



PRAMOD K. SHARMA & CO.

Chartered Accountants

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Date: March 12, 2026

To,
The Board of Directors,
Amir Chand Jagdish Kumar (Exports) Limited
2735, Shop No.9,
Mohan Lal Palace, Naya Bazar,
Delhi – 110 006, India.

AND

Emkay Global Financial Services Limited
7th Floor, The Ruby, Senapati Bapat Marg,
Dadar (West), Mumbai – 400 028,
Maharashtra, India.

Keynote Financial Services Limited
9th Floor, The Ruby, Senapati Bapat Marg
Dadar (West), Mumbai – 400 028,
Maharashtra, India.

(Emkay Global Financial Services Limited and Keynote Financial Services Limited referred to as the “**Book Running Lead Managers**” or the “**BRLMs**”)

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares” and such offering, the “Issue”) of Amir Chand Jagdish Kumar (Exports) Limited (the “Company”)

Dear Sir(s),

We, Pramod K. Sharma & Co., Chartered Accountants, FRN: **007857C**, the statutory auditors of the Company, have been informed that the Company has filed on June 27, 2025, the Draft Red Herring Prospectus with respect to the Issue (the “**DRHP**”) with the Securities and Exchange Board of India (the “**SEBI**”), the National Stock Exchange of India Limited (“**NSE**”) and BSE Limited (“**BSE**” and together, the “**Stock Exchanges**”) and proposes to file the Red Herring Prospectus (the “**RHP**”) and the Prospectus with SEBI, the Stock Exchanges where the Equity Shares of the Company are proposed to be listed in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”) and with the Registrar of Companies, Delhi & Haryana at New Delhi (the “**RoC**”).

In relation to queries raised by SEBI *vide* the letter dated August 11, 2025 bearing reference number SEBI/HO/CFD/RAC/DIL-3/OW/2025/21079/1, seeking information and clarifications in relation to the Issue and the DRHP, we have received a request from the Company to verify details based on our review of documents and records of the Company, as we deemed necessary, we confirm that the discrepancies, errors, non-filings and records of the Company is as provided in **Annexure A**.

Further, we confirm that the following forms are not traceable in historical records of the Company with respect to secretarial forms filed with the Registrar of Companies:

Fiscal	Form Number	Reason for form filing
2003	Form 1	Declaration of compliance
2003	Form 23 B	Appointment of auditors
2005	Form 2	Allotment of shares
2006	Form 23	Altering the main objects of the Memorandum of Association

This certificate is issued for the purpose of the Issue, and can be used, in full or part, for inclusion in the DRHP,

Branches : Agra, Ahmedabad, Barwani, Delhi, Gwalior, Jalandhar, Ranchi, Rewa, Rudrapur, Shahdol

updated draft red herring prospectus, presentations, red herring prospectus, prospectus and any other material used in connection with the Issue, which may be filed by the Company with Securities and Exchange Board of India, BSE and NSE, Registrar of Companies, Delhi and Haryana at New Delhi and / or any other regulatory or statutory authority.

We hereby consent (i) to our name Pramod K. Sharma & Co., Chartered Accountants and the aforementioned details being included in the Issue Documents; and (ii) to the submission of this certificate to any regulatory / statutory/ governmental authority, Stock Exchanges, any other authority as may be required and/or for the records to be maintained by the BRLMs in connection with the Issue and in accordance with applicable law.

We have conducted our examination in accordance with the “Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)” (“**Guidance Note**”) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India. We have also complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial information, and Other Assurance and Related Services Engagements.

We confirm that the information in this certificate is true and correct and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context. We authorize to upload this certificate, and the documents annexed to this certificate on the websites of the Company, the BRLMs, repository and/or on the database of Stock Exchanges.

We hereby consent to this certificate being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authorities in relation to the Offer or (ii) to be produced in connection with any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation related to any matter regarding issuance and listing of the equity shares of the Company. This certificate may be relied on by the BRLMs, their affiliates and legal counsel in relation to the Issue.

We confirm that on receipt of any written communication from Company of any changes in the information, we will immediately communicate any changes in writing in the above information to the BRLMs until the date when the Equity Shares issued pursuant to the Issue commence trading on the Stock Exchanges. In the absence of any such communication from us until the Equity Shares commence trading on the relevant stock exchanges pursuant to the Issue, the BRLMs, and the legal advisor appointed with respect to the Issue, may assume that there is no change to the above information covered in this certificate.

We hereby give our consent to include this certificate as part of the section titled “*Material Contracts and Documents for Inspection*” in the DRHP, RHP and the Prospectus which will be available to the public for inspection and authorize you to make this certificate available for inspection in accordance with the applicable law.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Issue Documents.

Yours faithfully,

For and on behalf of
Pramod K. Sharma & Co.
(Chartered Accountants)
FRN 007857C

CA Pramod Sharma
(Partner)
M. No.: 076883
UDIN: 26076883KAIHMA9678
Place: Bhopal
Date: March 12, 2026

Encl: As above

CC:

Legal Counsel to the Issue

M/s. Crawford Bayley & Co.
State Bank Buildings, 4th Floor,
N.G. N. Vaidya Marg,
Fort, Mumbai 400 023,
Maharashtra, India.

ANNEXURE A

S. No.	Defaulting Section	Details of Non-Compliance	Corrective action taken by the Company
1	Section 203 of Companies Act, 2013	The Company delayed the re-appointment of its Managing Director and Whole-Time Directors by seven months, reappointing them on 01.10.2015 instead of 01.02.2015. It also failed to maintain a consistent appointment of a Company Secretary between 2005 and 2016, eventually filling the position on 15.03.2016.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30347314 dated 21.04.2025. Adjudication order is not received yet
2	Section 118 of Companies Act, 2013	In 2015, the Company failed to disclose that two directors had reached the age of 70 at the time of their re-appointment. In 2020, while re-appointing directors, it missed certain disclosure requirements under Secretarial Standard-2, and in 2022, it filed MGT-14 for director remuneration without attaching the required explanatory statement due to an oversight	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30658595 dated 09.05.2025. Adjudication order is not received yet
3	Section 149 of Companies Act, 2013	The Company failed to appoint an Independent Director as required under the Companies Act, 1956, due to lack of professional knowledge, and continued non-compliance under the Companies Act, 2013. Upon realizing the oversight in 2016, it appointed two Independent Directors on 26.09.2016 to rectify the default.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30356844 dated 22.04.2025. Adjudication order is not received yet
4	Section 177 of Companies Act, 2013	From 2008 to 2017, the Company failed to comply with several statutory requirements, including forming an Audit Committee, holding its meetings, approving financials, establishing a Vigil Mechanism, and publishing related policies, due to lack of professional knowledge. The Audit Committee was eventually formed on 28.01.2017.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30356380 dated 22.04.2025 and SRN: N31072606 dated 04.06.2025. SRN: N30356380 is pending for resubmission and for SRN: N31072606, Adjudication order is not received yet
5	Section 92 of Companies Act, 2013	For the year 2020–21, the Company failed to get Form MGT-7 signed by its in-house Company Secretary within the prescribed 60 days and instead had it certified by a Practicing Company Secretary, which was not in line with requirements. Additionally, the company omitted RTA details in the form from 2020 onwards due to an inadvertent error of the Form MGT-7.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30356935 dated 22.04.2025. Adjudication order is not received yet

6	Section 117 of Companies Act, 2013	The Company failed to file statutory forms MGT-14 and Form 23 for several significant board and shareholder resolutions between 2004 and 2022. These included the appointment and re-appointment of Managing and Whole-Time Directors, changes in their terms, investments (including in subsidiaries), issuance of shares via private placement, political contributions, and various borrowings under Companies Act 2013. The company also failed to file resolutions related to related party appointments and the takeover of a proprietorship firm, all of which were required under the Companies Act, 1956.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30357073 dated 22.04.2025. Adjudication order is not received yet
7	Section 135 of Companies Act, 2013	From 2008 to 2016, the company failed to appoint an Independent Director due to lack of professional knowledge, which prevented it from forming a Corporate Social Responsibility (CSR) Committee. Consequently, no CSR policy was adopted, and no CSR meetings were held until early 2017.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30357081 dated 22.04.2025. Adjudication order is not received yet
8	Section 196 of Companies Act, 2013	In 2020, the Company paid Mr. JK Suri an annual remuneration of Rs. 1.2 crore plus Rs. 28,800 perquisites, but due to misinterpretation, the reported remuneration in the form was incorrect despite passing the necessary resolution. Additionally, no special resolutions were passed in 2019 and 2020 for re-appointing Mr. JK Suri and Mrs. Ramnika Suri, both over 70 years old, as required under the Companies Act.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30356604 dated 22.04.2025. Adjudication order is not received yet
9	Section 178 of Companies Act, 2013	The Company failed to constitute the required Nomination and Remuneration Committee from 2014 to 2017 due to lack of professional knowledge. Consequently, no related policy was adopted, and no committee meetings were held during several financial years until compliance was achieved in 2017.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30358212 dated 22.04.2025. Adjudication order is not received yet
10	Section 173 of Companies Act, 2013	The Company missed reporting three board meetings in the MGT-7 form for 2014-2015, resulting in a gap of over 120 days between the two recorded meetings.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30356778 dated 22.04.2025. Adjudication order is not received yet
11	Section 134 of Companies Act, 2013	The company failed to disclose several required details under Section 134(3) in its Board Reports from FY 2013-14 to 2022-23, including deposits, audit comments, cost records, subsidiaries' performance, and vigil mechanism. The company has acknowledged this oversight and has since prepared the FY 2023-24 Board Report with full compliance.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30356802 dated 22.04.2025. Adjudication order is not received yet

12	Section 12 of Companies Act, 2013	The Company failed to properly inform the Registrar of Companies (ROC) about establishing its corporate office in Libaspur from 03.01.2005. It also changed its corporate office to an address in Alipur during 2013-14 but incorrectly filed the effective date as 30.05.2016. Additionally, when shifting the corporate office again in August 2024, the company filed resolutions with the wrong address between August and October 2024.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30357149 dated 22.04.2025. Adjudication order is not received yet
13	Section 138 of Companies Act, 2013	The Company did not appoint an Internal Auditor as required under the Companies Act, 2013, until 26.02.2016.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30354591 dated 22.04.2025. Adjudication order is not received yet
14	Section 204 of Companies Act, 2013	The Company did not appoint an Secretarial Auditor as required under the Companies Act, 2013, until 26.02.2016.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30358303 dated 22.04.2025. Adjudication order is not received yet
15	Section 39 of Companies Act, 2013	The Company passed a resolution on March 23, 2008, for share issuance at Rs. 100 per share, but Form-2 wrongly stated the issue price as Rs. 10. On March 14, 2008, a special resolution for issuing 200 shares was passed, yet the wrong EGM notice was attached to Form 23. For the June 4, 2008 allotment of 4,20,000 shares, the form incorrectly indicated 'cash' only, though shares were allotted for cash and other consideration. Similarly, on June 3, 2008, a special resolution for 4,33,500 shares had the wrong EGM notice attached. On June 27, 2008, 13,500 shares were allotted with the wrong 'cash' option selected, and the MOUs for June 4 and June 27 allotments were not attached.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30358097 dated 22.04.2025. Adjudication order is not received yet
16	Section 62 of Companies Act, 2013	The Company failed to include the required disclosures under Section 62(1)(c) of the Companies Act, 2013 (and Section 81(1A) of the 1956 Act) and related rules when preparing special resolutions for share issuance dated 14.01.2005, 14.03.2008, and 03.06.2008.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30358345 dated 22.04.2025. Adjudication order is not received yet
17	Section 42 of Companies Act, 2013	In 2015, the Company allotted shares on 03.02.2015 but failed to attach a valuation report by a Registered Valuer as required under Sections 42 and 62 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, for allotment against consideration other than cash. Additionally, the company did not attach an addendum to the MOU dated 21.11.2014 with Mr. Rahul Suri, related to the purchase of goods worth Rs. 100,000 as consideration for the share allotment.	The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30358451 dated 22.04.2025. Adjudication order is not received yet

18 Section 117 of Companies Act, 2013 The company altered its main objects during an EGM on March 8, 2006, and filed Form 62 with attachments offline, but these documents were lost in a fire at the corporate office on October 18, 2010. Upon physical inspection with the ROC and further requesting the ROC, the company did not receive copies from the ROC. Additionally, the company increased its authorized share capital from Rs. 5 crores to Rs. 7.5 crores on June 16, 2008, but failed to attach the revised Memorandum of Association to the Form-5 filed with the ROC.

The Company has filed an application in form GNL-1 for adjudication of offence u/s 454 of the Companies Act, 2013 vide SRN: N30358634 dated 22.04.2025. Adjudication order is not received yet