NEELAM GUPTA & ASSOCIATES
COMPANY SECRETARIES

G-3 Ground Floor , Aman Residency -IX
Plot no. 5/77, Sector 5, Rajendra Nagar
Sahibabad, Ghaziabad 201 005 U.P.
(Near Khaitan Public School)
Mobile : 9350780821
E-Mail : neelamrna@gmail.com

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,
The Members
Sammaan Capital Limited
A-34, 2nd & 3rd Floor,
Lajpat Nagar-II,
New Delhi – 110 024

We, M/s Neelam Gupta & Associates, Company Secretaries in practice, have been appointed as the Secretarial Auditors of Sammaan Capital Limited having CIN: L65922DL2005PLC136029 and registered office at A-34, 2nd & 3rd Floor, Lajpat Nagar-II, New Delhi – 110 024 (hereinafter referred to as 'the Company'), vide an ordinary resolution passed by its shareholders in their 20th Annual General Meeting held on September 29, 2025. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations') for the year ended March 31, 2026.

Management Responsibility:

It is the responsibility of the Management of the Company to adhere to the Regulations. The Management of the Company is responsible for implementing the Employee Stock Options (ESOP) Scheme and Employee Stock Benefit Scheme in accordance with the Regulations, including designing, maintaining records and devising proper systems to ensure compliance with the applicable provisions of laws and Regulations and to ensure that the systems are adequate and operate effectively. Further, we have been informed by the Company that the relevant Accounting Standards relating to ESOPs as prescribed by the Central Government have been complied with.

Auditor's Responsibility:

Pursuant to the Regulations, it is our responsibility to certify whether the Company has complied with the applicable provisions of the Regulations in implementing the Plan on the basis of information compiled or collated by the Management and the accounting and other relevant supporting records and documents provided to us for our examination.

NEELAM GUPTA & ASSOCIATES
Company Secretaries
GHAZIABAD

Verification:

We have for the purpose of issuing this certificate, examined:

a. the below mentioned ESOP and share-based employee benefit plans ('the plans') of the Company:
   1. Indiabulls Housing Finance Limited - Employees Stock Option Scheme-2013 (effective from 06th March, 2013)
   2. Indiabulls Housing Finance Limited - Employee Stock Benefit Scheme-2019 (effective from 23rd December, 2019)
   3. Indiabulls Housing Finance Limited - Employee Stock Benefit Scheme -2021 (effective from 29th July, 2021)
   4. Indiabulls Housing Finance Limited - Employee Stock Benefit Scheme -2023 (effective from 25th September, 2023);
   5. Sammaan Capital Limited - Employee Stock Benefit Scheme 2024 (effective from 27th September, 2024)

b. the Regulations; and

c. such other information and documents which we considered necessary for the purpose of issuing this certificate.

For the purpose of verifying the compliance with the Regulations, we have examined the following details and documents:

1. Original and revised ESOP and Employee Stock Benefit Scheme(s) of the Company, in force;
2. Articles of Association of the Company;
3. Resolutions passed at the meetings of the Board of Directors and its committees;
4. Shareholders resolutions passed from time to time at General Meetings or through Postal Ballot.
5. Trust Deed in respect of schemes implemented through Trust viz. Pragati Employee Welfare Trust Deed (formed on December 3, 2019 and amended on October 5, 2020 and May 25, 2022);
6. Minutes of the meetings of the Nomination and Remuneration Committee (hereinafter refereed as 'NRC'), as applicable;
7. Detailed terms and conditions of the options granted by NRC, as applicable;
8. Secretarial Documents maintained by the Company for the recording of grant, vesting and exercise of options under the ESOP Scheme;
9. Valuation methodology for determining Exercise Price / Pricing formula as per the Scheme;
10. In-principal approval for listing of up to maximum of 5,00,00,000 equity shares under Employee Stock Benefit Scheme, 2024 in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
11. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder;
12. Disclosures by the Board of Directors;
13. Written representations and the explanations of the Management and other relevant document/ filing/ records/ information and additional documents, as sought and made available by the Company.

NEELAM GUPTA & ASSOCIATES Company Secretaries GHAZIABAD

Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished by the Company and its Officers, we certify that the Company has implemented the ESOP and Employee Stock Benefit Scheme in accordance with the applicable provisions of the Regulations and the Resolutions of the Shareholders of the Company passed in the General Meeting(s) / through Postal Ballot.

We have not performed an audit, the objective of which is the expression of an opinion on the financial statements, specified elements, accounts or items thereof, for the purpose of this certificate. Accordingly, we do not express such an opinion.

We further report that:

During the Period under review, the NRC at its meeting held on October 02, 2025 has granted,

a. under "Indiabulls Housing Finance Limited Employee Stock Benefit Scheme - 2023" (the "Scheme"), 2,00,00,000 (Two Crore), stock options, out of the lapsed Stock Options granted earlier, representing an equal number of equity shares of face value of Rs. 2/- each in the Company, at an exercise price of Rs. 170/- (which is above the closing market price of the fully paid-up equity shares of the Company on National Stock Exchange of India Limited, on the working day immediately preceding the date of grant of options, under the Scheme(s) i.e. October 01, 2025). The Stock Options so granted, shall vest within two years beginning from October 03, 2026 the first vesting date. This scheme is for the benefit of the employees of the company and its wholly owned subsidiaries.

b. under the "Indiabulls Housing Finance Limited Employees Stock Option Scheme - 2013", 10,53,406 (Ten Lacs Fifty-Three Thousand Four Hundred and Six), stock options, out of the lapsed Stock Options granted earlier, representing an equal number of equity shares of face value of Rs. 2/- each in the Company, at an exercise price of Rs. 170/- (which is above the closing market price of the fully paid-up equity shares of the Company on National Stock Exchange of India Limited, on the working day immediately pre-ceding the date of grant of options, under the Scheme i.e. October 1, 2025. The Stock Options so granted, shall vest on October 3, 2026. This scheme is for the benefit of the employees of the company.

2. The NRC at its meeting held on March 30, 2026 granted:

a. under "Sammaan Capital Employee Stock Benefit Scheme - 2024" (the "Scheme"), 13,06,260 (Thirteen Lakh Six Thousand Two Hundred and Sixty) stock options, out of the lapsed Stock Options granted earlier, representing an equal number of equity shares of face value of Rs. 2/- each in the Company, at an exercise price of Rs. 151/- (which is above the closing market price of the fully paid-up equity shares of the Company on National Stock Exchange of India Limited, on the working day immediately preceding the date of grant of options, under the Scheme(s) i.e. March 27, 2026). The Stock Options so granted, shall vest within two years beginning from March 31, 2027 the first vesting date. This scheme is for the benefit of the employees of the company and its wholly owned subsidiaries.

NEELAM GUPTA & ASSOCIATES Company Secretaries

b. under "Indiabulls Housing Finance Limited Employees Stock Option Scheme - 2013" (the "Scheme"), 10,43,798 (Ten Lakh Forty-Three Thousand Seven Hundred and Ninety-Eight), stock options, out of the lapsed Stock Options granted earlier, representing an equal number of equity shares of face value of Rs. 2/- each in the Company, at an exercise price of Rs. 151/- (which is above the closing market price of the fully paid-up equity shares of the Company on National Stock Exchange of India Limited, on the working day immediately preceding the date of grant of options, under the Scheme(s) i.e. March 27, 2026). The Stock Options so granted, shall vest within two years beginning from March 31, 2027 the first vesting date. This scheme is for the benefit of the employees of the company and its wholly owned subsidiaries.

3. The NRC made allotment of 3,00,617 Equity Shares on December 25, 2025 to eligible employees of the Company and its subsidiary companies, upon exercise of equivalent number of options vested in their favour under 'Indiabulls Housing Finance Limited Employees Stock Option Scheme – 2013'.

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.
4. This certificate is issued on the request of the Company and is solely for the purposes as stated in Regulation 13 of the Regulations. This certificate is not be used for any other purpose.

For Neelam Gupta and Associates

NEELAM GUPTA & ASSOCIATES
Company Secretaries
GHAZIABAD

(Neelam Gupta)
Practicing Company Secretary
FCS : 3135
CP : 6950
PR No. : 6760/2025
UDIN : F003135H000982839

Place : Ghaziabad
Date : 30th July, 2026.