

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI CHAMBER, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018,
Tel : +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Practicing Company Secretary's Certificate on minimum issue price for the proposed preferential issue of 4,53,00,000 (Four Crores Fifty Three Lakhs) warrants on preferential basis by Sterlite Technologies Limited, determined in accordance with Regulation 164 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

To

The Chief General Manager Listing Operation, BSE Limited, 20 th Floor, P.J.Towers, Dalal Street, Mumbai – 400 001.	Manager - listing Compliance National Stock Exchange of India Limited 'Exchange Plaza'. C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051	The Board of Directors Sterlite Technologies Ltd 4th Floor, Godrej Millennium, Koregaon Road 9, STS 12/1, Pune, Maharashtra, 411001
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Dear Sir,

Sub: Application for “In-principle approval” prior to issue and allotment of 4,53,00,000 (Four Crores Fifty Three Lakhs) warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

1. We Mehta & Mehta, Practicing Company Secretaries, hereby certify that the minimum issue price for the proposed preferential issue of Sterlite Technologies Ltd, based on the pricing formula prescribed under Regulation 164(1) of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been worked out at **Rs. 108.15**.
2. The relevant date for the purpose of said minimum issue price was February 02, 2026.
3. The workings for arriving at such minimum issue price is annexed as **Annexure 1**.
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 February 01, 2026 (National Stock Exchange of India Limited).



5. We hereby certify that 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, 2018.

For Mehta & Mehta
Practicing Company Secretary

Ashwini Inamdar



Name: Ashwini Inamdar
Designation: Senior Partner
Membership No. 9409
C.P. No. 11226
UDIN: F009409G003888218
Date: 7th February, 2026

Annexure 1

Calculation of minimum issue price as per prescribed under Chapter V of SEBI ICDR Regulations

1. Determination of frequently traded shares of the Company as per Regulation 164(5):

Sr. No.	Description	No. of Shares
1	Trading volume of equity shares at BSE Limited (BSE)	13,94,31,556
2	Trading volume of equity shares at National Stock Exchange of India Limited (NSE)	94,11,55,274

The traded turnover of the company on recognized stock exchanges during the 240 days preceding the Relevant Date is greater than 10% of the total number of outstanding equity shares, hence, equity shares of the company are frequently traded.

2. Determination of the Recognised Stock Exchange, in which the highest trading volume of equity shares has been recorded during 90 trading days preceding the Relevant Date as per Explanation to Regulation 164:

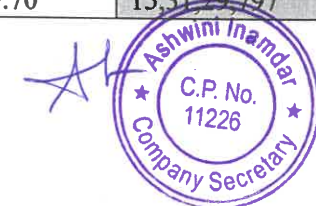
Sr. no.	Description	No. of Shares
1	Trading volume of equity shares at BSE	1,33,47,290
2	Trading volume of equity shares at NSE	17,14,83,054

NSE has recorded the highest trading volume during last 90 days preceding the Relevant Date Therefore, pricing on NSE is considered for the purpose of issue price.

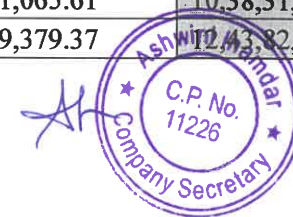


3. Volume weighted average price (VWAP) of the equity shares of **Sterlite Technologies Ltd** quoted on the NSE during the last 90 trading days preceding the Relevant Date:

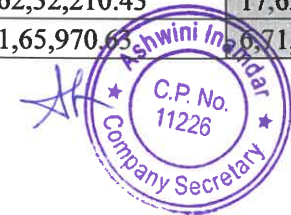
Date	Open Price	High Price	Low Price	Close Price	WAP	No. of Shares	No. of Trades	Total Turnover (Rs.)	No. of shares x WAP
22-Sep-25	123.9	124.28	126.8	122.2	124.55	11,69,931	12,431	14,57,12,698.54	14,57,14,906
23-Sep-25	123.27	123.26	125.43	122.63	124.12	8,92,000	16,290	11,07,18,764.66	11,07,15,040
24-Sep-25	123.51	124	124.99	122.05	123.78	8,23,617	15,465	10,19,47,226.03	10,19,47,312
25-Sep-25	123.27	122.99	126	122.75	124.63	13,94,763	20,542	17,38,30,882.70	17,38,29,313
26-Sep-25	123.61	122.25	122.95	115.1	118.86	14,37,745	18,067	17,08,92,110.10	17,08,90,371
29-Sep-25	117.09	117.89	120.98	115.91	118.05	10,40,669	20,585	12,28,55,262.33	12,28,50,975
30-Sep-25	116.56	117	117.75	111.25	114.36	10,21,763	12,553	11,68,52,563.24	11,68,48,817
01-Oct-25	113.27	113.8	124.59	112	119.62	28,20,763	22,997	33,74,20,630.84	33,74,19,670
03-Oct-25	121.57	122	124.5	118.75	121.58	13,56,381	12,223	16,49,14,208.64	16,49,08,802
06-Oct-25	123.22	123	123.14	119.65	120.81	6,45,634	8,642	7,79,96,686.47	7,79,99,044
07-Oct-25	120.74	120.25	121.85	118.65	120.03	6,23,586	11,434	7,48,46,036.57	7,48,49,028
08-Oct-25	119.45	119.44	120.71	117.5	118.52	6,68,440	8,786	7,92,22,184.62	7,92,23,509
09-Oct-25	117.85	117.85	119.87	117.4	118.54	9,14,014	11,656	10,83,50,150.97	10,83,47,220
10-Oct-25	118.38	118.5	120	116.2	117.82	6,57,465	8,714	7,74,64,715.10	7,74,62,526
13-Oct-25	116.72	116	118.5	116	117.59	8,06,980	10,685	9,48,92,015.45	9,48,92,778
14-Oct-25	118.14	117.2	119	110.78	114.33	11,36,589	10,327	12,99,45,416.07	12,99,46,220
15-Oct-25	112.63	113.23	119.9	112.55	116.36	14,58,680	13,490	16,97,31,079.69	16,97,32,005
16-Oct-25	118.5	118.05	118.69	116.31	117.1	5,24,819	13,534	6,14,55,434.95	6,14,56,305
17-Oct-25	117.08	116.08	118	115.52	116.4	5,95,941	10,797	6,93,68,433.81	6,93,67,532
20-Oct-25	115.78	115.78	118.2	113.58	114.88	20,19,140	18,850	23,19,51,312.57	23,19,58,803
21-Oct-25	117.54	117.55	119.1	113.15	117.67	2,76,973	2,227	3,25,90,643.14	3,25,91,413
23-Oct-25	116.75	116	117.51	113.75	115.69	11,32,570	17,900	13,10,30,715.08	13,10,27,023
24-Oct-25	114.55	115	121	115	119.07	17,39,782	16,395	20,71,51,623.18	20,71,55,843
27-Oct-25	120.09	120.99	122	118.01	119.94	12,76,720	12,553	15,31,34,279.70	15,31,29,797



28-Oct-25	119.65	120.22	120.24	115.6	117.06	9,30,787	8,512	10,89,56,819.65	10,89,57,926
29-Oct-25	116.64	116.7	123.9	116.4	121.61	23,95,207	17,025	29,12,84,860.13	29,12,81,123
30-Oct-25	123.12	123.12	124	120.51	121.86	8,13,374	8,548	9,91,15,329.84	9,91,17,756
31-Oct-25	121.29	120.05	120.9	116.1	117.8	10,08,392	10,108	11,87,90,644.65	11,87,88,578
03-Nov-25	117.47	118.24	123.5	118.05	121.62	24,29,542	18,068	29,54,72,819.35	29,54,80,898
04-Nov-25	121.41	120.8	122.44	119.11	120.67	7,03,186	6,860	8,48,52,945.69	8,48,53,455
06-Nov-25	120.24	120.24	120.77	111.02	115.59	34,69,119	27,305	40,09,79,387.25	40,09,95,465
07-Nov-25	112.58	113.97	115.8	109.8	112.94	22,79,714	19,810	25,74,81,793.52	25,74,70,899
10-Nov-25	114.78	115.95	116.5	111.27	113.75	17,35,043	16,728	19,73,68,454.93	19,73,61,141
11-Nov-25	115.77	115.77	115.87	112.5	113.4	10,76,985	12,486	12,21,32,182.95	12,21,30,099
12-Nov-25	113.54	113.55	114.71	112.25	113.74	12,67,016	12,712	14,41,10,372.93	14,41,10,400
13-Nov-25	112.78	113	119.4	112.9	116.85	20,64,351	15,321	24,12,25,888.02	24,12,19,414
14-Nov-25	117.02	116.22	120.4	115.5	118.37	16,06,922	12,326	19,02,10,888.98	19,02,11,357
17-Nov-25	119.05	117.55	119.09	115.37	116.64	9,59,348	10,389	11,18,98,741.85	11,18,98,351
18-Nov-25	115.86	116.19	117.06	114.25	115.27	11,10,163	10,745	12,79,64,800.23	12,79,68,489
19-Nov-25	114.67	114.65	114.65	112.05	112.98	12,73,174	13,043	14,38,44,730.90	14,38,43,199
20-Nov-25	112.59	112.98	113.26	111.51	112.4	7,73,598	5,738	8,69,55,000.03	8,69,52,415
21-Nov-25	112.23	113.79	113.79	105.02	107.81	23,27,980	20,598	25,09,76,748.82	25,09,79,524
24-Nov-25	106.06	107.99	109.93	105.43	107.58	18,68,857	17,935	20,10,47,450.06	20,10,51,636
25-Nov-25	107.59	108.2	108.5	105.05	105.91	7,93,564	8,186	8,40,48,251.50	8,40,46,363
26-Nov-25	105.63	106.98	109	105.63	107.71	11,12,756	10,131	11,98,56,216.01	11,98,54,949
27-Nov-25	108.59	108.3	108.8	106	107.05	5,41,176	7,014	5,79,30,545.37	5,79,32,891
28-Nov-25	106.53	106.53	106.89	104.25	105.17	6,80,166	7,229	7,15,34,977.35	7,15,33,058
01-Dec-25	104.64	105.59	108.9	105	106.41	9,38,384	8,286	9,98,54,286.15	9,98,53,441
02-Dec-25	105.28	105.28	105.8	103.5	104.65	6,50,951	7,705	6,81,20,369.76	6,81,22,022
03-Dec-25	103.87	103.88	104.58	102.5	103.22	4,45,425	5,179	4,59,78,314.08	4,59,76,769
04-Dec-25	103.16	102.5	103.11	98.97	100.76	14,33,346	16,059	14,44,22,677.25	14,44,23,943
05-Dec-25	100	100.24	102.29	98.26	99.35	8,79,326	11,428	8,73,59,229.65	8,73,61,038
08-Dec-25	98.96	98.99	99.05	95.2	96.7	10,73,748	18,726	10,38,31,065.61	10,38,31,432
09-Dec-25	95.83	95	104	92.92	95.92	12,96,729	14,187	12,43,79,379.37	12,43,82,246



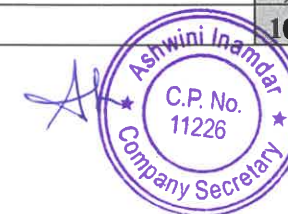
10-Dec-25	97.34	98.99	98.99	95.55	97.06	5,52,493	10,603	5,36,24,744.13	5,36,24,971
11-Dec-25	96.1	95.5	98.3	95.31	97.14	4,37,539	7,447	4,25,00,622.51	4,25,02,538
12-Dec-25	97.83	98.45	101.25	97.99	100.04	8,56,017	11,179	8,56,35,708.75	8,56,35,941
15-Dec-25	100.61	100	100.61	97.19	98.25	7,60,122	11,355	7,46,81,443.58	7,46,81,987
16-Dec-25	97.45	97.75	98.65	95.82	96.96	7,03,584	12,235	6,82,22,481.15	6,82,19,505
17-Dec-25	96.77	96.99	96.99	95	96.11	7,41,189	14,871	7,12,36,945.37	7,12,35,675
18-Dec-25	96.3	96.2	96.3	92.91	94.82	8,91,220	12,223	8,45,02,423.52	8,45,05,480
19-Dec-25	95.64	97.99	100.8	95.82	98.23	13,12,981	18,996	12,89,71,913.54	12,89,74,124
22-Dec-25	99.75	103.95	113.48	99.49	108.37	1,15,00,051	96,783	1,24,62,87,065.25	1,24,62,60,527
23-Dec-25	106.31	107.9	107.9	104.25	105.75	13,41,785	22,916	14,18,93,762.08	14,18,93,764
24-Dec-25	104.88	104	105.81	103.25	104.48	7,42,827	12,432	7,76,13,997.12	7,76,10,565
26-Dec-25	103.62	103.45	105.91	102.84	104.01	6,46,782	11,067	6,72,71,284.23	6,72,71,796
29-Dec-25	103.01	103.21	104.6	101.25	102.67	9,06,614	13,719	9,30,80,008.05	9,30,82,059
30-Dec-25	101.86	101.84	102.84	101.01	101.96	5,78,037	9,822	5,89,37,151.18	5,89,36,653
31-Dec-25	101.97	102.39	104.8	100.66	102.74	12,79,278	19,056	13,14,28,729.14	13,14,33,022
01-Jan-26	103.2	103	108.6	102.05	105.06	23,58,698	32,984	24,78,07,369.92	24,78,04,812
02-Jan-26	102.5	103.04	104.88	100.88	103.26	14,81,305	21,359	15,29,58,873.29	15,29,59,554
05-Jan-26	103.64	103.74	104.21	101.4	102.38	7,11,083	14,753	7,27,97,932.74	7,28,00,678
06-Jan-26	102.08	102.01	102.33	98.52	99.62	8,21,922	14,296	8,18,76,600.95	8,18,79,870
07-Jan-26	99.16	99.01	100.15	97.55	98.8	8,94,097	13,842	8,83,33,676.53	8,83,36,784
08-Jan-26	99.28	99	99	95.72	97.03	10,55,594	14,076	10,24,20,472.17	10,24,24,286
09-Jan-26	96.61	96.11	96.5	93.11	95.04	12,22,307	17,005	11,61,66,894.11	11,61,68,057
12-Jan-26	93.95	93.95	93.95	90.18	91.64	16,90,841	32,497	15,49,41,155.68	15,49,48,669
13-Jan-26	92.72	93	94.5	92.22	93.27	9,36,202	15,618	8,73,15,765.33	8,73,19,561
14-Jan-26	92.91	92.91	94.95	92.5	93.86	11,44,222	15,408	10,73,98,068.27	10,73,96,677
16-Jan-26	94.09	94.25	97.36	91.31	94.39	21,26,728	24,416	20,07,45,370.55	20,07,41,856
19-Jan-26	94.08	93.85	94.27	91.57	92.79	9,90,063	12,354	9,18,64,921.30	9,18,67,946
20-Jan-26	91.85	91.85	92.85	89.57	91.3	13,86,887	15,303	12,66,23,603.90	12,66,22,783
21-Jan-26	91.56	91.56	94.46	90.2	92.97	18,95,511	21,564	17,62,32,210.43	17,62,25,658
22-Jan-26	92.6	94.01	95.7	92.53	93.8	7,16,090	11,110	6,71,65,970.65	6,71,69,242



23-Jan-26	93.31	94.68	94.96	86	90.26	17,84,575	15,319	16,10,76,995.28	16,10,75,740
27-Jan-26	88.39	88.5	88.75	84.6	86.18	13,00,495	18,788	11,20,73,625.46	11,20,76,659
28-Jan-26	86.24	85.3	103.48	85.3	98.8	1,20,26,966	58,193	1,18,82,53,052.74	1,18,82,64,241
29-Jan-26	103.48	107.7	108.12	94.32	100.38	1,36,07,504	98,917	1,36,58,84,338.10	1,36,59,21,252
30-Jan-26	99.92	101.4	107.86	96.05	104.22	78,56,336	63,947	81,87,86,283.96	81,87,87,338
01-Feb-26	106.35	107.26	121.98	104.3	114.99	2,58,51,815	1,55,486	2,97,26,91,501.50	2,97,27,00,207
Total						17,14,83,054			18,54,56,14,999
VWAP									108.15

4. Volume weighted average price (VWAP) of the equity shares of Sterlite Technologies Ltd quoted on the NSE during the last 10 trading days preceding the Relevant Date:

Date	Open Price	High Price	Low Price	Close Price	WAP	No. of Shares	No. of Trades	Total Turnover (Rs.)	No. of shares x WAP
19-Jan-26	94.08	93.85	94.27	91.57	92.79	9,90,063	12,354	9,18,64,921.30	9,18,67,946
20-Jan-26	91.85	91.85	92.85	89.57	91.3	13,86,887	15,303	12,66,23,603.90	12,66,22,783
21-Jan-26	91.56	91.56	94.46	90.2	92.97	18,95,511	21,564	17,62,32,210.43	17,62,25,658
22-Jan-26	92.6	94.01	95.7	92.53	93.8	7,16,090	11,110	6,71,65,970.63	6,71,69,242
23-Jan-26	93.31	94.68	94.96	86	90.26	17,84,575	15,319	16,10,76,995.28	16,10,75,740
27-Jan-26	88.39	88.5	88.75	84.6	86.18	13,00,495	18,788	11,20,73,625.46	11,20,76,659
28-Jan-26	86.24	85.3	103.48	85.3	98.8	1,20,26,966	58,193	1,18,82,53,052.74	1,18,82,64,241
29-Jan-26	103.48	107.7	108.12	94.32	100.38	1,36,07,504	98,917	1,36,58,84,338.10	1,36,59,21,252
30-Jan-26	99.92	101.4	107.86	96.05	104.22	78,56,336	63,947	81,87,86,283.96	81,87,87,338
01-Feb-26	106.35	107.26	121.98	104.3	114.99	2,58,51,815	1,55,486	2,97,26,91,501.50	2,97,27,00,207
Total						6,74,16,242			7,08,07,11,064
VWAP									105.03



5. Calculation of Pricing

Particulars	Value (Rs.)
VWAP for 90 trading days preceding Relevant Date	108.15
VWAP for 10 trading days preceding Relevant Date	105.03

Minimum issue price as per Regulation 164 = Higher of the above

Minimum Issue price = 108.15





**REPORT ON EQUITY VALUATION
OF
STERLITE TECHNOLOGIES LTD**

Date of Valuation (Relevant Date): 02nd Feb 2026

Date of Valuation Report: 07th Feb 2026

Prepared By:

Aditya Chokhra

Chartered Accountant

Registered Valuer – Securities or Financial Assets (SFA)

Registration No. – IBBI / RV / 06 / 2020 / 12719

Table of Contents

S. No.	Particulars
1.	Background
2.	Purpose of Valuation
3.	Valuation Date
4.	Scope of Work
5.	Information Sources
6.	Standard of Value and Premise of Value
7.	Valuation Methodology
8.	Valuation Approaches
9.	Valuation Assumptions
10.	Scope Limitation
11.	Valuation Opinion

To,
The Board of Directors
Sterlite Technologies Ltd
4th Floor, Godrej Millennium,
Koregaon Road 9, STS 12/1,
Pune, Maharashtra – 411001

Feb 07, 2026

Sub: Certificate from Registered Valuer indicating value of Equity shares of Sterlite Technologies Limited as on date.

Dear Sir,

We refer to the request to us by Sterlite Technologies Limited ('Company') for valuation of fair value of the equity shares of the Company, as required pursuant to Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended (the "ICDR Regulations").

We have provided the valuation opinion in the capacity of Registered Valuer under the provisions of the Companies Act, 2013 by CA Aditya Chokhra and in the capacity of Independent Chartered Accountant as per the regulation of the Securities and Exchange Board of India.

Based on our study, analytical review process and subject to the limitations expressed within this report, our opinion of the fair value of equity shares of the Company on a going concern basis, for the purpose of complying with the valuation requirements under the Companies Act, 2013 and regulations & circulars issued by the Securities and Exchange Board of India in relation to frequently traded shares on stock exchange, the Company can issue proposed preferential shares **as on valuation date at INR 108.15 Per Share** or higher.

**Thanking You,
Aditya Chokhra**

Chartered Accountant
ADITYA
CHOKHRA
ICAI M. No. – 405034

Digitally signed by ADITYA
CHOKHRA
Date: 2026.02.07 11:58:54
+05'30'

**Place – Indore
UDIN: 26405034UAAFAJ8768**

1. Background

Sterlite Technologies Limited was incorporated on the 24th March 2000 bearing Corporate Identification Number L31300PN2000PLC202408. It is classified as Non-Govt. Company (limited by shares) and is registered with Registrar of Companies, Pune.

Its Authorized Share Capital stands at INR 1,50,00,00,000 of INR 2 each. The Paid up Share Capital stands at INR 97,62,08,170 divided into 48,81,04,085 equity shares of INR 2 each. The Registered office of the company is situated 4th Floor, Godrej Millennium, Koregaon Road 9, STS 12/1, Pune, Maharashtra – 411001. The company is a global optical and digital solutions company that designs, builds and deploys advanced connectivity and network infrastructure—including optical fibre and cables, 5G, FTTx, enterprise and data-centre network solutions—to enable communication and digital transformation worldwide.

2 Purpose of Valuation

The management of the Company is considering preferential issue of equity shares under the provisions of the Companies Act and for the same the management of the company appointed Registered Valuer to issue the Valuation Report (“the report”) for determination of the fair valuation of equity shares of the company as per the internationally accepted valuation principles, as on 02th Feb 2026.

This report has been issued in accordance with section 247 of Companies Act 2013 and Registered Valuer understands that the purpose of this report is to determine the fair value of equity shares of the Company that will be allotted to the investors in accordance with the requirement of section 62(1)(c) of the Companies Act, 2013, which states that when a company proposes to issue new shares, the price of such shares should be determined by the valuation report of a Registered Valuer.

The company is looking to assess its fair value of equity shares in accordance with Regulations 164 and/or 165 (as applicable) of the SEBI (Issue of Capital & Disclosure Requirements) (Amendment) Regulations, 2018 (“ICDR”) using valuation methodology as provided under the regulation for the Preferential Allotment of securities.

Since Regulation 164 deals with frequently traded shares and corresponding regulation 165 deals with infrequently traded shares, we have assessed them together based on the circumstances given in this case.

The relevant extract of the regulation 164 and 165 are as under:

As per the requirements of regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations 2018, a certificate for the fair value of the equity shares to be taken from an independent valuer and submit the same to the stock exchange where the shares are listed for the shares which are frequently traded.

The Pricing of Frequently Traded Shares:

Regulation 164 (1) If the equity shares of the issuer have been listed on a recognised stock exchange for a period of 90 trading days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following:

- a. the 90 trading days volume weighted average price of the related equity shares quoted on the recognised stock exchange preceding the relevant date; or
- b. the 10 trading days volume weighted average prices of the related equity shares quoted on a recognised stock exchange preceding the relevant date.

“Provided that if the Article of Association of the issuer provide for a method of determination which results in a floor price higher than the determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue”

(2) If the equity shares of the issuer have been listed on a recognised stock exchange for a period of less than 90 trading days as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than the higher of the following:

a) the price at which equity shares were issued by the issuer in its initial public offer or the value per share arrived at in a scheme of compromise, arrangement and amalgamation under sections 230 to 234 the Companies Act, 2013, as applicable, pursuant to which the equity shares of the issuer were listed, as the case may be; or

b) the average of the volume weighted average prices of the related equity shares quoted on the recognised stock exchange during the period the equity shares have been listed preceding the relevant date; or

c) the average of the 10 trading days volume weighted average prices of the related equity shares quoted on a recognised stock exchange during the two weeks preceding the relevant date

“Provided that is the Article of Association of the issuer provide for a method of determination which results in a floor price higher than the determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue”

(3) Where the price of the equity shares is determined in terms of sub-regulation (2), such price shall be recomputed by the issuer on completion of 90 trading days from the date of listing on a recognised stock exchange with reference to the 90 trading days volume weighted average prices of the related equity shares quoted on the recognised stock exchange during these 90 trading days and if such recomputed price is higher than the price paid on allotment, the difference shall be paid by the allottees to the issuer.

“Provided that is the Article of Association of the issuer provide for a method of determination which results in a floor price higher than the determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue”

(4) a) A preferential issue of specified securities to qualified institutional buyers, not exceeding five in number, shall be made at a price not less than the 10 trading days volume weighted average prices of the related equity shares quoted on a recognised stock exchange preceding the relevant date.

“Provided that if the Article of Association of the issuer provide for a method of determination which results in a floor price higher than the determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue”

b) No allotment shall be made, either directly or indirectly, to any qualified institutional buyer who is a promoter or any person related to the promoters of the issuer.

Provided that a qualified institutional buyer who does not hold any shares in the issuer and who has acquired rights in the capacity of a lender shall not be deemed to be a person related to promoters.

(5) For the purpose of this Chapter, “frequently traded shares” means the shares of the issuer, in which the traded turnover on any recognised stock exchange during the 240 trading days preceding the relevant date, is at least ten per cent of the total number of shares of such class of shares of the issuer:

Provided that where the share capital of a particular class of shares of the issuer is not identical throughout such period, the weighted average number of total shares of such class of the issuer shall represent the total number of shares.

Explanation: For the purpose of this regulation, ‘stock exchange’ means any of the recognised stock exchange(s) in which the equity shares of the issuer are listed and in which 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.

Pricing of Infrequently Traded Shares:

Regulation 165. Where the shares of an issuer are not frequently traded the price determined by the issuer shall take into account the valuation parameters including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of such companies:

Provided that the issuer shall submit a certificate stating that the issuer is in compliance of this regulation, obtained from an independent registered valuer to the stock exchange where the equity shares of the issuer are listed.

This valuation report is being issued inter alia with reference to Regulation 166A of SEBI (ICDR) (Amendment) Regulations 2018 as the proposed allotment will result in allotment of more than five percent (5%) of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert. However, it does not result to change in control of more than five percent (5%) of the post issue fully diluted share capital of the issuer.

We, Aditya Chokhra, Chartered Accountants, have been appointed by the management of the Company to arrive at the fair value of the equity shares of the Company for the proposed preferential issuance of equity shares in compliance with the provisions of the SEBI guidelines.

The purpose of this report is to express an opinion on the fair value of the equity shares of the Company as of 02nd Feb 2026 to comply with the valuation requirements under the Companies Act, 2013 and the regulations issued by the SEBI with the respect to preferential issuance.

3 Valuation Date

The Valuation date is 02/02/2026.

4. Scope of work

We are given to understand that the management of the Company wants to issue warrants convertible into equity shares under preferential mode.

In this regard Mr. Aditya Chokhra has been requested to submit a report recommending the fair value of the equity shares of the Company.

The scope of our service is:

Conduct a relative (and not absolute) valuation of the equity shares of the company.

Therefore, as a pre-requisite for determination of Fair Market value as required under the Chapter V of the ICDR Regulations of SEBI for the frequently traded shares and as required under the provisions of The Companies Act, 2013, Mr. Aditya Chokhra (an IBBI Registered Valuer) has been appointed by the Company to determine the fair value of the equity shares of the Company.

- Registered Valuer has been appointed by the management of the Company to issue a report on the fair valuation of equity shares of the Company. We understand that the purpose of the said report is to determine the fair value of equity shares of the company, as on 02nd Feb 2026.
- Registered Valuer to value the company as per Valuation rules under the Companies Act 2013.
- Fair valuation of the shares of the Company as per Regulations 164 and/or 165 (as applicable) of the SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018 (“ICDR”).
- The value is to be determined with reference to the valuation date, which is 02nd Feb 2026.
- Our report on recommendation of fair value of equity shares is in accordance with International Valuation Standards as per IBBI regulations.

5. Information Sources

The date of valuation considered is 02nd Feb 2026. In connection with this exercise, we have used the following information received from the Management and/or gathered from public domain:

1. Open, High, Low, Close, VWAP, Volume & Turnover from NSE Archives from 22th Sep 2025 till 01th Feb 2026 computing 90 trading days.
2. Discussions with the management and key finance personnel of the Company.

3. Other relevant information provided, whether in oral or physical form or in soft copy.
4. List of competitors derived from the discussion with the management, market sources and other sources
5. Our discussions from time to time with the management of the company.
6. Economy & Industry data and analysis is from websites of various Govt. departments and other sources.
7. Data extracted from publicly available sources believed to be reliable and true (i.e., BSE, NSE, Moneycontrol, Screener.in etc.)
8. Applicable laws and public circulars under SEBI regulations and the provisions of the Companies Act, 2013.

We have also obtained necessary explanations and information, which we believed were relevant to the present exercise, from the executive and representatives of the Company. It may be mentioned that the Company has been provided opportunity to review the draft report (excluding our valuation analysis and recommendation) for the current job as part of our standard practice to make sure that factual inaccuracies/ omissions are avoided in our report.

6. Standard of Value and Premise of Value

We opine that Fair value of the Equity Shares is the standard of value in the analysis as the company has been in business from past many years.

Here Fair value refers to the, fair value calculated based on SEBI (ICDR) Regulations, 2018 in accordance with Regulation 164(1).

The premise of value is based on going concern value, which is value of a business enterprise that is expected to continue to operate in the future.

7. Valuation Methodology

Valuation by its very nature, cannot be regarded as an exact science and the conclusions arrived at in many cases will be subjective and dependent on the exercise of individual judgment. Given the same set of facts and using the same assumptions, expert opinions

may differ due to the number of separate judgment decisions. There can therefore be no standard formulae to establish an indisputable value, although certain formulae are helpful in assessing reasonableness.

The international Accounting Standard Board (IASB), which is the independent standard setting body of the IFRS foundation, has set out two internationally accepted valuation methodologies for arriving at the fair value of a share namely, the income approach and the market approach.

Guidance is also available from the Institute of Chartered Accountants of India (ICAI) which has published valuation Standards 2018 and prescribes the approaches for generally accepted valuation methodologies such as the Income approach and the market approach similar to the internationally accepted valuation methodologies.

However, ICAI also allows for a third method which is the asset approach for arriving at the fair value of a share.

For the purpose of determining fair value, a valuer may therefore, use any of the approaches as per the generally / internationally accepted valuation methodologies which in its opinion are most appropriate based on the facts of each valuation. Reliance is placed on the case of Dr. Mrs. Renuka Datla vs. Solvay Pharmaceutical B.V. & Ors on 30th October 2003, in which it was held that, a valuer has to give a justification for selecting or rejecting a method.

The internationally / generally accepted valuation methodologies have been discussed hereinafter, along with the reasons for choice of approach used based on the facts of the company.

8. Valuation Approaches

A. Income Approach:

Usually under the Income Based Approach, the methods that maybe applied are Discounted Cash Flow (DCF) Method or the Price Earning Capacity Value (PECV) Method.

Under DCF approach, the future free cash flows of the business are discounted to the valuation date to arrive at the present value of the cash flows of the business or capitalized using a discount rate depending on the capital structure of the company.

This approach also takes into account the value of the business in perpetuity by the calculation of terminal value using the exit multiple method or the perpetuity growth method, whichever is appropriate.

Here the Free Cash Flow to business are discounted at Weighted Average Cost of Capital (WACC), where weighted cost after taking into account of Cost of Equity (based on CAPM Method) and Cost of Debt (Post Tax Interest Cost). Or Free Cash Flow to equity are discounted at Cost of equity (Ke).

Under PECV method, the average earning on the basis of historical 3 to 5 years are first determined, adjustments and then made for any exceptional transactions or items of nonrecurring nature. The adjusted average earnings are then capitalized at an appropriate rate to arrive at the value of business. The capitalization rate so factored has to be decided depending upon various factors such as the earning trend in the industries, P/E prevailing in the industries etc.

Reason for choice of methodology adopted under the Income Approach:

The Income Approach has not been used as the valuation method has been prescribed under the ICDR regulations.

B. Market Approach:

Under this approach the valuation is done on the basis of the quoted market price of the company in case it is a publicly traded company, or publicly traded comparable businesses are reviewed in order to identify a peer group similar to the subject company and then their multiples are applied to the entity being valued to determine the fair value.

Usually under the market based approach, the methods that maybe applied are Market Price Method, Comparable Multiple Method or Precedent Transaction Method by taking into account the various multiple like EV/Sales, EV/EBITDA, P/BV, P/E, Price/Sales can be used to value a business depending upon the facts and circumstances of the cases.

Reason for choice of methodology adopted under the Market Approach:

The Market Approach has not been used as the valuation method has been prescribed under the ICDR regulations.

C. Asset Based Approach:

Under this approach, the book value / replaceable value / realizable value of the underlying assets of the company is determined to arrive at the value of the business, depending on the facts and circumstances applicable to a company.

Usually under the asset based approach, the methods that maybe applied are Net Book Value Method, Net Replaceable Value and Net Realizable Value.

Reason for choice of methodology adopted under the Asset Based Approach:

The Asset Approach has not been used as the valuation method has been prescribed under the ICDR regulations.

9. Valuation Assumptions

- ✓ There have been no material adverse or positive changes occurred during the period of valuation date and signing of the valuation report.

10. Scope Limitation

- ✓ We have not made an appraisal or independent valuation of any of the assets or liabilities of the Company and have not conducted an audit or due diligence or reviewed/validated the financial data provided by the management.

- ✓ We have by no means carried out any audit or due diligence exercise to verify the financial data pertaining to the Company in terms of both past and current balances sheet and profit & loss account provided to us. At this point, we offer no comment on the accuracy and completeness of information.
- ✓ We may mention that our scope of work for this exercise did not include technical /financial feasibility or market research, we shall not have any liability for any misunderstanding (express or implied) contained in, or from any omission from, this document or any other written or oral communication transmitted to us for the purpose of this assignment.
- ✓ It should be noted that any assumptions contained herein are based on information available at the time of written preparation. Any changes in the external and internal environment could significantly affect our analysis and findings.
- ✓ The scope of our work has been limited both in terms of the areas of the businesses and operations which we have reviewed and the extent to which we have reviewed them. There may be matters, other than those noted in this Report, which might be relevant in the context of the transaction and which a wider scope might uncover.
- ✓ This report contains confidential information that has been provided at your request and the same should not be disclosed or circulated in whole or in part without express written consent of the author of this report.
- ✓ In furnishing the Report, we reserve the right to amend or replace the report at any time. Our views are necessarily based on economic, market, and other conditions currently in effect, and the information made available to us, as of date hereof. It should be understood that subsequent development may affect our views and that we do not have any obligation to update, revise, or reaffirm the views expressed in the Report.
- ✓ The management has represented to us that all the items and their values in regards to this valuation assignment are true to the best of their knowledge and information. We have not done any audit of the financial statements provided to us.
- ✓ We have no present or planned future interest in and the fee for this Valuation analysis is not contingent upon the values reported herein.

- ✓ The Valuation Analysis contained herein is not intended to represent the value at any time other than the date that is specifically stated in this Report. We have no responsibility to update this report for events and circumstances occurring after the date of this Report.
- ✓ Our valuation analysis should not be construed as investment advice; specifically, we do not express any opinion on the suitability or otherwise of entering into any transaction with the Company.
- ✓ The report is neither an offer to sell, nor a solicitation to buy securities, and/or equity in or assets of the company.
- ✓ An analysis of such nature is necessarily based on the prevailing stock market, financial, economic and other conditions in general and industry trends in particular as in effect on, and the information made available to us as of, the date hereof. Events occurring after the date hereof may affect this report and the assumptions used in preparing it, and we do not assume any obligation to update, revise or reaffirm this Report.
- ✓ We have provided a draft copy / workings of this report to the management of the Company, who have confirmed to the best of their knowledge and belief that the factual information contained within this document is correct and that there are no material omissions. We reserve the right to alter our conclusions should any information that we are not aware of at the time of preparing this report comes to light that has a material impact on the conclusions herein.
- ✓ The calculation of proposed allotment with respect to the % of change in shareholding for person acting in concert, has been provided by the management of the company.

This report has been prepared solely for the management and Boards of Directors of the Company and filings with statutory authorities. This report should not be used for any other purpose.

11. Valuation Opinion

Calculation of minimum issue price as per prescribed under Chapter V of SEBI ICDR Regulations 2018:

Determination of frequently traded shares of the Company as per Regulation 164(5):

Sr. No.	Description	No. of Shares
1	Trading volume of equity shares at BSE Limited (BSE)	13,94,31,556
2	Trading volume of equity shares at National Stock Exchange of India Limited (NSE)	94,09,94,810

The calculation of the same is as follows:

As per the SEBI (ICDR) Regulations, 2018 (amended time to time), the pricing rules for frequently traded and infrequently traded equity shares have been clearly defined. Based on the trading data available, we observed that the Company's equity shares recorded a trading turnover of approximately 192.79% (i.e., 94,09,94,810 shares out of 48,81,04,085 total equity shares) during the 240 trading days preceding the valuation date.

Accordingly, since the trading turnover exceeds 10% of the total number of outstanding equity shares, the Company's shares are classified as frequently traded shares under the SEBI (ICDR) Regulations. Hence, the pricing methodology prescribed under Regulation 164 for frequently traded shares has been applied for determining the issue price.

The calculation of the same is as follows:

Trading Days	No. of Shares
240 Trading Days	94,09,94,810
No. of Equity Shares	48,81,04,085
% of Equity Shares	192.79%

Valuation Conclusion and Computation of The Fair Value of The Company:

As per the SEBI (ICDR) Regulations, 2018, since the equity shares of the Company are frequently traded, the valuation of equity shares for the purpose of determining the price of preferential issue has been carried out in accordance with Regulation 164(1).

Under the said regulation, the preferential issue price shall be not less than the higher of:
the average of the weekly high and low of the volume-weighted average prices (VWAP) of the equity shares quoted on the recognized stock exchange during the preceding 90 trading days, and
the average of the weekly high and low of the volume-weighted average prices (VWAP) of the equity shares quoted during the preceding 10 trading days, immediately prior to the relevant date.

Volume weighted average price (VWAP) of the equity shares of Sterlite Technologies Ltd quoted on the NSE during the last 90 trading days preceding the Relevant Date: Calculation of Fair value as per Regulation 164 (1):

DAY	DATE	VWAP	VOLUME
1	01-Feb-26	114.99	2,58,51,815
2	30-Jan-26	104.22	78,56,336
3	29-Jan-26	100.38	1,36,07,504
4	28-Jan-26	98.80	1,20,26,966
5	27-Jan-26	86.18	13,00,495
6	23-Jan-26	90.26	17,84,575
7	22-Jan-26	93.80	7,16,090
8	21-Jan-26	92.97	18,95,511
9	20-Jan-26	91.30	13,86,887
10	19-Jan-26	92.79	9,90,063
11	16-Jan-26	94.39	21,26,728
12	14-Jan-26	93.86	11,44,222
13	13-Jan-26	93.27	9,36,202
14	12-Jan-26	91.64	16,90,841
15	09-Jan-26	95.04	12,22,307
16	08-Jan-26	97.03	10,55,594
17	07-Jan-26	98.80	8,94,097
18	06-Jan-26	99.62	8,21,922
19	05-Jan-26	102.38	7,11,083
20	02-Jan-26	103.26	14,81,305
21	01-Jan-26	105.06	23,58,698
22	31-Dec-25	102.74	12,79,278
23	30-Dec-25	101.96	5,78,037
24	29-Dec-25	102.67	9,06,614
25	26-Dec-25	104.01	6,46,782
26	24-Dec-25	104.48	7,42,827
27	23-Dec-25	105.75	13,41,785
28	22-Dec-25	108.37	1,15,00,051
29	19-Dec-25	98.23	13,12,981
30	18-Dec-25	94.82	8,91,220
31	17-Dec-25	96.11	7,41,189
32	16-Dec-25	96.96	7,03,584
33	15-Dec-25	98.25	7,60,122
34	12-Dec-25	100.04	8,56,017
35	11-Dec-25	97.14	4,37,539
36	10-Dec-25	97.06	5,52,493
37	09-Dec-25	95.92	12,96,729
38	08-Dec-25	96.70	10,73,748
39	05-Dec-25	99.35	8,79,326
40	04-Dec-25	100.76	14,33,346
41	03-Dec-25	103.22	4,45,425
42	02-Dec-25	104.65	6,50,951
43	01-Dec-25	106.41	9,38,384
44	28-Nov-25	105.17	6,80,166
45	27-Nov-25	107.05	5,41,176

DAY	DATE	VWAP	VOLUME
46	26-Nov-25	107.71	11,12,756
47	25-Nov-25	105.91	7,93,564
48	24-Nov-25	107.58	18,68,857
49	21-Nov-25	107.81	23,27,980
50	20-Nov-25	112.40	7,73,598
51	19-Nov-25	112.98	12,73,174
52	18-Nov-25	115.27	11,10,163
53	17-Nov-25	116.64	9,59,348
54	14-Nov-25	118.37	16,06,922
55	13-Nov-25	116.85	20,64,351
56	12-Nov-25	113.74	12,67,016
57	11-Nov-25	113.40	10,76,985
58	10-Nov-25	113.75	17,35,043
59	07-Nov-25	112.94	22,79,714
60	06-Nov-25	115.59	34,69,119
61	04-Nov-25	120.67	7,03,186
62	03-Nov-25	121.62	24,29,542
63	31-Oct-25	117.80	10,08,392
64	30-Oct-25	121.86	8,13,374
65	29-Oct-25	121.61	23,95,207
66	28-Oct-25	117.06	9,30,787
67	27-Oct-25	119.94	12,76,720
68	24-Oct-25	119.07	17,39,782
69	23-Oct-25	115.69	11,32,570
70	21-Oct-25	117.67	2,76,973
71	20-Oct-25	114.88	20,19,140
72	17-Oct-25	116.40	5,95,941
73	16-Oct-25	117.10	5,24,819
74	15-Oct-25	116.36	14,58,680
75	14-Oct-25	114.33	11,36,589
76	13-Oct-25	117.59	8,06,980
77	10-Oct-25	117.82	6,57,465
78	09-Oct-25	118.54	9,14,014
79	08-Oct-25	118.52	6,68,440
80	07-Oct-25	120.03	6,23,586
81	06-Oct-25	120.81	6,45,634
82	03-Oct-25	121.58	13,56,381
83	01-Oct-25	119.62	28,20,763
84	30-Sep-25	114.36	10,21,763
85	29-Sep-25	118.05	10,40,669
86	26-Sep-25	118.86	14,37,745
87	25-Sep-25	124.63	13,94,763
88	24-Sep-25	123.78	8,23,617
89	23-Sep-25	124.12	8,92,000
90	22-Sep-25	124.55	11,69,931

Volume weighted average price (VWAP) of the equity shares of Sterlite Technologies Ltd quoted on the NSE during the last 10 trading days preceding the Relevant Date:

DAY	DATE	VWAP	VOLUME
1	01-Feb-26	114.99	2,58,51,815
2	30-Jan-26	104.22	78,56,336
3	29-Jan-26	100.38	1,36,07,504
4	28-Jan-26	98.80	1,20,26,966
5	27-Jan-26	86.18	13,00,495
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7	22-Jan-26	93.80	7,16,090
8	21-Jan-26	92.97	18,95,511
9	20-Jan-26	91.30	13,86,887
10	19-Jan-26	92.79	9,90,063

5. Calculation of Pricing

Period	VWAP (INR)
90 Trading Days	108.15
10 Trading Days	105.03

Accordingly, in compliance with Regulation 164(1), the floor price for the proposed preferential issue shall be the higher of the two, i.e. **INR 108.15 per equity share.**

Conclusion:

Based on the above computation, the fair value / minimum issue price (floor price) of the Company's equity shares for the purpose of the proposed preferential allotment is INR 108.15 (Rupees Nineteen and Twenty-Three Paise Only) per equity share of face value INR 2/- each, or such higher price as may be determined by the Company in compliance with applicable SEBI (ICDR) Regulations.

ADITYA
CHOKHRA

Digitally signed by
ADITYA CHOKHRA
Date: 2026.02.07
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