



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 16,95,600 Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, Vikas Verma & Associates Practicing Company Secretaries, have verified the relevant records and documents of M/s. Pearl Green Clubs and Resorts 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) Name of the allottee(s)) does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.

1. Adan Traders LLP
2. Zahera Traders LLP
3. Moonlight Multitrade LLP
4. Nikhilesh Traders LLP
5. Mishti Traders LLP
6. Qazi Traders LLP
7. Sanskruti Commotrade LLP
8. Whamia Traders LLP
9. Kahar Priya Sanjaybhai
10. Nirmala
11. Deepak Kumar Chaudhary
12. Ekta Chaudhary
13. Aarnav Chaudhary
14. Shreepriya Chaudhary

- 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, there is no sale/ pledge of pre-preferential holding from 03rd July 2023 till 14th January 2024. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledge d with	Pledge end date
			From	To		

Office Address:- B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi – 110001

Firm Registration No:- **P2012DE081400**, Udyog Aadhaar Number:- **DL03D0019626**

GST No.:- **07AAOFV2342L1ZR**, Peer Review Certificate No.**899/2020**

Off. No.:- 011 43029809, +91 9953573236

Website:- www.vvanda.com



Hemantsing h Naharsingh Jhala	IN30412310001621	375000	27.02.202 1	11.07.202 5	N.A.	N.A.
Hemantsing h Naharsingh Jhala	IN30412310001621	8000	12.07.202 3	14.01.202 4	N.A.	N.A.
Kapil Kumar Singhvi	IN30412310090210	1200	03.07.202 3	14.01.202 4	N.A.	N.A.
Dhariwal Shalini Mithalal	IN30311613007997	1800	03.07.202 3	14.01.202 4	N.A.	N.A.

(*) client id/ folio no in case allottee hold the securities in physical form

- 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 or allottees acting in concert in the present preferential issue or in the same financial year 2023-24 is less than 5% of the post issue fully diluted share capital of the issuer.

**For & on behalf of
Vikas Verma & Associates
Company Secretaries
FRN: P2012DE081400**

**Date: 10/07/2023
Place: New Delhi
UDIN: F009192E000575593**

**Vikas Kumar Verma
Managing Partner
C.P.No. 10786
M.No. F9192**

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