



JMR & ASSOCIATES LLP

CHARTERED ACCOUNTANTS

3303, Marathon Futurex, A Wing, Mafatlal Mills Compound, N.M. Joshi Marg, Lower Parel, Mumbai – 400 013
Tel: + 91 / 22 – 47482753 / 54 / 55 •Email: info@jmrassociates.com •Web: www.jmrassociates.com

To,
The Board of Directors
MOXSH OVERSEAS EDUCON LIMITED,
159/160 Kaliandas Udhyog Bhavan,
Century Bazar,
Prabhadevi,
Mumbai – 400025.

Subject: Resignation as Statutory Auditors of the Company.

Dear Sir,

We were appointed as statutory auditors of Moxsh Overseas Educon Limited Ltd. for a period of 5 years beginning April 2022 till the conclusion of the tenure.

Further to your Mail Communication as on 11th November, 2023, your offer for not to increase in the fees of Statutory Audit for the F.Y.2023-24 to Rs.4,50,000/- plus GST p.a on the recommendation of Audit Committee of your Company, the Consent of Board of Directors, which is extremely low considering the efforts required and compared to our proposed fees of Rs.9,00,000/- plus GST p.a. It would be difficult for us to continue as the statutory auditors of Moxsh Overseas Educon Limited Ltd. Accordingly, we hereby submit our resignation as the statutory auditors of the Company and further request you to consider this letter as our letter of resignation in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. The same matter has been discussed with the management of the Company.

Kindly take this on your record and do the needful. As required by the Companies Act,2013, we shall file a statement in Form ADT-3 in the due course and forward a copy to your Company for the record.

We have completed the Limited Review of the financial statement for the half year ended 30th September 2023 vide Limited Review Report dated 11th November,2023 in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended and have not commenced the audit of the Company for the year ending 31st March 2024. Further, take a note that henceforth no legal repercussions will be borne by us.

Please find attached in Annexure A the information to be obtained by the Company from the auditors for the resignation as required by Securities and Exchange Board of India circular CIR/CFD/CMD1/114/2019 dated October19, 2019.

For JMR & Associates LLP
Chartered Accountants

Firm Reg. No.: 106912W / W100300

CA. Nikesh Jain
(Partner)
Membership No.: 114003
Place: Mumbai
Date: 11th November 2023



Annexure -A

Format of information to be Obtained from the statutory auditor upon resignation

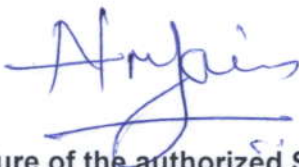
1.Name of the Listed entity/ material Subsidiary:	MOXSH OVERSEAS EDUCON LIMITED.
2. Details of the statutory auditor: Name: Address: Phone Number: Email:	JMR & Associates LLP 3303, Marathon Futurex, A wing, Mafatlal Mills Compound, N.M Joshi Marg, Lower Parel, Mumbai -400 013 022- 47482753 info@jmrassociates.com
3. Details of association with the listed entity/ material subsidiary: a. Date on which the statutory auditor was appointed: b. Date on which the term of the statutory auditor was scheduled to expire: c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission:	12 th September 2022 Conclusion of 9th Annual General Meeting. Limited Review half yearly ended 30 th September 2023, Submitted on 11 th November 2023.
4. Detailed reasons for resignation:	Due to non-acceptance of increase in the fees of Statutory Audit for the F.Y.2023-24 to Rs.9,00,000/- plus GST p.a. by the Management of the Company, which is extremely low considering the efforts required and compared to our existing fees of Rs.4,50,000/- plus GST p.a.



5. In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/ Board of Directors along with the date of communication made to the Audit Committee/ Board of Directors.):	N.A
6. In case the information requested by the auditor was not provided, then following shall be disclosed.: a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management: b. Whether the lack of information would have significant impact on the financial statements/results.: c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/Limited review as laid down in SA 705(Revised) Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the previous audit/limited review reports were issued.:	N.A N.A N.A
7. Any other facts relevant to the resignation.:	N.A.

Declaration:

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of our firm.




Signature of the authorized Signatory

Date: 11th November 2023

Place: Mumbai