



A.K.ROY & ASSOCIATES

(Company secretaries)

306,25/34, Anand Chambers
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To,
The Board of Directors
SMC Global Securities Limited
11/6B, Shanti Chamber, Pusa Road,
New Delhi, Delhi, 110005

Subject : Proposed Preferential Issue of up to 1,00,00,000 (One Crore) Fully Convertible Warrants to the persons/ entities belonging to the 'Non-Promoter' category, by SMC Global Securities Limited ("the Company"), in terms of Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 ("SEBI ICDR Regulations").

Dear Sir / Madam,

In connection with the proposed preferential issue of up to **1,00,00,000 (One Crore) Fully Convertible Warrants ("Warrants")**, each carrying a right exercisable by the Warrant holder to subscribe to one Equity Share of the Company of face value of Rs. 2/- each, to the persons/ entities belonging to the "Non-Promoter" category, at an issue price of **Rs. 106/- (Rupees One Hundred and Six only) per Warrant**, which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to **Rs. 1,06,00,00,000/- (Rupees One Hundred and Six Crore only)**, as approved by the Board of Directors of the Company in their meeting held on Wednesday, October 14, 2026, subject to the approval of the shareholders of the Company and consent, exemptions and approvals of Securities and Exchange Board of India ("SEBI"), BSE Limited ("BSE"), National Stock Exchange of India Limited ("NSE") and any other regulatory authority, and in terms of the requirements of Regulation 163(2), Part III of Chapter V of the SEBI ICDR Regulations, we hereby certify that the proposed preferential issue is in compliance with the requirements of SEBI (ICDR) Regulations, 2018 and Companies Act, 2013.

For A.K.ROY & ASSOCIATES


Name: Arvind Kumar Roy

C.P. No. - 9147

Membership No. 8308

UDIN: F008308H001859355

Date: October 14, 2026

Place: New Delhi

