



CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF SAI SWAMI METALS AND ALLOYS LIMITED AT THEIR BOARD MEETING HELD ON FRIDAY, FEBRUARY 07, 2025 AT 04.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 5, HAREKRISHANA INDUSTRIAL ESTATE, BAKROL, AHMEDABAD, DASKROI, GUJARAT, INDIA, 382430.

1. PREFERENTIAL ALLOTMENT OF 66,40,000 FULLY CONVERTIBLE EQUITY WARRANTS OF THE COMPANY:

“RESOLVED THAT pursuant to the authority given by the shareholders at their EGM on February 01, 2025 and in principle approval accorded by the BSE Limited under regulation 28(1) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 vide its letter dated February 05, 2025 & subject-to the provisions of Section 42, 62(1)(c) and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made thereunder (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) and applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI LODR Regulations”), any other authority and in accordance with relevant provisions of the Memorandum and Articles of Association of the Company, and Listing Agreements entered into by the Company with respective Stock Exchanges where the equity shares of the Company are listed and all other concerned and relevant authorities from time to time, to the extent applicable and subject to such approvals of relevant statutory/ governmental authorities as may be required and further subject to such terms and conditions or modifications thereto as may be prescribed by any one of the above while granting such approvals, the Board of Directors of the Company be and hereby issue and allot 66,40,000 Fully Convertible Equity Warrants ('Warrants') at an issue price of Rs. 55.50/- per Warrant aggregating to Rs. 36,85,20,000/- (Thirty-Six Crore Eighty Five Lakh and Twenty Thousand only), convertible into equivalent number of Equity Shares of face value Rs. 10/- each within a period of 18 months from the date of allotment, on a preferential basis ('Preferential Allotment) to the persons belonging to the 'Promoter & Non-Promoter group' category as given below:

Sr. No.	Name, Address & Occupation of Allottee(s)	No. of Warrants Allotted	Face Value per Warrant (in Rupees)	Premium amount per Warrant (in Rupees)
1.	Nipun Anantlal Bhagat Address: C-37, Ananya Society, Isanpur Road, Ghodasar, Ahmedabad, 380050, Gujarat India. Occupation: Business	26,40,000	10.00	45.50
2.	Kunjit Maheshbhai Patel Address: 9 Dipali Appt B/S Bank of Baroda Maninagar Ahmedabad City Ahmedabad, 380008, Gujarat India. Occupation: Business	15,80,000	10.00	45.50
3.	Nayanaben Chandubhai Thakor Address: 96 Ghodasar Gam Ghodasar Tulsikunj Ganpat Societysurmangal Society Ahmadabad City Ahmedabad, 380050, Gujarat India.	10,00,000	10.00	45.50



	Occupation: Business			
4.	Amit Punamchand Parmar Address: 1 1 Gujarat Housing Board Sarvodaynagar Khokhara Police Station Same Khokhara Ahmedabad City Ahmedabad, 380026, Gujarat India. Occupation: Business	30,000	10.00	45.50
5.	Rupesh Kumar Mittal Address: B 4 204 Iscon Flowers Nr Lal Gebi Ashram Nr Lal Gebi Ashram Ghuma Bopal Road Ghuma Ahmedabad, 380058, Gujarat India. Occupation: Business	24,000	10.00	45.50
6.	Roopyaa Tradebizz Limited Address: 702 7th Floor Silicon Tower B/H. Samartheshwar Mahadev Ellisbridge Ahmedabad, 380006. Occupation: Business	70,000	10.00	45.50
7.	Solanki Mitesh Milanbhai Address: D/5, Madhur Mangalam Appartment Nr Maniyasha Society Maninagar Ahmedabad City Ahmedabad Gujarat Ahmedabad, 380008, Gujarat India. Occupation: Business	25,000	10.00	45.50
8.	Jitendra P Mamtani Address: 185/B, Udhavnagar, Near Julelal Temple Naranpura, Ahmedabad City Ahmedabad, 380013, Gujarat India. Occupation: Business	27,000	10.00	45.50
9.	Jitesh Joitaram Patel Address: B2 503 Adani Pratham Off Sg Highway Tragad Daskroi Ahmedabad Gujarat Ahmedabad, 382481, Gujarat India. Occupation: Business	24,000	10.00	45.50
10.	Twinkle Dubey Address: 6 Deep Apartment Lily Talkies Huzur Bhopal Bhopal, 462001, Madhya Pradesh India. Occupation: Business	10,000	10.00	45.50
11.	Gayatri Yadav Address: Motla Kalan 96 Rewari, 123411, Haryana India Occupation: Business	10,000	10.00	45.50
12.	Anant Singhvi Address: C/O, 135 Marudhar Kesari Nagar,	150000	10.00	45.50



	Jodhpur, Rajasthan, 342001. Occupation: Business			
13.	Rajendra Singhvi Address: 135 Marudhar Kesari Nagar, Jodhpur, Rajasthan, 342001. Occupation: Business	135000	10.00	45.50
14.	Vandana Singhvi Address: 135 Marudhar Kesari Nagar, Jodhpur, Rajasthan, 342001. Occupation: Business	130000	10.00	45.50
15.	Pradeep Kumar Daga Address: Haveli Ka Chowk, Jaitaran, Pali, Pali, 306302, Rajasthan India. Occupation: Business	145000	10.00	45.50
16.	Manak Raj Daga Address: Haveli Ka Chouk, Jaitaran, Pali, Pali, 306302, Rajasthan India. Occupation: Business	140000	10.00	45.50
17.	Nitin Suresh Address: 21/6 United India Nagar 2nd Main Road Chennai Aynavaram Chennai, 600023, Tamil Nadu India. Occupation: Business	50000	10.00	45.50
18.	Abhilash Gangrade Address: Borgaon Bujurg holi chok Borgaon Bujurg Borgaon Buzurg East Nimar, 450337, Madhya Pradesh India. Occupation: Business	75000	10.00	45.50
19.	Lunkaran Jain Address: Tripoliya Ki Pole Sadar Bazar Jaitaran Pali Rajasthan Pali, 306302, Rajasthan India. Occupation: Business	125000	10.00	45.50
20.	Suresh Kumar C Address: 21/6 United India Nagar 2nd Main Road, Ayanavaram Ayandad Market, Chennai, Tamil Nadu, India,600023. Occupation: Business	50000	10.00	45.50
21.	Mithalal B Address: No 123 Arcot Road Virugambakkam Virugambakkam Virugambakkam Chennai, 600092, Tamil Nadu India. Occupation: Business	100000	10.00	45.50



22.	Aadityakaran M Address: No 123 Arcot Road Virugambakkam Virugambakkam Virugambakkam Chennai, 600092, Tamil Nadu India Occupation: Business	100000	10.00	45.50
	TOTAL	66,40,000		

RESOLVED FURTHER THAT the aforesaid Warrants shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations;

RESOLVED FURTHER the Equity Shares to be allotted upon the conversion of aforesaid Warrants shall rank pari-passu in all respects including as to dividend etc., with the existing fully paid-up Equity Shares of face value of Re. 10/- (Rupee Ten only) each of the Company and subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company;

RESOLVED FURTHER THAT pursuant to Special Resolution passed by the Members of company in EGM (Including Remote E-Voting) on Saturday, February 01, 2025, and pursuant to the "In-principle Approvals" granted by the BSE on February 05, 2025, the Board of Directors of the Company has allotted 66,40,000 (Sixty- Six Lakh and Forty Thousand) Warrants fully convertible into Equity Shares to 22 allottees on February 07, 2025 at an issue price of Rs. 55.50/- per warrant including a premium of Rs. 45.50/- per warrants on preferential basis in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the Company has received from the proposed allottees 25% of the consideration amount as required under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and as the Company has allotted warrants, there is currently no change in the paid-up share capital of the Company.

RESOLVED FURTHER THAT any of the directors of the company, either jointly or severally be and are hereby authorized to do all be required in this regard including to sign and execute necessary letters, undertakings, certificates, deeds and documents and issue instructions to the concerned Depositories for crediting the said shares electronically in dematerialized, form to the account of the applicants, to affix the common Seal of the company, if necessary, to make necessary entries in the Register of Members, file necessary Return of Allotment with the concerned Registrar of Companies, other Statutory Authorities, if any, and/or otherwise to do such further acts, deeds, matters, and things to give effect to this Resolution;

RESOLVED FURTHER THAT any Board of Directors of the company be and are hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution"

//CERTIFIED TRUE COPY//

For, SAI SWAMI METALS AND ALLOYS LIMITED

NIPUN ANANTLAL BHAGAT
CHAIRMAN CUM MANAGING DIRECTOR
DIN: 00065495

KASHMIRA DHIRAJBHAI MEHTA
WHOLE- TIME DIRECTOR
DIN: 00522086