



**VISHAL N. MANSETA** (B.Com, A. C. S.)

Practicing Company Secretary

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To,

The Board of Directors  
Cospower Engineering  
Limited  
H.No 940, S.No. 134/17A,  
Pazar Talao Road  
Chandrapada, Vaki Pada,  
Juchandra, Naigaon East  
Thane 401208

To,

The Chief General Manager  
Listing Operation,  
BSE Limited,  
20<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai – 400001

Dear Sir/ Madam,

**Sub: Application for “In-principle approval” prior to issue and allotment of 1,84,000 Equity Shares of face value of Rs. 10/- (Rupees Ten Only) of Cospower Engineering Limited on preferential basis, under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended.**

I, Mr. Vishal N. Manseta, Practicing Company Secretary, have verified the relevant records and documents of **Cospower Engineering Limited** (“the Company / Issuer”) with respect to the proposed preferential issue of equity shares by the Company as per Chapter V of SEBI (Issue of Capital and Disclosures Requirement) Regulations, 2018 (the “ICDR Regulations”) and certify that:

1. The minimum issue price for the proposed preferential issue of equity shares of the Company, based on the pricing formula prescribed under Regulation 164 and Regulation 166A of Chapter V of ICDR Regulations has been worked out at Rs. 536.58/- (Rupees Five Hundred Thirty Six and Fifty Paise Only) per equity share.
2. The relevant date for the purpose of said minimum issue price is Saturday, February 1, 2025, which is in accordance with Regulation 161 of the ICDR Regulations.
3. The workings for arriving at such minimum issue price have been attached as “Annexure A”.
4. The highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding 90 trading days prior to the relevant date on **BSE Limited SME platform**.



5. The Articles of Association of the Issuer does not provide for a method of determination which results in a floor price higher than that determined under ICDR Regulations.

**Restriction of Use**

This certificate is being issued at the request of the Company solely for the purpose of disclosure to the shareholders in compliance with Regulation 164 read with provisions of Regulation 166A of SEBI ICDR Regulations and submission to Stock Exchange i.e. BSE Limited, (SME Platform) and should not be used for any other purposes without prior written consent in writing. Accordingly, except as provided above, we do not accept or assume any liability or any duty of care for any other purpose to any other person to whom this certificate is shown or into whose hands it may come unless our prior consent is obtained in this regards.

For Vishal N. Manseta  
Practicing Company Secretary



**Vishal N. Manseta**  
Proprietor

**Place : Mumbai**  
**Date : February 01, 2025**  
**UDIN : A025183F003848827**

**M. No. : A25183**  
**C.P. No. : 8981**  
**PRC. No. : 1584/2021**

**Annexure A**

Statements contains details of pricing of proposed preferential issue being made (the "Statement")

**Pricing of Securities to be issued on Preferential Basis as per Chapter V of SEBI ICDR Regulations**

**1. Relevant Date**

Particulars	Date
Date of Extraordinary General Meeting (EGM) for Shareholders approval	March 3, 2025
Relevant Date (30 days prior to the date of EGM)	February 1, 2025

**1. The 90 trading days' volume weighted average price of the Equity Shares of the Company preceding the relevant date i.e. February, 1 2025**

Sr.No	Date	No.of Shares	Total Turnover (Rs.)
1	Tuesday, 24 September 2024	6000	2186100
2	Wednesday, 25 September 2024	6500	2486575
3	Thursday, 26 September 2024	12000	4819800
4	Friday, 27 September 2024	2500	1054250
5	Monday, 30 September 2024	2000	885500
6	Tuesday, 1 October 2024	11500	5246250
7	Thursday, 3 October 2024	5000	2367100
8	Friday, 4 October 2024	1500	763500
9	Monday, 7 October 2024	3500	1679125
10	Tuesday, 8 October 2024	5000	2331975
11	Wednesday, 9 October 2024	1500	697950
12	Thursday, 10 October 2024	2000	938500
13	Friday, 11 October 2024	1500	768000
14	Monday, 14 October 2024	1000	523500
15	Tuesday, 15 October 2024	2000	1047625
16	Wednesday, 16 October 2024	500	245000
17	Thursday, 17 October 2024	5000	2334750
18	Friday, 18 October 2024	4000	1883500
19	Monday, 21 October 2024	2500	1195000
20	Tuesday, 22 October 2024	1500	695500
21	Wednesday, 23 October 2024	1000	490500
22	Thursday, 24 October 2024	1000	513000
23	Friday, 25 October 2024	500	266450
24	Monday, 28 October 2024	500	266000
25	Tuesday, 29 October 2024	1500	790000



26	Wednesday, 30 October 2024	1500	826500
27	Thursday, 31 October 2024	1000	582150
28	Friday, 1 November 2024	1500	920000
29	Monday, 4 November 2024	1500	962000
30	Tuesday, 5 November 2024	3000	1882400
31	Wednesday, 6 November 2024	0	0
32	Thursday, 7 November 2024	4500	2907225
33	Friday, 8 November 2024	500	340500
34	Monday, 11 November 2024	2000	1421000
35	Tuesday, 12 November 2024	500	370000
36	Wednesday, 13 November 2024	500	362500
37	Thursday, 14 November 2024	0	0
38	Monday, 18 November 2024	0	0
39	Tuesday, 19 November 2024	500	344375
40	Thursday, 21 November 2024	500	327175
41	Friday, 22 November 2024	500	310825
42	Monday, 25 November 2024	1000	590600
43	Tuesday, 26 November 2024	6500	3705400
44	Wednesday, 27 November 2024	2500	1369650
45	Thursday, 28 November 2024	500	302500
46	Friday, 29 November 2024	4000	2391500
47	Monday, 2 December 2024	1500	955000
48	Tuesday, 3 December 2024	NIL	NIL
49	Wednesday, 4 December 2024	NIL	NIL
50	Thursday, 5 December 2024	NIL	NIL
51	Friday, 6 December 2024	NIL	NIL
52	Monday, 9 December 2024	NIL	NIL
53	Tuesday, 10 December 2024	7000	4298700
54	Wednesday, 11 December 2024	3000	1875000
55	Thursday, 12 December 2024	2000	1229100
56	Friday, 13 December 2024	NIL	NIL
57	Monday, 16 December 2024	NIL	NIL
58	Tuesday, 17 December 2024	1500	915000
59	Wednesday, 18 December 2024	0	0
60	Thursday, 19 December 2024	0	0
61	Friday, 20 December 2024	1000	625000
62	Monday, 23 December 2024	1500	874500
63	Tuesday, 24 December 2024	1000	565275
64	Thursday, 26 December 2024	1500	801500
65	Friday, 27 December 2024	3000	1625750
66	Monday, 30 December 2024	500	263250
67	Tuesday, 31 December 2024	2500	1343550
68	Wednesday, 1 January 2025	0	0
69	Thursday, 2 January 2025	500	264000
70	Friday, 3 January 2025	1000	541500



71	Monday, 6 January 2025	1500	782500
72	Tuesday, 7 January 2025	0	0
73	Wednesday, 8 January 2025	500	255000
74	Thursday, 9 January 2025	500	267000
75	Friday, 10 January 2025	500	267000
76	Monday, 13 January 2025	500	270000
77	Tuesday, 14 January 2025	0	0
78	Wednesday, 15 January 2025	0	0
79	Thursday, 16 January 2025	0	0
80	Friday, 17 January 2025	0	0
81	Monday, 20 January 2025	0	0
82	Tuesday, 21 January 2025	0	0
83	Wednesday, 22 January 2025	0	0
84	Thursday, 23 January 2025	0	0
85	Friday, 24 January 2025	0	0
86	Monday, 27 January 2025	0	0
87	Tuesday, 28 January 2025	0	0
88	Wednesday, 29 January 2025	0	0
89	Thursday, 30 January 2025	0	0
90	Friday, 31 January 2025	0	0
	<b>TOTAL</b>	<b>145000</b>	<b>74410375</b>

<b>Total Value/Total Volume= VWAP</b>	<b>Rs. 513.18</b>
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**2. The 10 trading days' volume weighted average price of the Equity Shares of the Company preceding the relevant date i.e. February 1, 2025.**

S. No.	Date	Volume	Amount in Rs.
1.	Monday, 20 January 2025	0	0
2.	Tuesday, 21 January 2025	0	0
3.	Wednesday, 22 January 2025	0	0
4.	Thursday, 23 January 2025	0	0
5.	Friday, 24 January 2025	0	0
6.	Monday, 27 January 2025	0	0
7.	Tuesday, 28 January 2025	0	0
8.	Wednesday, 29 January 2025	0	0
9.	Thursday, 30 January 2025	0	0
10.	Friday, 31 January 2025	0	0
<b>Total</b>		<b>NIL</b>	<b>NIL</b>

<b>Total Value/Total Volume= VWAP</b>	<b>Nil</b>
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### 3. Minimum Price

The proposed preferential issue will result in allotment of more than 5% of the post issue fully diluted share capital to the proposes allottee(s). Hence, pursuant to the provisions of Regulation 164 read with the Proviso to Regulation 166A (1) of the ICDR Regulation, the floor price for the proposed preferential issue is arrived at in the manner set out below:

S. No.	Particulars	Amount
<b>A</b>	<b>Floor Price as per Regulation 164 of ICDR Regulations</b>	
(1)	90 trading days VWAP of the Equity Shares of the Company preceding the relevant date	Rs. 513.18
(2)	10 trading days VWAP of the Equity Shares of the Company preceding the relevant date	NIL
	<b>Higher of A (1) and A (2) above</b>	<b>Rs. 513.18</b>
<b>B</b>	<b>Floor Price as per Regulation 166A of ICDR Regulations</b>	
	Floor Price determined under the valuation report dated February 1, 2025 issued by Mr. Ram Naresh Gupta, the Independent Registered Valuer (IBBI Registration No 05/2018/10188)	Rs.536.58
	<b>Minimum Price for the proposed Preferential Issue of Equity Shares of the Company (Higher of A or B)</b>	<b>Rs. 536.58</b>

**Note:** The equity shares of the Company are listed and frequently traded on BSE Limited plat form in accordance with the ICDR Regulations.

For Vishal N. Manseta  
Practicing Company Secretary



  
Vishal N. Manseta  
Proprietor

Place : Mumbai  
Date : February 01, 2025  
UDIN : A025183F003848827

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