To,

The Board of Directors

Innovators Facade Systems Limited,

204, B-65, Sector No. 1, Shanti Nagar,

Mira Road (East), Thane, 401107.

Certificate in the compliance with conditions of proposed preferential issue of 9,50,971 Equity Shares.

1. This report is issued in accordance with the terms of our engagement letter.

2. We have been requested by the Board of Directors of **Innovators Facade Systems Limited (the "Company")**, having CIN No L45200MH1999PLC120229 and registered office at Office No: 204, B-65, Sector No. 1, Shanti Nagar, Mira Road (East), Thane, 401107 certify that the proposed preferential issue of 9,50,971 Equity Shares with an issue price of Rs. 118/- each (including premium of Rs. 108/-) aggregating to amount of Rs. 11,22,14,578/- (Rupees eleven crores twenty two lakhs fourteen thousand five hundred and seventy eight only) are in compliance with the requirements of Chapter V- Preferential Issue of the Securities and Exchange Board of India (SEBI) (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "ICDR Regulations") and applicable provisions of the Companies Act, 2013 and the rules framed thereunder. This Certificate is required to be placed before the Extra Ordinary General Meeting of the Shareholders to be held on 25th November, 2026 as per requirement of Regulation 163 (2) of the SEBI (ICDR) Regulations.

Managements' Responsibility for the Statement

The Management of the Company is responsible for ensuring the compliance of the requirements of the ICDR Regulations detailed as under:

i) Determination of the relevant date, being the date thirty days prior to the date on which the meeting of shareholders is proposed to consider the proposed preferential issue;

ii) Determination of the minimum price of equity shares in terms of Regulation 164 of the ICDR Regulations;

iii) Price determined as per provisions of the Regulation 166A (1) of the SEBI (ICDR) Regulations – Not Applicable

iv) Compliance with the conditions/ requirements of the ICDR Regulations

Nishant Bajaj & Associates ★ FCS No. 12990 COP No. 21538 ★ Company

Verification

For the purpose of confirming that proposed preferential issue is in compliance of the applicable provisions of the ICDR Regulations, we have examined the following limited documents as provided by the Company and available on the date of this certificate:

i) Copy of board resolution proposing the preferential issue of Equity shares, subject to necessary approvals;

ii) Notice of Extra Ordinary General meeting;

iii) Reviewed the CML Report, Transaction Statement of the proposed Allottee(s)

iv) KYC Documents of the Promoter(s), Proposed Allottee(s).

v) Articles of Association and Memorandum of Association of the company.

vi) Valuation Reports received from the Independent Registered Valuer issued for the proposed preferential Allotment for the Issuing Company and the Target Company.

Opinion

3. In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers. We certify that the proposed preferential issue is in compliance with the conditions/ requirements of ICDR Regulations stated above under the heading of verification.

Restriction on Use

4. This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of further submission to the Extra Ordinary General Meeting of shareholders considering the proposed preferential issue of Equity shares and should not be used 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 report is shown or into whose hands it may come without our prior consent in writing.



For Nishant Bajaj & Associates

Practicing Company Secretaries

Peer Reviewed Firm- 2582/2022



Nishant Bajaj

M. No.: F12990

COP No.: 21538

Place: Mumbai

Date: 27th October, 2026

UDIN: F012990H002029301