



Annexure IV

Confirmation Certificate by the Practicing Company Secretary

January 09, 2025

To,
The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Application for “In-principle approval” prior to issue and allotment 1,00,00,000 Convertible Equity Warrants on Preferential Basis to certain identified Promoter/Promoter Group and Non-Promoter/Public Persons and Entities under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, **Vinay Babu Gade, Practicing Company Secretary** have verified the relevant records and documents of “**Vivo Bio Tech Limited**” with respect to the proposed preferential issue by the Company as per Chapter V of the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 [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) None of the allottee(s) ~~does not~~ hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.
- c) 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 from January 08, 2025 (Relevant Date) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:



1. Promoter/Promoter Group:

Name of the Proposed Allottee	DP Id/Client Id*	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To		
Viswanath Kompella	IN300214-16565617	1,50,100	08-01-2025	31-08-2027	NA	NA
Kompella Lopa Mudra	IN300394-19304734	0	NA	NA	NA	NA
Kompella Ramakrishna Paramahansa	IN300214-26583462	0	NA	NA	NA	NA
Kompella Modini	IN300214-26583575	0	NA	NA	NA	NA
TOTAL		1,50,100	NA	NA	NA	NA

2. Non-Promoter/Public:

Name of the Proposed Allottee	DP Id/Client Id*	Quantity	Lock-in details		Pledged with	Pledge end date
			From	To		
Dwight Technologies Private Limited	IN302269-90077453	Nil	NA	NA	NA	NA
Paraj Infrastructures Private Limited	IN300966-11111587	Nil	NA	NA	NA	NA
Antique Infotech Private Limited	IN300966-11105888	Nil	NA	NA	NA	NA
TOTAL		Nil	NA	NA	NA	NA

(*) client id/ folio no in case allottee hold the securities in physical form.

- d) 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.
- e) 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.



- f) 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."
- g) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2024-2025 is more than 5% of the post issue fully diluted share capital of the issuer.

OR

The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. _____ is less than 5% of the post issue fully diluted share capital of the issuer.




Vinay Babu Gade,
Company Secretary in Practice
COP. No: 20707, M.No: 20592
UDIN: A020592F003634840
Date: 09/01/2025