



# POOJA GANDHI & CO

## Company Secretaries

Mob : 9769 338 810 ● Email : cspoojaparekh@gmail.com

### ANNEXURE IV

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 60,00,000 Convertible Warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We, M/s. Pooja Gandhi & Co., have verified the relevant records and documents of **SUNGOLD MEDIA AND ENTERTAINMENT LIMITED** with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- a) None of the proposed allottee(s) has/ have sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee(s) is/ are promoter/ promoter group entity, then none of entities in the promoter and promoter group entities has/ have sold any equity share of the company during the 90 trading days preceding the relevant date.
- b) The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding in NDSL from (01.07.2022) till (09.07.2022) & CDSL (01.07.2022) till (11.07.2022). The details of allottee - wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of the Proposed Allottee	DP ID	Qty	Lock-in details	
			From	To
RAJ RAJIV KOTIA	1205370000023801	1931480	11.07.2022	29.11.2022
RAJ RAJIV KOTIA	IN30051321931483	10000	09.07.2022	29.11.2022
RAJIV RAMESHCHANDRA KOTIA	1205370000057780	303550	11.07.2022	29.11.2022
SHREE KRISHNA INFRASTRUCTURE LIMITED	1204370000339401	601090	11.07.2022	29.11.2022
SHREE MANIBHADRA BROKING PRIVATE LIMITED	IN30412310051219	650000	09.07.2022	29.11.2022



*Pandhi*

Add : A-009, 5th Floor, Hiren Chs. Gokhale Road, Dahanukarwadi,  
Kandivali (West), Mumbai - 400067



# POOJA GANDHI & CO

## Company Secretaries

Mob : 9769 338 810 ● Email : cspoojaparekh@gmail.com

MAGIC TOUCH SECURITIES PRIVATE LIMITED	IN30412310051198	620000	09.07.2022	29.11.2022
NAMRA TRADERS AND DISTRIBUTORS LLP	IN30412310051202	240000	09.07.2022	29.11.2022
RAHUL RUDOLPH DSOUZA	IN30160411767773	125000	09.07.2022	29.11.2022
ROMA RUDOLPH DSOUZA	IN30160411767982	25000	09.07.2022	29.11.2022
ROSE RUDOLPH DSOUZA	IN30160411767812	15000	09.07.2022	29.11.2022

None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.

- c) 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 and 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. Further, the company has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.
- d) 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."
- e) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year is more than 5% of the post issue fully diluted share capital of the issuer.

For Pooja Gandhi & Co.  
Practicing Company Secretaries

CS Pooja Gandhi  
Proprietor  
ACS: 22838, COP:20135  
Date: 07.07.2022  
UDIN :A022838D000578888  
Peer Review Certificate No : 1367/2021

