R. SONI & CO.

CHARTERED ACCOUNTANTS

1509, Ghanshyam Enclave, New Link Road, Near Lalji Pada Police Chowki,
Kandivali (West), Mumbai - 400 067.

Auditor's Certificate confirming the compliance of the Accounting Treatment

To,

The Board of Directors,
Proaim Enterprises Limited
E-109, Crystal Plaza, New Link Road, Andheri (W), Mumbai, MH-400053

We, the statutory auditors of **Proaim Enterprises Limited**, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 13 of the Draft Scheme of Amalgamation of the Proaim Enterprises Limited (the Transferor Company-1), Axon Ventures Limited (the Transferor Company-2) and Rockon Enterprises Limited (the Transferor Company-3) collectively referred to as "Transferor Companies" with Banas Finance Limited (Transferee Company) pursuant to provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules framed there under, with reference to its compliance with the applicable IND AS/ AS/ GAAP.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable IND AS/ AS/ GAAP, as aforesaid is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable IND AS/ AS/ GAAP. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. 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.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable IND AS/ AS/ GAAP, notified by the Central Government under The Companies Act, 2013 and/or the accounting treatment in respect of "Indian Accounting Standard (IND AS) 103 for Business Combination prescribed under section 133 of the Companies Act 2013, as notified under the Companies (Indian Accounting Standards) Rules, 2015.

This Certificate is issued at the request of **Proaim Enterprises Limited** pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the Bombay Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

For R Soni & Co.
Chartered Accountants
Firm Registration No.: 130349W

R. SONI & CO. MUMBAI CHARTERED ACCOUNTANTS

Rajesh Soni
Partner
Membership Number: 133240
Place : Mumbai
Date : 04.05.2018

[redacted]

Pravin Chandak & Associates

Chartered Accountants

Auditor's Certificate confirming the compliance of the Accounting Treatment

To,
The Board of Directors,
Axon Ventures Limited
Shop No. 26, Meera Co operative,
Hsg Soc, Near Oshiwara Police
Station, New Link Road, Andheri
(West), Mumbai- 400053

We, the statutory auditors of **Axon Ventures Limited**, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 13 of the Draft Scheme of Amalgamation of the Proaim Enterprises Limited (the Transferor Company-1), Axon Ventures Limited (the Transferor Company-2) and Rockon Enterprises Limited (the Transferor Company-3) collectively referred to as "Transferor Companies" with Banas Finance Limited (Transferee Company) pursuant to provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules framed there under, with reference to its compliance with the applicable IND AS/ AS/ GAAP.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable IND AS/ AS/ GAAP, as aforesaid is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable IND AS/ AS/ GAAP. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. 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.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable IND AS/ AS/ GAAP, notified by the Central Government under The Companies Act, 2013 and/or the accounting treatment in respect of "Indian Accounting Standard (IND AS) 103 for Business Combination prescribed under section 133 of the Companies Act 2013, as notified under the Companies (Indian Accounting Standards) Rules, 2015.

PRAVIN CHANDAK & ASSOCIATES Reg. No. 111027 Mumbai

403, 4th Floor & 702/703, 7th Floor,
New Swapnalok CHS Ltd.,
Natakwala Lane, Borivali (West),
Mumbai - 400 092. Tel : 2801 6119
Email : info@pravinca.com
Website : www.pravinca.com

[redacted]

BANAS FINANCE LIMITED MUMBAI

This Certificate is issued at the request of **Axon Ventures Limited** pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the Bombay Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

For Pravin Chandak and Associates
Chartered Accountants
(Registration No. – 116627W)

PRAVIN CHANDAK & ASSOCIATES
Reg. No. 116627
Mumbai

Pravin Chandak
Partner
Membership No. 049391
Mumbai
11th May, 2018

BANAS FINANCE LIMITED
MUMBAI

Auditor's Certificate confirming the compliance of the Accounting Treatment

(Annexure - VIII)

To,
The Board of Directors,
Rockon Enterprises Limited
E-109, Crystal Plaza, New Link Road, Andheri (W), Mumbai, MH-400053

We, the statutory auditors of **Rockon Enterprises Limited (Formerly Known As Rockon Fintech Limited),** (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 13 of the Draft Scheme of Amalgamation of the Proaim Enterprises Limited (the Transferor Company-1), Axon Ventures Limited (the Transferor Company-2) and Rockon Enterprises Limited (the Transferor Company-3) collectively referred to as "Transferor Companies" with Banas Finance Limited (Transferee Company) pursuant to provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules framed there under, with reference to its compliance with the applicable IND AS/ AS/ GAAP.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable IND AS/ AS/ GAAP, as aforesaid is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable IND AS/ AS/ GAAP. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. 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.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable IND AS/ AS/ GAAP, notified by the Central Government under The Companies Act, 2013 and/or the accounting treatment in respect of "Indian Accounting Standard (IND AS) 103 for Business Combination" prescribed under section 133 of the Companies Act,2013, as notified under the Companies (Indian Accounting Standard) Rules,2015.

This Certificate is issued at the request of **Rockon Enterprises Limited (Formerly Known As Rockon Fintech Limited)** pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the Bombay Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

For DMKH & Co.
Chartered Accountants
FRN 116886W

DMKH & CO. MUMBAI CHARTERED ACCOUNTANTS

CA. Manish Kankani
Partner
M.No. 158020
Place: Mumbai
Date: 05th May 2018

BANAS FINANCE LIMITED MUMBAI

[redacted]

Pravin Chandak & Associates
Chartered Accountants

(Annexure - VIII)

Auditor's Certificate confirming the compliance of the Accounting Treatment

To,
The Board of Directors,
Banas Finance Limited
E-109, Crystal Plaza, New Link Road, Andheri (W), Mumbai, MH-400053

We, the statutory auditors of **Banas Finance Limited**, (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in clause 13 of the Draft Scheme of Amalgamation of the Proaim Enterprises Limited (the Transferor Company-1), Axon Ventures Limited (the Transferor Company-2) and Rockon Enterprises Limited (the Transferor Company-3) collectively referred to as "Transferor Companies" with Banas Finance Limited (Transferee Company) pursuant to provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under The Companies Act, 2013 and Other Generally Accepted Accounting Principles.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved. Our responsibility is only to examine and report whether the Draft Scheme complies with the applicable Accounting Standards and Other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. 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.

Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued there under and all the applicable Accounting Standards notified by the Central Government under the Companies Act, 2013.

This Certificate is issued at the request of **Banas Finance Limited** pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the Bombay Stock Exchange. This Certificate should not be used for any other purpose without our prior written consent.

For Pravin Chandak and Associates
Chartered Accountants
(Registration No. – 116627W)

PRAVIN CHANDAK & ASSOCIATES Reg. No 116627 Mumbai

Pravin Chandak
Partner
Membership No. 049391
Mumbai
11th May, 2018

BANAS FINANCE LIMITED MUMBAI

403, 4th Floor & 702/703, 7th Floor,
New Swapnalok CHS Ltd.,
Natakwala Lane, Borivali (West),
Mumbai - 400 092. Tel : 2801 6119
Email : info@pravinca.com
Website : www.pravinca.com

[redacted]