



Date: 20-06-2024

To

BSE Limited Department of Corporate Services, Phiroze Jeejee Bhoy Towers, Dalat Street, Mumbai-400001 Scrip Code: 537785	National Stock Exchange Limited Listing Department Exchange Plaza,C-1, Block-G, Bandra-Kurla Complex, Mumbai 400051 Symbol: RACE
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Dear Sir/Madam,

Sub: Corrigendum to the notice of Annual General Meeting scheduled to be held on Wednesday, July 03, 2024

We draw your attention to the intimation dated June 10, 2024 about Annual Report including Notice of Annual General Meeting dated June 05, 2024 for convening Annual General Meeting of our Company "Race Eco Chain Limited", to be held on Wednesday, July 03, 2024 at 12:30 p.m. through Video Conferencing (VC)/other Audio Visual Means (OVAM). Please find enclosed the corrigendum to the notice which is self-explanatory along with copy o.

A corrigendum is being issued to inform the shareholders/beneficial owners of the Company regarding amendment in point (k) of Explanatory Statement for item no. 04 of the said Notice of AGM. A copy of the detailed corrigendum is enclosed herewith.

Except as detailed in the attached corrigendum, all other terms, and contents of the Notice of AGM dated June 05, 2024 shall remain unchanged. This corrigendum will also be available on the Website of the Company www.raceecochain.com.

This is for your information and records.

Yours Faithfully
For Race Eco Chain Limited

SHIWATI
Digitally signed by
SHIWATI
Date: 2024.06.20
15:57:38 +05'30'

Shiwati
Company Secretary & Compliance officer

Enclosed as above

Regd. Office: Shop No. 37, Shanker Market, New Delhi, Central Delhi-110001
Corporate Office Address: 56/33, Site-4, Sahibabad Industrial Area, Ghaziabad, UP – 201010
Email: contactus@raceecochain.com CIN: L37100DL1999PLC102506

CORRIGENDUM TO THE NOTICE OF ANNUAL GENERAL MEETING

To,
The Members of Race Eco Chain Limited

This has reference to the Annual Report including Notice of Annual General Meeting dated June 05, 2024, which was already emailed to all the shareholders of the Company on June 10, 2024, together with Explanatory Statement to the members of the Company, scheduled to be held on Wednesday, July 03, 2024 at 12:30 p.m. through Video Conferencing (VC)/other Audio Visual Means (OVAM) pursuant to the applicable provisions of the Companies Act, 2013 (“Companies Act”), read with applicable rules of the Companies (Management and Administration) Rules, 2014 (“Rules”), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings (“SS-2”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and other applicable laws and regulations.

1. The Company through this corrigendum (“Corrigendum”) wishes to draw stakeholders/shareholders attention regarding certain alterations/modifications in point no. K of Explanatory statement for item no. 04 in the said Notice.

Revised Shareholding pattern pre and post preferential issue would be as follows

Sr. No.	Category	Pre Issue Shareholding		Post Issue Shareholding	
		No. of equity shares held	% of Shares *	No. of equity shares held	% of Shares**
A	Promoter & Promoter Group Shareholding				
(a)	Indian Promoter	74,04,100	45.06%	79,94,100	41.58%
(b)	Foreign Promoter	-	-	-	-
	Sub Total (A)	74,04,100	45.06%	79,94,100	41.58%
B	Public Shareholding				
(a)	Institutional Investor				
(i)	Foreign Portfolio Investors	13,633	0.08%	13,633	0.07%
(ii)	Alternate Investment Funds	-	-	1,00,000	0.52%
(b)	Non-Institutions				
(i)	1. Individual Shareholders holding Nominal Share Capital Up to 2 Lacs	23,44,057	14.27%	24,06,682	12.52%
(ii)	2. Individual Shareholders holding Nominal Share Capital Above 2 Lacs	35,08,360	21.35%	40,35,735	20.99%

(iii)	Bodies Corporate	26,39,211	16.06%	40,54,211	21.09%
(iv)	Non-Resident Indians	51,471	0.31%	51,471	0.27%
(v)	Resident Indian HUF	4,38,282	2.67%	4,38,282	2.28%
(vi)	Trusts	20,000	0.12%	1,20,000	0.62%
(vii)	Firm	13,086	0.08%	13,086	0.07%
	Sub Total (B)	90,28,100	54.94%	1,12,33,100	58.42%
	Total Shareholding	16,4,32,200	100.00%	1,92,27,200	100.00%

*These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹16,43,22,000 (Sixteen Crore Forty Three Lakh Twenty Two Thousand) divided into 1,64,32,200 (One Crore Sixty Four Lakhs Thirty Two Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.

**These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹19,22,72,000 (Nineteen Crore Twenty Two Lakhs Seventy Two Thousand) divided into 1,92,27,200 (One Crore Ninety Two Lakh Twenty Seven Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.

All other particulars such as issue size, issue price, total number of warrants proposed in non-promoters, public and all other details remains unchanged. Consequent to above, the changes has also been done at respective places.

2. We had inadvertently uploaded an incorrect version of our Annual report on the Stock exchanges . We further confirm that apart from mentioned above there were only cosmetic changes and typo errors between the two versions and the copy of the same is attached.

For the sake of utmost clarity and have better understanding, the revised explanatory statement for Item No-04 in the said notice are reproduced after incorporating the above changes as follows:

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 04:

ISSUE OF UPTO 19,70,000 (NINETEEN LAKHS SEVENTY THOUSAND ONLY) WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PERSONS BELONGING TO PROMOTER GROUP AND NON-PROMOTER CATEGORY, ON A PREFERENTIAL BASIS:

In accordance with section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the “Act”), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the SEBI ICDR Regulations and the Listing Regulations, as amended from time to time, subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority approval of shareholders of the Company by way

of special resolution is required to issue Convertible Warrants into Equity Shares by way of private placement on a preferential basis to the proposed allottees.

The information required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Convertible Warrants into Equity Shares are as under:

a) Particulars of the Preferential Issue including date of passing of Board resolution:

The Board at their meeting held on Wednesday, June 05, 2024 have, subject to the approval of the Members of the Company and such other approvals as may be required, approved to issue and allot in one or more tranches, upto 19,70,000 (Nineteen Lakhs Seventy Thousand) convertible warrants ("Warrants"), at a price of ₹352/- (Rupees Three Hundred Fifty Two Only) per warrant, aggregating upto ₹69,34,40,000/- (Rupees Sixty Nine Crore Thirty Four Lakhs Forty Thousand Only) ("**Total Issue Size**"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹10/- (Rupees Ten Only), each at a premium of ₹342/- per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons / entity enlisted below ("**Warrant Holder**"/ "**Proposed Allottees**") belonging to promoter group and non-promoter group of the Company on a preferential basis ("**Preferential Issue**"), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws as mentioned in the resolution no. 4.

b) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued:

The Company proposes to offer, issue and allot, in one or more tranches, upto 19,70,000 (Nineteen Lakhs Seventy Thousand) convertible warrants into equity shares ("Warrants"), at a price of ₹352/- (Rupees Three Hundred Fifty Two Only) per warrant, aggregating upto ₹69,34,40,000/- (Rupees Sixty Nine Crore Thirty Four Lakhs Forty Thousand Only) ("**Total Issue Size**") by way of a Preferential Issue.

c) Purpose/Object of the preferential issue:

The Company proposes to raise funds through issue of equity shares on preferential basis:

1. Repayment of existing Loans and interest thereon.
2. Meet funding requirements for Business Expansion
3. Meet working capital requirements to strengthen financial position
4. General corporate purposes.

d) Maximum number of securities to be issued and price at which securities being offered:

The Company proposes to offer, issue and allot, in one or more tranches, upto 19,70,000 (Nineteen Lakhs Seventy Thousand) convertible warrants into equity shares ("Warrants"), at a price of ₹352/- (Rupees Three Hundred Fifty Two Only) per warrant, aggregating upto ₹69,34,40,000/- (Rupees Sixty Nine Crore Thirty Four Lakhs Forty Thousand Only) ("**Total Issue Size**") by way of a Preferential Issue.

The price for the allotment of shares to be issued is based on the minimum price determined accordance with Chapter V of SEBI ICDR Regulations is fixed at ₹351.70/- (Rupees Three Hundred Fifty One and Seventy paise only) per Convertible Warrant.

e) Basis on which the price has been arrived at along with report of the registered valuer
The Equity Shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (together referred to as the "Stock Exchanges"). The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations and NSE, being the Stock Exchange with higher trading volumes for the said period, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. Further, in terms of Regulation 166A of SEBI (ICDR) Regulations, the said preferential issue, will not result in allotment of more than five per cent of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, hence valuation report from an independent registered valuer for determining the price is not applicable.

In terms of the applicable provisions of the Chapter V of SEBI (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022, the minimum price for the preferential issue of each equity shares to be issued shall be a price, being higher of the following:

- i. Average of 90 trading days of volume weighted average price of the Equity Shares of the Company quoted on the NSE, preceding the Relevant Date is ₹340.24/- (Rupees Three Hundred Forty and Twenty Four paise only); or
- ii. Average of 10 trading days of volume weighted average price of the Equity Shares of the Company quoted on the NSE, preceding the Relevant Date is ₹351.70/- (Rupees Three Hundred Fifty One and Seventy paise only).

The Board has fixed the floor price as ₹352.00/- per equity share and the said price fixed by the Board is highest of the above two prices calculated in terms of the ICDR Regulation and other applicable provisions.

f) Relevant Date:

The relevant date as per the Regulation 161 of SEBI ICDR Regulations, for determination of minimum price for the issuance of equity shares of the Company is Monday June 03, 2024 i.e. the date 30 (Thirty days prior to the date of proposed AGM which is scheduled to be held on Wednesday, July 03, 2024 to consider and approve the proposed Preferential Issue.

g) The class or classes of persons to whom the allotment is proposed to be made:

The allotment is proposed to be made to the proposed allottees as mentioned at point no. (h) below.

- h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control, if any, in the issuer consequent to the preferential issues:

Sr. No.	Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre- Issue Shareholding #		Number of Warrants to be issued	Post- Issue Shareholding #	
				No. of Shares	% of holding*		No. of Shares	% of holding*
1.	BGP 11 Analytics Private Limited	Promoter Group	Dinesh Pareekh	Nil	Nil	2,20,000	2,20,000	1.14%
2.	India Equity Fund 1	Non Promoter	Jatin Chonani as authorized Signatory of Vistra ITCL India Ltd., being the trustee of Sarcap Investment Trust (SEBI Registered Alternate Investment Fund Category III), India Equity Fund being the first scheme of the Trust.	Nil	Nil	1,00,000	1,00,000	0.52%
3.	Petflakes Poymers India Private Limited	Non Promoter	Puneet Bhawaker and Piyanshu Sharma	Nil	Nil	4,62,500	4,62,500	2.40%
4.	Brivan Capital Private Limited	Non Promoter	Aditya Gupta and	Nil	Nil	50,000	50,000	0.26%

			Kunal Jindal					
5.	Shubhshree Biofuels Energy Limited	Non Promoter	Upasana S Dattani, Anurag Agarwal, Aastha Agarwal and Sagar Agrawal	Nil	Nil	15,000	15,000	0.08%
6.	Devbhoomi Commercial Private Limited	Non Promoter	Gobind Kumar Agarwal and Gopal Agarwal	26,000	0.16%	4,32,500	4,58,500	2.38%
7.	Sarthak Agarwal	Non Promoter	Not Applicable	4,000	0.02%	25,000	29,000	0.15%
8.	Mohit Sharma	Non Promoter	Not Applicable	Nil	Nil	10,000	10,000	0.05%
9.	Vimal Sharma	Non Promoter	Not Applicable	Nil	Nil	50,000	50,000	0.26%
10.	Hemant Sharma	Non Promoter	Not Applicable	Nil	Nil	25,000	25,000	0.13%
11.	Harsh Sharma	Non Promoter	Not Applicable	Nil	Nil	50,000	50,000	0.26%
12.	Naveen Sharma	Non Promoter	Not Applicable	Nil	Nil	25,000	25,000	0.13%
13.	Aditya Pareek	Non Promoter	Not Applicable	9,625	0.06 %	30,000	39,625	0.21%
14.	Uma Pareek	Non Promoter	Not Applicable	11,250	0.07 %	30,000	41,250	0.21%
15.	Abhishek Pareek	Non Promoter	Not Applicable	Nil	Nil	15,000	15,000	0.08%
16.	Anil Kumar Behl	Non Promoter	Not Applicable	42,500	0.26%	75,000	1,17,500	0.61%
17.	ASI Trust	Non Promoter	Atul Saluja	Nil	Nil	50,000	50,000	0.26%
18.	SIA Trust	Non Promoter	Snigdha Saluja	Nil	Nil	50,000	50,000	0.26%
19.	Prashant Khandelwal	Non Promoter	Not Applicable	Nil	Nil	10,000	10,000	0.05%
20.	Neetu Khandelwal	Non Promoter	Not Applicable	Nil	Nil	10,000	10,000	0.05%

21.	Bhagwati Prasad Sultania	Non Promoter	Not Applicable	Nil	Nil	15,000	15,000	0.08%
22.	Sahil Jain HUF	Non Promoter	Sahil Jain	Nil	Nil	25,000	25,000	0.13%
23.	Vivek Sawhney	Non Promoter	Not Applicable	Nil	Nil	15,000	15,000	0.08%
24.	Lalit Malik	Non Promoter	Not Applicable	1,28,126	0.78%	1,00,000	2,28,126	1.19%
25.	Tanya Kukreja	Non Promoter	Not Applicable	Nil	Nil	30,000	30,000	0.16%
26.	Rishav Gupta	Non Promoter	Not Applicable	Nil	Nil	10,000	10,000	0.05%
27.	Sangita Gupta	Non Promoter	Not Applicable	Nil	Nil	25,000	25,000	0.13%
28.	Rama Nand Gupta	Non Promoter	Not Applicable	12,500	0.08%	15,000	27,500	0.14%

**These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹16,43,22,000 (Sixteen Crore Forty Three Lakh Twenty Two Thousand) divided into 1,64,32,200 (One Crore Sixty Four Lakhs Thirty Two Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.*

***These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹19,22,72,000 (Nineteen Crore Twenty Two Lakhs Seventy Two Thousand) divided into 1,92,27,200 (One Crore Ninety Two Lakh Twenty Seven Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.*

The post issue shareholding percentage has arrived after considering all the preferential allotments of equity shares proposed to be made on fully diluted basis. The post issue paid-up capital of the Company is subject to alterations on account of conversion of actual number of Warrants into Equity Shares. Consequently, the post-issue shareholding percentage mentioned above may stand altered.

Note: The post holding may vary depending upon any other corporate action in between.

As a result of the proposed preferential issue of Warrants and upon conversion of the such Warrants, there will be no change in the control or management of the Company. However, there will be corresponding changes in the shareholdings of the promoter & promoter group and public shareholding consequent to preferential allotment.

i) Intention of the promoters/ directors/ or key managerial personnel to subscribe to the offer:

Except as following, none of the promoters, directors or key management personnel of the issuer intent to subscribe to the offer.

Sr. No.	Name of the Proposed Allottees	Promoter/ Director/ KMP	Maximum Number of Warrants proposed to be Allotted
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1	BGP 11 Analytics Private Limited	Promoter Group	2,20,000
2	Anil Kumar Behl	Director	75,000
3	Lalit Malik	Director	1,00,000

j) Time frame within which the Preferential Issue shall be completed:

As required under the SEBI ICDR Regulations, the preferential issue/allotment of Warrants shall be completed within a period of 15 days of passing the special resolution or such extended time, as may be approved by the Regulatory Authorities, from the date of approval of the members to the preferential issue, provided that where the said allotment is pending on account of pendency of any approval for such allotment by any Regulatory Authority, the allotment shall be completed within a period of 15 days from the date of receipt of such approval.

k) Shareholding pattern pre and post preferential issue would be as follows:

Sr. No.	Category	Pre Issue Shareholding		Post Issue Shareholding	
		No. of equity shares held	% of Shares *	No. of equity shares held	% of Shares**
A	Promoter & Promoter Group Shareholding				
(a)	Indian Promoter	74,04,100	45.06%	79,94,100	41.58%
(b)	Foreign Promoter	-	-	-	-
	Sub Total (A)	74,04,100	45.06%	79,94,100	41.58%
B	Public Shareholding				
(a)	Institutional Investor				
(i)	Foreign Portfolio Investors	13,633	0.08%	13,633	0.07%
(ii)	Alternate Investment Funds	-	-	1,00,000	0.52%
(b)	Non-Institutions				
(i)	1. Individual Shareholders holding Nominal Share Capital Up to 2 Lacs	23,44,057	14.27%	24,06,682	12.52%
(ii)	2. Individual Shareholders holding Nominal Share Capital Above 2 Lacs	35,08,360	21.35%	40,35,735	20.99%
(iii)	Bodies Corporate	26,39,211	16.06%	40,54,211	21.09%
(iv)	Non-Resident Indians	51,471	0.31%	51,471	0.27%
(v)	Resident Indian HUF	4,38,282	2.67%	4,38,282	2.28%
(vi)	Trusts	20,000	0.12%	1,20,000	0.62%
(vii)	Firm	13,086	0.08%	13,086	0.07%
	Sub Total (B)	90,28,100	54.94%	1,12,33,100	58.42%

	Total Shareholding	16,4,32,200	100.00%	1,92,27,200	100.00%
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**These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹16,43,22,000 (Sixteen Crore Forty Three Lakh Twenty Two Thousand) divided into 1,64,32,200 (One Crore Sixty Four Lakhs Thirty Two Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.*

***These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹19,22,72,000 (Nineteen Crore Twenty Two Lakhs Seventy Two Thousand) divided into 1,92,27,200 (One Crore Ninety Two Lakh Twenty Seven Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.*

l) Change in Control, if any, in the Company consequent to the preferential issue:

There will not be any change in the composition of the Board, the existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholdings of the Promoter & Promoter Group consequent to preferential allotment.

m) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the year the Company has not made any allotments on preferential basis till date

n) Principal terms of assets charged as securities:

Not applicable.

o) Material terms of raising such securities:

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

p) Lock-In Period & Transferability:

The Warrants and the equity shares to be allotted pursuant to the exercise of the Warrants issued on Preferential Issue shall be subject to 'lock-in' for such period(s), as may be applicable to each of the investor(s), in accordance with the provisions of Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force.

Further the entire pre-preferential allotment shareholding of the allottees if any shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of allotment of such securities.

q) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter:

Existing promoter will continue as promoter of the Company and pursuant to this allotment the proposed allottees other than promoter shall be covered under the head on non - promoter/public under shareholding pattern of the Company.

- r) **The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue:**

S. No.	Name of Proposed Allottees	Percentage of post preferential issue *
1.	BGP 11 Analytics Private Limited	1.14%
2.	India Equity Fund 1	0.52%
3.	Petflakes Poymers India Private Limited	2.40%
4.	Brivan Capital Private Limited	0.26%
5.	Shubhshree Biofuels Energy Limited	0.08%
6.	Devbhoomi Commercial Private Limited	2.38%
7.	Sarthak Agarwal	0.15%
8.	Mohit Sharma	0.05%
9.	Vimal Sharma	0.26%
10.	Hemant Sharma	0.13%
11.	Harsh Sharma	0.26%
12.	Naveen Sharma	0.13%
13.	Aditya Pareek	0.21%
14.	Uma Pareek	0.21%
15.	Abhishek Pareek	0.08%
16.	Anil Kumar Behl	0.61%
17.	ASI Trust	0.26%
18.	SIA Trust	0.26%
19.	Prashant Khandelwal	0.05%
20.	Neetu Khandelwal	0.05%
21.	Bhagwati Prasad Sultania	0.08%
22.	Sahil Jain HUF	0.13%
23.	Vivek Sawhney	0.08%
24.	Lalit Malik	1.19%
25.	Tanya Kukreja	0.16%
26.	Rishav Gupta	0.05%
27.	Sangita Gupta	0.13%
28.	Rama Nand Gupta	0.14%

**These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹19,22,72,000 (Nineteen Crore Twenty Two Lakhs Seventy Two Thousand) divided into 1,92,27,200 (One Crore Ninety Two Lakh Twenty Seven Thousand Two Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.*

- s) **Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:**

Not applicable. Since, the allotment of Warrants and the equity shares pursuant to the exercise of the Warrants is made for consideration payable in cash.

- t) **Amount which the company intends to raise by way of such securities:**

Aggregating up to ₹69,34,40,000/- (Rupees Sixty Nine Crore Thirty Four Lakhs Forty Thousand Only).

- u) **Certificate of Practicing Company Secretary:**

The certificate from Practicing Company Secretaries, certifying that the preferential issue of warrants is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate may be accessed on the Company's website <https://raceecochain.com/>.

v) Other disclosures/Undertaking:

- i. The Company, its Promoters and its Directors are not categorized as willful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India and have not been categorized as a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1) (i) of the SEBI ICDR Regulations is not applicable.
- ii. None of its directors or promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- iii. The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.
- iv. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;
- v. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution;
- vi. The Company is in compliance with the conditions for continuous listing.
- vii. Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price in terms of Regulation 163(1)(g) and Regulation 163(1)(h) of SEBI ICDR Regulations.
- viii. None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- ix. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- x. None of the allottees have previously subscribed to any warrants of the Company during the last one year.
- xi. The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Section 62 of the Companies Act, 2013 (as amended from time to time) and the SEBI ICDR Regulations provide, inter alia, that when it is proposed to increase the issued capital of the Company by allotment of further shares, such shares are required to be first offered to the existing members of the Company for subscription unless the members decide otherwise through a Special Resolution.

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 recommends the passing of the resolution as set out in Item No. 2 as Special Resolution for your approval.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise in the resolution set out at Item No. 4 of the accompanying notice, except Mr. Anil Kumar Behl and Mr. Lalit Malik, Directors of the Company mentioned in point no. i above or to the extent of their shareholding, if any in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

This Corrigendum to the Notice of AGM shall form an integral part of the said Notice, which has already been circulated to the Shareholders of the Company, and on and from the date hereof, the Notice of AGM shall always be read in conjunction with this Corrigendum. Accordingly, all concerned shareholders, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes.

All other contents of the Notice of AGM, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

This corrigendum is being uploaded on the website of the Company at www.raceecochain.com and on the website of the Stock Exchange i.e. BSE Limited (BSE) at www.bseindia.com, where the shares of the Company are listed.

By Order of the Board of Directors
For **Race Eco Chain Limited**

Sd/-
Sunil Kumar Malik
Managing Director

Place: Sahibabad
Dated: 20.06.2024