

Independent Practitioner's Certificate on price at which specified securities were acquired in the three preceding years by the Promoters, members of the Promoter Group, Selling Shareholders and shareholders with special rights

Date: July 23, 2025

To,

The Board of Directors
Aditya Infotech Limited
F-28, Okhla Industrial Area,
Phase-I, 501 359
New Delhi, India

Sub: Proposed initial public offering of equity shares of face value of ₹ 1 each (the "Equity Shares") of Aditya Infotech Limited (the "Company" and such offer, the "Offer")

Dear Sir/Madam,

1. We, R N B P & CO, Chartered Accountants, have been informed that the Company proposes to file the Red Herring Prospectus with respect to the Offer (the "RHP") with the Registrar of Companies, Delhi and Haryana at New Delhi ("Registrar of Companies"), Securities and Exchange Board of India ("SEBI"), BSE Limited and National Stock Exchange of India Limited (collectively, the "Stock Exchanges") in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and applicable laws, and subsequently proposes to file Prospectus proposed to be filed with SEBI, the Stock Exchanges and the Registrar of Companies (the "Prospectus"); and any other documents or materials to be issued in relation to the Offer (collectively with the RHP and Prospectus, the "Offer Documents").

2. We have been requested by the Company to verify and certify the price at which the specified securities of the Company were acquired in the three preceding years by a) the promoters of the Company namely (i) Mr. Hari Shankar Khemka; (ii) Mr. Aditya Khemka; (iii) Hari Khemka Business Family Trust, (iv) Ananmay Khemka and (v) Rishi Khemka (the "Promoter(s)") (b) the members of the promoter group of the Company is as shown in Schedule 1 to this certificate (the "Promoter Group", as identified in the Offer Documents), c) the selling shareholders namely (i) Hari Shanker Khemka (HUF); (ii) Aditya Khemka (HUF); (iii) Shraddha Khemka; (iv) Ananmay Khemka; (v) Aditya Khemka; and (vi) Rishi Khemka (the "Selling Shareholder(s)"), and d) shareholders entitled with the right to nominate directors or possessing any other rights ("Shareholders with Special Rights") namely Dixon Technologies (India) Limited. Accordingly, this certificate has been issued in accordance with the terms of our agreement dated June 19, 2024 with the Company.

Managements' Responsibility:

3. The preparation of the accompanying statement and table as mentioned in paragraph 9 below is the responsibility of the management of the Company. This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation, presentation and maintenance of the relevant supporting records and documents for the table, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

4. The management is also responsible for ensuring that the Company complies with the requirements of the SEBI ICDR Regulations and the applicable Companies Act.



Practitioner's Responsibility

5. Pursuant to the requirements of the Company with reference to the SEBI ICDR Regulations, it is our responsibility to provide an opinion, regarding the matter as mentioned in paragraph 9 below, based on our procedures performed in paragraph 8 below.

6. We have conducted our examination in accordance with the applicable guidance note on Reports or Certificates for Special Purposes (Revised 2016) ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

8. We have performed the following procedures with respect to this certificate:

(i) Obtained the certified list of promoters, members of the promoter group, selling shareholder, and shareholders with special rights, as defined under the SEBI ICDR Regulations, from the management of the Company for the purpose of calculation of price of acquisition; and

(ii) Compared the date of acquisition / sale / transfer; number of specified securities; and acquisition / issue cost per specified security in respect of the selling shareholder stated in paragraph 9 below, with the register of members, DP transaction statements, register of share allotments, register of share transfers, share transfer forms, beneficiary position statements, form filings made by the Company in relation to share allotments with the relevant Registrar of Companies (the "RoC"), as on the date of this certificate;

(iii) Obtained and reviewed the minutes of board of directors' meetings, nomination and remuneration committee meetings and shareholders meetings pertaining to the information contained in accompanying schedule to the certificate; and

(iv) Conducted relevant management inquiries and obtained necessary representations.

Opinion

9. Based on our procedures performed as mentioned in paragraph 8 above, we confirm that the information contained in the following statement is true and fair and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context:

we hereby confirm the following information regarding the acquisition of shares by the Promoter and Selling Shareholders in the immediately preceding three years (including the immediately preceding one year and eighteen months):

Name of acquirer	Nature of specified security	Date of acquisition	Nature of acquisition	Number of equity shares acquired ^(a)	Acquisition price per equity share
Promoters					
Hari Shanker Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	15,775,400*	Nil
Aditya Khemka	Equity Shares	March 24, 2023	Gift from Mr. Hari Shanker Khemka and Mr. Rishi Khemka	617,000 [#]	Nil



R N B P & CO.

Chartered Accountants

Name of acquirer	Nature of specified security	Date of acquisition	Nature of acquisition	Number of equity shares acquired ^(a)	Acquisition price per equity share
Aditya Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	48,891,960*	Nil
Ananmay Khemka	Equity Shares	March 24, 2023	Gift from Mr. Hari Shanker Khemka and Mr. Rishi Khemka	18,500 [#]	Nil
Ananmay Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	740,320*	Nil
Hari Khemka Business Family Trust	Equity Shares	April 23, 2025	Gift from Mr. Hari Shanker Khemka	19,719,150*	Nil ^{\$}
Rishi Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	15,580,000*	Nil
Selling Shareholders					
Hari Shanker Khemka (HUF)	Equity Shares	June 17, 2024	Bonus issue ^(b)	624,280*	Nil
Aditya Khemka (HUF)	Equity Shares	June 17, 2024	Bonus issue ^(b)	16,840*	Nil
Shraddha Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	371,200*	Nil
Ananmay Khemka	Equity Shares	March 24, 2023	Gift from Mr. Hari Shanker Khemka and Mr. Rishi Khemka	18,500 [#]	Nil ^{\$}
Ananmay Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	740,320*	Nil
Aditya Khemka	Equity Shares	March 24, 2023	Gift from Mr. Hari Shanker Khemka and Mr. Rishi Khemka	617,000 [#]	Nil ^{\$}
Aditya Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	48,891,960*	Nil
Rishi Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	15,580,000*	Nil
Promoter Group					
Shradha Khemka	Equity Shares	June 17, 2024	Bonus issue ^(b)	371,200*	Nil
Hari Shanker Khemka (HUF)	Equity Shares	June 17, 2024	Bonus issue ^(b)	624,280*	Nil
Aditya Khemka (HUF)	Equity Shares	June 17, 2024	Bonus issue ^(b)	16,840*	Nil
Ruchi Khemka	Equity Shares	September 26, 2024	Bonus issue ^(b)	4,758,251	Nil
Aditya Khemka Business Family Trust	Equity Shares	April 23, 2025	Gift from Mr. Aditya Khemka	100*	Nil ^{\$}
ARK Business Prosperity Trust	Equity Shares	April 23, 2025	Gift from Mr. Rishi Khemka	100*	Nil ^{\$}



Name of acquirer	Nature of specified security	Date of acquisition	Nature of acquisition	Number of equity shares acquired ^(a)	Acquisition price per equity share
Shareholders with Special Rights					
Dixon Technologies (India) Limited	Equity Shares	September 18, 2024	Preferential allotment on a private placement basis, pursuant to share subscription and purchase agreement dated July 8, 2024, amongst our Company, Dixon Technologies (India) Limited and AIL Dixon.	7,305,805	340.32

* Equity shares having face value of Rs. 1 each

Equity shares having face value of Rs. 10 each

\$The shares have been received as gift and no consideration paid against the same, hence the total cost has been considered as nil.

a) Pursuant to a resolution of the Shareholders dated June 17, 2024, each equity share of face value ₹10 of the Company was split into ten equity shares of face value of ₹ 1 each. Therefore, the information disclosed is based on the equity shares having the face value of Rs. 1 each.

b) Subsequent to the sub-division of its equity shares, the Company decided to issue bonus shares to its existing shareholders. Therefore, pursuant to the Board resolution dated June 12, 2024, the Company approved the bonus issue of its equity shares of face value of Rs. 1 in the ratio of 4:1 to its existing shareholders. This was further approved by the shareholders of the Company in the extraordinary general meeting held on June 17, 2024. The bonus shares were issued without any consideration from the shareholders, hence the cost of acquisition has been taken as Rs. Nil.

10. This certificate may be relied upon by the Company, the book running lead managers appointed for the Offer ("Book Running Lead Managers" or "BRLMs"), and the legal counsel appointed by the Company solely for the purpose of enabling them to comply with its obligations in relation to the Offer and to assist the BRLMs in conducting and documenting their investigation of the affairs of the Company in connection with the Offer and should not be used, except as stated below, by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. Further, we have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate subject to paragraph 12 below.

11. We hereby consent to extracts of, or reference to, this certificate being used in the Offer Documents or any other documents in connection with the Offer. We also consent to this certificate being presented and/or utilised for the purpose of any defence that the Book Running Lead Managers may wish to advance before any statutory/regulatory authority in connection with the Offer and / or the Offer Documents. We also consent to the submission of this certificate as may be necessary, to any regulatory authority and/or for the records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable law.

12. We confirm that on receipt of any written communication from Company of any changes in the information, we will immediately communicate any changes in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares allotted and transferred in the Offer commence trading on the relevant stock exchanges. In the absence of any such communication from us, Book Running Lead Managers and the legal advisors, each to the Company and the Book Running Lead Managers, can assume that there is no change to the above information.



R N B P & CO.

Chartered Accountants


All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents.

Yours faithfully

For R N B P & CO.

Chartered Accountants

ICAI Firm Registration Number: 025519N


Prashant Kumar Jha
Partner
Membership No.: 538452
Place: Noida
UDIN: 25538452BMJKTI6566
Date: July 23, 2025



CC:

Book Running Lead Managers		
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025, Maharashtra, India Maharashtra, India		IIFL Capital Services Limited (Formally IIFL Securities Limited) 24th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West), Mumbai 400013, Maharashtra, India
Legal Counsel to the Company as to Indian Law Khaitan & Co. Max Towers 7th & 8th Floors, Sector 16B, Noida, Gautam Buddha Nagar 201 301, Uttar Pradesh, India	Legal Counsel to the Book Running Lead Managers as to Indian Law Trilegal One World Centre, 10 th Floor, Tower 2A and 2B Senapati Bapat Marg Lower Parel, Mumbai 400 013 Maharashtra, India	Legal Counsel to the Book Running Lead Managers as to International Law Hogan Lovells Lee & Lee 50 Collyer Quay #10-01 OUE Bayfront Singapore 049 321

Schedule 1

List of members of the Promoter Group of the Company

S. No.	Name of Promoter	Name of Promoter Group member	Relationship with Promoter
1.	Hari Shanker Khemka	Hari Shanker Khemka	Self
		Anand Kumar Khemka	Brother
		Surendra Kumar Khemka	Brother
		Aditya Khemka	Son
		Rishi Khemka	Son
		Pooja Singhal	Daughter
		Mukesh Bansal	Spouse's brother
		Nirmal Aggarwal	Spouse's sister
		Chitra Goel	Spouse's sister
2.	Aditya Khemka	Aditya Khemka	Self
		Hari Shanker Khemka	Father
		Shradha Khemka	Spouse
		Ananmay Khemka	Son
		Advay Khemka	Son
		Rishi Khemka	Brother
		Pooja Singhal	Sister
		Deoki Nandan Agarwal	Spouse's father
		Laxmi Agarwal	Spouse's mother
		Vatsal Agarwal	Spouse's brother
		Deepika Gupta	Spouse's sister
		Meenu Halwasiya	Spouse's sister
		Sneha Sharma	Spouse's sister
3.	Ananmay Khemka	Ananmay Khemka	Self
		Aditya Khemka	Father

		Shradha Khemka	Mother
		Advay Khemka	Brother
4.	Rishi Khemka	Rishi Khemka	Self
		Aditya Khemka	Brother
		Pooja Singhal	Sister
		Atharva Khemka	Son
		Ramesh Chander Gupta	Spouse's Father
		Krishna Gupta	Spouse's Mother
		Akshat Gupta	Spouse's Brother
		Preeti Rajeshkumar Mittal	Spouse's Sister
		Shweta Goyal	Spouse's Sister
		Pooja Agarwal	Spouse's Sister
		Neha Gupta	Spouse's Sister
5.	Hari Khemka Business Family Trust	Aditya Khemka	(Trustee)
		Hari Shanker Khemka	(Trustee)



S. No.	Name of Promoter	Name of Promoter Group member
1.	Hari Shanker Khemka	ARK Infosolutions Pvt. Ltd.
		Hari Khemka Business family Trust
		Advance Reality Solutions LLP
		Trendsetters Infoservices LLP
		Aditya Colonizers LLP
		Trend Setter Promoters LLP
		Aditya Promoters Limited
		Aditya Infosolutions Private Limited
		ARK Tech Innovation Pvt. Ltd.
		Aditya Security & Safety LLP
		Pooja S Designs
		Hari Shanker Khemka (HUF)
		Atma Ram Parmanand
		Anand Kumar Khemka (HUF)
		Surendra Kumar Khemka (HUF)
		Aditya Khemka (HUF)
		Rishi Khemka (HUF)
		Delhi Sales Corporation (Proprietorship Firm)
		Delhi Sales Plywoods
2.	Aditya Khemka	ARK Infosolutions Asia Pte. Ltd.
		ARK Infosolutions Thailand Co. Ltd
		ARK Tech Innovation LLC
		ARK Tech Holdings Ltd
		ARK Infosolutions Pvt. Ltd.
		Trendsetters Infoservices LLP



S. No.	Name of Promoter	Name of Promoter Group member
		Aditya Colonizers LLP
		Trend Setter Promoters LLP
		Aditya Security & Safety LLP
		TSL Piping Solutions Pvt Ltd
		SVR International Private Ltd. (formally known as Techzzler International Pvt Ltd)
		Advance Enterprises Pvt Ltd
		Alvaro Boards & Panels India Pvt Ltd
		Alvaro Hospitality Ventures LLP
		Alvaro Oil Resources LLP
		Hari Shanker Khemka (HUF)
		Atma Ram Parmanand
		Aditya Khemka (HUF)
		Rishi Khemka (HUF)
		Pooja S Designs
		Deoki Nandan Agarwal (HUF)
		Tirumala Jewels
		Advance Ispat (India) Ltd
		Advance Enterprises Pvt Ltd
		Tirupati Structurals Ltd
		TAK Buildtech Pvt Ltd
		ARK Infosolutions Asia Pte. Ltd.
		ARK Infosolutions Thailand Co. Ltd
		ARK Tech Innovation LLC
		ARK Tech Holdings Ltd
		Hari Khemka Business Family Trust
		Advance Reality Solutions LLP
		Aditya Khemka Business Family Trust
		ARK Tech Innovation Pvt. Ltd.



S. No.	Name of Promoter	Name of Promoter Group member
3.	Ananmay Khemka	Aditya Colonizers, LLP
		Trend Setter Promoters, LLP
		Aditya Security & Safety LLP
		Aditya Khemka (HUF)
4.	Rishi Khemka	Trend Setter Promoters LLP
		ARK Infosolutions Private Limited
		ARK Tech Innovation Private Limited
		Aditya Colonizers LLP
		Aditya Security & Safety LLP
		ARK Infosolutions Thailand Co. Limited
		ARK Business Prosperity Trust
		Advance Realty Solutions LLP
		Trendsetters Infoservices LLP
		ARK Infosolutions Asia Pte. Ltd.
		ARK Infosolutions Thailand Co. Ltd.
		ARK Tech Innovation LLC
		ARK Tech Holdings Ltd
		Rishi Khemka HUF
		Hari Shanker Khemka (HUF) - Karta
		Atma Ram Parmanand
		Aditya Khemka (HUF)
		Pooja S Designs
		R C Gupta (HUF)
		Arcee Ispat Udyog Pvt Ltd
		Kalpatarn House Fin & Trading Pvt. Ltd.
		Elysiann Beautification Pvt. Ltd
		Riddhi Steel & Tube Limited



S. No.	Name of Promoter	Name of Promoter Group member
		Kruti Pipes Ltd
		Alexis Marketing LLP
5.	Hari Khemka Business Family Trust	Hari Shanker Khemka Private Family Trust

For Aditya Infotech Limited

U. H. S.

Yogesh Chand Sharma

Chief Financial Officer

Place of Signature: Noida

Date: July 23, 2025

