

CS BHUMIKA & CO.
Company Secretaries

Block No. 2, 1st Floor, Parekh Nagar,
Near BMC Hospital, S. V. Road,
Kandivali West, Mumbai - 400067.
Email Id: bhumika.sidhpura@gmail.com
office@bhumikanco.com
Mobile No. 9820030491
9324881963

Date: September 15, 2025

To,
Manager - Listing Compliance
National Stock Exchange of India Limited
'Exchange Plaza'. C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sir/Madam,

Subject: Certificate from Practicing Company Secretary

Ref: Application for "In-principal approval" prior to issue and allotment of 40,00,000 (Forty Lakh) Convertible Warrants on a preferential basis under Regulation 28(1) of the SEBI (LODR) Regulations, 2015.

We, **Bhumika & Co., Practicing Company Secretary**, have verified the relevant records and documents of Bohra Industries Limited, with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018, and certify that:

- a) Johnsom And Andrew Properties Private Limited, Thomson and Wyman Enterprises Private Limited, Sahi Logistics & Infra Private Limited, and VASM Consultants Private Limited, have not sold any equity shares of the issuer for a period prior to 90 trading days from the relevant date till date.

Further, where the proposed allottee(s) is/ are a promoter/ promoter group entity, then none of the entities in the promoter and promoter group entities has/ have sold any equity share of the company during the 90 trading days preceding the relevant date.

- b) None of the allottees hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.
- c) The proposed allottee(s) do not hold any pre-preferential shareholding in the Company. Accordingly, the provisions relating to lock-in under Regulation 167(6) of SEBI (ICDR) Regulations, 2018 are not applicable.
- d) None of the proposed allottees belonging to promoters or the promoter group is ineligible for allotment in terms of Regulation 159 of SEBI (ICDR) Regulations, 2018.
- e) 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 the 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.

[Signature]



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f) 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 for the proposed preferential issue, there is no valuation requirement in the AOA of the Company.

g) The total allotment to the allottee acting in concert in the present preferential issue or in the same financial year, i.e., 2025-26, is more than 5% of the Post Issue Fully Diluted Share Capital* of the issuer.

**Post Issue Fully Diluted Share Capital means the current Total Equity Share Capital of the Company calculated after assuming the full conversion of 20,25,002 Convertible Warrants allotted on June 17, 2025.*

For Bhumika & Co.
Practicing Company Secretaries

Bidhpura



Bhumika Shah
M.No.: A37321
COP No.: 19635
Place: Mumbai
Date: 15.09.2025
UDIN: A037321G001248608
Peer Reviewed Firm: 1272/2021

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Date: September 15, 2025

To,
The Chief General Manager
Listing Compliance,
National Stock Exchange of India Limited,
Exchange Plaza C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400051

Dear Sir,

Subject: Application for "In-principal approval" prior to issue and allotment of 40,00,000 (Forty Lakh) Convertible Warrants on a preferential basis under Regulation 28(1) of the SEBI (LODR) Regulations, 2015.

1. We, **Bhumika & Co., Practicing Company Secretary**, hereby certify that the minimum issue price for the proposed preferential issue of Bohra Industries Limited, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, has been worked out at Rs. 30.08/-.
2. The relevant date for the purpose of said minimum issue price is **September 08, 2025**.
3. The workings for arriving at such minimum issue price as Annexure A and the valuation report from an independent Registered Valuer have been attached herewith.
4. The highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding 90 trading days prior to the relevant date on the **National Stock Exchange of India Limited**.
5. We hereby certify that the Articles of Association of the issuer do not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018.

For Bhumika & Co.
Practicing Company Secretaries

Bhumika Shah

Bhumika Shah

M.No.: A37321

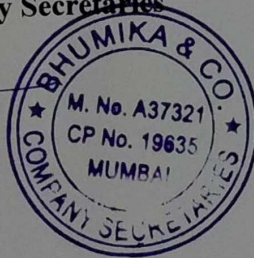
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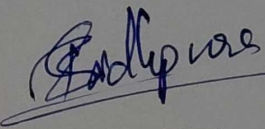
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Annexure to the Certificates:

1. We have not verified the correctness and appropriateness of the financial records and books of accounts of the company.
2. Wherever required, we have obtained Management representation about the compliance of laws, rules, and regulations and the happening of events, etc.
3. The compliance with the provisions of corporate and other applicable laws, rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis.
4. This Certificate is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
5. The opinion expressed in the present report is based on the limited information, facts, and inputs made available to me through electronic means by the company management.

For Bhumika & Co.
Practicing Company Secretaries


Bhumika Shah

M.No.: A37321

COP No.: 19635

Place: Mumbai

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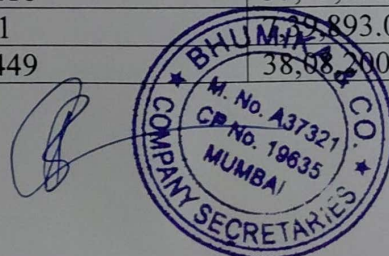


Annexure A

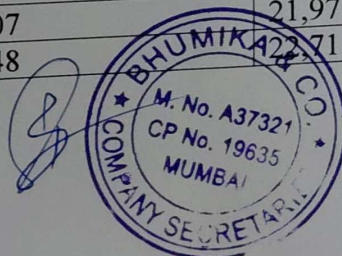
- 1) Relevant Date – September 08, 2025
- 2) The highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding 90 trading days prior to the relevant date on the National Stock Exchange of India Limited.

Market Price (90 trading days volume weighted average price quoted at NSE during the 90 trading days preceding the relevant date, i.e., September 08, 2025)

Sr. no	Date	VWAP	Volume	Value
1	05-Sep-25	23.89	57,819	13,81,317.74
2	04-Sep-25	24.51	35,987	8,82,002.54
3	03-Sep-25	25.45	66,573	16,94,416.34
4	02-Sep-25	25.34	53,263	13,49,700.18
5	01-Sep-25	26.06	62,357	16,24,968.04
6	29-Aug-25	26.42	54,906	14,50,645.46
7	28-Aug-25	27.56	43,165	11,89,729.57
8	26-Aug-25	28.89	32,899	9,50,553.37
9	25-Aug-25	29.62	31,899	9,44,881.03
10	22-Aug-25	29.09	28,784	8,37,191.38
11	21-Aug-25	29.76	41,943	12,48,272.39
12	20-Aug-25	29.66	49,325	14,63,162.04
13	19-Aug-25	30.41	61,837	18,80,639.22
14	18-Aug-25	31.54	34,070	10,74,409.85
15	14-Aug-25	32.07	76,974	24,68,844.63
16	13-Aug-25	34.29	1,20,287	41,24,048.22
17	12-Aug-25	34.4	68,435	23,53,949.45
18	11-Aug-25	33.53	50,678	16,99,028.72
19	08-Aug-25	32.18	33,719	10,85,012.96
20	07-Aug-25	31.92	43,270	13,81,235.79
21	06-Aug-25	32.43	41,046	13,31,129.64
22	05-Aug-25	32.44	31,131	10,09,952.30
23	04-Aug-25	32.56	36,652	11,93,513.82
24	01-Aug-25	33.64	51,403	17,28,989.46
25	31-Jul-25	34.17	92,416	31,57,671.17
26	30-Jul-25	32.49	47,071	15,29,408.84
27	29-Jul-25	32.11	17,081	5,48,469.54
28	28-Jul-25	32.57	24,664	8,03,382.39
29	25-Jul-25	33.14	90,051	29,84,218.38
30	24-Jul-25	32.32	60,912	19,68,589.61
31	23-Jul-25	31.61	1,30,272	41,18,515.55
32	22-Jul-25	30.88	1,85,218	57,19,952.86
33	21-Jul-25	29.23	25,311	7,39,893.06
34	18-Jul-25	27.91	1,36,449	38,08,200.19



35	17-Jul-25	27.07	29,617	8,01,811.19
36	16-Jul-25	26.24	29,200	7,66,131.57
37	15-Jul-25	27.03	15,105	4,08,343.74
38	14-Jul-25	26.63	4,136	1,10,142.73
39	11-Jul-25	25.94	59,789	15,50,895.41
40	10-Jul-25	27.16	1,417	38,483.48
41	09-Jul-25	26.94	30,465	8,20,844.17
42	08-Jul-25	25.86	11,800	3,05,095.06
43	07-Jul-25	25.94	49,146	12,74,684.59
44	04-Jul-25	26.24	10,825	2,83,995.52
45	03-Jul-25	26.51	13,614	3,60,943.56
46	02-Jul-25	26.53	1,30,874	34,72,125.41
47	01-Jul-25	28.46	39,667	11,28,933.78
48	30-Jun-25	29.11	48,658	14,16,640.95
49	27-Jun-25	27.34	80,580	22,03,283.18
50	26-Jun-25	27.38	2,00,031	54,76,812.78
51	25-Jun-25	27.15	30,338	8,23,778.91
52	24-Jun-25	27.68	15,865	4,39,143.20
53	23-Jun-25	28.25	83,912	23,70,585.50
54	20-Jun-25	28.82	31,065	8,95,416.44
55	19-Jun-25	29.4	14,365	4,22,356.38
56	18-Jun-25	29.93	93,061	27,85,767.45
57	17-Jun-25	30.51	48,692	14,85,592.92
58	16-Jun-25	31.58	5,182	1,63,639.75
59	13-Jun-25	31.73	7,347	2,33,111.85
60	12-Jun-25	31.16	1,013	31,565.08
61	11-Jun-25	31.65	4,523	1,43,174.36
62	10-Jun-25	32.36	1,021	33,041.80
63	09-Jun-25	32.83	9,561	3,13,928.10
64	06-Jun-25	33.43	4,644	1,55,265.96
65	05-Jun-25	32.94	4,410	1,45,248.71
66	04-Jun-25	32.79	2,079	68,178.65
67	03-Jun-25	33.42	57	1,904.94
68	02-Jun-25	34.11	1,090	37,179.90
69	30-May-25	34.81	25,746	8,96,218.26
70	29-May-25	35.53	6,100	2,16,733.00
71	28-May-25	36.32	20,109	7,30,283.34
72	27-May-25	37.05	22,176	8,21,685.90
73	26-May-25	36.59	38,914	14,23,902.79
74	23-May-25	35.91	1,03,017	36,99,340.47
75	22-May-25	35.21	20,658	7,27,368.18
76	21-May-25	33.3	26,787	8,91,912.24
77	20-May-25	31.89	68,907	21,97,305.71
78	19-May-25	30.03	75,648	22,71,370.77



79	16-May-25	29.84	16,670	4,97,502.14
80	15-May-25	28.9	8,452	2,44,246.34
81	14-May-25	29.43	11,426	3,36,253.44
82	13-May-25	29.94	4,294	1,28,565.79
83	12-May-25	29.64	39,550	11,72,434.31
84	09-May-25	28.62	18,661	5,34,016.48
85	08-May-25	29.43	23,566	6,93,499.38
86	07-May-25	28.84	23,680	6,82,893.41
87	06-May-25	30.15	27,078	8,16,364.10
88	05-May-25	30.38	18,278	5,55,216.20
89	02-May-25	30.52	24,878	7,59,223.24
90	30-Apr-25	29.53	6,971	2,05,881.04
Total			37,62,582	11,31,96,159.28
90 trading days volume weighted average price				30.08/-

Market Price (10 trading days volume weighted average price quoted at NSE during the 10 trading days preceding the relevant date i.e., September 08, 2025)

Sr. no	Date	VWAP	Volume	Value
1	05-Sep-25	23.89	57,819	13,81,317.74
2	04-Sep-25	24.51	35,987	8,82,002.54
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7	28-Aug-25	27.56	43,165	11,89,729.57
8	26-Aug-25	28.89	32,899	9,50,553.37
9	25-Aug-25	29.62	31,899	9,44,881.03
10	22-Aug-25	29.09	28,784	8,37,191.38
Total			4,67,652	1,23,05,405.65
10 trading days volume weighted average price				26.31

A	Average of 90 Trading Days VWAP	Rs. 30.08/-
B	Average of 10 Trading Days VWAP	Rs. 26.31/-
Applicable price (Higher of the A or B)		Rs. 30.08/-

Floor price calculated as per 90 trading days is higher, i.e., Rs. 30.08/-, rounded off to Rs. 31/- (Rupees Thirty-One Only)

