RPSS & CO.
Company Secretary

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Annexure III

Date: November 17, 2026

To, **Manager – Listing Compliance** National Stock Exchange of India Limited 'Exchange Plaza', C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	To, **Manager – Listing Compliance and Operations** BSE Limited 20th Floor, P.J. Towers, Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

Sub: Application for "In-principle approval" prior to issue and allotment of (3,00,00,000 Convertible Warrants) on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, RPSS & Co., have verified the relevant records and documents of **Mangalam Global Enterprise Limited** with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

i. The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations, 2018, the Companies Act, 2013 and Rules made thereunder, sectoral regulators (if any) and amendments thereof, pertaining to conditions for preferential issue. Further, the company shall comply with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.

ii. The proposed preferential issue is being made in compliance with the provisions of the Memorandum of Association (MoA) and Articles of Association (AoA) of the company.

iii. AoA of the issuer ~~provides~~ / does not provide (strike off whichever is not applicable) for an alternate method of determination of price in case of further issue of capital, which would be higher than the floor price derived through SEBI regulations.

iv. Certified copy of the compliance certificate from the Practicing Company Secretary is placed on the website of the Company and shall also be placed before the General Meeting as per Regulation 163(2) of SEBI (ICDR) Regulations, 2018.

v. The entire pre-preferential holding of the allottee(s) (name of proposed allottees along with number of securities held by them) and that the same is in dematerialized form.

vi. Pricing methodology adopted for the proposed preferential issue along with detailed working of the same, or reference of valuation report from independent registered valuer.

vii. Shares of the Company are highest traded on National Stock Exchange Limited, having the highest trading volume in respect of the equity shares of the issuer recorded during the preceding 90 trading days prior to the relevant date.

RPSS & CO. AHMEDABAD COMPANY SECRETARIES

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

ix. 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, none of the entities in the promoter and promoter group has / have sold any equity share of the company during the 90 trading days preceding the relevant date.

x. Ms. Tanisha Mangal does not hold any equity shares of the issuer for a period starting from the relevant date till the date of preferential allotment.

xi. The pre-preferential shareholding of each of the proposed allottee(s) has been locked in accordance with Regulation 167(6) of SEBI (ICDR) Regulations, 2018. Further, there is no sale / pledge of pre-preferential holding from (Relevant Date) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon are as given below.

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details		Pledged with	Pledge end date
			From	To	From	To
Chanakya Prakash Mangal	13012400 & IN301549	5,47,32,250	31-05-2026	31-05-2027	NA	NA
Chandragupt Prakash Mangal	13012400 & IN301549	5,72,68,200	31-05-2026	31-05-2027	NA	NA
Honey Mangal	IN301436	11,42,000	31-05-2026	31-05-2027	NA	NA
Tanisha Mangal	IN303028	0	-	-	NA	NA

(*) Client ID / folio no. in case the allottee holds the securities in physical form.

xii. The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 2026-27 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.~~

For, RPSS & Co.,
Company Secretaries

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Rajesh Parekh
Partner
UDIN: A008073H002271642
Mem. No.: 8073
C.O.P. No.: 2939
P/R. No.: 3804/2023