



**Vasudhagama Enterprises Limited**

(Formerly Known as Ozone World Limited)

CIN: L65910GJ1989PLC012835

Registered Office: G-04, Newyork Corner Building Behind Kiran Motors,  
SG Highway Bodakdev Ahmedabad GJ 380054

Corporate Office: Shop No 5 Vandana Bldg, Subash Lane, Near Vaishno  
Devi Mandir Daft, Malad East, Mumbai - 400097

Email: [vasudhagamaenterprises@gmail.com](mailto:vasudhagamaenterprises@gmail.com) | Website: [www.vasudhagama.com](http://www.vasudhagama.com) | Contact: +91 8149030844

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December 06, 2024

To,  
BSE Limited,  
P J Towers,  
Dalal Street, Fort,  
Mumbai-400001

Dear Sir/Madam,

Script Code: 539291

**Subject:** Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

**Ref.:** Corrigendum/Errata to the notice of EGM Notice dated November 11, 2024

Dear Sir/Madam,

We hereby inform you that meeting of the Board of Directors of the **Vasudhagama Enterprises Limited** held on today i.e. December 06, 2024 at 03:00 P.M. at its Registered office of the Company, transacted and approved the following matters: 1) Noted the correction is pre Pre - preferential shareholding of list of allottees and necessary correction in the Resolution and Explanatory Statement of Resolution No. 06 of Notice of Extra Ordinary General Meeting dated November 11, 2024 which was circulated to shareholders dated November 16, 2024, and approved the corrigendum/errata to the notice of EGM dated November 11, 2024, for EGM scheduled to be held on Wednesday, December 11, 2024 at 11:00 A.M, due to inadvertently typographical error in percentage of post issue shareholding of proposed list of allottees of Resolution No.06 and other necessary changes in Resolution No. 06 and explanatory statement of the said notice. 2) Authorised to Managing Director/Directors to issue corrigendum/errata Notice of Extra Ordinary General Meeting of the Company.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Vasudhagama Enterprises Limited**

**Sejal Sanjiv Shah**  
Director  
DIN: 09591841

Encl. as above



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### CORRIGENDUM/ERRATA TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING

CORRIGENDUM/ERRATA TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF VASUDHAGAMA ENTERPRISES LIMITED WILL BE HELD ON WEDNESDAY, 11TH DECEMBER, 2024 AT 11:00 A.M. AT REGISTERED OFFICE OF THE COMPANY AT G-04, NEWYORK CORNER BUILDING BEHIND KIRAN MOTORS, SG HIGHWAY BODAKDEV AHMEDABAD GJ 380054, to transact the business matters stated in the Original Notice of Extra-Ordinary General Meeting dated November 11, 2024 and this corrigendum/errata to the Notice of Extra-Ordinary General Meeting issued by the Company to the Shareholders.

The Company is issuing this corrigendum/erratum in respect of the following matters forming part of Resolution no. 05 and 06 and its Explanatory Statement annexed hence the Notice of EOGM dated 30<sup>th</sup> October, 2024, shall be read along with this to the notice of EOGM.

This corrigendum/errata to the notice of EOGM is with respect to provide details for correction in percentage of post issue shareholding of proposed list of allottees, due to inadvertently typographical error in Resolution No.06 and necessary corrections in original notice dated November 11, 2024, therefore the board of Directors in its meeting has approved this corrigendum/errata to the notice of EGM, Subsequent to the issuance of EGM Notice, the Company has observed and deem it appropriate to bring the following further disclosure to the notice of members and other stakeholders. Therefore, the Board of directors approved the corrections/addition in the notice of EGM and proposed to the Shareholder considering this information in the EGM for passing the Resolution No. 06.

#### SPECIAL BUSINESS:

##### ITEM No. 06

#### TO ISSUE OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CONSIDERATION OTHER THAN CASH (SHARE SWAP):

To consider and if thought fit to pass, with or without modifications, if any, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 42 and 62, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the “CA 2013”); and in accordance with the provisions of the Memorandum and Articles of Association of the Company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended (“SEBI ICDR Regulations”); iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 (“SEBI LODR Regulations”), (iv) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India (“SEBI”), Reserve Bank of India (“RBI”), stock exchange and/or any other statutory/ regulatory authority; (v) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot 3,19,71,984 equity shares of the Company of face value of Re. 10/-each (“Equity Shares”), in dematerialized form, on Preferential allotment basis, to the shareholders at a price of Rs. 26/- (Rupees Two Hundred Eight Only) /- (including premium of Rs. 16/-) as determined in accordance with



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Regulation 164 read with 166A of SEBI ICDR Regulations, to the following persons, for consideration other than cash (share swap), being discharge of total purchase consideration of Rs. 83,12,71,584/- (Rupees Eighty Three Crore Twelve Lakhs Seventy One Thousand Five Hundred Eighty Four Only) ("Purchase Consideration") for the acquisition of 39,96,498 equity shares ("Sale Shares") of M/s. Braveedge Marketing Private Limited ("BMPL") from the Proposed Allottees at a price of Rs. 208/- (Rupees Two Hundred Only) per equity share of , on such terms and conditions as agreed and set forth in the agreements, deeds and other documents:

S. No.	Name of the proposed Allottees	Nature of persons who are the ultimate beneficial owner	Equity Shares proposed to be allotted	Category	Allottee is QIB/ME/FI/Trust/Banks
1	Evokenexa Advertising Private Limited	i) Suraj Satyadev Singh (ii) Braj Pal Singh	63,51,000	Non - Promoter	Not applicable
2	Ravindra Dhondu Dhuri	Not Applicable	25,20,000	Non - Promoter	Not applicable
3	Amol Gulabrao Rokade	Not Applicable	28,80,000	Non - Promoter	Not applicable
4	Sagar Rajkumar Rajbhar	Not Applicable	28,80,000	Non - Promoter	Not applicable
5	Sandip Suresh Khopade	Not Applicable	26,40,984	Non - Promoter	Not applicable
6	Satyasur Marketing Private Limited	(i) Sattar Singh Solanki (ii) Suraj Satyadev Singh	36,00,000	Non - Promoter	Not applicable
7	MNDM Business Point Private Limited	(i) Rishabh Shashikant Nirbhavne (ii) Ram Ashish Nandlal Gupta	30,00,000	Non - Promoter	Not applicable
8	Innovatus Entertainment Networks Limited	(i) Sanjay Khanvilkar (ii) Miniboss consultancy Private Limited: - Azharuddin R Mulla	36,00,000	Non - Promoter	Not applicable
9	Zylo Enterprises Private Limited	(i) Nitin Minocha (ii) Ritu Minocha	45,00,000	Non - Promoter	Not applicable

**"RESOLVED FURTHER THAT** in accordance with the provisions of SEBI ICDR Regulations, the "Relevant Date" for the purpose of determination of the price of the equity shares to be issued and allotted as above shall be 11<sup>th</sup> November, 2024, being the working day immediately Pre-issue

ceding the date 30 (thirty) days prior to the date of General Meeting to approve this offer."

**"RESOLVED FURTHER THAT** the Equity Shares proposed to be issued and allotted to the Proposed Allottees shall inter-alia be subject to the following:

- The Equity Shares shall be allotted by the Company to the Proposed Allottees in dematerialized form within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution passed; or (ii) receipt of last of the approval/ permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-



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principle approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees);

- (b) The Equity Shares to be issued and allotted shall be subject to lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations or for such longer period provided under the terms of the share purchase agreement executed amongst the Company, WAIL and Proposed Allottees, subject to approval by the board of directors of the Company;
- (c) No partly paid-up Equity Shares shall be issued and allotted;
- (d) Allotment of the Equity Shares shall only be made in dematerialised form;
- (e) The Equity Shares to be issued and allotted pursuant to the preferential issue shall be listed and traded on BSE Limited subject to the receipt of necessary regulatory permissions and approvals;
- (f) The Equity Shares shall be allotted to the Proposed Allottees subject to the receipt of Sale Shares from the Proposed Allottees i.e. for consideration other than cash; and
- (g) The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof and shall be subject to the provisions of the memorandum and articles of association of the Company and applicable laws.

**RESOLVED FURTHER THAT** the equity shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Company hereby takes note of the certificate from Mr. Brajesh Gupta, Practicing Company Secretary certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the offer, issue, allotment of the equity shares of the Company, Mr. Jay Atul Parekh, Managing Director and /or Ms. Sejal Sanjiv Shah, Director and/or Ms. Riti Ajmera, Company Secretary cum Compliance officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any



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committee of directors, any other director(s), and/or officer(s) of the Company.

By Order of the Board of Directors

Sd/-

Jay Atul Parekh

Managing Director

DIN: 10686834

Place: Ahmedabad

Date: 06/12/2024

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ANNEXURE TO NOTICE  
EXPLANATORY STATEMENT  
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

**ITEM: 6**

**TO ISSUE OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CONSIDERATION OTHER THAN CASH (SHARE SWAP):**

As per Section 42, 62, and 108 of the Companies Act, 2013, approval of shareholders passed through Voting is required for Issue of Equity Shares on preferential basis and hence the resolution is placed before the shareholders.

In terms of the provisions of the Companies Act, 2013 and as per Regulation 163 and other applicable regulation of Chapter V - Preferential Issue of SEBI ICDR Regulations, the required disclosures regarding proposed issue are as under:

- **Objects of this issue:**  
To acquire 39,96,498 equity shares of M/s. Braveedge Marketing Private Limited ("BMPL") equivalent to 100% of paid-up share capital of BMPL.
- **Intent of Promoters/Directors/Key Management Persons to subscribe to the preferential issue:**  
None of Promoters/ Directors / Key Management Persons of the Company intends to subscribe in the proposed issue of Equity Shares.
- **Maximum number of specified securities to be issued:**  
The Company intends to issue a maximum of 3,19,71,984 equity shares of face value Re. 10/- per share at a price of Rs.26/- (including premium of Rs. 16/- per share) as determined under Regulation 164 read with Regulation 166A of SEBI (ICDR) Regulations, 2018.
- **The shareholding pattern before and after completion of the proposed preferential issue would be as under:**

S.No	Category	Pre-issue		Post-Issue	
		No. of shares held	% of share holding	No. of shares held	% of share holding
<b>A</b>	<b>Promoters' holding:</b>				
	Individual	26,000	0.06%	26,000	0.03%
	Body-Corporate	-	-	-	
	<b>Sub total (A)</b>	26,000	0.06%	26,000	0.03%
<b>B</b>	<b>Non Promoters' holding:</b>				
	Individual	1,76,06,523	40.10%	2,85,27,507	37.59%
	Body-Corporate	2,60,65,858	59.36%	4,71,16,858	62.09%
	Others (including HUF, NRI)	2,13,163	0.49%	2,13,163	0.28%
	<b>Sub Total (B)</b>	4,38,85,544	99.94%	7,58,57,528	99.97%
	<b>GRAND TOTAL (A+B)</b>	4,39,11,544	100.00%	7,58,83,528	100.00%



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- Proposed time within which the preferential issue shall be completed:**

The Company shall complete the allotment of the Equity Shares within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution; or (ii) receipt of last of the approval/permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees).

- The Identity of the proposed Allottee and the percentage of post preferential issue capital That may be held by them:**

Sr. No.	Name of the proposed allottee	The name of natural persons who are ultimate beneficial owner	Pre-Issue			Number of Equity Shares proposed to be allotted	Post-Issue (Refer Note 1below)		
			Category (Promoter /Non-Promoter)	No. of Shares	Percentage holding (%)		Category (Promoter /Non-Promoter)	No. of Shares	Percentage holding (%)
1	Evokenexa Advertising Private Limited	(i) Suraj Satyadev Singh (ii) Braj Pal Singh	Non-Promoter	9,85,710	2.24%	63,51,000	Non-Promoter	73,36,710	9.67%
2	Ravindra Dhondu Dhuri	Not Applicable	Non-Promoter	-	-	25,20,000	Non-Promoter	25,20,000	3.32%
3	Amol Gulabrao Rokade	Not Applicable	Promoter	-	-	28,80,000	Promoter	28,80,000	3.80%
4	Sagar Rajkumar Rajbhar	Not Applicable	Non-Promoter	2,91,750	0.66%	28,80,000	Non-Promoter	31,71,750	4.18%
5	Sandip Suresh Khopade	Not Applicable	Non-Promoter	7,34,250	1.67%	26,40,984	Non-Promoter	33,75,234	4.45%
6	Satyasur Marketing Private Limited	(i)Sattar Singh Solanki (ii) Suraj Satyadev Singh	Non-Promoter	-	-	36,00,000	Non-Promoter	36,00,000	4.74%
7	MNDM Business	(i) Rishabh Shashikant Nirbhavne	Non - Promoter	30,72,630	7.00%	30,00,000	Non - Promoter	60,72,630	8.00%



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	Point Private Limited	(ii) Ram Ashish Nandlal Gupta							
8	Innovatus Entertainment Networks Limited	(i) Sanjay Khanvilkar (ii) Miniboss consultancy Private Limited: - Azharuddin R Mulla	Non - Promoter	19,69,500	4.49%	36,00,000	Non - Promoter	55,69,500	7.34%
9	Zylo Enterprises Private Limited	(i) Nitin Minocha (ii) Ritu Minocha	Non - Promoter	13,27,500	3.02%	45,00,000	Non - Promoter	58,27,500	7.68%

- **Lock in period:**

The Equity Shares to be issued and allotted shall be subject to lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations or for such longer period provided under the terms of the Definitive Agreement (if any) subject to approval by the board of directors of the Company.

- **Change in the control, if any:**

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares allotted on preferential allotment.

- **Price of the issue: -**

The offer price of equity shares of face value Rs. 10/- (Rupees Ten only) per equity share is Rs. 26/- (Rupees Twenty Six Only) per share (including premium of Rs. 16/- per share) as determined under Regulation 164 read with Regulation 166A of Chapter V (Preferential Issue) of SEBI ICDR Regulations, 2018. The Pricing Certificate so obtained from the IBBI Registered Valuer is available at the registered office of the Company for your review and is placed on the website of the Company at [www.vasudhagama.com](http://www.vasudhagama.com).

- **Relevant Date:**

The Relevant Date on the basis of which the price of the proposed issue of equity shares on preferential basis is determined is 11<sup>th</sup> November, 2024.

- **Compliance Certificate from Practicing Company Secretary:**

A copy of the Compliance Certificate as issued by the Practicing Company Secretary, Mr. Brajesh Gupta (ACS: 33070, CP 21306) of M/s. Brajesh Gupta & Associates, Practicing Company Secretaries certifying that the issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company on all working days till the date of declaration of voting results. Further, a copy of the Compliance Certificate is also available in the "Investors" tab on the website of the Company at the following link: [www.vasudhagama.com](http://www.vasudhagama.com).

- **Undertakings**

- The Issuer Company undertakes that they shall re-compute the price of the Equity Shares in terms of the provisions of SEBI (ICDR) Regulations, 2018, as amended, where it is required to do so.
- The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations,





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2018, the equity shares issued shall continue to be locked-in till the time such amount is paid by the allottees.

c. The entire pre-preferential holding, if any, of the proposed allottees shall be locked in for the period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018.

- **Willful Defaulter or Fraudulent Borrower**

Neither the issuer nor any of its promoters or directors are willful defaulters or fraudulent borrowers.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors, therefore, recommends the resolution for your approval.

None of the Promoters, Directors, Key Managerial personnel of the Company are in any way, directly or indirectly concerned or interested in the resolution.

The copies of the related documents will be open for inspection by the members of the Company at the registered office of the Company at the Registered Office of the Company on all working days, during business hours up to date of EGM.

The Board recommends the Special Resolution set out at Item No.5 of the Notice for approval of Members.

By Order of the Board of Directors

Sd/-

Jay Atul Parekh  
Managing Director  
DIN: 10686834

Place: Ahmedabad

Date: 06/12/2024

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