



ALOK KHAIRWAR
& ASSOCIATES

ALOK KHAIRWAR AND ASSOCIATES

F214 B wing, Express Zone Mall,
Western Express Highway,
Near Oberoi Mall, Malad East,
Mumbai - 400 097.

To,

Spice Islands Industries Limited

(Earlier known as Spice Islands Apparels Limited)

Unit 3043-3048, 3rd Fl, Bhandup,
Industrial Estate, Pannalal Silk Mills,
Compd, L.B.S. Marg, Bhandup-W,
Mumbai 400078

Sub: Reconciliation of Share Capital Audit Certificate for the 2nd quarter ended September 30, 2024.

Dear Sir/Madam,

We have examined the relevant books, registers, forms, documents and papers produced before us by **Spice Islands Industries Limited (Earlier known as Spice Islands Apparels Limited)** ('the Company') and its Registrars and Transfer Agents, Link Intime India Private Limited, in respect of Reconciliation of Share Capital Audit as per Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. To the best of our knowledge and according to the information and explanations given to us and as shown by the records examined by us, we certify the following:

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1	For Quarter Ended	September 30, 2024
2	ISIN	INE882D01017
3	Face Value	Rs. 10/- Per Share
4	Name of the Company	Spice Islands Industries Limited (Earlier known as Spice Islands Apparels Limited)
5	Registered Office Address	Unit 3043-3048, 3rd Fl, Bhandup Industrial Estate Pannalal Silk Mills Compd, L.B.S. Marg, Bhandup-W Mumbai 400078.



ALOK KHAIRWAR
& ASSOCIATES

ALOK KHAIRWAR AND ASSOCIATES

F214 B wing, Express Zone Mall,
Western Express Highway,
Near Oberoi Mall, Malad East,
Mumbai - 400 097.

6	Correspondence Address	Unit 3043-3048, 3rd Fl, Bhandup Industrial Estate Pannalal Silk Mills Compd, L.B.S. Marg, Bhandup-W Mumbai 400078.	
7	Telephone & Fax Nos.	022-61992900	
8	Email address	khedekar@spiceislandsindia.com	
9	Names of the Stock Exchanges where the company's securities are listed :	BSE Limited (BSE)	
		No. of Shares	% of Total Issued Capital
10	Issued Capital	43,00,000	100
11	Listed Capital (Exchange-wise) (as per Company Records) BSE Limited	43,00,000	100
12	Held in dematerialized form in CDSL	35,21,622	81.90
13	Held in dematerialized form in NSDL	653,968	15.21
14	Physical	1,24,410	2.89
15	Total No. of shares (12+13+14)	43,00,000	100
16	Reasons for difference if any, between (10&11) , (10&15), (11&15) :	N.A.	

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No of Shares	Applied/ Not Applied for Listing	Listed on stock Exchanges (Specify Names)	Whether intimate to CDSL	Whether intimate to NSDL	In principal approval pending for SE (Specify Names)
N.A.	-	-	-	-	-	-

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, forfeiture, any other (to specify)

Notes:

1. Issue of 22,13,322 (Twenty Two Lakhs Thirteen Thousand Three Hundred Twenty Two Only) fully Convertible Warrants on Preferential basis to the non-promoter categories of persons was approved, vide Special Resolution was passed in Annual General Meeting held on 19/08/2024.

2. Company has made an application to the Stock exchange for seeking in-principal approval for issue and allotment of 22,13,322 (Twenty Two Lakhs Thirteen Thousand Three Hundred Twenty Two Only) convertible warrants into Equity Shares on preferential basis under Regulation 28 (1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. However 2 allottees out of 27 allottees have become ineligible for the proposed preferential issue as per regulation 159 (1) of SEBI ICDR 2018 and 1 Allottee out of 27 allottees have become ineligible for the proposed preferential issue as per Regulation 167 (6) SEBI (ICDR) Regulations, 2018. And accordingly the proposed preferential issue Size is reduced from [2213322] (Twenty Two Lakhs Thirteen Thousand Three Hundred and Twenty Two Only) convertible warrants (“Warrants”), at a price of Rs. 45/- (Rupees Forty Five Only) per warrant, aggregating upto Rs. 9,95,99,490/- (Rupees Nine Crore Ninety Five Lakhs Ninety Nine Thousand Four Hundred Ninety Only) to 1933324 (Nineteen Lakhs Thirty Three Thousand Three Hundred and Twenty Four Only) convertible warrants (“Warrants”), at a price of Rs. 45/- (Rupees Forty Five

Only) per warrant, aggregating upto Rs. 8,69,99,580/- (Rupees Eight Crore Sixty Nine Lakhs Ninety Nine Thousand Five Hundred Eighty Only) (“Total Issue Size”) and now only 24 allottees out of 27 allottees are eligible for the above issue of Convertible Warrants on Preferential basis.

18	Register of Members is updated (Yes / No)	YES
	• If not, updated upto which date	N.A.
19	Reference of previous quarter with regards to excess dematerialized shares,if any.	NIL
20	Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	N.A.

21. Mentioned the total no of requests, if any, confirmed after 21 days and the total no.of requests pendingbeyond 21 days with the reasons for delay:

Total No. of demat requests	No.of requests	No.of shares	Reasons for delay
Confirmed after 21 Days	NIL	NIL	N.A.
Pending for more than 21 days	NIL	NIL	N.A.

22	Name, Telephone & Fax No. of the Compliance Officer of the Company	Ms. Arti Lalwani, Company Secretary & Compliance Officer&Tel. No. 022-61992900.
23	Name, Address, Tel. & Fax No., Regn. no. of the CA/CS	Alok Khairwar and Associates FCS No: 10031 C.P. No: 12880 P. R. No.1761/2022 Office Address: F-214, B-wing, Express



ALOK KHAIRWAR
& ASSOCIATES

ALOK KHAIRWAR AND ASSOCIATES

F214 B wing, Express Zone Mall,
Western Express Highway,
Near Oberoi Mall, Malad East,
Mumbai - 400 097.

		Zone Mall Western Express highway, Malad East Mumbai-97. Tel : +91 9221262733
24	Appointment of common agency for share registry work (if yes, name & address)	Link Intime India Private Limited Office Add: C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai – 400 083.
25	Any other detail that the auditor may like to provide. (E.g. BIFR Company, Delisting from SE, Company changed its name etc.)	Not Applicable

**For Alok Khairwar & Associates
Company Secretaries**

(CS Alok Khairwar)
Proprietor
FCS No: 10031
C. P. No: 12880
P. R. No.1761/2022
UDIN: F010031F001547083

Place: Mumbai
Date: October 14, 2024