

**VALUATION
OF
EQUITY SHARES
OF
O K PLAY INDIA LIMITED
CIN: L28219HR1988PLC030347**

**Prepared by:
CS ABHISHEK CHHAJED
(IBBI Registered Valuer)
134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,
Ahmedabad City , Ahmedabad , Gujarat - 380001**

RV Registration No – IBBI/RV/03/2020/13674

CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

Date: February 23, 2023

To,

O K PLAY INDIA LIMITED

17, Roz Ka Meoindustrial Estate,

Sohna, Haryana-122103, India.

Dear Sir,

Sub: Valuation Analysis of the Equity Shares of O K PLAY INDIA LIMITED

I refer to our engagement letter dated February 17, 2023 for carrying out the valuation of **Equity Shares** of **O K PLAY INDIA LIMITED** (here-in-after referred as "**Company**" or "**OKPIL**"). In accordance with the terms of the engagement, I am enclosing my report along with this letter. In attached report, I have summarized my Valuation analysis of the Shares together with the description of methodologies used and limitation on my Scope of Work.

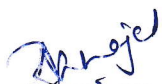
Based on my assessment and in terms of first Proviso to the Sub-Regulation 1 of Regulation 166A r.w. Sub-Regulation 1 of Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended from time to time, the Floor Price of the Equity Share of the Company having Face Value of Rupees 10.00 each has been arrived at **Rs.60.21**. In case you require any further assistance, please feel free to contact me.

This Valuation Analysis is confidential and has been prepared for you for providing the same to government or regulatory authorities and this report can be provided to potential investor of OKPIL for enabling compliance under various laws as detailed hereinafter in this report. It should not be used, reproduced or circulated to any other person, in whole or in part, without my prior consent. Such consent will only be given after full consideration of the circumstance at that time. I trust that above meets your requirements.

Please feel free to contact us in case you require any additional information or clarifications.

Thanking you,

Yours faithfully,



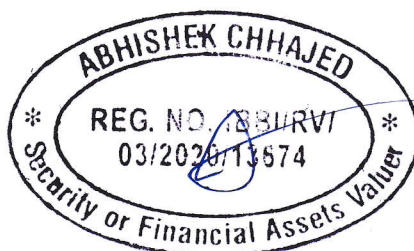
ABHISHEK CHHAJED

RV Registration No – IBBI/RV/03/2020/13674

Registered Valuer

UDIN: F011334D003185560

Place: Ahmedabad



CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

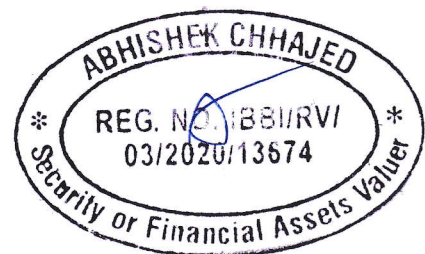
134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

CONTENT OF REPORT

| | | |
|-------------------|---|------------------|
| <u>1.</u> | <u>BACKGROUND OF THE COMPANY:</u> | <u>4</u> |
| <u>2.</u> | <u>PURPOSE:</u> | <u>5</u> |
| <u>3.</u> | <u>KEY DATES:</u> | <u>4</u> |
| <u>4.</u> | <u>IDENTITY OF VALUER AND ANY OTHER EXPERTS INVOLVED IN THE VALUATION:</u> | <u>5</u> |
| <u>5.</u> | <u>PECUNIARY INTEREST DECLARATION</u> | <u>5</u> |
| <u>6.</u> | <u>SOURCES OF INFORMATION:</u> | <u>5</u> |
| <u>7.</u> | <u>TERMS OF ISSUE</u> | <u>6</u> |
| <u>8.</u> | <u>FINANCIAL INFORMATION:</u> | <u>6</u> |
| <u>9.</u> | <u>VALUATION PARAMETERS:</u> | <u>8</u> |
| <u>10.</u> | <u>VALUATION ANALYSIS:</u> | <u>8</u> |
| <u>11.</u> | <u>CONCLUSION:</u> | <u>8</u> |
| <u>12.</u> | <u>CAVEATS, LIMITATIONS AND DISCLAIMERS:</u> | <u>9</u> |
| <u>12.</u> | <u>ANNEXURE 1:</u> | <u>12</u> |
| <u>12.</u> | <u>ANNEXURE 2:</u> | <u>13</u> |
| <u>12.</u> | <u>ANNEXURE 3:</u> | <u>14</u> |



CS ABHISHEK CHHAJED**(IBBI Registered Valuer)****134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,****Ahmedabad City , Ahmedabad , Gujarat - 380001****E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129****1. BACKGROUND OF THE COMPANY:****History:**

O K PLAY INDIA LIMITED ("OKPIL") is Public Limited Company incorporated under the Companies Act, 1956 on August 19, 1988, having its registered office at 17, Roz Ka Meoindustrial Estate, Sohna, Haryana-122103, India. The Company Identification Number (CIN) of the company is L28219HR1988PLC030347. Equity Shares of OKPIL are listed on BSE Limited

Main Object of the Company are:

1. To carry on anywhere in India or abroad the business as manufacturers, makers, producers, processors, job-workers, smelters, foundry men, converters, finishers, repairers, dealers, stockiest, agents, distributors, importers and exporters of all or any Lypes of industrial, domestic or commercial containers, utensils, pans, boxes, storehouses or any spare parts, accessories, raw materials thereof used in any industrial, domestic, commercial, defense or any other strategic or other establishments including any chemical works, space research programmes, shipping vessels, etc.
2. To carry on the business as importer, exporter, job worker, manufacturer, distributor, stockiest, contractor, supplier, dealer or in any other manner, of all types of Plastic products, Metal products, Wood products or any combination of them including but not limited to school furniture, outdoor playground equipment, toys, mannequins, point-of-purchase products, automotive products, electric vehicles, electric rickshaw and other variants, manholes, chambers, pipes, gully traps, oil & grease separators, septic tanks, containers, communication chambers etc
3. To set up plants, shops, showrooms, store, online marketplace for the manufacture and trading (wholesale, retail) display counter, play zone/ fun zone for its products
4. To act as financiers, lessors, lessees, real estate agents, civil contractors and also to act as an export house.

Capital Structure of the Company;

| Particulars | Amount (in Rs.) |
|---|-----------------|
| Authorised Share Capital 3,00,00,000 Equity shares of Rupees 10.00 each | 30,00,00,000 |
| Issued, Subscribed & Fully Paid-up Share Capital 1,91,96,065 Equity shares of Rupees 10.00 each | 19,19,60,650 |

Board of Directors

| Sr. No | Name | DIN |
|--------|-----------------|----------|
| 1. | RAJAN HANDA | 00194590 |
| 2. | SHALABH JASORIA | 00194871 |

CS ABHISHEK CHHAJED**(IBBI Registered Valuer)****134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,****Ahmedabad City , Ahmedabad , Gujarat - 380001****E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129**

| | | |
|-----|---------------------|----------|
| 3. | DHIRAJ ARORA | 00233700 |
| 4. | MAMTA HANDA | 00238019 |
| 5. | ATUL NRIPRAJ BARAR | 00805515 |
| 6. | RAJAN WADHERA | 01412577 |
| 7. | AJAY VOHRA | 03332920 |
| 8. | RISHAB HANDA | 08174892 |
| 9. | RAGHAV HANDA | 08174904 |
| 10. | VIKASH KUMAR PATHAK | 08707272 |

2. PURPOSE:

OKPIL intends to issue Convertible warrants to Promoters and non-promoters on preferential basis to meet its funding requirement. In this regard, OKPIL has engaged me to carry out valuation of Equity Shares of the Company as per requirements of Sub-Regulation 1 of Regulation 166A r.w. Sub-Regulation 1 of Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, on the relevant date being February 23, 2023.

3. KEY DATES:

Appointing Authority- Board of Director of the OKPIL

Appointment Date: February 17, 2023;

Valuation Date/Relevant Date: February 23, 2023;

Report Date: February 23, 2023.

4. IDENTITY OF VALUER AND ANY OTHER EXPERTS INVOLVED IN THE VALUATION:

I am independent Registered Valuer as required under the Companies (Registered Valuer & Valuation) Rules, 2017 registered with Insolvency & Bankruptcy Board of India having registration no. IBBI/RV/03/2020/13674. No other Experts are involved in this valuation exercise.

5. PECUNIARY INTEREST DECLARATION

I do not have pecuniary interest in the Shares of OKPIL, past, present or prospective, and the opinion expressed is free of any bias in this regard. I strictly follow the code of conduct of the Registered Valuation Organization of IBBI.

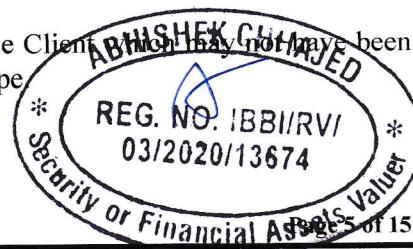
6. SOURCES OF INFORMATION:

I have been provided the following information for the valuation analysis:

- MOA & AOA of OKPIL;
- Annual Report for the year ended on March 31, 2022, March 31, 2021 and March 31 2020;
- Trading History Data of Equity Shares of OKPIL for last one year from relevant Date;
- Written Representations made by the Company in course of the valuation exercise;
- Other related information from various sources;

Besides the above listing, there may be other information provided by the Client which may not have been perused by me in any detail, if not considered relevant for my defined scope.

Private & Confidential
Valuation_OKPIL_2023



CS ABHISHEK CHHAJED**(IBBI Registered Valuer)****134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,****Ahmedabad City , Ahmedabad , Gujarat - 380001****E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129**

Discussions (in person / over call) with the management to: Understand the business and fundamental factors that affect its earning- generating capability including strengths, weaknesses, opportunity and threats analysis and historical financial performance. During the discussions with the management, I have also obtained explanations and information considered reasonably necessary for this exercise.

7. TERMS OF ISSUE

| S.No. | Particulars | Details of Securities |
|--|--|---|
| 1. | Type of Securities proposed to be issued (viz. equity Shares, convertibles, etc.) | Fully Convertible Equity Warrants (convertible into equal no. of equity shares) |
| 2. | Type of Issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.) | Preferential Issue on Private Placement basis to the person(s) belonging to Promoter/Promoter Group/Non-Promoter Category |
| 3. | Total Number of Securities proposed to be issued or the total amount for which the securities will be issued | Upto maximum of 13,530,000 (One Crore Thirty Five Lacs Thirty Thousand Only) Warrants, on preferential basis at an exercise price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the persons belonging to Promoter/Promoter Group/Non-Promoter Category |
| In ease of Preferential Issue the listed entity shall disclose the following additional details to the Stock Exchange : | | |
| 4. | Name of the Investors | As per list attached as Annexure A |
| 5. | Post Allotment of Securities- outcome of the subscription, issue price/allotted price (in case of convertibles), Number of Investors; | Not Applicable |
| 6. | In case of Convertibles-Intimation o conversion of securities or on lapse the tenure of the instrument; | Each warrant is convertible into 1 Ordinary Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable. An amount equivalent to 25% of the Warrant price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% of the Warrant Price shall be payable by the Warrant holder against each warrant at the time of allotment of Ordinary Equity Shares pursuant to exercise of the options attached to Warrant(s) to subscribe to Ordinary Equity Share(s). The amount paid against Warrants shall be adjusted/ set-off against the issue price for the resultant Ordinary Shares. In case the balance payment is not received within the maximum tenure of the warrants, the amount paid on the warrants shall get lapsed and be forfeited by the company. The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger /realignment, rights issue or undertakes consolidation sub-division reclassification of equity shares or such other similar events or circumstances requiring adjustments. |

Annexure-A

| S. No. | NAME OF PROPOSED ALLOTTEE(S) |
|--|------------------------------------|
| A. PROMOTER GROUP | |
| 1. | Anandana Handa |
| 2. | Raghav Handa |
| 3. | Rishab Handa |
| Total (A) | |
| 75,00,000 | |
| B. NON-PROMOTER GROUP- INSTITUTIONS (FPI) | |
| 1. | Tano Investment Opportunities Fund |
| 2. | Ecotek General Trading LLC |
| Total (B) | |
| 52,00,000 | |

CS ABHISHEK CHHAJED**(IBBI Registered Valuer)****134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,****Ahmedabad City , Ahmedabad , Gujarat - 380001****E-mail – csabhishekichhajed1@gmail.com Contact number - +91 94088 12129**

| C. NON-PROMOTER GROUP- NON-INSTITUTIONS | | |
|--|------------------|-------------------|
| 1. | Ahanna Bhatia | |
| 2. | Bhawna Bhatia | |
| 3. | Deepak Gupta | |
| | Total (C) | 8,30,000 |
| Total (A+B+C) | | 13,530,000 |

8. FINANCIAL INFORMATION:

| Particulars | As at March 31, 2022 (Audited) Amt. in Laes |
|----------------------------------|--|
| EQUITY AND LIABILITIES | |
| Equity | |
| Share Capital | 1,919.61 |
| Reserve and Surplus | 2,483.17 |
| | |
| Non-Current Liability | |
| Borrowing | 5,353.61 |
| Provisions | 119.40 |
| | |
| Current Liabilities | |
| Borrowings | 3,447.99 |
| Trade Payables | 1,804.86 |
| Other Current Liabilities | 6,796.97 |
| Provisions | 21.19 |
| TOTAL | 21,946.80 |
| | |
| ASSETS | |
| Non-Current Assets | |
| Fixed Assets | 7,050.98 |
| Investments | 4,820.76 |
| Loans/Security Deposits | 68.21 |
| Other Financial Assets | 17.15 |
| Deferred Tax Assets | 820.14 |
| | |
| Current Assets | |
| Inventories | 4,777.14 |
| Trade Receivables | 2,704.29 |
| Cash and Cash Equivalents | 166.57 |
| Other Financial & Current Assets | 1,527.82 |
| TOTAL | 21,946.80 |

CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

9. VALUATION PARAMETERS

I. Net Asset Value (NAV)

II. Price Earning Capacity Value (PECV)

III. Market Value.

I. Net Asset Value (NAV)

The Net Assets Method represents the value with reference to historical cost of assets owned by the company and the attached liabilities on particular date. Net asset will be calculated starting from the total assets of the company and deducting there from all debts, borrowing and liabilities, including current and Likely contingent Liability and preference capital if any. In other words it should represent true net worth of business after providing for all outside present and potential liabilities. In the case of companies, the net assets value calculated from assets side of the balance sheet in the above manner will be crossed checked with equity share capital plus free reserve and surplus, less likely contingent liabilities.

II. Price Earning Capacity Value (PECV)

The profit-earning capacity value will be calculated by capitalising the average of the after-tax profits at the following rates;

I. 15% in the case of manufacturing companies.

II. 20% in the case of trading companies.

III. 17.5% in the case of “intermediate companies”, that is to say, companies whose turnover from trading activity is more than 40%, but less than 60% of their total turnover.

The crux of estimating the profit-earning capacity value lies in the assessment of the future maintainable earnings of the business. While the past trends in profits and profitability would serve as a guide, it should not be overlooked that the valuation is for the future and that it is the future maintainable stream of earnings that is of greater significance in the process of valuation. All relevant factors that have a bearing on the future maintainable earnings of the business must, therefore, be given due consideration.

III. Market Value:

The Equity Shares of Company is listed on BSE India Limited for a period of more than 90 trading days as on the relevant date i.e. Thursday, February 23, 2023 and are frequently traded in accordance with SEBI ICDR Regulations.

In case of “frequently traded shares (Regulation 164(1) of the SEBI ICDR Regulations:

If the equity shares of the Company have been listed on a recognised stock exchange for a period of 90 trading days or more as on the relevant date, the price of the equity shares to be allotted pursuant to the preferential issue shall be not less than higher of the following;

- the 90 trading days’ volume weighted average price of the related equity shares quoted on the recognised stock exchange preceding the relevant date; or
- the 10 trading days’ volume weighted average prices of the related equity shares quoted on a recognised stock exchange preceding the relevant date.

Provided that if the Articles of Association of the issuer provide for a method of determination which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.

Articles of Association of the Company do not provide for any particular method of determination which results in a floor price higher than that determined in valuation report by IBBI Registered valuer as mentioned under SEBI ICDR Regulations.

CS ABHISHEK CHHAJED**(IBBI Registered Valuer)****134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,****Ahmedabad City , Ahmedabad , Gujarat - 380001****E-mail – csabhishekhchhajed1@gmail.com Contact number - +91 94088 12129**

The Company's Equity Share is listed at BSE India Limited and accordingly, BSE India Limited is the Stock exchange on which the highest trading volume in respect of the equity shares of the issuer has been recorded during the preceding 90 trading days prior to the relevant date.

10. VALUATION ANALYSIS:

In terms of first Proviso to the Sub-Regulation 1 of Regulation 166A r.w. Sub-Regulation 1 of Regulation 166A and Sub-Regulation 1 of Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and by using the Valuation Parameters, the following is the Valuation Analysis of Equity Shares of the Company.

| Sr. No. | Valuation Parameters | Value per Equity Share (in Rupees) |
|---------|-------------------------------------|------------------------------------|
| 1. | Price Earning Capacity Value Method | -26.00 |
| 2. | Net Assets Value Method | 22.95 |
| 3. | Market Value Method | 60.21 |

For, detailed working calculation of Value of Equity Share, please refer;

Annexure 1 - For Net Assets Value Method

Annexure 2 - For Price Earning Capacity Value Method

Annexure 3 - For Market Value Method

| Sr. No | Method | Value per Equity Share (in Rupees) (A) | Weights (B) | Weighted (C=A*B) |
|---|-------------------------------------|--|-------------|------------------|
| 1. | Price Earning Capacity Value Method | -26.00 | 1 | -26.00 |
| 2. | Net Assets Value Method | 22.95 | 2 | 45.90 |
| 3. | Market Value Method | 60.21 | 3 | 180.63 |
| Total (D) | | | 6 | 200.53 |
| Floor Price (In Rupees) (Total of C / D) | | | | 33.42 |

11. CONCLUSION:

In the ultimate analysis, valuation will have to involve the exercise of judicious discretion and judgment taking into account all the relevant factors. There will always be several factors, e.g. present and prospective competition, yield on comparable securities and market sentiments etc. which are not evident from the face of the documents available with us but which will strongly influence the worth of a Shares and Debentures.

In the light of the above and on consideration of all the relevant factors and circumstances as discussed and outlined in this report, I conclude as under;

| Sr. No. | Provisions | Minimum Share Price (in Rupees) |
|---------|------------|---------------------------------|
|---------|------------|---------------------------------|

CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

| | | |
|---|---|-------|
| A | Floor Price in terms of first Proviso to the Sub-Regulation 1 of Regulation 166A of the SEBI ICDR Regulations | 33.42 |
| B | Floor Price in terms of the Sub-Regulation 1 of Regulation 164 of the SEBI ICDR Regulations | 60.21 |

Accordingly, the Floor Price of the Equity Share of the Company having Face Value of Rupees 10.00 each in terms of Chapter V of SEBI ICDR Regulations as at Relevant date is **INR 60.21 Only (Rupees Sixty and Twenty-One Paise Only).**

12. CAVEATS, LIMITATIONS AND DISCLAIMERS:

My report is subject to the scope limitations detailed hereinafter.

As such the report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to herein and in the context of the purpose for which it is made. My engagement for this valuation consulting work does not include any procedures designed to discover any defalcations or other irregularities, should any exist.

I have provided an assessment of the value based on the information available, application of certain formula and within the scope and constraints of our engagement, others may place a different value to the same. However, I independently did not verify such information and make no representation as to the accuracy or completeness of such information obtained from or provided by such sources.

The company and its representatives warranted to us that the information supplied to us was complete and accurate to the best of their knowledge and that the financial information properly reflects the business conditions and operating results for the respective periods in accordance with generally accepted accounting principles. Information supplied to us has been accepted as correct without any further verification. I have not audited, reviewed, or compiled the historical provided to us and, accordingly, i do not express any audit opinion or any other form of assurance on this information. Because of the limited purpose of the information presented, it may be incomplete and contain departures from generally accepted accounting principles. In the course of the valuation, i were provided with both written and verbal information. I have however, evaluated the information provided to us by the Company through broad inquiry, analysis and review but have not carried out a due diligence or audit of the information provided for the purpose of this engagement.

My conclusions are based on the assumptions, forecasts and other information given by/on behalf of the Company. I assume no responsibility for any errors in the above information furnished by the Company and consequential impact on the present exercise.

The draft of the present report was circulated to the Management for confirming the facts stated in the report and to confirm that information or facts stated are not erroneous and the assumptions used are reasonable.

No investigation on the Company's claim to title of assets has been made for the purpose of this valuation and their claim to such rights has been assumed to be valid. No consideration has been given to liens or encumbrances against the assets, beyond the liabilities in the books. Therefore, no responsibility is assumed for matters of a legal nature.

My work does not constitute an audit or certification of the historical financial statements including the working results of the Company referred to in this report. Accordingly, I am unable to and do not express an opinion on the fairness or accuracy of any financial information referred to in this report. Valuation analysis and results are specific to the purpose of valuation mentioned in the report and it is as per agreed terms of our engagement. It may not be valid for any other purpose or as at any other date. **ABHISHEK CHHAJED** valid if done on behalf of any other entity.

CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

I have no responsibility to update this report for events and circumstances occurring after the date of this report. My fees is not contingent to the results or output of this report. I will not be responsible to appear in front of Companies act, income tax, RBI or any other regulatory authority in relation to the said valuation.

The decision to carry out the transaction (including consideration thereof) on the basis of this valuation lies entirely with the OKPIL and my work and my finding shall not constitute a recommendation as to whether or not OKPIL should carry out the transaction. The report and conclusion of value are not intended by the author and should not be construed by the reader to be investment advice in any manner whatsoever. The conclusion of value represents my opinion, based on information furnished to us by the client and other sources. Any person/party intending to provide finance/invest in the shares/business of the Company shall do so after seeking their own professional advice and after carrying out their own due diligence procedures to ensure that they are making an informed decision.

My report is meant for the purpose mentioned in point 2 of this report and should not be used for any purpose other than the purpose mentioned therein. The Report should not be copied or reproduced without obtaining my prior written approval for any purpose other than the purpose for which it is prepared.

I acknowledge that I am independent valuer and have no present or contemplated financial interest in the Company. My fees for this valuation is based upon my normal billing rates, and not contingent upon the results or the value of the business or in any other manner. I have not been engaged by the Company in any unconnected transaction during last five years.

Neither me, nor any managers, employees of my firm makes any representation or warranty, express or implied, as to the accuracy, reasonableness or completeness of the information, based on which the valuation is carried out. All such parties expressly disclaim any and all liability for, or based on or relating to any such information contained in the valuation.

Thanking you,

Yours faithfully,

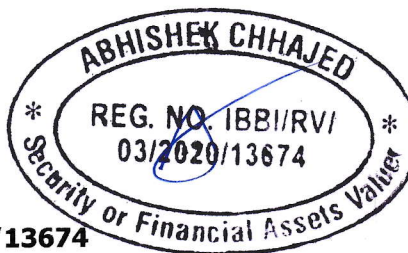


ABHISHEK CHHAJED

RV Registration No – IBBI/RV/03/2020/13674

Registered Valuer

UDIN: F011334D003185560



Place: Ahmedabad

CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

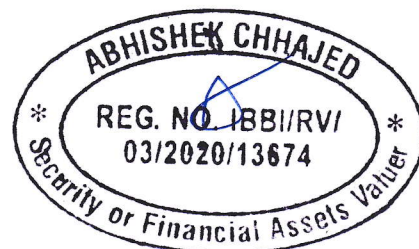
E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

Annexure 1

Valuation of Equity Shares of OKPIL under NAV Method:

Calculation of Net Assets Value of the Company as at March 31, 2022

| Particulars | Amount in Lacs. |
|-----------------------------|------------------------|
| Total Assets | 21,946.80 |
| Total Liabilities | 17,544.02 |
| Net worth | 4,402.78 |
| Less: Deferred Tax Assets | -820.14 |
| Net Assets | 3,582.64 |
| No. of Equity Shares | 191.840 |
| Book Value Per Share | 22.95 |



CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

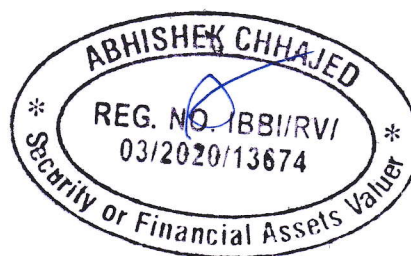
E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

Annexure 2

Valuation of Equity Shares of OKPIL under PECV Method:

Amount in Lacs.

| Particulars | 2021-22 | 2020-21 | 2019-20 | Total |
|------------------------------------|----------|----------|---------|---------|
| Total Revenue | 7,640.77 | 7,051.89 | 452.14 | |
| Profit Before Tax | -1,132 | -873.63 | -752.34 | |
| Weights | 3 | 2 | 1 | 6 |
| Product | -3396.78 | -1747.26 | -752.34 | -5,896 |
| Weighted Average Profit Before Tax | | | | -983 |
| Tax @25.17% | | | | -247 |
| Future Maintainable Profit | | | | -735 |
| Capitalisation rate @15% | | | | -4,903 |
| No of Shares | | | | 191.840 |
| Fair Value | | | | -26.00 |



CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajed1@gmail.com Contact number - +91 94088 12129

Annexure 3

Valuation of Equity Shares of OKPIL under Market Price Method

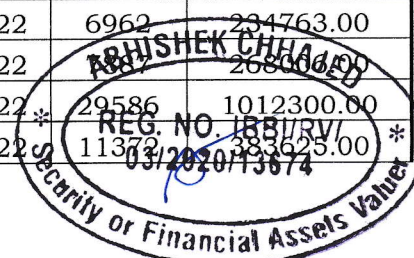
(Source: BSE Limited)

| | |
|--------------------------------------|------------|
| Date of EGM/AGM/POSTAL BALLOT | 25-03-2023 |
| Relevant Date | 23-02-2023 |

| | |
|----------------------------|-----------------------|
| Name of the Company | OK PLAY INDIA LIMITED |
| Stock Exchange | BSE Limited |

Average of the volume weighted average price (VWAP) of the equity shares of OK PLAY INDIA LIMITED quoted on the BSE Limited during the 90 trading days preceding the relevant date (considering relevant date as 23/02/2023)

| Days | Date | Volume | VWAP | Days | Date | Volume | VWAP |
|------|------------|--------|-------------|------|------------|--------|------------|
| 1 | 22-02-2023 | 34807 | 2572237.00 | 46 | 20-12-2022 | 39549 | 1449468.00 |
| 2 | 21-02-2023 | 20691 | 1456646.00 | 47 | 19-12-2022 | 52954 | 1845733.00 |
| 3 | 20-02-2023 | 104449 | 7003305.00 | 48 | 16-12-2022 | 41978 | 1430633.00 |
| 4 | 17-02-2023 | 76534 | 4890375.00 | 49 | 15-12-2022 | 111656 | 3851671.00 |
| 5 | 16-02-2023 | 206683 | 12432792.00 | 50 | 14-12-2022 | 36977 | 1219819.00 |
| 6 | 15-02-2023 | 81332 | 4914569.00 | 51 | 13-12-2022 | 49256 | 1512664.00 |
| 7 | 14-02-2023 | 286029 | 17199145.00 | 52 | 12-12-2022 | 15773 | 474212.00 |
| 8 | 13-02-2023 | 80679 | 4719721.00 | 53 | 09-12-2022 | 8032 | 246361.00 |
| 9 | 10-02-2023 | 119944 | 6489649.00 | 54 | 08-12-2022 | 8205 | 254332.00 |
| 10 | 09-02-2023 | 112588 | 5978422.00 | 55 | 07-12-2022 | 14505 | 449686.00 |
| 11 | 08-02-2023 | 26288 | 1318424.00 | 56 | 06-12-2022 | 18122 | 563914.00 |
| 12 | 07-02-2023 | 5394 | 262824.00 | 57 | 05-12-2022 | 19273 | 633357.00 |
| 13 | 06-02-2023 | 3610 | 177768.00 | 58 | 02-12-2022 | 9207 | 288907.00 |
| 14 | 03-02-2023 | 4549 | 222193.00 | 59 | 01-12-2022 | 9101 | 290366.00 |
| 15 | 02-02-2023 | 32487 | 1606871.00 | 60 | 30-11-2022 | 19097 | 590294.00 |
| 16 | 01-02-2023 | 49237 | 2655101.00 | 61 | 29-11-2022 | 5134 | 153942.00 |
| 17 | 31-01-2023 | 50235 | 2637402.00 | 62 | 28-11-2022 | 7940 | 238991.00 |
| 18 | 30-01-2023 | 29668 | 1507083.00 | 63 | 25-11-2022 | 8874 | 264691.00 |
| 19 | 27-01-2023 | 86340 | 4516807.00 | 64 | 24-11-2022 | 10433 | 306157.00 |
| 20 | 25-01-2023 | 114041 | 6090216.00 | 65 | 23-11-2022 | 4518 | 132639.00 |
| 21 | 24-01-2023 | 51863 | 2662004.00 | 66 | 22-11-2022 | 6755 | 201540.00 |
| 22 | 23-01-2023 | 36220 | 1841949.00 | 67 | 21-11-2022 | 5044 | 150776.00 |
| 23 | 20-01-2023 | 14041 | 704445.00 | 68 | 18-11-2022 | 10407 | 315454.00 |
| 24 | 19-01-2023 | 98963 | 5117546.00 | 69 | 17-11-2022 | 7564 | 227198.00 |
| 25 | 18-01-2023 | 73901 | 3819442.00 | 70 | 16-11-2022 | 28865 | 899118.00 |
| 26 | 17-01-2023 | 33314 | 1651886.00 | 71 | 15-11-2022 | 23262 | 752331.00 |
| 27 | 16-01-2023 | 105265 | 5273166.00 | 72 | 14-11-2022 | 6962 | 234763.00 |
| 28 | 13-01-2023 | 31550 | 1510927.00 | 73 | 11-11-2022 | 268066 | 268066.00 |
| 29 | 12-01-2023 | 23413 | 1079685.00 | 74 | 10-11-2022 | 29586 | 1012300.00 |
| 30 | 11-01-2023 | 44993 | 2085455.00 | 75 | 09-11-2022 | 11372 | 383625.00 |



CS ABHISHEK CHHAJED

(IBBI Registered Valuer)

134-1-2 Nilkanthnagar, Gordhanwadi Tekra , Kankaria,

Ahmedabad City , Ahmedabad , Gujarat - 380001

E-mail – csabhishekchhajer1@gmail.com Contact number - +91 94088 12129

E-mail – csabishekanna@gmail.com Contact number – 91 9466 1212

| | | | | | | | | |
|----|------------|--------|-------------|----------------------|------------|--------|------------|--------------|
| 31 | 10-01-2023 | 56032 | 2727639.00 | 76 | 07-11-2022 | 31951 | 1053753.00 | |
| 32 | 09-01-2023 | 83982 | 4302938.00 | 77 | 04-11-2022 | 7684 | 247354.00 | |
| 33 | 06-01-2023 | 47182 | 2466658.00 | 78 | 03-11-2022 | 57812 | 1801170.00 | |
| 34 | 05-01-2023 | 137460 | 7241715.00 | 79 | 02-11-2022 | 19278 | 616617.00 | |
| 35 | 04-01-2023 | 354019 | 19042696.00 | 80 | 01-11-2022 | 152591 | 5330533.00 | |
| 36 | 03-01-2023 | 123053 | 6342716.00 | 81 | 31-10-2022 | 11689 | 395672.00 | |
| 37 | 02-01-2023 | 142311 | 6994989.00 | 82 | 28-10-2022 | 15311 | 493779.00 | |
| 38 | 30-12-2022 | 143373 | 6691748.00 | 83 | 27-10-2022 | 14058 | 432283.00 | |
| 39 | 29-12-2022 | 152313 | 6966198.00 | 84 | 25-10-2022 | 14294 | 415192.00 | |
| 40 | 28-12-2022 | 267779 | 12513304.00 | 85 | 24-10-2022 | 17492 | 481419.00 | |
| 41 | 27-12-2022 | 41709 | 1870648.00 | 86 | 21-10-2022 | 12056 | 325198.00 | |
| 42 | 26-12-2022 | 49489 | 2098213.00 | 87 | 20-10-2022 | 6571 | 172350.00 | |
| 43 | 23-12-2022 | 146097 | 6064422.00 | 88 | 19-10-2022 | 13619 | 359530.00 | |
| 44 | 22-12-2022 | 161213 | 6322776.00 | 89 | 18-10-2022 | 9523 | 252469.00 | |
| 45 | 21-12-2022 | 136549 | 5246308.00 | 90 | 17-10-2022 | 2158 | 57902.00 | |
| | | | | Average Price | | | | 47.95 |

Average of the volume weighted average price (VWAP) of the equity shares of OK PLAY INDIA LIMITED quoted on the BSE Limited during the 10 trading days preceding the relevant date (considering relevant date as 23/02/2023)

| Relevant date (considering relevant date in the table) | | | | | | | |
|--|------------|--------|-------------|---------------|------------|--------|-------------|
| Days | Date | Volume | VWAP | Days | Date | Volume | VWAP |
| 1 | 22-02-2023 | 34807 | 2572237.00 | 6 | 15-02-2023 | 81332 | 4914569.00 |
| 2 | 21-02-2023 | 20691 | 1456646.00 | 7 | 14-02-2023 | 286029 | 17199145.00 |
| 3 | 20-02-2023 | 104449 | 7003305.00 | 8 | 13-02-2023 | 80679 | 4719721.00 |
| 4 | 17-02-2023 | 76534 | 4890375.00 | 9 | 10-02-2023 | 119944 | 6489649.00 |
| 5 | 16-02-2023 | 206683 | 12432792.00 | 10 | 09-02-2023 | 112588 | 5978422.00 |
| | | | | Average Price | | | 60.21 |

| | | | |
|---|--|--|--------------|
| A | Average of 90 trading days VWAP | | 47.95 |
| B | Average of 10 trading days VWAP | | 60.21 |
| C | Applicable Minimum Price (Higher of the A or B) | | 60.21 |

