RISHI KAPOOR & COMPANY
Chartered Accountants

Certificate on Directors, KMP and SMP Remuneration

To,

The Board of Directors,
Technocraft Ventures Limited
S 553/54, Ground Floor,
School Block, Shakarpur,
New Delhi – 110092, India

And

Khambatta Securities Limited
806, World Trade Tower,
Tower B, Sector-16,
Noida – 201301
Uttar Pradesh, India

*(Khambatta Securities Limited is hereinafter referred to as the **"Book Running Lead Manager"** or the **"BRLM"**)*

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of Technocraft Ventures Limited (the "Company" or the "Issuer") through a fresh issue of Equity Shares and Offer for Sale of the Equity Shares by Promotor Selling Shareholder (the "Offer")

Dear Sirs,

1. We, **Rishi Kapoor & Company, Chartered Accountants**, the statutory auditors of the Company, have been informed by the Company that it proposes to make the Offer and in that connection, filed a Draft Red Herring Prospectus ("**DRHP**") with the Securities and Exchange Board of India ("**SEBI**"), the BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**") (BSE and NSE together are referred to as the "**Stock Exchanges**") and a Red Herring Prospectus ("**RHP**"), the Prospectus ("**Prospectus**") and the Abridged Prospectus (DRHP, RHP, Prospectus and the Abridged Prospectus collectively known as the "**Offer Documents**"), to be filed with the Registrar of Companies, Delhi I & Haryana ("**ROC**") and submitted to the SEBI, and the Stock Exchanges in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**") and the Companies Act, 2013, as amended ("**Companies Act**").

2. In terms of our engagement letter dated **July 05, 2025**, in relation to the Offer, we have been requested by the Company to verify and certify certain information about the directors (other than independent directors), key managerial personnel and senior managerial personnel of the Company.

Management Responsibility

3. The preparation of the details is the responsibility of the management of the Company. The management is also responsible for the maintenance of proper books of accounts and such other relevant records as prescribed by applicable laws, which includes collecting, collating, and validating

data and designing, implementing and monitoring of internal controls relevant for the computation of above-mentioned annexure.

4. The Management is also responsible for providing us the documents as would be required by us for certifying the requirement as per paragraph 2 above.

Auditor's Responsibility

5. We are responsible for certifying the matters as stated in paragraph 2 above.

6. We have received a request to verify the remuneration of the directors ("**Directors**"), Key Managerial Personnel ("**KMPs**") and Senior Managerial Personnel ("**SMPs**") of the Company, as named in the DRHP filed by the Company in connection to the Initial Public Offer, for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024. In this regard, we have reviewed the financial statements and other records of the Company. We have also obtained specific confirmation from management for any contingent or deferred compensation accrued for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024.

7. We have conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ("**ICAI**") ("**Special Purposes Guidance Note**"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

8. We have complied with the the Code of Ethics, relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements issued by the Institute of Chartered Accountants of India.

9. We, the statutory auditors of the Company, have carried out an audit of the company for FY 2025-26, in accordance with Indian Accounting Standards (Ind AS), notified under the Companies Act, 2013, and thus required to comply with Ind AS 101, "First-time Adoption of Indian Accounting Standards", thereby mandating the adoption of Ind AS with effect from the beginning of the first Ind AS reporting period. The date of transition would be 1st April 2024 and as the financial statements of the company for FY 2025-26 are its first Ind AS financial statements, therefore these financial statements comprises three Balance Sheets as at 31 March 2026, 31 March 2025 and 1 April 2024, two Statements of Profit and Loss, two Statements of Changes in Equity and two Statements of Cash Flows for the years ended 31 March 2026 and 31 March 2025, together with the related notes. ("**Audited Financial Statements**"). The Company has adopted Ind AS in connection with its proposed listing and in compliance with the applicable regulatory requirements".

   Further, for all the periods on or before the year ended 31 March 2025, the financial statements of the company has been prepared in accordance with the accounting standards as notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") and accordingly, we, the statutory auditor of the company, have also conducted our audit in accordance with the Indian GAAP and Companies Act 2013 for all the periods on or before the year ended 31 March 2025, as applicable.

   Subsequently, we have restated the Audited Financial Information for the financial years ended March 31, 2026, March 31,2025 and March 31, 2024 as per IND AS and in accordance with the Companies Act, SEBI ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) (**"Restated Consolidated Financial Information"**).

In this regard, we have verified the books of accounts, agreements, invoices, statutory records maintained by the Company, minutes of the meetings of the Board of Directors of the Company, as presented before us by the management of the company.

We have also obtained Form 16 and Form 16A issued to each of the director, key managerial personnel and senior managerial personnel as provided to us and have received necessary explanations and clarifications from the relevant officials of the Company, wherever required.

10. The details of the Company's directors, KMPs and SMPs and their remuneration and reimbursement of expense incurred (including (i) any benefits in kind and (ii) contingent or deferred compensation accrued for the year) for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024 is set out under Annexure A and B.

11. Additionally, we confirm that the remuneration paid to our Directors, KMPs and SMPs is in compliance with the Companies Act and within the limits and thresholds prescribed thereunder as well as in accordance with the special resolution passed by the company in its shareholders meeting dated 15th July 2024. We confirm that none of the compensation paid to the directors, KMPs or SMPs of the Company was paid in respect of a bonus / profit sharing plan.

12. We certify that the Company has not granted employee stock options of the Company to its directors, KMPs and/ or SMPs for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024.

13. We hereby consent to the extracts of this certificate being used in the RHP, the Prospectus and the Abridged Prospectus to be filed with the RoC and submitted to the SEBI and the Stock Exchanges in connection with the Offer, and submission of this certificate as may be necessary, to any regulatory authority statutory, judicial or governmental authorities, and in any other material used in connection with the Offer and for disclosure on the website of the Company in connection with the Offer and/or for the records to be maintained by the BRLM in connection with the Offer and in accordance with applicable law. We also consent to this certificate to be uploaded on the website, repository and, or the database of the Stock Exchanges.

14. We confirm that the information in this certificate is true, fair and correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context. We hereby consent to this certificate being disclosed by the BRLM, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authorities, or on the request of the Stock Exchanges or (ii) in seeking to establish a defense in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation or (iii) for the records to be maintained by the BRLM and in accordance with applicable laws. We undertake to update you, in writing, of any change in the above-mentioned disclosures which we are aware of, on the basis of the updated information to be received from the management of the company from time to time, until the Equity Shares allotted, pursuant to the Offer, are listed and commence trading on the Stock Exchanges. In the absence of any such communication from us, the Company and the BRLM can assume that there is no change to the information/confirmations forming part of this certificate and accordingly, such information should be considered to be true and correct.

RISHI KAPOOR & CO. CHARTERED ACCOUNTANTS GHAZIABAD

15. This certificate may be relied on by the BRLM and to assist the BRLM in the context of due diligence procedures that the BRLM has to conduct and the documents in relation of their investigation of the affairs of the Company in connection with the Offer.

16. All capitalized terms not defined herein bear the meaning ascribed to them in the Offer Documents.

Yours Sincerely,

For and on behalf of
Rishi Kapoor & Company
Chartered Accountants
FRN: 006615C

RISHI KAPOOR & CO. GHAZIABAD CHARTERED ACCOUNTANTS

Jyoti Arora
Partner
Membership No.: 455362
UDIN: 26455362UDEIXF2933
Peer Review Certificate Number: 024428

Place: Ghaziabad
Date: July 10, 2026

10, RDC, Raj Nagar, Opposite Telephone Exchange, Ghaziabad, Uttar Pradesh - 201001
Phones: +91 120 4371050 / 4371070, Mobile: +91 9910385499,
Email: carishikapoor@yahoo.co.in
GSTIN: 09ABDFR3319M1ZV

RISHI KAPOOR & COMPANY
Chartered Accountants

ANNEXURE A

Remuneration/Compensation Paid/ Payable by the Company to its Directors (other than independent director) for Financial year 2025-26

(₹ in million)

Name of Director	Designation	Remuneration/ Salary	Sitting Fees	Commission	Perquisites	Total compensation	Benefits in Kind	Any contingent/deferred compensation for the last Fiscal, but paid/ payable in the current Fiscal
Sanjay Tyagi	Managing Director	12.00	Nil	Nil	Nil	12.00	Nil	Nil
Kartikey Tyagi	Whole Time Director & Chief Financial	6.00	Nil	Nil	Nil	6.00	Nil	Nil
Rekha Tyagi	Director	3.00	Nil	Nil	Nil	3.00	Nil	Nil

Remuneration/Compensation Paid/ Payable by the Company to its Directors (other than independent director) for Financial Year 2024-25

(₹ in million)

Name of Director	Designation	Remuneration/ Salary	Sitting Fees	Commission	Perquisites	Total compensation	Benefits in Kind	Any contingent/deferred compensation for the last Fiscal, but paid/ payable in the current Fiscal
Sanjay Tyagi	Managing Director	12.00	Nil	Nil	Nil	12.00	Nil	Nil
Kartikey Tyagi	Director	6.00	Nil	Nil	Nil	6.00	Nil	Nil
Rekha Tyagi	Director	3.00	Nil	Nil	Nil	3.00	Nil	Nil

RISHI KAPOOR & CO. GHAZIABAD CHARTERED ACCOUNTANTS

10, RDC, Raj Nagar, Opposite Telephone Exchange, Ghaziabad, Uttar Pradesh - 201001
Phones: +91 120 4371050 / 4371070, Mobile: +91 9910385499,
Email: carishikapoor@yahoo.co.in
GSTIN: 09ABDFR3319M1ZV

Remuneration/Compensation Paid/ Payable by the Company to its Directors (other than independent director) for Financial Year 2023-24

(₹ in million)

Name of Director	Designation	Remuneration/ Salary	Sitting Fees	Commission	Perquisites	Total compensation	Benefits in Kind	Any contingent/deferred compensation for the last Fiscal, but paid/ payable in the current Fiscal
Sanjay Tyagi	Managing Director	9.00	Nil	Nil	Nil	9.00	Nil	Nil
Kartikey Tyagi	Director	2.40	Nil	Nil	Nil	2.40	Nil	Nil
Rekha Tyagi	Director	2.40	Nil	Nil	Nil	2.40	Nil	Nil

RISHI KAPOOR & CO. ★ GHAZIABAD ★ CHARTERED ACCOUNTANTS

10, RDC, Raj Nagar, Opposite Telephone Exchange, Ghaziabad, Uttar Pradesh - 201001
Phones: +91 120 4371050 / 4371070, Mobile: +91 9910385499,
Email: carishikapoor@yahoo.co.in
GSTIN: 09ABDFR3319M1ZV

ANNEXURE B

Compensation Paid/ Payable by the Company to Key Managerial Personnel and Senior Management for the Financial year 2025-26

(₹ in million)

Key Managerial personnel/ Senior Management	Salary/ remuneration/ commission	Perquisites	Total compensation	Benefits in Kind	Any contingent/ deferred compensation for the last Fiscal, but paid/ payable in the current Fiscal
KMP	18.87	Nil	18.87	Nil	Nil
SMP	12.05	Nil	12.05	Nil	Nil

Compensation Paid/ Payable by the Company to Key Managerial Personnel and Senior Management for Financial year ending 2024-25

(₹ in million)

Key Managerial personnel/ Senior Management	Salary/ remuneration/ commission	Perquisites	Total compensation	Benefits in Kind	Any contingent/ deferred compensation for the last Fiscal, but paid/ payable in the current Fiscal
KMP	12.00	Nil	12.00	Nil	Nil
SMP	Nil	Nil	Nil	Nil	Nil

RISHI KAPOOR & CO. GHAZIABAD CHARTERED ACCOUNTANTS

Compensation Paid/ Payable by the Company to Key Managerial Personnel and Senior Management for Financial year ending 2023-2024

(₹ in million)

Key Managerial personnel/ Senior Management	Salary/ remuneration/ commission	Perquisites	Total compensation	Benefits in Kind	Any contingent/ deferred compensation for the last Fiscal, but paid/ payable in the current Fiscal
KMP	9.00	Nil	9.00	Nil	Nil
SMP	Nil	Nil	Nil	Nil	Nil

RISHI KAPOOR & CO. GHAZIABAD CHARTERED ACCOUNTANTS