R.M.F.A

RACHANA MARU FURIA & ASSOCIATES
COMPANY SECRETARIES

Unit No 4, Ground Floor, Devashish building, Danpada Naka, opposite Bank of India, Khar west, Mumbai : 400052;
Contact: +919819131526 |rachana@rmfa.co.in | office@rmfa.co.in

Annexure IV

Format of the confirmation to be submitted by the Practicing Company Secretary on their letterhead:

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

Dear Sir,

Sub: Application for "In-principle approval" prior to issue and allotment of 12,99,857 Equity Shares and 11,12,820 Convertible Warrants of Face Value of Rs. 10/- each of Veefin Solutions Limited to be issued on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Rachana Maru Furia, Proprietor of **Rachana Maru Furia & Associates**, Practicing Company Secretary, have verified the relevant records and documents of "**Veefin Solutions Limited",** produced before us 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) None of the proposed allottes hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment, except as provided in sr. no. C.

c) The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, as on the date of the certificate there is no sale of pre-preferential holding from 13th September, 2025 (Relevant Date) till (date of lock-in) except as provided below. Further, the details of allottee-wise pre-preferential shareholding, lock-in and pledge details thereon is as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Maheshkumar Patel	1203230000761500	4,000	18-09-2025	31-03-2026	NA	NA
Santosh Sheshrao Shelke	1204520000115935	1,000	18-09-2025	31-03-2026	NA	NA

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Tushar Gopalkrishna Agarwal	1209100000034039	12,000	18-09-2025	31-03-2026	NA	NA
	1201090032370125	3,000	18-09-2025	31-03-2026	NA	NA
Jatin Sharadchandra Patel	IN30160413496089	6,000	18-09-2025	31-03-2026	NA	NA
Kiran Lallubhai Patel	IN30160412965401	17,400	18-09-2025	31-03-2026	NA	NA
Sanjeev Kumar Dokania	IN30160413098324	4,600	18-09-2025	31-03-2026	NA	NA
Seema Vikas Goel	IN30160410212810	3,800	18-09-2025	31-03-2026	NA	NA
SR Global Fund L.P. – Pan Asia Select Portfolio	IN30152430055658	1,76,200	18-09-2025	31-03-2026	NA	NA
Raja Debnath		10,73,336	22-06-2023	16-07-2026	Piramal Trusteeship Services Private Limited	16-07-2030
		5,88,741	22-06-2023	16-07-2026	LC Venture Debt Fund	20-09-2030
		15,16,042	22-06-2023	16-07-2026	-	-
		19,88,445	-	-	Piramal Trusteeship Services Private Limited	16-07-2030
		11,89,674	-	-	LC Venture Debt Fund	20-09-2030
		6,51,074	21-08-2025	02-01-2026	-	-
		100799	21-08-2025	02-01-2026	LC Venture Debt Fund	20-09-2030
		375200*	NA	NA	-	-
Gautam Udani		5,97,229	22-06-2023	16-07-2026	Piramal Trusteeship Services Private Limited	16-07-2030
		3,16,193	22-06-2023	16-07-2026	LC Venture Debt Fund (In process	

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
					for pledge with LC)	
		357826	22-06-2023	16-07-2026	-	-
		70,166	08-11-2025	31-01-2026	-	-
		44,800*	NA	NA		

**The 3,75,200 shares allotted to Mr. Raja Debnath and 44,800 shares allotted to Mr. Gautam Udani (belonging to promoter(s) or the promoter group) pursuant to conversion of warrants into Equity shares, as approved by the Board Resolution on 7th August, 2025, are under process of listing approval with BSE as on the date of filing this application. Consequently, the corporate action in respect of these shares has not yet been initiated, and the shares have not been credited to the Demat accounts of the respective allottees.*

d) 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

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 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.

f) 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."

g) The total allotment to the allottee in the present preferential issue or in the same financial year i.e. **24,12,677** is less than 5% of the post issue fully diluted share capital of the issuer.

For Rachana Maru Furia & Associates
Company Secretaries
(Peer Reviewed)

RACHANA KIRAN MARU FURIA

Digitally signed by RACHANA KIRAN MARU FURIA
DN: c=IN, o=Personal, postalCode=400033, l=Mumbai, st=Maharashtra, street=B-1704 MERU TOWER CHINCHPOKLI NEAR VOLTAS HOUSE 400033, 2.5.4.20=cd785382925d960640c1666b56cea53600eafa62e088806948c2454891ea7a03, serialNumber=994c3ae819ef5c9b85f1b67f33c1dc7acf53322560ce026c59ddf1f7f482af7e, email=rachana@rmfa.co.in, cn=RACHANA KIRAN MARU FURIA
Date: 2025.09.20 11:49:05 +05'30'

Rachana Maru Furia
Proprietor
FCS: 11530 COP: 16210
P. R. No.: 2190/2022
UDIN: F011530G001294185

Date: 20-09-2025
Place: Mumbai

R.M.F.A

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Annexure V

Format of the certificate to be submitted by the Practicing Company Secretary on their letterhead

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

Dear Sir,

Sub: Application for "In-principle approval" prior to issue and allotment of <u>(Quantity & Type of Securities)</u> on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

1. I, Rachana Maru Furia, Proprietor of Rachana Maru Furia & Associates, Practicing Company Secretary, have verified the relevant records and documents of "Veefin Solutions 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. 390/-.

2. The relevant date for the purpose of said minimum issue price was 13th Sepetmber,2025.

3. The workings for arriving at such minimum issue price or valuation report from 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 27th June,2025 on Bombay Stock Exchange.

5. I hereby certify that the Articles of Association of the issuer does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018.

For Rachana Maru Furia & Associates
Company Secretaries
(Peer Reviewed)

RACHANA KIRAN MARU FURIA

Digitally signed by RACHANA KIRAN MARU FURIA
DN: c=IN, o=Personal, postalCode=400033, l=Mumbai, st=Maharashtra, street=B-1704 MERU TOWER CHINCHPOKLI NEAR VOLTAS HOUSE 400033, 2.5.4.20=cd785382925d960640c1666b56cea53600eafa62e088806948c2454891ea7a03, serialNumber=994c3ae819ef5c9b85f1b67f33c1dc7acf53322560ce026c59ddf1f7f482af7e, email=rachana@rmfa.co.in, cn=RACHANA KIRAN MARU FURIA
Date: 2025.09.20 13:15:06 +05'30'

Rachana Maru Furia & Associates
C.P. No. 16210
Company Secretaries

Rachana Maru Furia
Proprietor
FCS: 11530 COP: 16210
P. R. No.: 2190/2022
UDIN: F011530G001294218

Date: 20-09-2025
Place: Mumbai