

COMPLIANCE CERTIFICATE

(Pursuant to Regulation 163(2) of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 including any amendment/modification thereof)

The Board of Directors
Kingfa Science & Technology (India) Limited
Dhun Building , 3rd Floor, 827, Mount Road,
Chennai, Tamil Nadu,
India, 600002

August 22, 2025.

Dear Sir/Madam,

Practicing Company Secretary's Certificate on the compliance with the requirements of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended (the "SEBI ICDR Regulations"), in relation to proposed preferential issue of equity shares by Kingfa Science & Technology (India) Limited.

1. This certificate is issued in accordance with the terms of my engagement vide letter dated August 18, 2025.
2. I have been requested by the Board of Directors of Kingfa Science & Technology (India) Limited ("the Company") to certify that the proposed preferential issue of equity shares which are being made to the following proposed allottees subject to shareholders' approval is in compliance with the requirements of "Chapter V -Preferential Issue" of the SEBI ICDR Regulations and the applicable provisions of the Companies Act, 2013 (the "Act") and rules framed thereunder. This certificate is required to be placed before the Shareholders at Extra Ordinary General Meeting to be held on 17th September, 2025 as per requirement of Regulation 163(2) of the SEBI ICDR Regulations:

Sr. No	Name of the Proposed Allottee	Permanent Account Number (PAN)	Number of equity shares to be issued
1.	SBI Flexicap Fund (Scheme of SBI Mutual Fund)	AABTS6407Q	3,45,821
2.	SBI Automotive Opportunities Fund (Scheme of SBI Mutual Fund)	AABTS6407Q	1,84,438
3.	SBI Conservative Hybrid Fund (Scheme of SBI Mutual Fund)	AABTS6407Q	3,57,348
4.	Custody Bank of Japan Ltd RE RB Amundi India Small Cap Equity Mother Fund (Category I FPI)	AADTC4521B	2,73,775



5.	SBI Optimal Equity Fund - Long Term (Scheme of SBI Alternative Equity Fund, Category III AIF)	ABDTS6933L	1,00,864
6.	SBI Emergent India Fund (Scheme of SBI Alternative Equity Fund, Category III AIF)	ABJTS1239F	1,06,628
7.	Sanshi Fund -I (Scheme of Sanshi Trust, Category III AIF)	ABITS4559B	72,046

3. The accompanying statement set out in Annexure A contains working for arriving at minimum issue price / floor price in accordance with the SEBI ICDR Regulations and Annexure B hereto contains details of the compliance with the SEBI ICDR Regulations in connection with the Preferential Issue (the "Statement"), prepared by the Management and verified and confirmed by me.

Management's Responsibility

4. The preparation of the accompanying Statement, including the preparation and maintenance of relevant supporting records and documents is the responsibility of the Management of the Company. This responsibility includes designing implementation and maintenance of internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis preparation and making judgments and estimates that are reasonable in the circumstances.
5. Management is also responsible for providing all relevant information to the SEBI, and/or National Stock Exchange of India Limited and BSE Limited.
6. The Management is also responsible for ensuring that the Company complies with the below requirements of the SEBI ICDR Regulations:
- 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;
 - Determination of the minimum price / floor price of equity shares being higher of:
 - Average of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 90 trading days preceding the relevant date; or
 - Average of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 10 trading days preceding the relevant date;

The Articles of Association of the Company does not provide for a method of determination of price in case of preferential issue. However, the said preferential issue, will result in allotment of more than five per cent of the post issue fully diluted share capital of the Company, to an allottee along with allottees acting in concert. Thus, in accordance with regulation 166A (1) of SEBI ICDR Regulations, a valuation report dated 22nd



August, 2025 has been obtained from an independent registered valuer namely Mr. Vishal Rahulkumar Laheri, holding Registered Valuer membership number IBBI/RV/05/2019/11. Thus, the floor price for the preferential issue has been determined to be the higher of the following –

- A. Average of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 90 trading days preceding the relevant date;
- B. Average of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 10 trading days preceding the relevant date;
- C. Price determined under the valuation report dated 22nd August, 2025 by the independent registered valuer namely Mr. Vishal Rahulkumar Laheri, holding Registered Valuer membership number IBBI/RV/05/2019/11283.

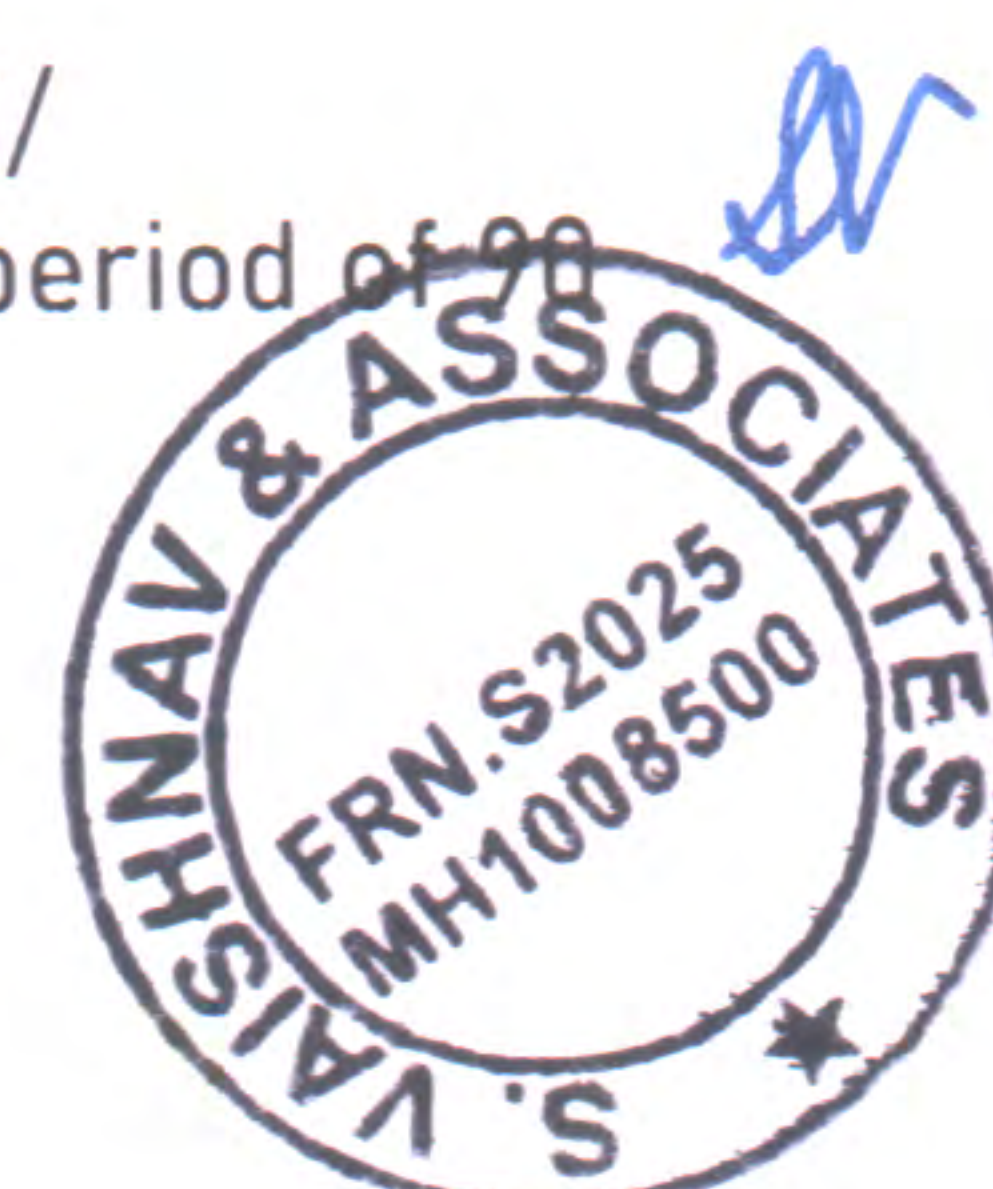
c) Compliance with the requirements of the SEBI ICDR Regulations.

Practicing Company Secretary's Responsibility

- 7. Pursuant to the requirements of Regulation 163(2) of Chapter V of the SEBI ICDR Regulations, as amended, it is our responsibility to provide limited assurance that the proposed preferential issue of equity shares to the proposed allottee as mentioned above, are being made in accordance with the requirements of "Chapter V Preferential Issue" of the SEBI ICDR Regulations to the extent applicable and applicable provisions of the Act and rules framed thereunder.
- 8. I have performed the following procedures:
 - a) Obtained and read a certified copy of resolutions of the Board of Directors of the Company (the "Board") dated 22nd August, 2025 approving the Issuance of up to 14,40,920 (Fourteen Lakhs Forty Thousand Nine Hundred Twenty) equity shares with the aggregate amount not exceeding INR 499,99,92,400/- (Indian Rupees Four Hundred Ninety Nine Crore Ninety Nine Lakhs Ninety Two Thousand Four Hundred only) for cash, on preferential basis to persons as mentioned in point 2 above (referred to as the "Proposed Allottees") of the face value of INR 10/- (Rupees Ten Only) each of the Company at a premium of INR 3,460/- (Indian Rupees Three Thousand Four Hundred and Sixty only) per Equity Share for each equity share, on preferential basis to Proposed Allottee, subject to the approval of the Members of the Company and the requisite regulatory approvals;
 - b) Obtained and read notice dated 22nd August, 2025 of the ensuing Extra-Ordinary General Meeting that is proposed to be held on 17th September, 2025 containing the proposed special resolution and the corresponding explanatory statement under Section 102 of the Act seeking approval of the members of the Company for the preferential issue of equity shares at an issue price of INR 3,470/- (Indian Rupees Three Thousand Four Hundred and Seventy only) per share
 - c) Ensured that the calculation of minimum issue price/ floor price of equity shares is as per prescribed pricing formula under the SEBI ICDR Regulations reproduced in Annexure A;
 - d) Checked that the Relevant Date, being 18th August, 2025, is thirty days prior to the date on which the special resolution is proposed to be passed as per SEBI ICDR Regulations;



- e) Checked and confirmed that the disclosures required under Regulation 163(1) Chapter V of SEBI ICDR Regulations and Companies Act, 2013 have been made in the explanatory statement to the notice;
- f) Checked and confirmed payment of Annual listing fees for the financial year 2025-2026 in respect of equity shares of the Company listed on National Stock Exchange of India Limited & BSE Limited and also checked there are no outstanding dues as of date of this certificate to NSE or BSE;
- g) Confirmed that Pre-Preferential Issue shareholding of the Proposed Allottee are held in dematerialized form;
- h) Confirmation that none of the proposed allottees, the beneficial owners to proposed allottees, issuer, its promoters and directors is a fugitive economic offender as defined under Regulation 2(1) (p) of SEBI (ICDR) Regulations, 2018.
- i) Confirmation that neither the proposed allottees, the beneficial owners to proposed allottees, issuer, its promoters and directors is a wilful defaulter as defined under Regulation 2 (1) (III) of SEBI (ICDR) Regulations, 2018 or a fraudulent borrower
- j) The Company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017.
- k) Obtained confirmation from the Company that there are no outstanding dues to SEBI, stock exchanges or the depositories
- l) Reviewed Board Resolution of Company for appointment of Monitoring Agency
- m) Obtained Confirmation from Company that there will be no change in control pursuant to Preferential Issue
- n) The proposed allottees and the beneficial owners to proposed allottees have not been directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.
- o) The issuer, its promoters and directors have not been directly or indirectly, debarred from accessing the capital market
- p) Obtained confirmation from the Company and also verified the confirmation statements submitted by the proposed allottee that none of the Proposed Allottee has sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date i.e. 18th August, 2025 and till the date of execution of this certificate;
- q) Obtained undertaking from the Company that the pre-preferential shareholding of the proposed allottee will be locked in accordance with Regulation 167 (6) of the SEBI ICDR Regulations, to the extent applicable, and there will be no sale of pre-preferential holding by the Allottee from relevant date i.e. 18th August, 2025 till date of lock-in;
- r) Obtained confirmation from the proposed allottee, stating that it has not sold/ transferred/pledged any Ordinary Equity Shares of the Company during the period of 90



trading days prior to the Relevant Date i.e. 18th August, 2025 and till the date of execution of this certificate, as applicable;

- s) Verified the Permanent Account Number ("PAN") of Proposed Allottee subscribing to the Preferential Issue from the copy of PAN card;
- t) Verified that the Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the issuer are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015; and
- u) Conducted relevant management inquiry and obtained representation from the Management in this regard as may be required.

Conclusion

9. Based on my examination, as above, and the information, explanations and written representation provided to me by the Management, we hereby confirm that the proposed preferential issue of equity shares is being made in accordance with the requirements of the Chapter V of the SEBI ICDR Regulations and applicable provisions of the Act and rules framed thereunder. I also confirm that the minimum issue price/ floor price has been determined in accordance with the SEBI ICDR Regulations.

Restriction on Use

10. This Certificate is issued solely for the purpose of complying with the requirements of SEBI ICDR Regulations, placing it before the Extraordinary General Meeting of the shareholders of the Company and hosting the certificate on the website of the company 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 our prior consent in writing. I have no responsibility to update this Certificate for any events or circumstances occurring after the date of this Certificate.



Shaswati Vaishnav

Shaswati Vaishnav
VAISHNAV & ASSOCIATES
FRN S2025MH1008500
Company Secretary
ACS. 11392 PCS 8675
UDIN A011392G001059001



P R No. 2538/2022 dated August 5, 2022
Place: Pune
Date: 22nd August, 2025

Encl: Annexure A and B

Annexure A

Calculation of minimum issue price as per prescribed under Chapter V of SEBI ICDR Regulations, 2018, as amended.

Date of EGM	17 th September 2025
Relevant Date (30 days prior to EGM)	18 th August 2025

A. Determination of whether the equity shares of the Company are frequently traded

The Equity Shares of the Company are listed on the BSE Limited ('BSE') and the National Stock Exchange of India Limited ('NSE').

(i) The highest trading volume in respect of the equity shares of the Company has been recorded on NSE during the preceding 90 trading days prior to the relevant date (viz during the period 7th April 2025 until 14th August 2025) as set out below.

Stock Exchange	NSE	BSE
Trading volume in respect of the equity shares of the company recorded during the preceding 90 trading days prior to the relevant date.	1,008,711	83,374

(ii) Determination of whether the Equity Shares of the company are frequently traded on NSE (NSE being the stock exchange on which the highest trading volume in respect of the equity shares of the Company has been recorded on NSE during the preceding 90 trading days prior to the relevant date)

Particulars	Number of Shares
Traded turnover on NSE during the 240 trading days preceding the relevant date (being 30 th August 2024 until 14 th August 2025) (A)	3,053,638
Total number of equity shares of the Company outstanding during the above period (B)	12,110,461
Traded turnover as a % of Total number of equity shares (A)/(B)*100	25.21%

Thus, the equity shares of the company are frequently traded in accordance with regulation 164(5) of SEBI ICDR Regulations



B. Computation of minimum issue price/ floor price as per SEBI ICDR Regulations viz INR 3,464.77 per equity share –

- 1) Average of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 90 trading days preceding the relevant date

Stock Exchange with maximum volume of trading	Day*	Date	Total Traded number of equity shares of the Company ("A")	Traded turnover of equity shares of the Company ("B") (INR)
NSE	Day 1	14-Aug-25	31,263	11,76,08,389.30
	Day 2	13-Aug-25	4,049	1,46,58,882.30
	Day 3	12-Aug-25	14,354	5,17,16,048.80
	Day 4	11-Aug-25	2,872	1,00,53,159.00
	Day 5	08-Aug-25	5,572	1,94,85,111.20
	Day 6	07-Aug-25	21,197	7,27,53,296.60
	Day 7	06-Aug-25	6,230	2,07,94,630.00
	Day 8	05-Aug-25	28,715	9,80,07,539.50
	Day 9	04-Aug-25	20,432	6,78,42,537.00
	Day 10	01-Aug-25	35,453	11,65,65,675.20
	Day 11	31-Jul-25	19,153	6,59,57,322.60
	Day 12	30-Jul-25	12,688	4,45,95,049.00
	Day 13	29-Jul-25	11,452	4,14,25,508.80
	Day 14	28-Jul-25	13,460	4,88,06,091.40
	Day 15	25-Jul-25	5,817	2,11,03,357.90
	Day 16	24-Jul-25	16,384	6,04,20,214.50
	Day 17	23-Jul-25	17,468	6,35,36,050.50
	Day 18	22-Jul-25	19,884	7,14,36,185.60
	Day 19	21-Jul-25	11,292	3,91,69,518.10

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Stock Exchange with maximum volume of trading	Day*	Date	Total Traded number of equity shares of the Company ("A")	Traded turnover of equity shares of the Company ("B") (INR)
	Day 20	18-Jul-25	6,039	2,03,47,348.30
	Day 21	17-Jul-25	8,560	2,89,80,913.30
	Day 22	16-Jul-25	3,538	1,21,75,758.70
	Day 23	15-Jul-25	3,513	1,20,77,992.20
	Day 24	14-Jul-25	3,364	1,15,28,543.30
	Day 25	11-Jul-25	4,603	1,60,79,646.70
	Day 26	10-Jul-25	3,625	1,28,04,605.90
	Day 27	09-Jul-25	5,916	2,11,78,025.70
	Day 28	08-Jul-25	26,112	9,51,61,767.40
	Day 29	07-Jul-25	53,375	19,12,42,949.00
	Day 30	04-Jul-25	8,336	2,84,44,610.10
	Day 31	03-Jul-25	5,779	1,98,76,067.20
	Day 32	02-Jul-25	5,996	2,08,68,644.70
	Day 33	01-Jul-25	29,837	10,47,06,415.70
	Day 34	30-Jun-25	23,637	8,04,81,594.80
	Day 35	27-Jun-25	13,618	4,45,60,167.60
	Day 36	26-Jun-25	10,250	3,28,19,725.70
	Day 37	25-Jun-25	7,560	2,37,44,361.60
	Day 38	24-Jun-25	8,358	2,60,38,697.70
	Day 39	23-Jun-25	4,777	1,45,99,623.10
	Day 40	20-Jun-25	4,774	1,46,35,453.70
	Day 41	19-Jun-25	8,255	2,53,57,740.60
	Day 42	18-Jun-25	9,983	3,08,30,487.40
	Day 43	17-Jun-25	4,959	1,52,30,043.70
	Day 44	16-Jun-25	7,608	2,34,71,081.70



Stock Exchange with maximum volume of trading	Day*	Date	Total Traded number of equity shares of the Company ("A")	Traded turnover of equity shares of the Company ("B") (INR)
	Day 45	13-Jun-25	10,200	3,14,89,893.50
	Day 46	12-Jun-25	9,382	2,89,85,698.50
	Day 47	11-Jun-25	8,473	2,65,75,482.30
	Day 48	10-Jun-25	9,551	2,96,75,911.40
	Day 49	09-Jun-25	22,605	7,09,63,674.60
	Day 50	06-Jun-25	4,827	1,56,65,318.40
	Day 51	05-Jun-25	6,257	2,07,18,820.00
	Day 52	04-Jun-25	3,454	1,13,83,348.80
	Day 53	03-Jun-25	6,886	2,29,85,816.30
	Day 54	02-Jun-25	10,595	3,58,58,633.10
	Day 55	30-May-25	10,188	3,47,30,375.10
	Day 56	29-May-25	32,681	11,32,30,023.10
	Day 57	28-May-25	14,576	5,03,28,874.70
	Day 58	27-May-25	7,451	2,52,11,563.90
	Day 59	26-May-25	10,287	3,42,71,545.80
	Day 60	23-May-25	9,127	3,05,53,574.10
	Day 61	22-May-25	21,476	7,13,32,633.50
	Day 62	21-May-25	8,139	2,61,00,783.30
	Day 63	20-May-25	3,151	1,03,27,366.30
	Day 64	19-May-25	12,746	4,21,03,767.40
	Day 65	16-May-25	9,808	3,18,90,669.00
	Day 66	15-May-25	5,919	1,93,19,898.40
	Day 67	14-May-25	5,610	1,81,19,119.50
	Day 68	13-May-25	6,943	2,20,70,036.40
	Day 69	12-May-25	12,396	3,90,79,740.30



Stock Exchange with maximum volume of trading	Day*	Date	Total Traded number of equity shares of the Company ("A")	Traded turnover of equity shares of the Company ("B") (INR)
	Day 70	09-May-25	8,739	2,55,08,899.80
	Day 71	08-May-25	7,567	2,28,38,082.70
	Day 72	07-May-25	6,214	1,87,02,839.90
	Day 73	06-May-25	4,627	1,43,57,174.80
	Day 74	05-May-25	9,803	3,12,60,908.60
	Day 75	02-May-25	21,302	6,82,79,494.50
	Day 76	30-Apr-25	7,365	2,28,28,846.50
	Day 77	29-Apr-25	5,569	1,68,66,473.60
	Day 78	28-Apr-25	3,930	1,17,71,272.10
	Day 79	25-Apr-25	8,423	2,51,56,880.00
	Day 80	24-Apr-25	3,331	1,03,89,064.90
	Day 81	23-Apr-25	5,446	1,70,52,978.50
	Day 82	22-Apr-25	10,456	3,31,98,337.80
	Day 83	21-Apr-25	6,091	1,91,78,040.60
	Day 84	17-Apr-25	7,399	2,35,05,803.80
	Day 85	16-Apr-25	4,786	1,52,19,633.10
	Day 86	15-Apr-25	27,693	8,70,10,214.50
	Day 87	11-Apr-25	7,021	2,09,09,215.45
	Day 88	09-Apr-25	2,832	82,36,952.80
	Day 89	08-Apr-25	6,194	1,83,28,568.35
	Day 90	07-Apr-25	11,088	3,18,30,951.65
Total			10,08,711.00	3,37,85,80,034.75
		Volume Weighted Average Market Price (total turnover divided by total traded number of equity shares) (B/A)		3,349.41



*Given that the Relevant Date was Monday, 18th August 2025, 90 trading days prior to such date has been considered.

2) Average of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the 10 trading days preceding the relevant date

Stock Exchange with maximum volume of trading	Day*	Date	Total Traded number of equity shares of Company ("A")	Traded turnover of equity shares of the Company ("B") (INR)
NSE	Day 1	14-Aug-25	31,263	11,76,08,389.30
	Day 2	13-Aug-25	4,049	1,46,58,882.30
	Day 3	12-Aug-25	14,354	5,17,16,048.80
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	Day 8	05-Aug-25	28,715	9,80,07,539.50
	Day 9	04-Aug-25	20,432	6,78,42,537.00
	Day 10	01-Aug-25	35,453	11,65,65,675.20
Total			1,70,137.00	58,94,85,268.90
Volume Weighted Average Market Price (total turnover divided by total traded number of equity shares) (B/A)				3,464.77

*Given that the Relevant Date was Monday, 18th August 2025, 10 trading days prior to such date has been considered.

- 3) The said preferential issue, will result in allotment of more than five per cent of the post issue fully diluted share capital of the Company, to an allottee or to allottee(s) acting in concert. Thus, a Valuation Report from an Independent Registered Valuer is required for determining the price.



The price determined by an Independent Registered Valuer, ("Valuation Report dated 22nd August, 2025") in terms of 166A of the Chapter V of SEBI ICDR Regulations, 2018 is INR 3252.18/- per Equity Share.

4) Thus, the minimum issue price/ floor price is determined as follows:

Sr. No.	Particulars	Amount (INR) per Equity Share
A]	Average of 90 Trading days VWAP	3,349.41
B]	Average of 10 Trading days VWAP	3,464.77
C]	Price determined by Independent Registered Valuer	3252.18
Applicable Minimum Issue Price/ Floor Price (being the highest of the above)		3,464.77

The relevant "Stock Exchange" is National Stock Exchange of India which is considered for the weighted average computation as required by the Regulation 164 of the SEBI ICDR Regulations.




Shaswati Vaishnav
S VAISHNAV & ASSOCIATES
FRN S2025MH1008500
Company Secretary
ACS. 11392 PCS 8675
UDIN A011392G001059001

P R No. 2538/2022 dated August 5, 2022

Place: Pune

Date: 22nd August, 2025

Annexure – B

Statement of compliance with the requirement of Regulation 164 of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), in relation to the proposed preferential issue of the equity shares by Kingfa Science & Technology (India) Limited (the “Company”/ the “Issuer”):

1. We hereby undertake that the pre-preferential shareholding of the proposed allottee will be kept under lock-in in accordance with Regulation 167 (6) SEBI ICDR Regulations to the extent applicable and the Company undertakes to provide necessary documents in this regard.

2. **The Company's compliance with the other requirements under the SEBI ICDR Regulations**

We confirm that the compliance with the conditions and requirements (including any disclosure requirements) set out under Chapter V of SEBI ICDR Regulations.

In particular, for the purpose of complying with such requirements of the SEBI ICDR Regulations:

- a) With respect to Regulation 158, basis the assessment made on applicability of the Chapter V, we confirm that Conversion option attached to proposed equity shares are not covered under Section 62 (3) and 62 (4) of the Companies Act. Hence provisions of Chapter V of SEBI ICDR Regulations do not apply in this regard.
- b) With respect to conditions specified in Regulation 159 and 160 of the SEBI ICDR Regulations, we have undertaken the following procedures to confirm its compliance with required conditions:
 - Obtained confirmation from the Registrar and Transfer Agent of the Company that the proposed allottees (being non promoter), as applicable, have not sold or transferred any shares during the 90 trading days preceding the relevant date.
 - The Pre-Preferential Issue holding of the equity shares held by the proposed allottees, are held in dematerialized form;
 - Equity shares to be allotted by way of Preferential Issue, shall be fully paid up at the time of the allotment;
 - We confirm that there are no outstanding partly paid equity shares as of date.
 - We confirm that the Preferential Issue shall be made in compliance with the Regulation 169(2) of the SEBI ICDR Regulations and the equity shares issued in the Preferential Issue shall be held in dematerialized form;

Kingfa Science & Technology (India) Limited
(Formerly Hydro S & S Industries Limited)

CIN: L25209TN1983PLC010438
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827, Anna Salai, Chennai - 600002.
Tel: +44 – 28521736 Fax: +44 – 28520420
E-mail: cs@kingfaindia.com
Website: www.kingfaindia.com

- Approval of the members shall be obtained for proposed Preferential Issue by passing special resolution in the ensuing Extra Ordinary General Meeting to be held on 17th September 2025;
 - We have adhered to conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchanges where the Equity Shares are listed; and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended ("**SEBI Listing Regulations**").
 - We have obtained Permanent Account Number of all the proposed allottees;
 - The Company has paid the Annual listing fees for the financial year 2025-2026 in respect of equity shares of the Company listed on National Stock Exchange of India Limited and BSE Limited.
 - The Company shall make an application for seeking in-principle approval of the Stock Exchanges where the Equity Shares of the Company are listed on the same day when the notice of EGM has been sent to the members for seeking shareholder's approval by way of special resolution for the proposed Preferential Issue;
- c) We confirm that the relevant date has been determined in accordance with regulation 161 of SEBI ICDR Regulations;
- d) We have appointed a monitoring agency being CARE Ratings Limited.
- e) With respect to conditions specified in Regulation 163(1) of the SEBI ICDR Regulations, the Company has specifically made the following disclosure in the Notice:
- The objects of the Preferential Issue
 - The maximum number of securities to be issued:
 - The intent of the directors or key managerial personnel or senior management of the Company to subscribe to the Preferential Issue;
 - The shareholding pattern of the Company before and after the Preferential Issue;
 - The timeframe within which the Preferential Issue shall be completed; and
 - The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees and the percentage of post Preferential Issue capital that may be held by them and change in control in the Company consequent to the preferential issue.
- f) The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter.

- g) In relation disclosure requirement set out under Regulation 163(1)(g) and 163(1)(h) the SEBI ICDR Regulations, we confirm that the Equity Shares of the Company are frequently traded and have been listed on a recognized Stock Exchanges for more than 90 trading days prior to the Relevant Date. We also confirm that the equity shares are "frequently traded shares" as per Regulation 164(5) of the SEBI ICDR Regulations.
- h) We confirm that the preferential allotment will result in allotment of more than five per cent. of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert but will not result in a change in control.
- i) In relation to disclosure requirement of Regulation 163(1)(i) of the SEBI ICDR Regulations, we confirm that, neither the Company's name nor the name of any of its director or promoter are in the category of the willful defaulters or a fraudulent borrower.
- j) In relation to compliance of regulation 159(2) of the SEBI ICDR Regulations, we confirm that, neither any promoter nor any director is a fugitive economic offender.
- k) In relation to the compliance of Regulation 163(4) of the SEBI ICDR Regulations, we have disclosed the relevant date and the price of the equity shares in the EGM Notice
- l) In relation to the compliance of Regulation 167 of the SEBI ICDR Regulations, we confirm that the equity shares to be allotted will be subject to applicable lock-in and transfer restriction stipulated under the SEBI ICDR Regulations.
- m) We confirm that we shall ensure that the consideration for preferential issue of equity shares shall be received from respective allottee's bank account and in the case of joint holders shall be received from the bank account of the person whose name appears first in the application.
- n) We confirm that we shall submit a certificate from the statutory auditors to the stock exchanges where the equity shares of our Company are listed stating that the Company is in compliance with regulation 169(4) of SEBI ICDR regulations and the relevant documents thereof are maintained by the Company as on the date of certification.
- o) We confirm that allotment of equity shares pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of such resolution or from receipt of all necessary approvals or permissions from the applicable regulatory authorities, whichever is later, and that such allotment shall be made only in dematerialised form.

- p) We hereby confirm and certify that the proposed issue is being made in accordance with the requirement of the Chapter V of SEBI ICDR Regulations, as amended, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rule, 2014 and other requirements of Companies Act, 2013. We hereby further confirm and certify that we have complied with all legal and statutory formalities and no statutory authority has restrained from issuing these proposed securities.

For and on behalf of
Kingfa Science & Technology (India) Limited

DEEPA Digitally signed
by DEEPAK VYAS
K VYAS Date: 2025.08.22
12:57:42 +05'30'

Deepak Vyas
Company Secretary & Compliance Officer
Membership No. A46096

Date: 22/08/2025

Place: Pune

Kingfa Science & Technology (India) Limited
(Formerly Hydro S & S Industries Limited)

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