

# MMJB & Associates LLP

MMJC

## Company Secretaries

803-804, 8<sup>th</sup> Floor, Ecstasy, City of Joy, JSD Road, Mulund West, Mumbai 400080 (T) 022-21678100  
LLPIN: AAR-9997

To,  
**The Chief General Manager**  
Listing Operation,  
BSE Limited,  
20<sup>th</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai – 400 001.

To,  
**General Manager,**  
**Listing Operation,**  
**National Stock Exchange of India Limited,**  
**Address:** "Exchange Plaza", 5th Floor,  
Plot No. C/1, G Block, Bandra- Kurla Complex,  
Bandra (East), Mumbai - 400051.

**Sub: Application for “In-principle approval” prior to Issue and allotment of 63,64,800 Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations.**

Dear Sir/Madam,

We, M/s MMJB & Associates LLP, Practicing Company Secretaries, have verified the relevant records and documents of Allcargo Terminals Limited (**‘the Company’**) with respect to the proposed preferential issue by the Company as per Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**“ICDR Regulations”**) and certify that: -

- The proposed allottee has not sold any equity shares of the Company during the 90 trading days preceding the relevant date (i.e. Friday, January 17, 2025). Further the proposed allottee does not belong to the promoter/ promoter group.
- The following proposed allottee do not hold any equity shares of the Company for a period starting from the relevant date (i.e. Friday, January 17, 2025) till the date of preferential issue:-

Name of Proposed Allottee	Category	PAN/DP ID *	Pre-preferential holding
Mr. Ashish Chandna	Non-promoter	AGFPC4509B	NIL

- The proposed allottee does not have pre-preferential shareholding, hence the provisions of Regulation 167 (6) SEBI (ICDR) Regulations, 2018 is not applicable. Further, requirement of having pre-preferential shareholding in Dematerialized mode is not applicable since the proposed allottee does not hold any shares as on the relevant date. 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		Pledged with	Pledge end date
			From	To		
Not Applicable						

- The highest trading volume in respect of the equity shares of the Company has been recorded during the preceding 90 trading days prior to the relevant date on National Stock Exchange of India Limited.
- The relevant date for the purpose of said minimum issue price is **Friday, January 17, 2025**.
- The minimum issue price for the proposed preferential issue of Allcargo Terminals Limited, based on the pricing formula prescribed under Regulation 164 of Chapter V of ICDR Regulations has been worked out at Rs 42.40 per share.

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- g) The pricing methodology adopted for the proposed preferential issue along with detailed working of the same forms the part of the valuation report issued by the Independent Registered Valuer, M/s KPMG Valuation Services LLP.
- h) The proposed allottee does not belong to promoter or the promoter group and hence condition with respect to ineligibility of allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018 is not applicable.
- i) 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.
- j) 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. , 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 – There is no specific mention about the Valuation requirement in AOA of the Company
- k) The AOA of the Company does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations.
- l) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e., 2024-25 is less than 5% of the post issue fully diluted share capital of the issuer.

**For MMJB & Associates LLP**  
**Practicing Company Secretaries**

**Saurabh Agarwal**  
**Designated Partner**  
**FCS No: 9290**  
**CP No. 20907**  
**UDIN: F009290F003709063**

**Date:** January 17, 2025  
**Place:** Mumbai