To,
The Board of Directors
MIRC Electronics Limited
Mumbai.

Ref: Certification of compliance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 and amendments thereto in relation to proposed preferential issue of equity shares.

Dear Sir/('s),

1. I Mr. Mahesh Darji, Practicing Company Secretaries, have been requested by **MIRC Electronics Limited** ("the Company") having its registered office at Mumbai, have been requested by the Company, to certify that the proposed preferential issue of equity shares are in compliance with the requirements of "Chapter V - Preferential Issue" of Securities and Exchange Board of India ("SEBI") (Issue of Capital and Disclosures Requirement) Regulations 2018 as amended from time to time ("the ICDR Regulations"). In accordance with Regulation 163(2) of the ICDR Regulations, the certificate is to be placed before the general meeting of the shareholders considering the proposed preferential issue.

2. Based on the procedure performed by us as stated above, and according to the information, explanations & written representation provided to us, we hereby certify that the proposed preferential issue is in accordance with the requirements of Chapter V of the ICDR Regulations.

Thanking You,
Yours Faithfully,

For **Mayank Arora & Co.**
Company Secretaries

Mayank Arora
Digitally signed by Mayank Arora
Date: 2025.08.13 15:45:20 +05'30'

Mayank Arora
Partner
Membership No. F10378
COP No. 13609
UDIN: F010378G001005779

Place: Mumbai
Date: 13/08/2025