

## Annexure II

(On the letterhead of the Statutory Auditor)

Date:

To,  
National Stock Exchange of India Ltd,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai– 400051

Dear Sir/Madam,

Sub: Approval for New listing of (Name of Issuer) of (No of Equity Shares) of Face Value INR (Face Value) /- each.

We hereby, inter alia, confirm the following:

1. That the company is meeting the Eligibility Criteria as mentioned below:

Paid Up Capital  
Revenue from Operations OR EBITDA  
Net worth OR Market Capitalization

*Note:*

- *Net worth Should be calculated as per the SEBI ICDR Regulations, 2018 and any amendment thereof.*
- *For Revenue from Operation, EBITDA and Net worth - In case consolidated figures are not available then standalone financials shall be considered.*
- *The threshold of market capitalization is computed as the average daily market capitalization for 6 (six) months period preceding the date of application.*

2. The company has not been referred to BIFR / no proceedings have been admitted under the Insolvency and Bankruptcy Code, 2016 against the issuer and promoting companies.
3. The company has not received any winding up petition admitted by the NCLT.
4. The company / other listed group company has not been in default in payment of listing fees to any stock exchange in the last three years.
5. No defaults in respect of payment of interest and/or principal to the debenture/bond/fixed deposit holders by the applicant company, promoters/promoting company(ies), group companies, companies promoted by the promoters/promoting company(ies) shall also be considered while evaluating a company's application for listing.

Yours faithfully,

(Name and Designation)