Amit Saxena & Associates
Practicing Company Secretaries

COMPLIANCE CERTIFICATE

(Pursuant to Regulation 163(2), Part III of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 including any amendment/modification thereof)

To,
The Board of Directors,
Riwind Green Energy Limited
(Formerly Known as CMX Holdings Limited)
4th Floor, Soni Mansion, 12-B Ratlam Kothi,
Indore, Madhya Pradesh, India, 452001

We, **M/s. Amit Saxena and Associates, Company Secretaries,** having been appointed by **Riwind Green Energy Limited (Formerly Known as CMX Holdings Limited)** (hereinafter referred to as 'Company'), a Company Incorporated under the provisions of the Companies Act, 1956 with **CIN L74110MP1990PLC007674** having its registered office at 4th Floor, Soni Mansion, 12-B Ratlam Kothi, Indore, Madhya Pradesh, India, 452001 to issue this Compliance Certificate in accordance with Regulation 163(2) of Chapter V of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018 as amended from time to time, (hereinafter referred to as "Regulations").

In accordance with the Regulations, the Company has proposed issue of **11,29,03,225 (Eleven Crore Twenty-Nine Lakh Three Thousand Two Hundred Twenty-Five)** fully convertible Warrants for consideration to be received in cash, with each warrant convertible into or exchangeable with 1 fully paid-up equity share of the Company having face value of **Rs. 10/- (Rupee Ten Only)** each to the persons belonging to "Non-Promoter" and "Promoter Group" category on preferential basis at an issue price of **Rs. 21.70/- (Rupees Twenty-One and Seventy Paise Only)** per warrant ('Proposed Preferential issue'). The Proposed preferential issue was approved at the Meeting of **Board of Directors** of the Company held on **October 16th, 2026.**

On the basis of the relevant management inquiries, necessary representations and information received from/furnished by the management of the Company, as required under the aforesaid Regulations, we have verified that the issue is being made in accordance with the requirements of these Regulations as applicable to the preferential issue, more specifically, the following:

i Memorandum of Association and Articles of Association of the Company;

ii The Present Capital Structure including the details of the authorised, subscribed, Issued and Paid-up share capital of the Company along with the shareholding pattern;

iii. Resolutions passed at the Meeting of the Board of Directors;

iv. List of Proposed Allottees;

v. The relevant date in accordance with Regulation 161 of SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018. The **Relevant Date** for the purpose of said minimum issue price is **October 16, 2026;**

vi. The Statutory Registers of the Company and List of shareholders issued by RTA:

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a. to note that the equity shares are fully paid up.

b. all equity shares held by the proposed allottees, if any, in the Company are in Dematerialised form.

vii. Disclosures under the SEBI (Prohibition of Insider Trading) Regulations, 2015 & the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, if any, made by proposed allottees during the 90 trading days preceding the relevant date.

viii. Details of buying, selling and dealing in the Equity Shares of the Company by the proposed allottees, Promoter or Promoter Group during the 90 trading days preceding the relevant date.

ix. Permanent Account Numbers of the proposed allottees, except those allottees who are exempt from specifying their Permanent Account Number for transacting in the securities market by the Board;

x. Draft Notice of Extraordinary General Meeting, Explanatory Statement:

a. to verify the disclosure in Explanatory Statement as required under Companies Act, 2013, the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018.
b. to verify the tenure of the convertible Securities, if any of the company that it shall not exceed eighteen months from the date of their allotment.
c. to verify the lock-in period as required under Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018.
d. to verify the terms for payment of consideration and allotment as required under Regulation 169 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018.

xi. Computation of the minimum price of the equity shares to be allotted in preferential issue in accordance with the Regulations. The minimum issue price for the proposed preferential issue of the Company, based on the pricing formula prescribed under these Regulations has been worked out at Rs. 21.69/- (Rupees Twenty-One and Sixty-Nine Paisa Only).

xii. Verified the relevant statutory records of the company to confirm that:

a. it has no outstanding dues to the SEBI, the stock exchanges or the depositories except those whose are the subject matter of a pending appeal or proceeding(s), which has been admitted by the relevant Court, Tribunal or Authority.

b. The issuer is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the issuer are listed and the SEBI (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the Board except for certain discrepancies, which will be resolved in due course by the company.

It is the responsibility of the Management to comply with the requirements of the Regulations, including the preparation and maintenance of all accounting and other relevant supporting records, designing, implementing and maintaining internal control relevant to preparation of Notice and explanatory statement, determination of relevant date & minimum price of shares and making estimates that are reasonable in the circumstances.

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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the Company.

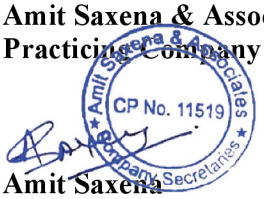
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We are not expressing any opinion on the price computed/calculated and/or the price at which the shares are being issued by the Company.

4. This certificate is solely for the intended purpose of compliance in terms of aforesaid Regulations and for your information and it is not to be used, circulated, quoted or otherwise referred to for any other purpose other than compliance with the aforesaid Regulations.

Certification: Based on my/our examination of such information/documents and explanation furnished to me/us by the management and employees of the Company and to the best of my/our knowledge and belief, I/we hereby certify that proposed preferential issue is being made in accordance with the requirements of the Regulations.

For & on behalf of
Amit Saxena & Associates
Practicing Company Secretaries



Amit Saxena
(Proprietor)
M No.: A29918
COP: 11519

UDIN: A029918H001996443

Date:23rd October, 2026
Place: New Delhi

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