

MAYANK ARORA & Co.

COMPANY SECRETARIES

To,
The Board of Directors
TruCap Finance Limited
(formerly known as Dhanvarsha Finvest Limited)
3rd Floor, A Wing D.J. House, Old Nagardas Road,
Andheri (East), Mumbai – 400 069.

Ref: Certification of compliance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments thereto in relation to proposed preferential issue.

Dear Sir/Madam,

1. I, Mr. Mayank Arora, Partner of M/s. Mayank Arora & Co., Company Secretaries, have been requested by **TruCap Finance Limited** (“the Company”) (formerly known as Dhanvarsha Finvest Limited) having its registered office as mentioned above, to certify that the proposed preferential issue of securities are in compliance with the requirements of “Chapter V - Preferential Issue” of Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosures Requirements) Regulations, 2018 as amended from time to time (“the ICDR Regulations”). In accordance with Regulation 163(2) of the ICDR Regulations, the certificate is to be placed before the general meeting of the shareholders considering the proposed preferential issue.
2. Based on the procedure performed by us as stated above, and according to the information, explanations & written representation provided to us, we hereby certify that the proposed preferential issue is in accordance with the requirements of Chapter V of the ICDR Regulations.

Thanking You,
Yours Faithfully,
Mayank Arora & Co.
Company Secretaries

Mayank Arora
Partner
Membership No: 10378
UDIN: F010378E001843308

Place: Mumbai
Date: 09/11/2023