



AKSHAT GARG & ASSOCIATES

Secretarial, Legal & Corporate Advisory
Peer Reviewed Firm



Office No. 371, 3rd Floor, Rishabh Cloud9 Towers, Sector 1, Vaishali, Ghaziabad, U.P. - 201010
Email ID: acs@acsadvisors.in; Phone: 0120-4573083; +91-9350546594
UDYAM Registration No.: UDYAM-UP-29-0050415

To

The Board of Directors

USS Global Limited [CIN: L74900DL1993PLC056491]

Office No. 400, IITL Twin Towers,

B-9, Netaji Subhash Place, Pitampura, New Delhi – 110034

CERTIFICATE ON COMPLIANCE OF CHAPTER V - "PREFERENTIAL ISSUE" OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 AS AMENDED

We, Akshat Garg & Associates, Practicing Company Secretary, C.P. No. 10655, have been requested by USS Global Limited ("the Company") to certify compliance with the requirements of Chapter V - Preferential Issue of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (hereinafter referred to as "SEBI (ICDR) Regulations"), for the purpose of presenting at the Extra-Ordinary General Meeting (EGM) of the Company to be held on February 22, 2024.

This certificate is in relation to the proposed preferential issue, to Promoter and Non - Promoters on preferential basis upto 52,58,000 (Fifty Two Lakhs Fifty Eight Thousand) Equity Shares of face value of Rs.10/- each, at a price of Rs. 10/- each or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations, whichever is higher.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the Chapter V - Preferential Issue of SEBI (Issue of Capital and Disclosure Requirements) Regulation 2018 as amended thereto, to the extent applicable, in regard to the proposed Preferential issue to Promoter and Non-Promoters, on preferential basis upto 52,58,000 (Fifty Two Lakh Fifty Eight Thousand) Equity Shares of face value of Rs.10/- each, at a price of Rs. 10/- each or at a price being not lower than the minimum price determined in accordance with the Regulations for Preferential Issue contained in Chapter V of SEBI (ICDR) Regulations, whichever is higher.

This Certificate is issued solely for the purpose of presenting at the Extra-Ordinary General Meeting (EGM) of the Company to be held on February 22, 2024 and for the purpose of submission to the Metropolitan Stock Exchange of India Limited, Stock Exchange where the equity shares of the Company is listed.

For Akshat Garg & Associates
(Company Secretaries)



Akshat Garg

Date: 25.01.2024

Place: Ghaziabad

(CS Akshat Garg)

Prop.

C. P. No. 10655

M. No. F9161

UDIN: F009161E003310019