

June 20, 2026

To,
The General Manager
The Corporate Relationship Department,
BSE Limited,
1st Floor, P.J.Towers, Dalal Street,
Mumbai – 400 001.

To,
The Securities and Exchange Board of
India Ltd
Plot No. C4-A, 'G' Block, Bandra-Kurla
Complex, Bandra (East),
Mumbai – 400051.

Dear Sir/ Ma'am,

Sub: Response to the E-mail received from Bombay Stock Exchange on 10.06.2026

Reference: Case ID: 262462 – Application under Regulation 37 of the SEBI (LODR) Regulations, 2015 seeking No Objection Certificate for the proposed Scheme of Amalgamation of Planetfirst Green Private Limited (“Transferor Company”) with and into POCL Enterprises Limited (“Transferee Company”).

With reference to the above cited subject matter, we, POCL Enterprises Limited, hereby submit the responses towards the additional details sought via email dated 10.06.2026 by your goodselves.

1) Details of shares of Transferee Company being allotted as consideration in the prescribed format.

Reply – The details of shares of Transferee Company being allotted as consideration in above format are being enclosed as **Annexure - 1**.

2) Capital Build-up of Transferor Company along with last 3 years' shareholding pattern filed with ROC.

Reply – The certificate on the share capital build-up of Planetfirst Green Private Limited (Transferor Company), issued by M/s. VRC & Co., Chartered Accountants, Statutory Auditors of the Transferor Company, is enclosed as **Annexure – 2**.

Further, the shareholding pattern of the Transferor Company for the last three financial years as filed with the Registrar of Companies (ROC) are enclosed as **Annexure – 3**.

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3) Details of Revenue, PAT and EBIDTA of Transferor Company and Transferee Company for last 3 years in the prescribed format.

Reply – The details of the Revenue, PAT and EBIDTA of Planetfirst Green Private Limited (Transferor Company) and POCL Enterprises Limited (Transferee Company) for the last 3 years in the prescribed format, is enclosed as **Annexure – 4A & 4B.**

4) Details of actions taken or subsisting against Transferor Company, Transferee Company and its Promoters/Directors.

Reply – There are **no actions** taken or subsisting against Planetfirst Green Private Limited (Transferor Company), POCL Enterprises Limited (Transferee Company) and any of the Promoter/promoter Group & Directors of both the aforesaid entities. The undertaking in this respect is enclosed as **Annexure – 5A & 5B.**

5) Details of PAN of Transferor Company, Transferee Company, Promoter and Promoter group and its directors in excel format.

Reply – The details of PAN of Transferor Company, Transferee Company, Promoter and Promoter group and its directors in excel format is enclosed as **Annexure – 6.**

6) Details of growth rate considered while projecting the future cash flows of Transferor and Transferee Company with respect to Income approach (DCF).

Reply – The details of growth rate considered while projecting the future cash flows of Transferor Company and a confirmation that the Income Approach Method has not been adopted for the Transferee Company, is enclosed as **Annexure - 7.**

7) Basis for considering the growth rate while projecting future cash flows.

Reply – The basis for considering the growth rate while projecting future cash flows is provided under **Annexure -7.**

8) Details of agreements, if any, entered between Promoters of Transferor Company and Transferee Company prior to filing the Scheme with Stock Exchanges.

Reply – No agreements have been entered into between the Promoters of the Planetfirst Green Private Limited (“Transferor Company”) and the Promoters of POCL Enterprises Limited (“Transferee Company”).

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9) Confirmation of whether NOC has been received from the lenders along with relevant details and documents.

Reply - The NOC from the respective lender banks of both the Transferor Company and the Transferee Company have been duly obtained and were submitted to the Stock Exchange as part of the Scheme application process. Copies of the said NOCs are enclosed herewith as **Annexure 8**.

Kindly take the above responses on records.

For POCL Enterprises Limited

AASHISHKUM
AR KAILASH
CHAND JAIN

Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954

Name of the Shareholder	Classification in Transferor Company	Shares held in Transferor Company	Share Exchange Ratio	Shares being allotted in Transferee Company (If not, reasons for the same)	Classification in Transferee Company (Promoter / Public)	Detailed Justification for Classification as Promoter/Public in compliance with SEBI ICDR Regulations, 2018	Relationship with promoters of Listed Company
0.5% Non-Cumulative Non-Convertible Redeemable Preference Shares under ISIN: INE21DU04011:			5 Equity Shares of POEL for every 100 preference shares of PGPL				
Shivani Motors Private Limited	Public	1,875,000	5:100	93,750	Public	Shivani Motors Private Limited does not meet any of the criteria for classification as a Promoter or member of the Promoter Group of Transferee Company under the applicable provisions of the SEBI (ICDR) Regulations, 2018 i.e., it is neither been named as such in any offer document or is identified by the Transferee Company in the annual return referred to in section 92 of the Companies Act, 2013, it does not have control over the affairs of the Transferee Company, directly or indirectly whether as a shareholder, director or otherwise, and neither on its advice, directions or instructions the board of directors of the Transferee Company is accustomed to act. The allotment of shares pursuant to the Scheme is merely consequential to its implementation and does not result in any change in its status. Accordingly, Shivani Motors Private Limited shall continue to be classified as a Public Shareholder of the Transferee Company upon the Scheme becoming effective.	Shivani Motors Private Limited is not related to any of the Promoters/ Promoter Group of Transferee Company
POCL Enterprises Limited*	Public	16,125,000	-	Nil. Refer Note 1*	Not Applicable as no shares are being allotted under Scheme	Not Applicable as no shares are being allotted under the Scheme	Not Applicable as POCL Enterprises Limited is the Transferee Company. Further no shares are being allotted to it under the Scheme
Total (B1)		18,000,000		93,750			

Name of the Shareholder	Classification in Transferor Company	Shares held in Transferor Company	Share Exchange Ratio	Shares being allotted in Transferee Company (If not, reasons for the same)	Classification in Transferee Company (Promoter / Public)	Detailed Justification for Classification as Promoter/Public in compliance with SEBI ICDR Regulations, 2018	Relationship with promoters of Listed Company
<u>0.5% Non-Cumulative Non-Convertible Redeemable Preference Shares under ISIN: INE21DU04029:</u>			5 Equity Shares of POEL for every 100 preference shares of PGPL				
Silchar Greentech LLP	Public	375,000	5:100	18,750	Public	Silchar Greentech LLP does not meet any of the criteria for classification as a Promoter or member of the Promoter Group of Transferee Company under the applicable provisions of the SEBI (ICDR) Regulations, 2018 i.e., it is neither been named as such in any offer document or is identified by the Transferee Company in the annual return referred to in section 92 of the Companies Act, 2013, it does not have control over the affairs of the Transferee Company, directly or indirectly whether as a shareholder, director or otherwise, and neither on its advice, directions or instructions the board of directors of the Transferee Company is accustomed to act. The allotment of shares pursuant to the Scheme is merely consequential to its implementation and does not result in any change in its status. Accordingly, Silchar Greentech LLP shall continue to be classified as a Public Shareholder of the Transferee Company upon the Scheme becoming effective.	Silchar Greentech LLP is not related to any of the Promoters/ Promoter Group of Transferee Company
Planetfirst Recycling Private Limited	Public	1,500,000	5:100	75,000	Public	Planetfirst Recycling Private Limited does not meet any of the criteria for classification as a Promoter or member of the Promoter Group of Transferee Company under the applicable provisions of the SEBI (ICDR) Regulations, 2018 i.e., it is neither been named as such in any offer document or is identified by the Transferee Company in the annual return referred to in section 92 of the Companies Act, 2013, it does not have control over the affairs of the Transferee Company, directly or indirectly whether as a shareholder, director or otherwise, and neither on its advice, directions or instructions the board of directors of the Transferee Company is accustomed to act. The allotment of shares pursuant to the Scheme is merely consequential to its implementation and does not result in any change in its status. Accordingly, Planetfirst Recycling Private Limited shall continue to be classified as a Public Shareholder of the Transferee Company upon the Scheme becoming effective.	Planetfirst Recycling Private Limited is not related to any of the Promoters/ Promoter Group of Transferee Company
POCL Enterprises Limited*	Public	5,125,000	-	Nil. Refer Note 1*	Not Applicable as no shares are being allotted under Scheme	Not Applicable as no shares are being allotted under the Scheme	Not Applicable as POCL Enterprises Limited is the Transferee Company. Further no shares are being allotted to it under the Scheme
Total (B2)		7,000,000		93,750			
Total (B)=(B1)+(B2)		25,000,000		187,500			

Total (A)+(B)	30,000,000	577,500		
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**Note 1 - Pursuant to Clause 14.2 of the Scheme of Amalgamation, No equity shares shall be issued by the Transferee Company in respect of the shares, whether equity shares or preference shares, held by the Transferee Company in the Transferor Company and all such shares shall stand cancelled upon the Scheme becoming effective.*

For POCL Enterprises Limited

AASHISHKUM
AR KAILASH
CHAND JAIN

Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954

Date: June 20, 2026



To,
The Board of Directors,
Planetfirst Green Private Limited
Willingdon Crescent, 1st Floor,
No. 6/2, Pycrofts Garden road,
Nungambakkam, Shastri Bhavan,
Chennai -600006

Subject: Certificate on share capital built-up of Planetfirst Green Private Limited in connection with the proposed Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company" or "PGPL") with and into POCL Enterprises Limited ("Transferee Company" or "POEL") under Sections 230-232 and other applicable provisions of the Companies Act, 2013

1. We, V R C & Co., Chartered Accountants have been requested by Planetfirst Green Private Limited ("Transferor Company" or "Company") to certify the statement containing share capital built-up of the Company pursuant to the Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company" or "PGPL") with and into POCL Enterprises Limited ("Transferee Company" or "POEL") under Sections 230 to 232 of the Companies Act, 2013 read with the applicable rules made thereunder ("Scheme"). This certificate is required by POEL for the submission to the BSE Limited and if required, to the Securities and Exchange Board of India ("SEBI") and other regulatory authorities in connection with the Scheme. The Board of Directors of the Company at its meeting, held on March 16, 2026, have considered and approved the Scheme, subject to receipt of requisite approvals, inter alia, in terms of Sections 230 to 232 and other relevant provisions of the Companies Act, 2013 and as required under SEBI Regulations.
2. For the purpose of certifying the accompanying statement of share capital built-up of the Company as on March 16, 2026 ("Statement") (enclosed herewith as "Annexure A", prepared by the management of PGPI.), which has been stamped and initialed by us for identification purpose only, I have referred to and relied on the-
 - (i) Minutes of the Board Meetings and Meeting of the Shareholders of the Company;
 - (ii) Register of Members;
 - (iii) Audited financial statements of the company for the period ended December 31, 2025; and
 - (iv) such other relevant records and documents maintained by the Company.

Management Responsibility

3. The management of the Company is responsible for preparation of the Statement containing share capital built up of the Company as on March 16, 2026, duly considering all the documents, records and information as relevant including those mentioned in paragraph 2 above. This responsibility of the management of the Company includes collecting, collating and validating data and presentation thereof in the Statement and the design, Implementation and maintenance of internal controls relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error. The responsibility also includes maintenance of all accounting and other relevant supporting records and documents.

Auditor's Responsibility

4. Our responsibility, for the purpose of this certificate, is limited to certifying the particulars contained in the Statement including computation thereof, duly considering all the documents, records and information as relevant, as specifically mentioned in paragraph 2 above.



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5. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, Issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
6. We have complied with the relevant applicable requirements of the Standard of Quality Control (SQC) 1, Quality Control for firms that perform audit and reviews of historical financial information and other Assurance related service engagements.

Opinion

7. Based on the above and according to the information, explanations and representations provided to us by the Management of the Company, we certify that the share capital built-up of Planetfirst Green Private Limited as detailed in the accompanying statement (enclosed as Annexure A) is true and correct.

Restrictions on use

8. This Certificate is issued at the request of the Company, solely for the purpose of onward submission by the Company to BSE, the Securities and Exchange Board of India, and any other regulatory authority in connection with the Scheme. This Certificate should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without prior consent in writing.

Place: Surat
Date: 16/03/2026



For VRC & Co
Chartered Accountants
(FRN: 119497W)

VINIT KUMAR CHORARIA
Partner
M.No : 107241

UDIN : 26107241ES1CHW5258

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Enclosure: Annexure A - Statement of Share Capital built up.

Annexure A
**Statement of Share Capital built-up of Planetfirst Green Private Limited
("Transferor Company") - UNLISTED**
a) Equity Share Capital:

Date of Allotment	No. of Shares issued	Issue Price (Rs.)	Type of Issue (IPO / FPO/ Preferential Issue/ Scheme/ Bonus/ Rights, etc.,)	Cumulative capital. (No of Shares)	Whether listed, if not give reasons thereof
07-07-2022	10,000	10	Allotment to subscribers of the Memorandum of Association of the Company	10,000	Unlisted Company
10-10-2022	90,000	10	Rights issue	1,00,000	Unlisted Company
06-09-2023	49,00,000	10	Conversion of Loan into Equity Shares	50,00,000	Unlisted Company

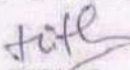
b) Preference Share Capital - 0.5% Non-Cumulative Non-Convertible Redeemable Preference shares ("Preference Shares):

Date of Allotment	No. of Shares issued	Issue Price (Rs.)	Type of Issue (IPO / FPO/ Preferential Issue/ Scheme/ Bonus/ Rights, etc.,)	Cumulative capital (No of Shares)	Whether listed, if not give reasons thereof
15-09-2023	1,80,00,000	10	*Conversion of Loan into 0.5% Non-Cumulative Non-Convertible Redeemable Preference Shares	1,80,00,000	Unlisted Company
31-01-2024	70,00,000	10	*Conversion of Loan into 0.5% Non-Cumulative Non-Convertible Redeemable Preference Shares	2,50,00,000	Unlisted Company

***Note — Variation in Terms of above Preference Shares**

Pursuant to the shareholders' approval sought at the Extraordinary General Meeting held on 22nd March 2025, the variation in the terms of the Preference Shares allotted on 15-09-2023 and 31-01-2024 was effected such that the nature of the said Preference Shares stands altered from "0.5% Cumulative Non-Convertible Redeemable Preference Shares" to "0.5% Non-Cumulative Non-Convertible Redeemable Preference Shares" as on date.

For Planetfirst Green Private Limited


Nithin C
Company Secretary
Membership No. A78809



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Date: March 16, 2026
**Registered Office Address : Willingdon Crescent 1st Floor, No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai - 600 006.**
Unit Address : Survey No. 7101 to 7111, 7133, 7134, 7137 to 7142, 7176 to 7179, 7190 to 7195, 7183 to 7185
Village - Tarsadi, Taluka - Mangrol, Kosamba, Surat, Gujarat - 394120
CIN NO : U24203TN2022PTC185571
email : accounts@planetfirstgreen.com Ph.: +91 44 4914 5454

PLANETFIRST GREEN PRIVATE LIMITED
CITY SURVEY NO. 7101 TO 7106, BLOCK NO.690,PANCH FACTORY,
NEAR VILLAGE: TARSADI, TALUKA: MANGROL,NA, Surat - 394221 Gujarat
Mobile : 9824111755, E-Mail : accounts@shivanigroup.com
CIN : U37200GJ2022PTC133676

List of Share / Debenture Holders as on 31/03/2023


ANNEXURE - 3

Equity Share @10 Each

SN	Ledger Folio	Name	Address	Type of Share/Debenture	Number of Shares/Debentures	Nominal Amount	%age
1	1	AMIT VIJAYKUMAR AGARWAL	19 SAVITRI BANGLOWS,VRUNDAVAN PARK SOC, B/H LALBHAI STADIUM DUMAS ROAD,SVR COLLEGE, SURAT, GUJARAT, 395007, INDIA	Equity	20000	200000	20.00
2	3	SUMIT VIJAYKUMAR AGARWAL	19 SAVITRI BUNGLOW,VRUNDAVAN PARK SOC., B/H-LALBHAI STADIUM STADIUM,DUMAS ROAD, SURAT, GUJARAT, 395007, INDIA	Equity	20000	200000	20.00
3	5	PLANETFIRST RECYCLING PRIVATE LIMITED	101, JUHU AMIT CHS LTD.,, RAUT LANE, NR. ISKCON TEMPLE, JUHU,, MUMBAI, MAHARASHTRA, 400049, INDIA	Equity	35000	350000	35.00
4	6	YOGESH JINDAL	802, FLORENCE,, NEAR NANDINI-1, MAIN ROAD, VESU, SVR COLLEGE,, SURAT, GUJARAT, 395007, INDIA	Equity	5000	50000	5.00
5	7	SILCHAR GREENTECH PRIVATE LIMITED	STEEL TRADERS MARUTI SADAN, SILCHAR HOSPITAL ROAD, OPP. CIVIL HOSPITAL CACHAR, ASSAM, 788001, INDIA	Equity	20000	200000	20.00
			Total	Equity	100000	1000000	100.00

FOR PLANETFIRST GREEN PRIVATE LIMITED

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AMIT VIJAYKUMAR AGARWAL
DIN : 01483760
DIRECTOR
19, SAVITRI BANGLOWS,VRUNDAVAN PARK
SOC,B/H LALBHAI ST, M, DUMAS ROAD, SURAT
CITY - 395007 GUJARAT INDIA

PLANETFIRST GREEN PRIVATE LIMITED

CIN: U37200GJ2022PTC133676

CITY SURVEY NO. 7101 TO 7106, BLOCK NO.690, PANCH FACTORY, NEAR VILLAGE:

TARSADI, TALUKA: MANGROL, SURAT - 394221, GUJARAT, INDIA

E-mail: accounts@shivanigroup.com, Contact No. 9824111755

List of Equity Share Holders as on 31/03/2024

SN	Name	Address	Type of Share	Number of Shares	Nominal Amount
1	Amit Vijaykumar Agarwal	19, Savitri Banglows, Vrundavan Park Soc, B/H Lalbhai Stadium, Dumas Road, Surat - 395007, Gujarat, India	Equity	1000000	10000000
2	Sumit Vijaykumar Agarwal	19, Savitri Bungalow, Vrundavan Park Soc, Near Rahulraj Mall, B/H Lalbhai Contractor Stadium, Dumas Road, Surat - 395007, Gujarat, India	Equity	750000	7500000
3	Planetfirst Recycling Private Limited	Unit 1119, The Summit Business Bay, Rakesh Wadi, Opp. PVR Cinema Chakala, M. V. Road, Andheri East, Mumbai - 400093, Maharashtra, India	Equity	2000000	20000000
4	Yogesh Jindal	802, Florence, Near Nandini-1, Main Road, Vesu, SVR College, Surat - 395007, Gujarat, India	Equity	250000	2500000
5	Silchar Greentech Llp	Steel Traders Maruti Sadan, Silchar Hospital Road, Opp. Civil Hospital, Cachar - 788001, Assam, India	Equity	1000000	10000000
		Total	Equity	5000000	50000000

Pref. Shares @ Rs. 10/- each

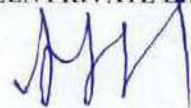
List of Preference Share Holders as on 31/03/2024

SN	Name	Address	Type of Share	Number of Shares	Nominal Amount
1	Amit Vijaykumar Agarwal	19, Savitri Banglows, Vrundavan Park Soc, B/H Lalbhai Stadium, Dumas Road, Surat - 395007, Gujarat, India	Preference	1250000	12500000
2	Sumit Vijaykumar Agarwal	19, Savitri Bungalow, Vrundavan Park Soc, Near Rahulraj Mall, B/H Lalbhai Contractor Stadium, Dumas Road, Surat - 395007, Gujarat, India	Preference	1250000	12500000

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3	Planetfirst Recycling Private Limited	Unit 1119, The Summit Business Bay, Rakesh Wadi, Opp. PVR Cinema Chakala, M. V. Road, Andheri East, Mumbai - 400093, Maharashtra, India	Preference	10000000	100000000
4	Shivani Motors Private Limited	Office-1/B 1st Fl, Nr Modi Bakery, Envision Tech House, M Corp Og Part, Bharthana, Surat - 395007, Gujarat, India	Preference	10000000	100000000
5	Silchar Greentech Llp	Steel Traders Maruti Sadan, Silchar Hospital Road, Opp. Civil Hospital, Cachar - 788001, Assam, India	Preference	2500000	25000000
		Total	Preference	25000000	250000000

For PLANETFIRST GREEN PRIVATE LIMITED



AMIT VIJAYKUMAR AGARWAL

DIN: 01483760

(Director)

19, SAVITRI BANGLOWS, VRUNDAVAN PARK SOC,
B/H LALBHAI STADIUM, DUMAS ROAD,
SURAT - 395007, GUJARAT, INDIA

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PLANETFIRST GREEN PRIVATE LIMITED
LIST OF SHARE HOLDERS AS ON 31.03.2025

S. No	Type & Category of Shareholder/ Debenture Holder	Details of Shareholder/ Debenture Holder	Name of Shareholder/ Debenture Holder & Father's Name	Address of Shareholder	Type & Class of Security Held	Folio No./ Reference No.	DP ID/ Client ID Account No.	Nationality / Country of Incorporation	Occupation	PAN/ Passport/ CIR/ LLPIN/ SCRR/ FLEPIN/ Other Registration No.	No. of Securities Held	Nominal Value per security (Rs. No.)	Total amount of securities held (Rs. No.)
1	Entity - Other than Individual - Non-Promoter	Body Corporate (Not mentioned above)	Planetfirst Recycling Private Limited, Not Applicable	Unit 1119, The Sunnati Business Ray, Rakesh wadi, Chakola M.V. Road, Andheri East, Chakola Midc, Mumbai, Maharashtra 400093	Equity Shares of Ra.10/-	05	Not Available	India	Not Applicable	U37200MH2020PTC345878	2000000	10	20000000
2	Individual - Male - Promoter	Others	Yogesh Jinal, S/o Mr. Satyaprakash	G-802, Florence, near Bahadur-1, main road near, Surat city, Surat, Gujarat, India 395007	Equity Shares of Ra.10/-	06	Not Available	India	Service	APCVS246C	250000	10	2500000
3	Entity - Other than Individual - Non-Promoter	Body Corporate (Not mentioned above)	Bibhar Greenstch LLP, Not Applicable	Food Traders, Maruti Sadan, Siltchar Hospital Road, Opp Civil Hospital, Cachar, Assam 788001	Equity Shares of Ra.10/-	07	Not Available	India	Not Applicable	ACB-9282	1000000	10	10000000
4	Entity - Other than Individual - Non-Promoter	Body Corporate (Not mentioned above)	Bibhar Motors Private Limited, Not Applicable	Office 1/B, 1st Fl, NR Modi Bakery, Envision Tech House, M Corp OG Part, Bhardhan, Surat, Gujarat 395007	Equity Shares of Ra.10/-	08	Not Available	India	Not Applicable	U60101GJ1994PTC022200	1750000	10	17500000
5	Entity - Other than Individual - Non Promoter	Body Corporate (Not mentioned above)	Planetfirst Recycling Private Limited, Not Applicable	Unit 1119, The Sunnati Business Ray, Rakesh wadi, Chakola M.V. Road, Andheri East, Chakola Midc, Mumbai, Maharashtra 400093	Preference Shares of Ra. 10/- allotted on 15.10.2023	03	Not Available	India	Not Applicable	U37200MH2020PTC345878	6500000	10	65000000
6	Entity - Other than Individual - Non Promoter	Body Corporate (Not mentioned above)	Bibhar Motors Private Limited, Not Applicable	Office 1/B, 1st Fl, NR Modi Bakery, Envision Tech House, M Corp OG Part, Bhardhan, Surat, Gujarat 395007	Preference Shares of Ra. 10/- allotted on 15.10.2023	04	Not Available	India	Not Applicable	U50101GJ1994PTC022200	11500000	10	115000000
7	Entity - Other than Individual - Non Promoter	Body Corporate (Not mentioned above)	Planetfirst Recycling Private Limited, Not Applicable	Unit 1119, The Sunnati Business Ray, Rakesh wadi, Chakola M.V. Road, Andheri East, Chakola Midc, Mumbai, Maharashtra 400093	Preference Shares of Ra. 10/- allotted on 31.01.2024	03	Not Available	India	Not Applicable	U37200MH2020PTC345878	3500000	10	35000000
8	Entity - Other than Individual - Non-Promoter	Body Corporate (Not mentioned above)	Bibhar Motors Private Limited, Not Applicable	Office 1/B, 1st Fl, NR Modi Bakery, Envision Tech House, M Corp OG Part, Bhardhan, Surat, Gujarat 395007	Preference Shares of Ra. 10/- allotted on 31.01.2024	04	Not Available	India	Not Applicable	U60101GJ1994PTC022200	1000000	10	10000000
9	Entity - Other than Individual - Non-Promoter	Body Corporate (Not mentioned above)	Bibhar Greenstch LLP, Not Applicable	Food Traders, Maruti Sadan, Siltchar Hospital Road, Opp Civil Hospital, Cachar, Assam 788001	Preference Shares of Ra. 10/- allotted on 31.01.2024	5	Not Available	India	Not Applicable	ACB-9282	2500000	10	25000000
TOTAL											30000000		300000000

For PLANETFIRST GREEN PRIVATE LIMITED

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Aashish Kumar K Jain
AASHISH KUMAR K JAIN
DIRECTOR
DIR: 0720727



Address: 52, 3rd Floor, Narayana Madali Street, Sankarpet, Chennai - 600012

Survey No. 7101 to 7111, 7133, 7134, 7137 to 7142, 7176 to 7179, 7190 to 7195

Village - Tarsadi, Taluka - Mangrol, Kosamba, Surat, Gujarat - 394120

CIN NO : U37200GJ2022PTC133676

Communication Address : Willington Crescent 1st Floor, No. 6/2, Pycrofts Garden Road,

Nungambakkam, Chennai - 600 006, Ph.: +91 44 4914 5454

Details of Revenue, PAT and EBIDTA of Planetfirst Green Private Limited (Transferor Company) for the last 3 years			
Particulars	FY 2025-26 (Audited)*	FY 2024-25 (Audited)*	FY 2023-24 (Audited)
Revenue from Operations (Rs.)	2,452,821,159	797,168,290	309,672,819
Profit After Tax (Rs.)	47,164,916	(85,358,236)	(42,257,417)
EBIDTA	82,105,844	(47,774,753)	(25,635,675)
YoY growth rate of Revenue (%)	207.69%	157.42%	NA
YoY growth rate of PAT (%)	155%	-102%	-729%
EPS	9.43	(17.07)	(8.45)
Industry growth rate (%)**	3.5%	5.7%	5.1%

*Figures for the years 2024-25 and 2025-26 are reported as per Indian Accounting Standards.

**Planetfirst Green Private Limited operates in the lead metal industry. The above industry growth rates are indicative growth rates published by various independent industry research agencies. (*Bibliography: Reports of Intel Market Research, Fortune Business Insights, Global Market Insights, and Future Market Insights.*)

For Planetfirst Green Private Limited

CHANDRA Digitally signed by
CHANDRASEKARAN
Date: 2026.06.20
11:00:46 +05'30'
SEKARAN

Chandrasekaran
Whole-time Director
DIN: 05107821

Date: 20.06.2026

**Registered Office Address : Willingdon Crescent 1st Floor, No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai - 600 006.**

**Unit Address : Survey No. 7101 to 7111, 7133, 7134, 7137 to 7142, 7176 to 7179, 7190 to 7195, 7183 to 7185
Village - Tarsadi, Taluka - Mangrol, Kosamba, Surat, Gujarat - 394120**

CIN NO : U24203TN2022PTC185571

email : accounts@planetfirstgreen.com Ph.: +91 44 4914 5454

Details of Revenue, PAT and EBIDTA of POCL Enterprises Limited (Transferee Company) for the last 3 years (Basis Standalone Financials)			
Particulars	FY 2025-26 (Audited)	FY 2024-25 (Audited)	FY 2023-24 (Audited)
Revenue from Operations (Rs.)	14,316,848,005	14,500,973,270	11,204,419,073
Profit After Tax (Rs.)	396,099,000	311,789,135	177,388,982
EBIDTA	757,678,834	639,263,821	392,152,143
YoY growth rate of Revenue (%)	-1.27%	29.42%	28.14%
YoY growth rate of PAT (%)	27.04%	75.77%	37.61%
EPS			
- Basic	13.14	11.18	6.36
- Diluted	12.95	11.18	6.36
Industry growth rate (%)*	3.5%	5.7%	5.1%

The Earnings Per Share (EPS) for FY 2023-24 has been restated to reflect the effect of the subdivision of equity shares undertaken on October 25, 2024.

*POCL Enterprises Limited majorly operates in the lead metal industry. The above industry growth rates are indicative growth rates published by various independent industry research agencies. (Bibliography: Reports of Intel Market Research, Fortune Business Insights, Global Market Insights, and Future Market Insights.)

For POCL Enterprises Limited

**AASHISHKUM
AR KAILASH
CHAND JAIN**

Digitaly signed by AASHISHKUM AR KAILASH CHAND JAIN
DN: cn=AASHISHKUM AR KAILASH CHAND JAIN, o=POCL ENTERPRISES LIMITED, ou=POCL ENTERPRISES LIMITED, email=AASHISHKUM.AR.KAILASH.CHAND.JAIN@POCL.COM, c=IN

**Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954**

Date: June 20, 2026

Willington Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road, Nungambakkam, Chennai - 600 006.
Phone : +91 -44 4914 5454 E-mail : info@poel.in Website : www.poel.in
CIN : L52599TN1988PLC015731

AN ISO CERTIFIED COMPANY

<u>Details of Revenue, PAT and EBIDTA of POCL Enterprises Limited (Transferee Company)</u> <u>for the last 3 years (Basis Consolidated Financials)</u>			
Particulars	FY 2025-26 (Audited)	FY 2024-25*	FY 2023-24*
Revenue from Operations (Rs.)	14,316,848,005.00	NA	NA
Profit After Tax (Rs.)	396,099,000.00	NA	NA
EBIDTA	757,678,834.00	NA	NA
YoY growth rate of Revenue (%)	NA	NA	NA
YoY growth rate of PAT (%)	NA	NA	NA
EPS		NA	NA
- Basic	13.76		
-Diluted	13.56		
Industry growth rate (%)**	3.5%	5.7%	5.1%

**The Consolidated Financials were not applicable to the Company during FY 2023-24 & 2024-25.*

***POCL Enterprises Limited majorly operates in the lead metal industry. The above industry growth rates are indicative growth rates published by various independent industry research agencies. (Bibliography: Reports of Intel Market Research, Fortune Business Insights, Global Market Insights, and Future Market Insights.)*

For POCL Enterprises Limited

AASHISHKUMAR
AR KAILASH
CHAND JAIN

Digitally signed by Aashish Kumar Jain, DN: cn=Aashish Kumar Jain, o=POCL Enterprises Limited, ou=POCL Enterprises Limited, email=aashishkumar.jain@poel.in, c=IN

Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954

Date: June 20, 2026

Willington Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road, Nungambakkam, Chennai - 600 006.
Phone : +91 -44 4914 5454 E-mail : info@poel.in Website : www.poel.in
CIN : L52599TN1988PLC015731

AN ISO CERTIFIED COMPANY

Date: 20th June, 2026

To,
The General Manager
The Corporate Relationship Department,
BSE Limited,
1st Floor, P.J.Towers, Dalal Street,
Mumbai - 400 001.

To,
The Securities and Exchange Board of India Ltd
Plot No. C4-A, 'G' Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400051

Respected Sir/ Ma'am,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the proposed Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company") with and into POCL Enterprises Limited ("Transferee Company") and their respective shareholders.

CONFIRMATION ON ACTIONS TAKEN OR SUBSISTING AGAINST TRANSFEROR COMPANY AND ITS PROMOTERS/DIRECTORS

We, Planetfirst Green Private Limited ("Transferor Company"), bearing CIN: U24203TN2022PTC185571, hereby confirm that, **no action** has been initiated, taken, is pending, or is subsisting against the Transferor Company or any of its Directors by any regulatory, statutory, governmental, judicial, or quasi-judicial authority as on the date of this confirmation. We further confirm that the Transferor Company does not have any Promoters or Promoter Group. Accordingly, the requirement to provide details of actions, if any, against the Promoters or Promoter Group is not applicable.

For Planetfirst Green Private Limited

CHANDR
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CHANDRASEKARA
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Date: 2026.06.20
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Chandrasekaran
Whole-time Director
DIN: 05107821

Registered Office Address : Willingdon Crescent 1st Floor, No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai - 600 006.

Unit Address : Survey No. 7101 to 7111, 7133, 7134, 7137 to 7142, 7176 to 7179, 7190 to 7195, 7183 to 7185
Village - Tarsadi, Taluka - Mangrol, Kosamba, Surat, Gujarat - 394120

CIN NO : U24203TN2022PTC185571

email : accounts@planetfirstgreen.com Ph.: +91 44 4914 5454

Date: June 20, 2026

To,
The General Manager
The Corporate Relationship Department,
BSE Limited,
1st Floor, P.J.Towers, Dalal Street,
Mumbai – 400 001.

To,
The Securities and Exchange Board of India
Ltd
Plot No. C4-A, 'G' Block, Bandra-Kurla
Complex, Bandra (East),
Mumbai - 400051

Scrip code: 539195

Dear Sir/ Ma'am,

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the proposed Scheme of Amalgamation of Planetfirst Green Private Limited (“Transferor Company”) with and into POCL Enterprises Limited (“Transferee Company”) and their respective shareholders.

**CONFIRMATION ON ACTIONS TAKEN OR SUBSISTING AGAINST TRANSFEREE COMPANY
AND ITS PROMOTERS/DIRECTORS**

We, POCL Enterprises Limited (“Transferee Company”), bearing CIN: L52599TN1988PLC015731, hereby confirm that, **no action** has been initiated, taken, is pending, or is subsisting against the Transferee Company or any of its Promoters, members of the Promoter Group, or Directors by any regulatory, statutory, governmental, judicial, or quasi-judicial authority as on the date of this confirmation.

For POCL Enterprises Limited

AASHISHKUM
AR KAILASH
CHAND JAIN



Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954

Willington Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road, Nungambakkam, Chennai - 600 006.

Phone : +91 -44-4914 5454 E-mail : info@poel.in Website : www.poel.in

CIN : L52599TN1988PLC015731

AN ISO CERTIFIED COMPANY

Details of PAN of Transferor Company, Promoter and Promoter group and its directors		
SN	Name	PAN
A	Transferor Company	
1	Planetfirst Green Private Limited	AANCP0604M
B	Transferor Company's Promoters	
1	Nil	NA
C	Transferor Company's Promoters Group	
1	Nil	NA
D	Transferor Company's Directors	
1	Mr. Chandrasekaran	ACWPC7426J
2	Mr. Aashish Kumar K Jain	AMEPJ4257G

Details of PAN of Transferee Company, Promoter and Promoter group and its directors		
SN	Name	PAN
A	Transferee Company	
1	POCL Enterprises Limited	AAACB3083B
B	Transferee Company's Promoters	
1	Mr. Sunil Kumar Bansal	AADPB5086A
2	Mr. Devakar Bansal	AADPB4378D
C	Transferee Company's Promoters Group	
1	Dr. Padam Chandra Bansal	ALJPB5983H
2	Mr. Amber Bansal	AXIPA6226B
3	Mr. Harsh Bansal	AKLPB2224N
4	Mr. Sagar Bansal	AQJPB1118P
5	Mrs. Neelam Bansal	AAFPB2721C
6	Mrs. Vandana Bansal	AAFPB2720D
7	Mrs. Nupur Bansal	AADPJ6915G
8	Mrs. Shruti Bansal	DDNPS5675S
9	Mrs. Anjali Bansal	AWJPA4787D
10	POEL Recycling Limited	AAPCP4147D
11	Bansal Chemicals India	AAAFB0556G
12	Bansal Metallic Oxides	AAAFB0555F
D	Transferee Company's Directors	
1	Mr. Devakar Bansal	AADPB4378D
2	Mr. Sunil Kumar Bansal	AADPB5086A
3	Mr. Harish Kumar Lohia	AAAPL5388C
4	Mr. Amber Bansal	AXIPA6226B
5	Mr. Jyoti Kumar Chowdhry	ABRPC4259R
6	Mr. Harsh Bansal	AKLPB2224N
7	Mr. Shyam Sunder Tikmani	AABPT8425B
8	Dr. Padam Chandra Bansal	ALJPB5983H
9	Mr. Sagar Bansal	AQJPB1118P
10	Mrs. Nupur Bansal	AADPJ6915G
11	Dr. Ramachandran Balachandran	AADPB1118P
12	Mrs. Indu Bala	AAIPM6372P

Date: June 20, 2026

To,
The General Manager
The Corporate Relationship Department,
BSE Limited,
1st Floor, P.J.Towers, Dalal Street,
Mumbai – 400 001.

To,
The Securities and Exchange Board of
India Ltd
Plot No. C4-A, 'G' Block, Bandra-Kurla
Complex, Bandra (East),
Mumbai – 400051.

Dear Sir/ Ma'am,

Subject: Response to query no. 6 & 7 on Details and Basis of growth rate considered while projecting future cash flows with respect to Income Approach (DCF)

With reference to the above cited subject, please find our responses below:

Query No.6 : Details of growth rate considered while projecting the future cash flows of Transferor and Transferee Company with respect to Income approach (DCF).

Response –

With respect to the Transferor Company, the future cash flows under the Income Approach (DCF Method) have been projected based on the estimated growth in revenue from operations of the Company. The projected revenues and corresponding growth rates considered for the valuation are as under:

Particulars	Actual	Projected					
	FY26	FY26	FY27	FY28	FY29	FY30	FY31
Revenue from operations (Rs. In Lakhs)	24,528.21	23,536.80	34,582.28	41,687.37	49,062.83	56,716.63	68,059.96
Growth Rate %	-	-	46.93	20.55	17.69	15.60	20.00

Further, a terminal growth rate of 5% has been considered for determining the terminal value under the DCF Method.

The projected profitability assumptions forming part of the valuation are summarized below:

Particulars	Actual	Projected					
	FY26	FY26	FY27	FY28	FY29	FY30	FY31
EBITDA (Rs. In lakhs)	821.06	864.75	1,897.79	2,086.02	2,300.10	2,541.73	2,896.64
EBITDA in %	3.35	3.67	5.49	5.00	4.69	4.48	4.26
PAT (Rs. In lakhs)	471.65	241.20	1,038.00	1,000.69	1,100.50	1,274.58	1,526.96
PAT in %	1.92	1.02	3.00	2.40	2.24	2.25	2.24

Valuation Approach for POCL Enterprises Limited ("Transferee Company") - We confirm that the Income Approach Method has not been adopted for the Valuation of POCL Enterprises Limited ("Transferee Company").

Query No. 7- Basis for considering the growth rate while projecting future cash flows.

Response-

With respect to the Transferor Company, the growth rate assumptions adopted for projecting the future cash flows, were considered based on a combination of management estimates, business prospects and prevailing industry conditions. The key considerations are summarised below:

Management Business Plan and Growth Expectations: The projected increase in revenue from Rs. 24,528.21 Lakhs in FY26 to Rs. 34,582.28 Lakhs in FY27, representing a growth of 46.93%, is based on the management's business plan, expected capacity utilisation, customer acquisition initiatives and anticipated expansion of operations. Post FY26, the growth rates are stabilised to 15% - 20%.

Consistency with Operating and Financial Assumptions: The projected EBITDA, PAT, working capital requirements and borrowing levels have been estimated in alignment with the projected revenue growth. Accordingly, the projected cash flows are consistent and driven by the underlying operating assumptions.

Terminal Growth Rate: A perpetual growth rate of 5% has been adopted for computation of the terminal value. The terminal growth rate reflects a long-term sustainable growth assumption beyond the explicit forecast period.

Financial Performance and Market Opportunities: At the time of undertaking the valuation, the projections were prepared considering the audited nine-month financial performance of the Company up to December 31, 2025, management's assessment of

future business opportunities, anticipated operational expansion, expected improvement in capacity utilisation and prevailing market conditions.

Furthermore, the projected EBITDA margins of Planetfirst Green Private Limited (Transferor Company), ranging between 3.7% to 5.5%, are in line with prevailing industry standards. In the lead recycling/manufacturing industry, EBITDA margins typically range between 4% to 7%. The Company's projections are therefore considered reasonable and conservative, taking into account market competition and operational factors.

Similarly, the projected PAT margins ranging between 1% to 3% are broadly aligned with industry norms, where net margins generally fall in the range of 2% to 4%. The slightly lower margins in certain years reflect conservative assumptions, along with the impact of depreciation, finance costs, and taxation.

In view of the above, the growth assumptions adopted for the valuation are considered reasonable and are supported by the Company's business plans, operational expectations and industry dynamics.

For POCL Enterprises Limited

AASHISHKUM
AR KAILASH
CHAND JAIN

Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954

For Planetfirst Green Private Limited

CHANDRA
SEKARAN

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CHANDRASEKARA
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Date: 2026.06.20
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Chandrasekaran
Whole-time director
DIN: 05107821

10th April, 2026

To,
The General Manager
The Corporate Relationship Department,
BSE Limited, 1st Floor, P.J.Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir/ Ma'am,

Sub: Submission of No Objection Certificate (NOC) received from the Secured Creditor

Reference: Case ID: 262462 – Application under Regulation 37 of the SEBI (LODR) Regulations, 2015 seeking No Objection Certificate for the proposed Scheme of Amalgamation of Planetfirst Green Private Limited (“Transferor Company”) with and into POCL Enterprises Limited (“Transferee Company”)

With reference to the above captioned subject, we, Planetfirst Green Private Limited, had earlier submitted an undertaking confirming the initiation of the process for obtaining No-Objection Certificate (“NOC”) from the lending scheduled commercial banks/financial institutions, as required under Para A(2)(k) of Part I of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023.

In this regard, we hereby undertake that the Company has availed various secured credit facilities only from HDFC Bank Limited and has now duly obtained the NOC from the said lender in respect of the proposed Scheme. Copy of the said NOC is enclosed herewith as Annexure – A.

We further confirm that HDFC Bank Limited is the only secured creditor of the Company and accordingly, the Company has obtained consent and no-objection of its 100% secured creditor.

Kindly take the same on records.

For Planetfirst Green Private Limited

**CHANDRASE
KARAN**

Digitally signed by CHANDRASEKARAN
DN: c=IN, postalCode=600099, st=AP, OU=CHERRY, street=NO.121, CAR
STREET, PUDUCHERRY, THALASPEET, #215009, I=PU, OU=CHERRY, o=Personal,
serialNumber=0F5C5F7638179E458E9606023B632A7373366576A658E
5C95A5F0C093, pseudonym=765342329414901926694805USA,
2.5.4.26=4e4ed8b98e67c5d166b60c9c116e576112467c9f5209e912
d546d37a8, email=KC3195621@POCL.COM, cn=CHANDRASEKARAN
Date: 2026.04.10 11:52:39 +05'30'

Chandrasekaran
Whole-time director
DIN: 05107821

**Registered Office Address : Willingdon Crescent 1st Floor, No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai - 600 006.**

**Unit Address : Survey No. 7101 to 7111, 7133, 7134, 7137 to 7142, 7176 to 7179, 7190 to 7195, 7183 to 7185
Village - Tarsadi, Taluka - Mangrol, Kosamba, Surat, Gujarat - 394120**

CIN NO : U24203TN2022PTC185571

email : accounts@planetfirstgreen.com Ph.: +91 44 4914 5454

ANNEXURE - A

Date:06/04/2026

To,
The Board of Directors,
Planetfirst Green Private Limited,
Willingdon Crescent, 1st Floor,
No. 6/2, Pycrofts Garden Road,
Nungambakkam, Shastri Bhavan,
Chennai, Tamil Nadu - 600006

Dear Sir/Ma'am,

Subject: No Objection for the Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company") with and into POCL Enterprises Limited ("Transferee Company") and their respective shareholders and creditors.

Reference:

- (i) Email dated March 18, 2026 read with the request Letter dated January 20, 2026 issued by Planetfirst Green Private Limited ("Borrower" or "Transferor Company") to HDFC Bank Limited (acting through its Mylapore Branch, Chennai) ("Request Letter");
- (ii) The secured fund/non-fund based Credit facilities aggregating to Rs. 11 Crores (referred as the "Facility or "Facilities") granted by the HDFC Bank Limited (the "Bank") to the Borrower as per the terms of offer/sanction letter bearing reference no. CAM011707250012 dated 02.09.2025 referred as "Finance Document", which terms shall include all amendments, modifications and supplemental made thereto from time to time;
- (iii) Scheme of Amalgamation between the Borrower i.e., Planetfirst Green Private Limited ("Transferor Company") and POCL Enterprises Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme of Amalgamation")

With reference to the above, we, HDFC Bank Limited, have been informed that the Board of Directors of Planetfirst Green Private Limited (the "Company"), at its meeting held on March 16, 2026, has approved the Scheme of Amalgamation of Planetfirst Green Private Limited with and into POCL Enterprises Limited and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (the "Scheme").

In relation to the proposed Scheme, and in view of the secured credit facilities availed by the Company from the HDFC Bank Ltd (as mentioned in below table), the Company has approached us for issuance of a No Objection Certificate pursuant to the requirement under Para A(2)(k) of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Master Circular").



Details of the secured credit facilities availed by the Company are as follows:

S.No.	Type of facility	Amount Sanctioned till March 31, 2026 (Rs. in Crores)	Amount Outstanding as on March 31, 2026 (Rs. in crores)
1.	Fund/Non-fund based Credit facilities	11.00	Nil
	Total secured facilities	11.00	Nil

Based on the information and documents provided to us, and subject to compliance with the conditions set out below, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the aforesaid SEBI Master Circular, we **hereby convey our No Objection to the proposed Scheme** as approved by the Board of Directors of the Company, subject to the following conditions:

1. All rights and remedies of the Bank under the Finance Document and applicable law shall remain unaffected and in full force and effect. This No Objection shall not be construed as a waiver of any such rights or remedies.
2. The Scheme shall not adversely affect the rights of the Bank or the security created in respect of the Facilities, nor shall it impose any additional liability on the Bank. Except as expressly stated herein, all terms and conditions of the Facilities shall remain unchanged and continue in full force and effect.
3. The Company shall execute all necessary documents, forms, and writings as may be required by the Bank from time to time in connection with the Scheme.
4. The Company shall obtain all requisite approvals, consents, and sanctions from the relevant regulatory and statutory authorities in relation to the Scheme.

This No Objection may be relied upon by the Borrower for submission to the Bombay Stock Exchange, the Securities and Exchange Board of India (SEBI), and any other regulatory or statutory authority in connection with the Scheme, and is issued without prejudice to the Bank's rights under the Finance Document and any applicable law.

This No-Objection shall not affect our right to vote on any resolution placed before a meeting of creditors as may be directed by the Hon'ble National Company Law Tribunal, in connection with the said Scheme. The Board of Directors of the Company is authorised to make or consent to any modifications, alterations, or amendments to the said Scheme as may be deemed necessary or as may be required by the Bombay Stock Exchange, the Hon'ble National Company Law Tribunal, or any other regulatory or statutory authority, and to take all necessary steps for the implementation of the Scheme.

Kindly take the same on record.

For HDFC BANK LIMITED


MIS
Authorised Signatory

Name: Mariappan Sivagnanam

Designation: Dy. Vice President



April 10, 2026

To,
The General Manager
The Corporate Relationship Department,
BSE Limited,
1st Floor, P.J.Towers, Dalal Street,
Mumbai – 400 001.

Scrip code: 539195

Dear Sir/ Ma'am,

Sub: Submission of No-Objection Certificate (NOC) received from the Secured Creditors

Reference: Case ID: 262462 – Application under Regulation 37 of the SEBI (LODR) Regulations, 2015 seeking No Objection Certificate for the proposed Scheme of Amalgamation of Planetfirst Green Private Limited (“Transferor Company”) with and into POCL Enterprises Limited (“Transferee Company”).

With reference to the above captioned subject, we, POCL Enterprises Limited, had earlier submitted an undertaking confirming the initiation of the process for obtaining No-Objection Certificates (“NOCs”) from the lending scheduled commercial banks/financial institutions, as required under Para A(2)(k) of Part I of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023.

In this regard, we hereby undertake that the Company has availed various secured credit facilities from the following scheduled banks/financial institutions and has now duly obtained the NOCs from all the below-mentioned secured creditors in respect of the proposed Scheme. Copies of the said NOCs are enclosed herewith as Annexure – 1.

1. HDFC Bank Limited
2. Kotak Mahindra Bank Limited
3. Kotak Mahindra Prime Limited
4. ICICI Bank Limited

We further confirm that the above are the only secured creditors of the Company and accordingly, the Company has obtained consent and no-objection from 100% of its secured creditors.

Kindly take the same on records.

For POCL Enterprises Limited



Aashish Kumar K Jain
Company Secretary & Finance Head
Membership No. F9954

AASHISHKU
MAR
KAILASH
CHAND JAIN

Date: 06/04/2026

ANNEXURE - 1

To,
The Board of Directors,
POCL Enterprises Limited,
Willingdon Crescent, 1st Floor,
No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai - 600006

Dear Sir/Ma'am,

Subject: No Objection for the Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company") with and into POCL Enterprises Limited ("Transferee Company") and their respective shareholders and creditors.

Reference:

- (i) Email dated March 18, 2026 read with the request Letter dated January 20, 2026 issued by POCL Enterprises Limited ("Borrower" or "Transferee Company") to HDFC Bank Limited (acting through its Mylapore Branch, Chennai) ("Request Letter");
- (ii) The secured Fund based credit facilities aggregating to Rs. 82 Crores and Non Fund based credit facilities aggregating to Rs. 6 Crores as per the terms of offer/sanction letter(s) bearing reference no CAM011211250012 dated 09.01.2026 read with the sanction letter bearing reference no. CAM012703250064 dated 22.05.2025; secured Term loans aggregating to Rs. 21.44 Crores as per the terms of offer/sanction letter(s) dated 05.01.2022, sanction letter bearing reference no. ECG 2020-21 dated 07.01.2021, sanction letter bearing reference no. CAM010109230060 dated 30.01.2024, sanction letter bearing reference no. CAM010304240040 dated 18.06.2024, sanction letter bearing reference no. CAM012107250060 dated 25.11.2025; secured Vehicle Loan aggregating to Rs. 22.27 lakhs as per the terms of the agreement no. 145579505 dated 01.10.2023, (collectively, the "Facility" or "Facilities") granted by the HDFC Bank Limited (the "Bank") to the Borrower, read with the Addendums to all these sanction letters and agreements (collectively, the "Finance Documents"), which terms shall include all amendments, modifications and supplemental made thereto from time to time;
- (iii) Scheme of Amalgamation between the Borrower i.e., POCL Enterprises Limited ("Transferee Company") and Planetfirst Green Private Limited ("Transferor Company") and their respective shareholders and creditors ("Scheme of Amalgamation").

With reference to the above, we, HDFC Bank Limited, have been informed that the Board of Directors of POCL Enterprises Limited (the "Company"), at its meeting held on March 16, 2026, has approved the Scheme of Amalgamation of Planetfirst Green Private Limited with and into POCL Enterprises Limited and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (the "Scheme").



In relation to the proposed Scheme, and in view of the various secured credit facilities availed by the Company from the HDFC Bank Ltd (as mentioned in below table), the Company has approached us for issuance of a No Objection Certificate pursuant to the requirement under Para A(2)(k) of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Master Circular").

Details of the various secured credit facilities availed by the Company are as follows:

S.No.	Type of facility	Amount Sanctioned till March 31, 2026 (Rs. in Crores)	Amount Outstanding as on March 31, 2026 (Rs. in crores)
1	Fund based credit facilities	82.00	55.91
	Non Fund based credit facilities	6.00	4.81
	Total Fund based & Non Fund based credit facilities (A)	88.00	60.72
2	Total Term Loans (B)	21.44	10.87
3	Vehicle Loan (C)	0.22	0.09
	Total secured facilities (A+B+C)	109.66	71.68

Based on the information and documents provided to us, and subject to compliance with the conditions set out below, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the aforesaid SEBI Master Circular, **we hereby convey our No Objection to the proposed Scheme** as approved by the Board of Directors of the Company, subject to the following conditions:

1. All rights and remedies of the Bank under the Finance Documents and applicable law shall remain unaffected and in full force and effect. This No Objection shall not be construed as a waiver of any such rights or remedies.
2. The Scheme shall not adversely affect the rights of the Bank or the security created in respect of the Facilities, nor shall it impose any additional liability on the Bank. Except as expressly stated herein, all terms and conditions of the Facilities shall remain unchanged and continue in full force and effect.
3. The Company shall execute all necessary documents, forms, and writings as may be required by the Bank from time to time in connection with the Scheme.
4. The Company shall obtain all requisite approvals, consents, and sanctions from the relevant regulatory and statutory authorities in relation to the Scheme.





We understand your world

Emerging Corporates Group Departments

HDFC Bank Limited,

A Wing, 8th Floor, Phase 3, Spencer's Plaza,
No. 769, Anna Salai, Chennai - 600 002.

This No Objection may be relied upon by the Borrower for submission to the Bombay Stock Exchange, the Securities and Exchange Board of India (SEBI), and any other regulatory or statutory authority in connection with the Scheme, and is issued without prejudice to the Bank's rights under the Finance Documents and any applicable law.

This No-Objection shall not affect our right to vote on any resolution placed before a meeting of creditors as may be directed by the Hon'ble National Company Law Tribunal, in connection with the said Scheme. The Board of Directors of the Company is authorised to make or consent to any modifications, alterations, or amendments to the said Scheme as may be deemed necessary or as may be required by the Bombay Stock Exchange, the Hon'ble National Company Law Tribunal, or any other regulatory or statutory authority, and to take all necessary steps for the implementation of the Scheme.

Kindly take the same on record.

For HDFC BANK LIMITED



Authorised Signatory

Name: Mariappan Sivagnanam

Designation: Dy. Vice President

www.hdfcbank.com

To
The Board of Directors
POCL Enterprises Limited,
Willingdon Crescent, 1st Floor, No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai – 600006

Dear Sir/Ma'am,

Subject: No Objection for the Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company") with and into POCL Enterprises Limited ("Transferee Company") and their respective shareholders and creditors.

Reference:

- (i) Email dated 18th March, 2026 read with the request Letter dated 20th January, 2026 issued by POCL Enterprises Limited ("Borrower" or "Transferee Company") to Kotak Mahindra Bank Limited (acting through its Nungambakkam, Chennai Branch) ("Request Letter");
- (ii) The secured term loan & fund and non-fund based credit facilities aggregating to Rs. 47.89 Crores and SIF (Sales Invoice Financing) aggregating to Rs. 45 Crores (referred as the "Facility or "Facilities") granted by the Kotak Mahindra Bank Ltd (the "Bank") to the Borrower, as per the terms of sanction letter(s) bearing reference no MM/19092025/87260 dated 23rd September 2025 read with the Addendums thereto (referred as "Finance Documents"), which terms shall include all amendments, modifications and supplemental made thereto from time to time;
- (iii) Scheme of Amalgamation between the Borrower i.e., POCL Enterprises Limited ("Transferee Company") and Planetfirst Green Private Limited ("Transferor Company") and their respective shareholders and creditors ("Scheme of Amalgamation")

With reference to the above, we, Kotak Mahindra Bank Ltd, have been informed that the Board of Directors of POCL Enterprises Limited (the "Company"), at its meeting held on March 16, 2026, has approved the Scheme of Amalgamation of Planetfirst Green Private Limited with and into POCL Enterprises Limited and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (the "Scheme").

In relation to the proposed Scheme, and in view of the various secured credit facilities availed by the Company from the Kotak Mahindra Bank Ltd (as mentioned in below table), the Company has approached us for issuance of a No Objection Certificate pursuant to the requirement under Para A(2)(k) of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD 2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Master Circular").

Details of the various secured credit facilities availed by the Company as on 31st March 2026 are as follows: (Rs. in Crores)

S. No.	Type of facility	Amount Sanctioned	Amount Outstanding as on 31 st March 2026
1.	Term Loan, fund & non-fund based credit facilities	47.89	33.49
2.	SIF (Sales Invoice Financing)	45.00	NIL



Kotak Mahindra Bank

Based on the information and documents provided to us, and subject to compliance with the conditions set out below, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the aforesaid SEBI Master Circular, we hereby convey our **No Objection to the proposed Scheme** as approved by the Board of Directors of the Company, subject to the following conditions:



1. All rights and remedies of the Bank under the Finance Documents and applicable law shall remain unaffected and in full force and effect. This No Objection shall not be construed as a waiver of any such rights or remedies.
2. The Scheme shall not adversely affect the rights of the Bank or the security created in respect of the Facilities, nor shall it impose any additional liability on the Bank. Except as expressly stated herein, all terms and conditions of the Facilities shall remain unchanged and continue in full force and effect.
3. Except as agreed under this No Objection, no change in the Borrower's obligations towards the Bank in respect of the aforesaid credit facility and security created therefor. All the existing securities furnished to the Bank shall continue to be available as security to the Bank for the said credit facilities. This No Objection shall in no way diminish the rights of the Bank as a secured creditor.
4. The Company shall execute all necessary documents, forms, and writings as may be required by the Bank from time to time in connection with the Scheme.
5. The Company shall obtain all requisite approvals, consents, and sanctions from the relevant regulatory and statutory authorities in relation to the Scheme.

This No Objection may be relied upon by the Borrower for submission to the Bombay Stock Exchange, the Securities and Exchange Board of India (SEBI), and any other regulatory or statutory authority in connection with the Scheme and is issued without prejudice to the Bank's rights under the Finance Documents and any applicable law.

This No-Objection shall not affect our right to vote on any resolution placed before a meeting of creditors as may be directed by the Hon'ble National Company Law Tribunal, in connection with the said Scheme. The Board of Directors of the Company is authorised to make or consent to any modifications, alterations, or amendments to the said Scheme as may be deemed necessary or as may be required by the Bombay Stock Exchange, the Hon'ble National Company Law Tribunal, or any other regulatory or statutory authority, and to take all necessary steps for the implementation of the Scheme. However, such deeds or actions shall not diminish the rights of the Bank under this transaction.

Kindly take the same on record.

For Kotak Mahindra Bank Ltd

Authorised Signatory

Name: Krishnakumar Ganesan – Deputy Vice President

Email: krishnakumar.ganesan@kotak.com

Kotak Mahindra Bank Ltd.
CIN: L65110MH1985PLC038137

4/1, Anna Salai, 12th Floor,
Prestige Polygon Building,
Nandanam, Chennai - 600035.
www.kotak.bank.in

This is a Confidential document.

Registered Office:
27 BKC, C 27, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400051,
Maharashtra, India.

Date: 01.04.2026

To,
 The Board of Directors,
 POCL Enterprises Limited,
 Willingdon Crescent, 1st Floor,
 No. 6/2, Pycrofts Garden Road,
 Nungambakkam, Chennai – 600006

Dear Sir/Ma'am,

Subject: No Objection for the Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company") with and into POCL Enterprises Limited ("Transferee Company") and their respective shareholders and creditors.

Reference:

- (i) Request Letter dated March 25, 2026 issued by POCL Enterprises Limited ("Borrower" or "Transferee Company") to Kotak Mahindra Prime Limited (acting through its Egmore Branch) ("Request Letter");
- (ii) Secured - Vehicle Loans aggregating to Rs. 1.99 Crores (referred as the "Facility" or "Facilities") granted by the Kotak Mahindra Prime Limited to the Borrower, as per the terms of sanction letter(s) bearing reference no CF 24531522 dated 31-Dec-2024 and reference no CF 25265606 dated 24-Jun-2025, read with the corresponding finance agreements and addendums thereto, if any (referred as "Finance Documents"), which terms shall include all amendments, modifications and supplemental made thereto from time to time;
- (iii) Scheme of Amalgamation between the Borrower i.e., POCL Enterprises Limited ("Transferee Company") and Planetfirst Green Private Limited ("Transferor Company") and their respective shareholders and creditors ("Scheme of Amalgamation")

With reference to the above, we, Kotak Mahindra Prime Limited, have been informed that the Board of Directors of POCL Enterprises Limited (the "Company"), at its meeting held on March 16, 2026, has approved the Scheme of Amalgamation of Planetfirst Green Private Limited with and into POCL Enterprises Limited and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (the "Scheme").

In relation to the proposed Scheme, and in view of the various secured credit facilities availed by the Company from the Kotak Mahindra Prime Limited (as mentioned in below table), the Company has approached us for issuance of a No Objection Certificate pursuant to the requirement under Para A(2)(k) of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Master Circular").

Details of the various secured credit facilities availed by the Company as on the date of this letter are as follows:

S.No.	Type of facility	Amount Sanctioned (Rs.)	Amount Outstanding (Rs.)
Kotak Mahindra Prime Limited CIN U67200MH1996PLC097730 6th Floor, Samson Towers, A-Wing, 402L Pantheon Road, Egmore, Chennai - 600008, India			
kprime.service@kotak.com www.primeloans.kotak.com		Registered Office : 27, BKC, C 27, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051, India	

1.	Vehicle Loan – I (CF24531522)	1,07,32,750	82,09,882.21
2.	Vehicle Loan – II (CF25265606)	92,00,000	68,02,851.14

Based on the information and documents provided to us, and subject to compliance with the conditions set out below, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the aforesaid SEBI Master Circular, we hereby convey our No Objection to the proposed Scheme as approved by the Board of Directors of the Company, subject to the following conditions:

1. All rights and remedies of the Kotak Mahindra Prime Limited under the Finance Documents and applicable law shall remain unaffected and in full force and effect. This No Objection shall not be construed as a waiver of any such rights or remedies.
2. The Scheme shall not adversely affect the rights of the Kotak Mahindra Prime Limited or the security created in respect of the Facilities, nor shall it impose any additional liability on the Kotak Mahindra Prime Limited. Except as expressly stated herein, all terms and conditions of the Facilities shall remain unchanged and continue in full force and effect.
3. The Company shall execute all necessary documents, forms, and writings as may be required by the Kotak Mahindra Prime Limited from time to time in connection with the Scheme.
4. The Company shall obtain all requisite approvals, consents, and sanctions from the relevant regulatory and statutory authorities in relation to the Scheme.

This No Objection may be relied upon by the Borrower for submission to the Bombay Stock Exchange, the Securities and Exchange Board of India (SEBI), and any other regulatory or statutory authority in connection with the Scheme, and is issued without prejudice to the Kotak Mahindra Prime Limited's rights under the Finance Documents and any applicable law.

This No-Objection shall not affect our right to vote on any resolution placed before a meeting of creditors as may be directed by the Hon'ble National Company Law Tribunal, in connection with the said Scheme. The Board of Directors of the Company is authorised to make or consent to any modifications, alterations, or amendments to the said Scheme as may be deemed necessary or as may be required by the Bombay Stock Exchange, the Hon'ble National Company Law Tribunal, or any other regulatory or statutory authority, and to take all necessary steps for the implementation of the Scheme.

Kindly take the same on record.

For Kotak Mahindra Prime Ltd
FOR KOTAK MAHINDRA PRIME LTD

Authorised Signatory
Name: Ranjith Venkataraman
Designation: Area Credit Manager

Kotak Mahindra Prime Limited

CIN U67200MH1996PLC097730
6th Floor, Samson Towers, A-Wing,
402L Pantheon Road, Egmore,
Chennai - 600008, India

kprime.service@kotak.com
www.primeloans.kotak.com

Registered Office:
27, BKC, C 27, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051,
India

Date: 8th April 2026

To,
POCL Enterprises Limited,
Willingdon Crescent, 1st Floor,
No. 6/2, Pycrofts Garden Road,
Nungambakkam, Chennai – 600006.

Dear Sir/Ma'am,

Subject: RE: Scheme of Amalgamation of Planetfirst Green Private Limited ("Transferor Company") with and into POCL Enterprises Limited ("Transferee Company/Borrower") and their respective shareholders and creditors.

Reference:

- (i) Email dated March 18, 2026, read with the request Letter dated January 20, 2026, issued by POCL Enterprises Limited ("Borrower" or "Transferee Company") to ICICI Bank Limited (acting through its Cenotaph Branch) ("Request Letter");
- (ii) The secured Fund based credit facilities aggregating to Rs. 20 Crores (referred as the "Facility or "Facilities") granted by the ICICI Bank Limited (the "Bank") to the Borrower, as per the terms of sanction letter bearing reference no CAL724257310011 dated November 14, 2025 read with the Addendums thereto (referred as "Finance Documents"), which terms shall include all amendments, modifications and supplemental made thereto from time to time;
- (iii) Scheme of Amalgamation between the Borrower i.e., POCL Enterprises Limited ("Transferee Company") and Planetfirst Green Private Limited ("Transferor Company") and their respective shareholders and creditors ("Scheme of Amalgamation").

With reference to the above, we, ICICI Bank Limited, have been informed that the Board of Directors of POCL Enterprises Limited (the "Company"), at its meeting held on March 16, 2026, has approved the Scheme of Amalgamation of Planetfirst Green Private Limited with and into POCL Enterprises Limited and their respective shareholders and creditors, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (the "Scheme").

In relation to the proposed Scheme, and in view of the Facilities availed by the Company from the ICICI Bank Ltd (as mentioned in below table), the Company has approached us for issuance of a No Objection Certificate pursuant to the requirement under Para A(2)(k)



ICICI Bank Limited
No. 1, Cenotaph Road,
Teynampet,
Chennai - 600 018,
Tamil Nadu, India.

Website www.icicibank.com
CIN : L65190GJ1994PLC021012

Regd. Office : ICICI Bank Tower, Near Chakli Circle,
Old Padra Road, Vadodara 390 007,
India.
Corp. Office : ICICI Bank Towers, Bandra-Kurla
Complex, Mumbai 400051, India.

of Part I of SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 ("SEBI Master Circular").

Details of the secured credit facilities availed by the Company are as follows:

S.No.	Type of facility	Amount Sanctioned till March 31, 2026 (Rs. in Crores)	Amount Outstanding as on March 31, 2026 (Rs. in crores)
1	Fund-based credit facilities	20.00	13.56
	Total secured facilities	20.00	13.56

Based on the information and documents provided to us, and subject to compliance with the conditions set out below including compliance with all legal, regulatory and other requirements, and in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the aforesaid SEBI Master Circular, we hereby convey our **No Objection to the proposed Scheme** as approved by the Board of Directors of the Company, subject to the following conditions:

1. All rights and remedies of the Bank under the Finance Documents and applicable law shall remain unaffected and in full force and effect. This No Objection shall not be construed as a waiver of any such rights or remedies.
2. The Scheme shall not adversely affect the rights of the Bank or the security created in respect of the Facilities, nor shall it impose any additional liability on the Bank. Except as expressly stated herein, all terms and conditions of the Facilities shall remain unchanged and continue in full force and effect.
3. The Company shall execute all necessary documents, forms, and writings as may be required by the Bank from time to time in connection with the Scheme.
4. The Company shall obtain all requisite approvals, consents, and sanctions from the relevant regulatory and statutory authorities in relation to the Scheme.

This No Objection may be relied upon by the Borrower for submission to the Bombay Stock Exchange, the Securities and Exchange Board of India (SEBI), and any other regulatory or statutory authority in connection with the Scheme and is issued without prejudice to the Bank's rights under the Finance Documents and any applicable law.

This No-Objection shall not affect our right to vote on any resolution placed before a meeting of creditors as may be directed by the Hon'ble National Company Law Tribunal, in connection with the said Scheme. The Board of Directors of the Company is authorised to make or consent to any modifications, alterations, or amendments to the said Scheme as may be deemed necessary or as may be required by the Bombay Stock Exchange, the Hon'ble National Company Law Tribunal, or any other regulatory or statutory authority, and to take all necessary steps for the implementation of the Scheme.





This NOC is provided for only the specific purpose as above and is not and should not be construed as a waiver of any rights and interest of the Lender or any obligation of the Borrower in any manner whatsoever, under all applicable laws, loan, facility, security and / or transaction documents.

The capitalized terms used but not defined in this NOC shall have the same meaning given to them under the Finance Document/Facility Agreement.

Kindly take the same on record.

Authorised Signatory

Name: KARTHIK C

Designation: Sr. RM