



MANJU MUNDRA & CO.
COMPANY SECRETARIES
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September 24, 2025

To,
The General Manager
Listing Operation
BSE Limited
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

Scrip Code: 543442

Symbol: BCONCEPTS

Sub: Application for "In-principal approval" for issuance of 6,10,000 warrants at Rs. 327.80 convertible into equity shares of the company to be issued on preferential basis by Brand Concepts Limited to Mr. Prateek Maheshwari (Managing Director & Member of Promoter Group) under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Dear Sir / Madam,

1. We, Manju Mundra & Co. Practicing Company Secretary, hereby certify that the minimum issue price for the proposed preferential issue of warrants by Brand Concepts Limited, based on the pricing formula prescribed under Regulation 164 / 165 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been worked out at Rs. 327.80 (Rupees Three Hundred and Two and Paise Eighteen Only).
2. The pre-preferential shareholding of the proposed allottee has been locked in accordance with Regulation 167 (6) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from September 16, 2025 (Relevant Date) till date of lock-in i.e. 20-09-2025 in CDSL and 24-09-2025 in NSDL. The details of allottee pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of Proposed Allottee	DP ID *	Pre-preferential holding	Lock-in details**		Pledged with	Pledge end date
			From	To		

Prateek Maheshwari	1206690000243641	1134154	20/09/2025	02/03/2026	NA	NA
Prateek Maheshwari	IN30429553406236	242000	24/09/2025	03/03/2026	NA	NA

(*) client id/ folio no in case allottee hold the securities in physical form.

(**) The Company has created the Lock-in of entire pre-preferential allotment shareholding of the Proposed Allottee. Further, the Proposed Allottee has confirmed that he has not sold any equity shares of the company during the 90 trading days period prior to the relevant date till the date of Board Meeting and have also undertaken not to sell any equity shares of the Company till the lock-in is created.

3. The relevant date for the purpose of said minimum issue price was September 16, 2025.
4. The workings for arriving at such minimum issue price have been attached herewith.
5. 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 National Stock Exchange of India Limited.
6. 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.

OR

~~We hereby certify that the Articles of Association of the issuer provides for a method of determination which results in a floor price higher than that determined under ICDR Regulations, 2018 then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue. Accordingly, we have calculated the floor price which worked out as Rs. _____. [kindly provide the detailed working of the same].~~

For Manju Mundra & Co.

Place : Indore

Date : 24-09-2025

CS Manju Mundra

Proprietor

FCS- 4431, CP- 3454

Peer Review No. 1667/2022

UDIN- F004431G001328754

Annexure A**Calculation of floor price as per prescribed under Chapter V of SEBI (ICDR) Regulations, 2018**

Particulars	Dates
Date of Board Meeting	September 23, 2025
Date of Extra ordinary General Meeting	October 16, 2025
Relevant Date *	September 16, 2025

*The relevant date for calculation of issue price was considered as September 16, 2025 (being the date 30 days prior to the proposed date for the general meeting in which preferential allotment will be considered).

Calculation of share price in accordance with Regulation 164(1) of the SEBI ICDR Regulations is as under:**(a) 90 Trading days Volume weighted average price**

Sr. No.	Date	No. of Shares	Total Turnover (Rs.)
1.	15/09/2025	15889	4313175.15
2.	12/09/2025	6822	1804708.95
3.	11/09/2025	57672	15397721.65
4.	10/09/2025	13240	3611477.95
5.	09/09/2025	42635	11224151.75
6.	08/09/2025	24784	6566380.50
7.	05/09/2025	8711	2373859.15
8.	04/09/2025	6574	1823860.35
9.	03/09/2025	6636	1842260.35
10.	02/09/2025	8950	2476750.55
11.	01/09/2025	16562	4543599.20
12.	29/08/2025	18367	5117212.55
13.	28/08/2025	5294	1470426.40
14.	26/08/2025	11132	3155244.10
15.	25/08/2025	13002	3758860.50
16.	22/08/2025	5032	1494139.50
17.	21/08/2025	8456	2535542.70
18.	20/08/2025	40152	12164048.55
19.	19/08/2025	7364	2240247.30
20.	18/08/2025	19210	5763016.00
21.	14/08/2025	11310	3376510.55
22.	13/08/2025	3686	1157027.95
23.	12/08/2025	2487	768776.20
24.	11/08/2025	5374	1652764.60
25.	08/08/2025	4641	1461564.15
26.	07/08/2025	2785	894362.90
27.	06/08/2025	5633	1834017.55
28.	05/08/2025	3067	1012606.55

Sr. No.	Date	No. of Shares	Total Turnover (Rs.)
29.	04/08/2025	1614	528879.05
30.	01/08/2025	2839	938733.30
31.	31/07/2025	2265	750219.80
32.	30/07/2025	4461	1481007.95
33.	29/07/2025	6803	2207962.65
34.	28/07/2025	5832	1939549.25
35.	25/07/2025	8141	2705819.35
36.	24/07/2025	9372	3142602.70
37.	23/07/2025	7075	2339364.45
38.	22/07/2025	4853	1620533.95
39.	21/07/2025	10475	3531964.75
40.	18/07/2025	8840	3021102.20
41.	17/07/2025	10885	3685779.55
42.	16/07/2025	4278	1460095.55
43.	15/07/2025	4721	1617574.00
44.	14/07/2025	3461	1180598.00
45.	11/07/2025	3793	1289146.80
46.	10/07/2025	7426	2554088.45
47.	09/07/2025	7518	2593114.00
48.	08/07/2025	7718	2648750.85
49.	07/07/2025	4707	1632411.90
50.	04/07/2025	8416	2919365.50
51.	03/07/2025	9780	3394448.40
52.	02/07/2025	5892	2043518.95
53.	01/07/2025	17412	6082337.40
54.	30/06/2025	9622	3367719.95
55.	27/06/2025	6983	2439909.50
56.	26/06/2025	10245	3610927.10
57.	25/06/2025	8710	3068647.70
58.	24/06/2025	9214	3157561.05
59.	23/06/2025	2984	1024162.30
60.	20/06/2025	15032	5236214.10
61.	19/06/2025	125001	45904440.30
62.	18/06/2025	4816	1648989.50
63.	17/06/2025	2573	895139.80
64.	16/06/2025	5597	1952510.45
65.	13/06/2025	12885	4473394.65
66.	12/06/2025	11934	4234169.00
67.	11/06/2025	25826	9370052.65
68.	10/06/2025	10560	3864048.50
69.	09/06/2025	12691	4655771.85
70.	06/06/2025	4663	1651015.65
71.	05/06/2025	11426	4089562.30
72.	04/06/2025	11720	4134993.10
73.	03/06/2025	5025	1712912.70
74.	02/06/2025	7766	2644591.30
75.	30/05/2025	6049	2032680.80

Sr. No.	Date	No. of Shares	Total Turnover (Rs.)
76.	29/05/2025	6853	2308784.90
77.	28/05/2025	6729	2270846.15
78.	27/05/2025	10077	3394113.25
79.	26/05/2025	18345	6147887.90
80.	23/05/2025	4949	1706567.95
81.	22/05/2025	19693	6784583.00
82.	21/05/2025	6593	2322154.30
83.	20/05/2025	18668	6829406.25
84.	19/05/2025	31938	11735696.95
85.	16/05/2025	31743	11457922.40
86.	15/05/2025	12551	4545433.95
87.	14/05/2025	4908	1797913.50
88.	13/05/2025	7164	2613448.50
89.	12/05/2025	9303	3421911.55
90.	09/05/2025	5708	2007165.45
Total		1060588	34,76,56,532.60
Volume Weighted Average Price			327.80

(b) 10 Trading days Volume weighted average price

Sr. No.	Date	No. of Shares	Total Turnover (Rs.)
1	15-Sep-25	15,889	43,13,175.15
2	12-Sep-25	6,822	18,04,708.95
3	11-Sep-25	57,672	1,53,97,721.65
4	10-Sep-25	13,240	36,11,477.95
5	09-Sep-25	42,635	1,12,24,151.75
6	08-Sep-25	24,784	65,66,380.50
7	05-Sep-25	8,711	23,73,859.15
8	04-Sep-25	6,574	18,23,860.35
9	03-Sep-25	6,636	18,42,260.35
10	02-Sep-25	8,950	24,76,750.55
Total		191913	5,14,34,346.35
Volume Weighted Average Price			268.01

(c) Minimum Price as calculated under Regulation 164(1) of the SEBI ICDR Regulations

Particulars	Value Per Share (in Rs.)
90 Trading days Volume Weighted Average Price	327.80
10 Trading days Volume Weighted Average Price	268.01
Higher of the above	327.80