

VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C S

PARESH D PANDYA

B. Com., A.C.S.

NEHAL GUPTA

B. Com, A.C.S, A.C.A, LLB

SUYASHI MISHRA

B. Com, A.C.S, LLB

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

406, Garnet Paladium,

Panch Bawadi, Near W E highway,

Malad E, Mumbai-400097

Mob.: 9322977388

E-mail: vkmassociates@yahoo.com

vkmassociates@gmail.com

Annexure IV

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 35,185 (Thirty-Five Thousand One Hundred Eighty-Five) Non-Cumulative Compulsorily Convertible Preference Shares ("CCPS") on preferential basis (Swap of Shares) under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, M/s VKM & Associates, Practising Company Secretaries have verified the relevant records and documents of M/s John Cockerill India Limited ("JCIL" or "the issuer" or "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 and certify that:

- The proposed allottee, M/s John Cockerill SA, ("JCSA" or "the proposed allottee") has not sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, since JCSA is promoter of JCIL, based on the records and confirmations provided to us, the promoter and promoter group entities of JCIL have not sold any equity shares of JCIL during the 90 trading days preceding the relevant date.
- JCSA being the proposed allottee currently holds 34,72,700 equity shares of the JCIL.
- The pre-preferential shareholding of JCSA has been locked in accordance with Regulation 167 (6) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, there has been no sale/pledge of pre-preferential holding from the relevant date till date. The details of pre-preferential shareholding and lock-in thereon are as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
M/s John Cockerill SA	IN301348 / Client ID: 20852252	34,72,700 Equity Shares	15 May 2026	17 November 2026	Not Applicable	Not Applicable



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- d) The proposed allottees belonging to the promoter is not ineligible for allotment in terms of Regulations 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 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 applicable 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.
- f) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Articles of Association (AoA) of the Company. It is further confirmed that the AoA of the Company do not prescribe any specific method for determination of price of securities to be issued pursuant to the proposed preferential issue.
- g) The total allotment to M/s John Cockerill SA ("JCSA"), being the proposed allottee, in the present preferential issue and during the financial year 2026-27 is more than 5% of the post issue fully diluted share capital of the issuer.

**For VKM & ASSOCIATES
Company Secretaries**



Vijay Kumar Mishra

(Vijay Kumar Mishra)

Partner

C.P.No.4279

Membership No.: 5023

UDIN: F005023H000562107

Place: Mumbai

Date: June 01, 2026