

Our Promoter or Directors have not been declared as Fugitive Economic Offenders.

None of our Company, our Promoter or our Directors have been declared as Fraudulent Borrowers.

Directors associated with the securities market

Except as disclosed below, none of our Directors are associated with the securities market, in any manner:

- (i) Amit Dixit, who is associated as a non-executive director of ASK Investment Managers Limited, which is registered as a portfolio manager and a manager to a Category III AIF Fund; and
- (ii) Prateek Roongta, who is associated as a non-executive director of ASK Investment Managers Limited, which is registered as a portfolio manager and a manager to a Category III AIF Fund; as a non-executive director of ASK Long-Short Fund Managers Private Limited, which is registered as a manager to a Category III AIF Fund; and as a non-executive director of ASK Wealth Advisors Private Limited, which is registered as an investment adviser, portfolio manager and manager to Category III and CAT II AIF Fund.

Further, there have been no outstanding actions initiated by SEBI against our Directors in the five years preceding the date of this Red Herring Prospectus.

Confirmation under Companies (Significant Beneficial Owners) Rules, 2018

Our Company, Promoter (also Promoter Selling Shareholder), and members of our Promoter Group, severally and not jointly, confirm that it is in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, as amended, to the extent applicable, as on the date of this Red Herring Prospectus.

Eligibility for the Offer

Our Company confirms that it is not ineligible to make the Offer in terms of Regulation 5 of the SEBI ICDR Regulations, to the extent applicable. Our Company is in compliance with the conditions specified in Regulations 5 and 7(1) of the SEBI ICDR Regulations, to the extent applicable, and will ensure compliance with the conditions specified in Regulation 7(2) of the SEBI ICDR Regulations, to the extent applicable.

The status of compliance of our Company with the conditions as specified under Regulations 5 and 7(1) of the SEBI ICDR Regulations is as follows:

- (i) Our Company, our Promoter, members of our Promoter Group and our Directors are not debarred from accessing the capital markets by SEBI;
- (ii) The companies with which our Promoter or our Directors are associated as a promoter or director are not debarred from accessing the capital markets by SEBI;
- (iii) Neither our Company, nor our Promoter, or Directors is a Wilful Defaulter or Fraudulent Borrower (as defined in the SEBI ICDR Regulations);
- (iv) None of our Promoter or Directors has been declared as a Fugitive Economic Offender;
- (v) Except for Equity Shares that may be allotted pursuant to the conversion of vested employee stock options, if any, granted under the ESOP 2020 and ESOP 2018, there are no outstanding warrants, options or rights to convert debentures, loans or other instruments convertible into, or which would entitle any person any option to receive Equity Shares, as on the date of this Red Herring Prospectus;
- (vi) Our Company along with Registrar to the Company has entered into tripartite agreements dated April 10, 2019 and January 12, 2021 with NSDL and CDSL, respectively, for dematerialisation of the Equity Shares;
- (vii) The Equity Shares held by our Promoter are in the dematerialised form;
- (viii) All the Equity Shares are fully paid-up and there are no partly paid-up Equity Shares as on the date of filing of this Red Herring Prospectus; and
- (ix) There is no requirement for us to make firm arrangements of finance under Regulation 7(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue and existing identifiable accruals.

The Promoter Selling Shareholder confirms that it has held the Offered Shares for a continuous period of at least one year prior to the date of this Red Herring Prospectus and accordingly it is in compliance with Regulation 8 of the SEBI ICDR Regulations.

Our Company is eligible for the Offer in accordance with Regulation 6(1) of the SEBI ICDR Regulations as set out under the eligibility criteria calculated in accordance with the Restated Consolidated Financial Information:

- (a) Our Company has had net tangible assets of at least ₹30 million, calculated on a restated and consolidated basis, in each of the preceding three full years (of 12 months each). Since more than fifty per cent of the net tangible assets are