

Shivang G Goyal & Associates

Company Secretary

Unit No. 104, Mhada Building, Near Fort Fire Station Maruti Cross Lane,
Bora Bazaar, Fort Mumbai 400001

Shivanggoyal@scca.in

8007765722

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalai Street, Fort,
Mumbai 400001

Scrip Code: 541967

Dear Sir,

Sub: Application for "In-Principle approval" prior to issue and allotment of (Quantity & Type of Securities) on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, Shivang G Goyal and Associates, the Practicing Company Secretary, have verified the relevant records and documents of Sky Gold Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018, and certify that:

- a) None of the proposed allottee(s) have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee(s) is/ are promoter/ promoter group entities, then none of the entities in the promoter and promoter group entities has/ have sold any equity share of the company during the 90 trading days preceding the relevant date.

Except for 3 allottees i.e. Ashish Kacholia, Vimana Capital Management LLP & Nishant Aggarwal, the following allottees do not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment:

1. Bengal Finance & Investments Private Limited
2. Narayana Trading and Investments
3. Shruthi Murali
4. Acron Consultants LLP
5. Nesh Advisors LLP
6. Inder Soni
7. Bhakthisaran
8. Srinath Krishnan
9. Jinesh Shah
10. Roopali Uppal
11. Ashok Kumar

12. Rakesh Laroia
13. Karan Shantilal Chauhan
14. Viva Manish Jain
15. Ashika Sanjay chauhan
16. Kinal Bharat Chauhan
17. Rishab Manish Chauhan
18. Sukanraj jain
19. Dipika Chauhan
20. Heena Chauhan
21. Mamta Chauhan

- b) The pre-preferential shareholding of each of the proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from (Relevant Date) till (date of lock-in). The details of allottee-wise 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		
Ashish Kacholia	IN300183	96,016	24-11-2023	30-04-2024	NA	NA
Ashish Kacholia	IN300183	20,000	29-11-2023	30-04-2024	NA	NA
Vimana Capital Management LLP	IN300214	15,000	18-11-2023	30-04-2024	NA	NA
Nishant Aggarwal	12081600	9,500	02-11-2023	10-04-2024	NA	NA

(*) client id/ folio no in case the allottee holds the securities in physical form

- c) None of the proposed allottees belonging to the promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- d) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Sections 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.
- e) The proposed preferential issue is being made in compliance with the provisions of the Memorandum of Association (MoA) and Article of Association (AoA) of the company. It is further confirmed that for the proposed preferential issue, 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.”

- f) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2023-24 is not more than 5% of the post-issue fully diluted share capital of the issuer.

For Shivang G Goyal & Associates

Shivang Goyal

Proprietor

FCS - 11801 / C.P. No.- 24679

ICSI Unique Code: S2021MH811600

Peer Review: 2074/2022

Date: 19/10/2023

Place: Mumbai