K.P. SATHEESAN B.Com, BGL, FCS
PRACTISING COMPANY SECRETARY

Date: September 04, 2026

To,

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 5,67,492 Equity Shares of face value INR 10/- each at an issue price of INR 169.16/- per equity share, on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, K P SATHEESAN, have verified the relevant records and documents of the Company, "AJC Jewel Manufacturers 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), namely Mr. Afzal Rahman Perinkadakkad, has 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 the entities in the promoter and promoter group entities has/ have sold any equity shares of the Company during the 90 trading days preceding the relevant date.

b) None of the allottee(s) holds any equity shares of the issuer Company and therefore the lock-in pre-preferential shareholding of each of the proposed allottee(s) is **not applicable.**

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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 (Relevant Date) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon are as given hereunder: **Not applicable since pre-preferential of the allottee is nil.**

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Mr. Afzal Rahman Perinkadakkad	N.A.	N.A.	N.A.	N.A.	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 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 Requirements) 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.

f) The proposed preferential issue is being made in compliance with the provisions of the Memorandum of Association (MoA) and Articles of Association (AoA) of the company. It is further confirmed that the AoA of the Company are silent with respect to any specific valuation requirement for the proposed preferential issue. Accordingly, the issue price of the Equity Shares has been determined in compliance with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

g) The total allotment to the allottee in the present preferential issue or in the same financial year i.e. 2026-2027 is more than 5% of the post issue fully diluted share capital of the issuer.

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h) The proposed preferential issue allotment of 5,67,492 equity shares to Mr. Afzal Rahman Perinkadakkad along with persons acting in concert, if any, will be in compliance with SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

KP SATHEESAN
Practicing Company Secretary
Membership No:4173
Certificate of Practice: 2665

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COMPANY SECRETARY

Date:04/09/2026