

Annexure V

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 2,00,00,000 Convertible Warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

1. I, Maithili Nandedkar, partner of MNB & Co. LLP, Practising Company Secretary, hereby certify that the minimum issue price for the proposed preferential issue of **Befound Movement Limited (formerly known as Regency Trust Limited)**, based on the pricing formula prescribed under Regulation 164 / 165 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been worked out at Re. 1/- per warrant.
2. The relevant date for the purpose of said minimum issue price is May 31, 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 BSE Limited
5. We 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.

OR



MNB & Co. LLP, Company Secretaries

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~~We hereby certify that the Articles of Association of the issuer provides for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018 then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue. Accordingly, we have calculated the floor price which worked out as Rs. _____. [kindly provide the detailed working of the same]~~

For MNB & CO. LLP
Practicing Company Secretary

M. A. Nandedkar

CS Maithili Nandedkar
Partner



Membership No. F8242
C P No. 9307

Place: Mumbai
Date: June 04, 2024

UDIN: F008242G000539333
Peer Review No.: 1692/2022

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