



Ajay . K. & Associates
COMPANY SECRETARIES

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To,
The Board of Directors
Blue Coast Hotels Limited
S-1, D-39, N-66, Phase IV,
Verna Industrial Estate,
Verna, Goa, 403722

Subject: Proposed Preferential Issue of up to 6,93,110 Compulsorily Convertible Preference Shares("CCPS") convertible into Equity Shares of Blue Coast Hotels Limited ("the Company"), on a preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Dear Sir / Madam,

In connection with the proposed issuance of 6,93,110 Compulsorily Convertible Preference Shares("CCPS") convertible into Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each to persons belonging to 'Promoter' Category at an issue price of Rs. 10/- determined in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, by way of preferential issue on a private placement basis (hereinafter 'proposed preferential issue') as approved by the Board of Directors of the Company in their meeting held on Tuesday, September 03, 2024 subject to approval of shareholders of the Company and consent, exemptions and approvals of Securities and Exchange Board of India, BSE Limited and any other regulatory authority, and in terms of requirements of sub-para 2 of para 163 of Part III of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, I hereby certify that the proposed preferential issue is being made in accordance with the provisions of SEBI (ICDR) Regulations, 2018, as applicable to the preferential issue.

For: Ajay. K. & Associates
(Company Secretaries)

Ajay Kumar
(Proprietor)
FCS: 11019, C.P. No. 12344
Peer Review Certificate No. 1936/2022
UDIN: F011019F001131041
Date: 04/09/2024
Place: Delhi