



COMPLIANCE CERTIFICATE

(Pursuant to Regulation 163(2), Part III of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 including any amendment/modification thereof)

To

The Board of Directors
SPACENET ENTERPRISES INDIA LIMITED
CIN: L72200TG2010PLC068624
Registered Office:
Plot No. 114, Survey No. 66/2, Raidurgam,
Gachibowli, Prasanth hills,
Navkhalsa, Serilingampally,
Hyderabad – 500008,
Telangana.

Dear Sir/Madam

I, Balaramakrishna Desina, Company Secretary in Practice have been engaged by Spacenet Enterprises India Limited (hereinafter referred to as 'Company'), having CIN:L72200TG2010PLC068624 and having its Registered Office at Plot No. 114, Survey No. 66/2, Raidurgam, Gachibowli, Prasanth hills, Navkhalsa, Serilingampally, Hyderabad - 500008, Telangana to issue this Compliance Certificate in accordance with Regulation 163(2) of Chapter V of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018 as amended from time to time, (hereinafter referred to as "**SEBI ICDR Regulations**").

In accordance with the SEBI ICDR Regulations, the Company has proposed issue up to 3,82,88,453 (Three Crores Eighty Two Lakh Eighty Eight Thousand and Four hundred and Fifty Three Only) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of INR 1/- (Rupee One only)/- each ("Warrants") at a price of INR 26.00 (Rupees Twenty Six Only) each payable in cash ("Warrants Issue Price"), aggregating up to INR 99,54,99,778 (Ninety-Nine Crores Fifty Four Lakhs ninety-nine thousand seven hundred and seventy eight Only) ("**Proposed Preferential issue**"). The proposed preferential issue was approved at the Meeting of Board of Directors of the Company held on 15th December, 2023.

On the basis of the relevant management inquiries, necessary representations and information received from/furnished by the management of the Company, as required under the aforesaid **SEBI ICDR Regulations**, I have verified that the Proposed Preferential Issue is being made in accordance

D. Balarama Krishna



with the requirements of these SEBI ICDR Regulations as applicable to the Proposed Preferential Issue.

I have reviewed and verified all the applicable regulations and confirming that the present issue is in compliance with applicable provisions.

It is the responsibility of the Management to comply with the requirements of the other requirements of SEBI ICDR Regulations.

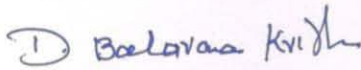
Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Company.
2. Our responsibility is to certify based upon our examination of relevant documents and information.
3. We are not expressing any opinion on the price computed / calculated and/or the price at which the warrants are being issued by the Company.
4. This certificate is solely for the intended purpose of compliance in terms of Regulation 163(2) of the SEBI ICDR Regulations and may be submitted to statutory/regulatory authorities upon their direction or as required by applicable law and for your information and it is not to be used, circulated, quoted or otherwise referred to for any other purpose other than compliance with the SEBI ICDR Regulations.

Certification:

Based on our examination of such information/documents and explanation furnished to me by the management and employees of the Company and to the best of my knowledge and belief, I hereby certify that Proposed Preferential Issue is being made in accordance with the requirements of the Regulations.

UDIN: F008168E002968961



Desina Balarama Krishna
Company Secretary in Practice
M. No.: FCS No: 8168
C.P No.: 22414
Peer Reviewed Certificate No.: 1647/2022



Date: 18-12-2023
Place: Hyderabad