

# TRISHAKTI ELECTRONICS & INDUSTRIES LTD.

CIN NO. L31909WB1985PLC039462  
GSTIN: 19AAACT9150B1ZH

Godrej Genesis, Salt lake City, Sector V  
10th Floor, Unit No. 1007  
Kolkata: 700 091  
Phone : +91 33 4008 - 2489  
E-mail : [s\\_jhanwar@trishakti.com](mailto:s_jhanwar@trishakti.com)  
Web : [www.trishakti.com](http://www.trishakti.com)

Annexure III

Date : 11.04.2022

To,  
The Chief General Manager  
Listing Operation,  
BSE Limited,  
20<sup>th</sup> Floor, P.J.Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Sub: Application for “In-principle approval” prior to issue and allotment of 29400 Equity Shares on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

In connection with above application for in-principle approval, we hereby confirm and certify that:

1. The proposed allottees have –
  - a) not sold any shares of the company during the 90 trading days period prior to the relevant date (04.04.2022);
  - b) undertaken to comply with the provision of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011;
  - c) not been debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.
2. The equity shares to be issued on a preferential shall rank pari-passu in all respects including dividend entitlement with the existing equity shares of the company. – **29400 equity shares to be issued to Mrs. Shalini Jhanwar, one of the promoter of the Company on preferential basis, rank peri passu in all respects with the existing equity shares of the company.**
3. The allotment of equity shares/~~warrants/ convertible securities and equity shares issued on conversion of warrants/ convertible securities~~ will be made only in dematerialized form. – The proposed 29400 equity shares shall be allotted in dematerialized form only. **All the exiting shares of the promoter is also in dematerialized form only.**
4. The lock-in of pre-preferential holding (if any) of the allottees would be further extended upto 90 trading days from the last date of trading approval from all the Stock Exchanges to be in compliance with Regulation 167 (6) of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 – **All the pre-preferential holding of the promoter is free from lock in.**



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5. 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, Section 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, and RBI requirements. Further, the company will comply with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.
6. Offers have been made only to such persons whose names are recorded by the Company prior to the invitation to subscribe as per the requirements of Section 42 of the Companies Act, 2013
7. Total number of person to whom offer ~~/invitation~~ to subscribe to the securities has been made, including any previous offer ~~/invitation~~, is not more than 200 persons in aggregate in a financial year
8. Allotment w.r.t invitation made earlier of the security offered under present issue or any other kind of security made earlier have been completed ~~/withdrawn/abandoned~~.
9. Neither the issuer nor any of its promoters or directors is a wilful defaulter as defined under Regulation 2 (1) (III) of SEBI (ICDR) Regulations, 2018 or a fraudulent borrower
10. None of the promoters or directors of the issuer is a fugitive economic offender as defined under Regulation 2(1) (p) of SEBI (ICDR) Regulations, 2018.
11. The company or its promoters or whole-time directors are not in violation of the provisions of Regulation 34 of the SEBI Delisting Regulations, 2021.
12. The company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017.
13. The proposed preferential issue is being made in compliance with the provisions of 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.
14. The Company does not have any outstanding dues to SEBI, stock exchanges or depositories.

OR

15. The said preferential issue will not lead to any change in control of the Company.

  
**SURESH JHANWAR**  
**MANAGING DIRECTOR**  
**(DIN: 00568879)**

