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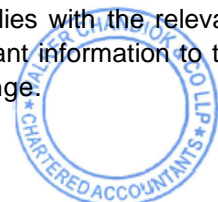
Independent Auditor's Certificate on compliance with the conditions of proposed preferential allotment by Best Agrolife Limited in accordance with Regulation 169 (4) of Part VI of Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018

To
The Board of Directors
Best Agrolife Limited
Address: S-1A, Ground Floor, Bhagwan Dass Nagar,
East Punjabi Bagh 110026

1. This certificate is issued in accordance with the terms of our engagement letter dated 2 September 2021 with Best Agrolife Limited ('the Company').
2. The accompanying declaration on compliance with the conditions of proposed preferential allotment of equity shares by Best Agrolife Limited in terms of Regulation 169 (4) of Part VI of Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 ('the Declaration') confirming non-applicability of the requirements of Regulation 169(4) of Part VI of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended) ('the ICDR Regulations') in respect of the preferential issue of equity shares (the 'specified securities') on a private placement basis as approved by the Board of directors of the Company in its meeting dated 2 September 2021 (hereinafter 'proposed preferential issue') has been prepared by the Company's management for submission along with this certificate to the BSE Limited ('the stock exchange') pursuant to the requirements of Regulation 169(5) of Part VI of Chapter V of the ICDR Regulations. We have initialled the Declaration for identification purposes only.

Management's Responsibility for the Declaration

3. The preparation and maintenance of all accounting and other relevant supporting records and documents, is the sole responsibility of the management of the Company. This responsibility includes design, implementation and maintenance of internal controls relevant to the compliance with requirements of aforesaid ICDR Regulations and applying appropriate basis of preparation and making estimates that are reasonable in the circumstances.
4. The management is also responsible for ensuring that the Company complies with the relevant requirements of the aforesaid ICDR Regulations and for providing all relevant information to the Securities and Exchange Board of India ('the SEBI') and the stock exchange.



Auditor's Responsibility

5. Pursuant to the requirements of the Regulation 169(5) of Part VI of Chapter V of the ICDR Regulations, it is our responsibility to express limited assurance in the form of a conclusion as to whether anything has come to our attention that causes us to believe that the accompanying Declaration confirming non-applicability of Regulation 169(4) of the ICDR Regulations with respect to the proposed preferential issue, is not fairly stated.
6. We conducted our examination of the Declaration in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ('Guidance Note'), issued by the Institute of Chartered Accountants of India (the "ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements issued by ICAI.
8. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for a reasonable assurance engagement, and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. The procedures selected depend on the auditor's judgment, including the assessment of the areas where a material misstatement of the subject matter information is likely to arise. Accordingly, we have performed the following procedures in relation to the Certificate:
 - a. Obtained and read the certified copy of the resolution passed at the meeting of the Board of Directors held on 2 September 2021 in respect of the proposed preferential issue;
 - b. Verified that the proposed preferential issue pertains to issue of shares for a consideration other than cash and therefore provisions as per the requirements of sub-regulation 4 of regulation 169 of Part III of chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) regulations 2018 are not applicable in this case.
 - c. Conducted relevant inquiries and obtained the necessary representations from the management of the Company.

Conclusion

9. Based on the procedures performed as above and the information and explanations given to us, along with representations provided by the Management, nothing has come to our attention that causes us to believe that the accompanying Declaration confirming non-applicability of Regulation 169(4) of the ICDR Regulations, with respect to the proposed preferential issue is not fairly stated.

Restriction on distribution or use

10. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the requirements as stated in paragraph 2 above. Our obligations in respect of this certificate are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have as statutory auditors of the Company or otherwise. Nothing in this certificate, nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as statutory auditors of the Company.



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11. The certificate is addressed to and provided to the Board of Directors of the Company solely of enabling it to comply with the requirements mentioned in paragraph 2 above which inter alia, requires it to submit this certificate to the stock exchange in connection with the proposed preferential issue and therefore should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other party to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Tarun



Tarun Gupta

Partner

Membership No.: 507892

UDIN: 21507892AAAAGV524B

Place: New Delhi

Date: 14 September 2021