



राजस्थान RAJASTHAN
राजस्थान

S 635171

The Stamp Paper forms part of the Addendum to the Registrar to the Issue Agreement entered between Rajnandini Fashion India Limited and Bigshare Services Private Limited dated September 11, 2025, for The Initial Public Offer of Rajnandini Fashion India Limited on SME Platform of BSE (BSE SME)

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ADDENDUM TO REGISTRAR TO THE ISSUE AGREEMENT

This Addendum to the Registrar to the Issue Agreement made at Mumbai on this 09th day of May 2026 in reference to Original Registrar to the Issue Agreement executed on September 11, 2025 executed by and between the following parties

RAJNANDINI FASHION INDIA LIMITED, a company incorporated under the Companies Act, 1956 bearing CIN: U51109RJ2010PLC033059 and having its registered office at G1-41, RIICO, Tonk Road, Sitapura Industrial Area, Jaipur, Rajasthan, India, 302022. (hereinafter referred to as "The Company"/ "RFIL"/ "Issuer"), which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns of the **FIRST PART**;

AND

BIGSHARE SERVICES PRIVATE LIMITED, a Company incorporated under the Companies Act, 1956 and having its Registered Office at Pinnacle Business Park, Office no S6-2, 6th floor, Mahakali Caves Road, Next to Ahura Centre, Andheri East Mumbai, Mumbai, Maharashtra, India, 400093 (hereinafter referred to as "Bigshare" or "Registrar to the Issue" which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns) of the **SECOND PART**;

In this Registrar to the Issue agreement Issuer Company & Registrar to the Issue are hereinafter collectively referred to as the "Parties" and individually as a "Party".

The Undersigned Parties for good consideration do hereby agree to make the following addition/Modification/Substitution that are outlined below in the said Issuer Agreement. These addition/Modification/Substitution that shall be made valid as they are in the Original stated agreement

WHEREAS

ORIGINAL CONTENT

1. The Company is proposing to an Initial Public Issue of Equity Shares of Rs. 10 each (the "Equity Shares") of the Company comprising a fresh issue of up to 27,00,000 Equity Shares by the Company (the "Fresh Issue")(the Fresh Issue shall collectively be referred to as the "Issue", unless the context so requires); in accordance with the Companies Act (as defined herein below), SEBI ICDR Regulations (as defined herein below) and other applicable laws at such price as may be determined by the Company in consultation with the Book Running Lead Manager in accordance with the Book Building Process under the SEBI ICDR Regulations, 2018 as amended from time to time at a price as may be disclosed in Prospectus filed with ROC being (the "Issue Price"). The Issue will be made (i) within India to Indian institutional, non-institutional and Individual investors in reliance on Regulation S under the United States Securities Act of 1933, and (ii) outside the United States and India, in offshore transactions in reliance on Regulation S, and in each case, in compliance with applicable Indian law.

SUBSTITUTED BY

1. The Company is proposing to an Initial Public Issue of Equity Shares of Rs. 10 each (the "Equity Shares") of the Company comprising a fresh issue of up to 28,90,000 Equity Shares by the Company (the "Fresh Issue")(the Fresh Issue shall collectively be referred to as the "Issue", unless the context so requires); in accordance with the Companies Act (as defined herein below), SEBI ICDR Regulations (as defined herein below) and other applicable laws at such price as may be determined by the Company in consultation with the Book Running Lead Manager in accordance with the Book Building Process under the SEBI ICDR Regulations, 2018 as amended from time to time at a price as may be disclosed in Prospectus filed with ROC being (the "Issue Price"). The Issue will be made (i) within India to Indian institutional, non-institutional and Individual investors in reliance on Regulation S under the United States



Securities Act of 1933, and (ii) outside the United States and India, in offshore transactions in reliance on Regulation S, and in each case, in compliance with applicable Indian law.

ORIGINAL CONTENT

3. The Board of Directors of the Company (the "Board") has, pursuant to a board resolution dated August 06, 2025 have authorized the issue and the shareholders of the Company has approved the issue by way of a special resolution adopted, pursuant section 23 of the Companies Act, 2013 at the General Meeting of the shareholders of the company held on August 08, 2025.

SUBSTITUTED BY

3. The Board of Directors of the Company (the "Board") has, pursuant to a board resolution dated April 10, 2026 have authorized the issue and the shareholders of the Company has approved the issue by way of a special resolution adopted, pursuant section 23 of the Companies Act, 2013 at the General Meeting of the shareholders of the company held on May 07, 2026.

Now this Addendum to the Registrar to the Issue Agreement witnessed as under:




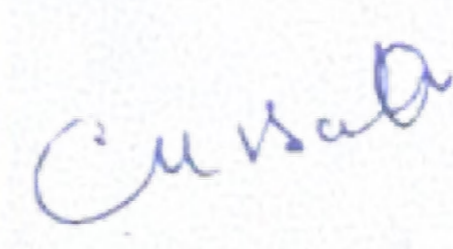
1. Unless otherwise defined herein, capitalized terms in this addendum to the Registrar to the Issue agreement shall have the same meanings as given to them in the said Registrar to the Issue agreement.
2. This Addendum to the Registrar to the Issue agreement shall be read and construed as an integral part of the said Registrar to the Issue agreement.
3. The Parties hereby agree, declare and covenant that all the terms and condition contained in the said Registrar to the Issue agreement would remain valid and binding except and save to the extent modified by these presents and the Parties hereby confirm that the said Agreement shall be continuing and applicable in all respects as modified and enlarged by these presents.

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IN WITNESS WHEREOF the Parties hereto have hereunto set and subscribed their respective hands the day and year first hereinabove written.

<p>For and on behalf of RAJNANDINI FASHION INDIA LIMITED</p>	<p>For and on behalf of BIGSHARE SERVICES PRIVATE LIMITED</p>
  <p>Vikesh Sushil Lunawat (Managing Director & Chairman) DIN - 03494666</p>	  <p>Babu Rapheal C. Dy. General Manager</p>

Witness:

Sr. No	Name	Complete Address	Signature
1.	RAJESH KUMAR	30 VISHNU NAGER POWAGAM SURAT (GJ)	
2.			