Paragraph	Contents
3.	Treatment where there is a probable cause for investigation or enquiry or when an investigation or enquiry is in progress against the entities.
(1)	Where there is a probable cause for investigation, examination or enquiry against the entities, the observations on the draft offer document filed by the issuer with the Board shall be kept in abeyance for a period of thirty days after such probable cause arises or the date of filing of the draft offer document with the Board, whichever is later.
(2)	Where the Board is unable to conclude such investigation, examination or enquiry against the entities due to the reasons beyond its control or due to the conduct of the parties other than the entities, the observations on the draft offer document shall be kept in abeyance for a further period of thirty days.
(3)	Where the Board is unable to conclude such investigation, examination or enquiry against the entities due to the conduct of the entities, the observations on the draft offer document shall be kept in abeyance till the time such investigation, examination or enquiry is concluded.
4.	Treatment where show cause notice has been issued.
(1)	Where a show cause notice has been issued to the entities in an adjudication proceeding, the Board may process the draft offer document and issue observations and advise the entities to make necessary disclosures and statements in respect of such proceedings and the possible adverse impact of an order on the entities, in the offer document.
(2)	Where a show cause notice has been issued in respect of proceedings under sub-section (4) of section 11 or section 11B(1), the Board shall keep in abeyance the issuance of observations for a period of ninety days from the date of filing of the draft offer document with the Board.
(3)	Where the Board is unable to conclude the proceedings as referred to sub-clause (2) due to the reasons beyond its control or due to the conduct of the parties other than the entities, the observations on the draft offer document shall be kept in abeyance for a further period of forty five days.
(4)	Where the Board is unable to conclude the proceedings as referred to sub-clause (2) due to the conduct of the entities, the observations on the draft offer document shall be kept in abeyance till the time such proceedings are concluded.
(5)	Where no order is passed within the time period specified in clause (3), the Board may process the draft offer document and issue observations and advise the entities to make necessary disclosures and statements in respect of such proceedings and the possible adverse impact of an order on the entities, in the offer document.
5.	Treatment where recovery proceedings have been initiated or an order for disgorgement or monetary penalty has not been complied with or in case of non-compliance with any direction issued by the Board. Where the Board has initiated proceedings for recovery against the entities or when an order for disgorgement or monetary penalty passed against the entities is not complied with or in case of non-compliance with any direction issued by the Board, the observations on the draft offer document filed by the issuer with the Board shall be kept in abeyance till such proceedings are concluded or until the directions are complied with.
6.	Reconsideration of proceedings pursuant to remand by the Securities Appellate Tribunal or court. Where proceedings has been remanded by the Securities Appellate Tribunal or a court, the same shall in effect be treated as proceedings covered under this Order, and the Board may take appropriate action in respect of the draft offer document under the provisions of this general order, subject to any order passed by the Securities Appellate Tribunal or a court, as the case may be, while remanding the matter.
7.	Issuance of observations when the issuer is restrained by a court from making a public issue or filing of offer document: Where the issuer has been restrained by a court or tribunal from making an issue of securities or from issuing offer document to the public, the Board may examine the offer document and issue its observations thereof with a qualification that said observations are issued in accordance with the regulatory powers conferred on the Board and that the public issue or

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Paragraph	Contents
	issuance of the offer document to the public by the issuer shall be subject to the orders of such court or tribunal or authority.

Rajendra Beri

Annexure D

आयकर विभाग INCOMETAX DEPARTMENT		भारत सरकार GOVERNMENT OF INDIA
RAJENDRA BERI BHAGWATI PRASAD BERI 11/10/1945 Permanent Account Number AEIPB2920A		
 Signature		
		
		

In case this card is lost / found, kindly inform / return to:
Income Tax PAN Service Unit, UH31
Plot No. 3, Sector 11, CBDP Housing,
Nari Mahal - 400 614.
वा कॉर्ड को गरी लुप्तप्राप्त/प्राप्त:
आयकर पैन सेवा युनिट, उह31
प्लॉट नं. 3, सेक्टर 11, सीडीपी हाउसिंग,
नारी महल - 400 614.

[illegible]

Roll No. 8532

Enrol. No. S-5485

University of Delhi



BACHELOR OF ARTS (HONOURS COURSE), 1966.

This is to certify that Rajendra Beri
having been examined in 1966, and found qualified for
the Degree of Bachelor of Arts (Honours Course) was
admitted to the said Degree at the Convocation held in 1966.

Subject History

Division Third



Indrasingh
Registrar
University of Delhi.

N.

C. D. Deshmukh
Vice-Chancellor
University of Delhi.

Delhi, dated the 22nd December, 1966.

The Birla Institute of Technology & Science

Upon the Recommendation of the Senate hereby confers on

Rajendra Beri

The Degree of

Master of Business Administration

in recognition of his/her proficiency in the General and Special Studies and Exercises prescribed by the Institute and having passed the Examination in *Second* class for such Degree.

Given this Tenth day of January, one thousand, nine hundred and seventy under the Seal of the Birla Institute of Technology & Science at Pilani in the State of Rajasthan—India.

Dr. K. P. G. G. G.

DEAN

K. P. G. G.

REGISTRAR



Chairman

CHAIRMAN

Director

DIRECTOR