



M. Rupareliya & Associates
Practising Company Secretary

Annexure IV

The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai - 400 001.

Dear Sir,

Sub: Application for "In-principal approval" prior to issue and allotment of 50,00,000 Equity Shares and 1,45,12,000 Convertible Equity Warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, M Rupareliya & Associates, Practising Company Secretary have verified the relevant records and documents of Maximus International Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) None of the proposed allottee(s) has/ have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee(s) is/ are promoter/ promoter group entity, then none of 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) The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from Relevant Date till date of lock-in. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:





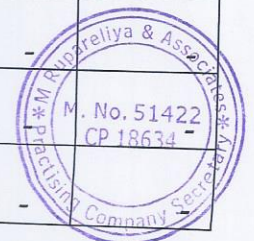
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Total number of Shares:

Name of the Proposed Allottee	DP ID *	Qty	Pre Preferential Holding	Lock-in details	
				From	To
Jinesh Shah	IN30097410694338	10,00,000	Nil	-	-
Capacious Wealth management LLP	1201770101304765	10,00,000	Nil	-	-
Atish Kondvilkar	1203230001285396	6,00,000	Nil	-	-
Rahul Kondvilkar	1203230001406646	6,00,000	Nil	-	-
Shubhangi Kondvilkar	1203230001353337	6,00,000	Nil	-	-
Amit Agarwal	1203230001205368	5,00,000	Nil	-	-
Koushik Mohan	1207650000085041	2,50,000	Nil	-	-
Rakesh Laroia	1204450000585731	2,00,000	Nil	-	-
Rajendra Prasad Agarwal	1203230002934283	2,50,000	Nil	-	-
Total (Shares)		50,00,000			

Total number of Convertible Equity Warrants:

Name of the Proposed Allottee	DP ID *	Qty	Pre Preferential Holding	Lock-in details	
				From	To
Atish Kondvilkar	1203230001285396	10,00,000	Nil		
Rahul Kondvilkar	1203230001406646	10,00,000	Nil	-	-
Shubhangi Kondvilkar	1203230001353337	10,00,000	Nil	-	-
Capacious	1201770101304765	10,00,000	Nil	-	-
Rajendra Prasad Agarwal	1203230002934283	7,56,000	Nil	-	-
Yogmaya Tradelink Private Limited	1208860007049133	19,40,000	Nil	-	-



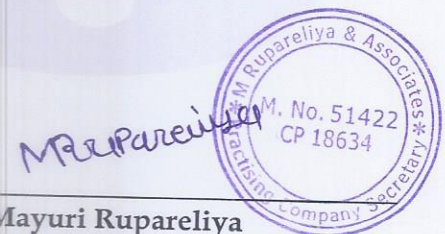


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Comely Electrical Private Limited	1208860006843152	19,40,000	Nil	-	-
Arnav Financial Services Limited	IN30403710004634	19,40,000	Nil	-	-
ARC Finance Limited	1208610000000413	19,46,000	Nil	-	-
Mukesh Commercial Limited	1207470000013239	19,90,000	Nil	-	-
Total (Warrants)		1,45,12,000			

- c) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- d) 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 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.
- e) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Article of Association (AoA) of the company. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement as mentioned in the AoA of the company."
- f) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2023-2024 is more than 5% of the post issue fully diluted share capital of the issuer.

For M Rupareliya & Associates



Mayuri Rupareliya
Membership No.: A51422
COP-18634
UDIN: A051422E003363390
Peer Review No. 2017/2022

Date: 02 February, 2024
Place: Rajkot