AJAY YADAV & ASSOCIATES
Practicing Company Secretary
Peer Reviewed Firm
{ACS, LL.B. (Gen) M.com}

COMPLIANCE CERTIFICATE

(Pursuant to Regulation 163(2), Part III of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018)

To,
The Board of Directors
Harmony Capital Services Ltd.
WeWork Lightbridge, 6th Floor,
Corporate No. 137, Hiranandani Business Park,
Saki Vihar Road, Tunga Village, Chandivali, Powai,
Mumbai – 400072, Maharashtra, India.

Subject: Certificate confirming compliance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") for the proposed preferential issue of Equity Shares by Harmony Capital Services Ltd. ("the Company")

Dear Sir/Madam,

1. In connection with the proposed preferential issue of upto 1,26,47,400 (One Crore Twenty-Six Lakhs Forty-Seven Thousand Four Hundred) Equity Shares of face value of Rs. 10/- each for consideration other than cash on preferential basis to persons belonging to Promoter and Non-Promoter Category ("Proposed Allottees"), pursuant to the provisions of Chapter V of the SEBI ICDR Regulations and Sections 42 and 62 of the Companies Act, 2013, the Company is required to obtain a certificate from a Practicing Company Secretary certifying that the proposed preferential issue is being made in accordance with the requirements of the ICDR Regulations.

2. Accordingly, I, Ajay Yadav, Proprietor of M/s. Ajay Yadav & Associates, Practicing Company Secretaries, having office at Mumbai, have examined the relevant records and documents of Harmony Capital Services Ltd. and issue this Compliance Certificate in terms of Regulation 163(2) of the ICDR Regulations.

3. The proposed preferential issue was approved by the Board of Directors of the Company at its meeting held on 16th July, 2026.

4. As required under Regulation 163(2) of the ICDR Regulations, this Compliance Certificate shall be placed before the Members of the Company through Postal Ballot for considering the proposed preferential issue.

5. This Compliance Certificate shall also be made available for inspection by the Members during the voting period and shall also be hosted on the website of the Company as mentioned in the Postal Ballot Notice dispatched on 17th July, 2026.

MANAGEMENT RESPONSIBILITY:

The management of the Company is responsible for ensuring compliance with the requirements of the ICDR Regulations including:

a) Determination of the Relevant Date in accordance with Regulation 161 of ICDR Regulations;

b) Determination of issue price in accordance with Regulation 165 and other applicable provisions of ICDR Regulations;

c) Compliance with all conditions applicable for preferential issue under Chapter V of ICDR Regulations, Companies Act, 2013 and other applicable laws;

d) Preparation and maintenance of all supporting records and documents relating to the proposed preferential issue.

PRACTICING COMPANY SECRETARY'S RESPONSIBILITY:

Pursuant to Regulation 163(2) of the ICDR Regulations, our responsibility is to certify whether the proposed preferential issue is being made in accordance with the requirements of Chapter V of the ICDR Regulations.

Based on our verification of records and documents produced before us and explanations furnished by the Management of the Company, I hereby certify that:

a) The present Equity Shares of the Company are fully paid-up;

b) The proposed preferential issue has been approved by the Board of Directors of the Company 16th July, 2026.

c) The relevant disclosures required under Regulation 163(1) of the ICDR Regulations and the Companies Act, 2013 have been made in the Postal Ballot Notice issued to the shareholders;

d) The Relevant Date for determination of issue price has been fixed as Friday, 17th July, 2026 in accordance with the ICDR Regulations;

e) The pricing of the proposed preferential issue is in compliance with Regulation 164 of the ICDR Regulations;

f) The proposed allotment shall be made only in dematerialized form;

g) The proposed allotment is subject to lock-in requirements as prescribed under Regulation 167 of ICDR Regulations;

h) The Company shall apply for in-principle approval from BSE Limited for the proposed preferential issue;

i) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

j) None of the proposed allottees belonging to promoter/promoter group have sold any equity shares of the Company during the 90 trading days preceding the Relevant Date, except as disclosed by the Management and permitted under applicable provisions of ICDR Regulations;

k) The proposed allottees are eligible for allotment under Chapter V of the ICDR Regulations;

l) The proposed preferential issue is in compliance with the Memorandum and Articles of Association of the Company and applicable provisions of the Companies Act, 2013 and ICDR Regulations.

CERTIFICATION:

Based on the above verification and according to the information and explanations given to us, I hereby certify that the proposed preferential issue of Equity Shares by Harmony Capital Services Ltd. is being made in compliance with the requirements of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

For Ajay Yadav & Associates,
Company Secretaries

AJAY SURESH YADAV
Digitally signed by AJAY SURESH YADAV

Ajay Yadav
Proprietor
M. No.: A75958
C. P. No.: 27919

Place: Mumbai
Date: 17-07-2026
UDIN: A075958H000865824
Peer Review No: 6776/2025