



Parveen Rastogi & Co.
Company Secretaries

To,
The Board of Directors
B J Duplex Boards Limited
Ghalib Institute, Plot No.1,
Aiwan-e-Ghalib Marg (Mata Sundari Lane),
New Delhi, 110002 , India

Subject : Proposed Preferential Issue of Equity Shares to the proposed allottees, by B J Duplex Boards Limited ('the Company'), in terms of Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 ("SEBI ICDR Regulations, 2018")

Dear Sir/ Ma'am,

In connection with the proposed Preferential Issue of:

- Up to **14,40,10,350 (Fourteen Crore Forty Lakh Ten Thousand Three Hundred and Fifty)** Equity Shares of the Company of face value of Re. 1/- (Rupee One Only) each, for consideration other than cash towards payment of the total purchase consideration of up to Rs. 14,40,10,350/- (Rupees Fourteen Crore Forty Lakh Ten Thousand Three Hundred and Fifty Only) payable by the Company to the shareholders of M/s Prabhatam Infrastructure Limited ("**Proposed Allottees**"), for acquisition of up to 1,45,465 (One Lakh Forty-Five Thousand Four Hundred and Sixty Five) Fully Paid-up Equity Shares of face value of Rs. 10/- each, held by the Proposed Allottees belonging to the "**Promoter & Promoter Group**" & "**Public**" category, at an issue price of Re. 1/- (Rupee One Only) per equity share, and
- Up to **6,00,00,000 (Six Crore)** Equity Shares of the Company of face value of Re. 1/- (Rupee One Only) each, for cash, to the persons/ entities belonging to the "**Public**" Category, at an issue price of Re. 1/- (Rupee One Only) per Equity Share, for an aggregate amount of up to Rs. 6,00,00,000/- (Rupees Six Crore Only).

The same has been duly approved by the Board of Directors of the Company in their meeting held on Wednesday, April 08, 2026, subject to the approval of the shareholders of the Company and consent, exemptions and approvals of Securities and Exchange Board of India ('SEBI'), BSE Limited ('BSE') and any other regulatory authority, and in terms of requirements of Regulation 163(2), Part III of Chapter V of the SEBI ICDR Regulations, we hereby certify that the proposed preferential issue is being made in accordance with the applicable provisions of SEBI ICDR Regulations, 2018.

Parveen Rastogi & Co.
Company Secretaries

Parveen Kumar Rastogi
Membership No.: 4764

UDIN: F004764H000043517

Date: April 08, 2026

Place: New Delhi

Head Off.: Flat No.3, Sood Building, Teil Mill Marg, Ram Nagar, Paharganj, New Delhi-110055

Branch Off.: CS-54 & 55, 1st Floor, Ansal Plaza, Vaishali, Ghaziabad - 201010

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