

April 29, 2023

To  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400 001  
Scrip Code: 512008

**Sub.: Notice of Extra-Ordinary General Meeting (“EGM”).**

Dear Sir/Ma’am,

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we submit herewith the Notice convening the Extra Ordinary General Meeting scheduled to be held on Monday, the 22nd day of May, 2023 at 2.00 PM (IST) through Video Conferencing(‘VC’)/Other Audio Visual Means (‘OAVM’) to transact the businesses that will be set forth in the Notice of EGM (‘Notice’).

The EGM be convened in compliance with the applicable provisions of Companies Act, 2013 and rules made thereunder read with General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, No. 3/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (‘MCA Circulars’) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘Listing Regulations’) read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 without the physical presence of the Members at a common venue.

In compliance with above mentioned circulars, the Notice convening the Extra Ordinary General Meeting has been sent through electronic mode to Members whose Addresses are available with the Company or the Depository Participant(s).

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, the Company is providing the facility to Members to exercise their right to vote by electronic means on Resolutions proposed to be passed at EGM. The Company has engaged CDSL for providing facility for voting through remote e-Voting, for participation in the EGM and Voting during the EGM.

**Key information:**

Cut-off Date	Monday, May 15, 2023
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# EFC (I) Limited

(Formerly known as Amani Trading and Exports Limited)



Day, Date and time of commencement of remote e-Voting	Friday, May 19, 2023, 9.00 AM IST
Day, Date and time of end of remote e-Voting	Sunday, May 21, 2023, 5.00 PM IST
Extra Ordinary General Meeting	Monday, May 22, 2023

Company has appointed Link Intime India Pvt. Ltd. for the VC facility at the EOGM and e-voting at the EOGM.

The copy of the Notice of EGM is also available on the Website of the Company at [www.efclimited.in](http://www.efclimited.in) and on the website of the Stock Exchange i.e., BSE limited at [www.bseindia.com](http://www.bseindia.com) and on the CDSL website at [www.evotingindia.com](http://www.evotingindia.com) and at <https://instameet.linkintime.co.in>.

Kindly acknowledge and take on record the same.

Thanking you,  
For EFC (I) Limited

AMAN KUMAR GUPTA  
Digitally signed by  
AMAN KUMAR GUPTA  
Date: 2023.04.29  
15:58:57 +05'30'

Aman Kumar Gupta  
(Company Secretary)

**NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF EFC (I) LIMITED (FORMERLY KNOWN AS AMANI TRADING AND EXPORTS LIMITED) WILL BE HELD ON MONDAY, 22<sup>ND</sup> DAY OF MAY, 2023 AT 02.00 P.M (IST) THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS(ES):**

**SPECIAL BUSINESS(ES):**

**ITEM NO. 1: PREFERENTIAL ISSUE AND ALLOTMENT OF 8,08,908 EQUITY SHARES OF FACE VALUE OF RS 10/- EACH TO NON-PROMOTER(S) OF THE COMPANY:**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:**

**“RESOLVED THAT** pursuant to provisions of Section Sections 23(1)(b), 39,42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, the applicable provisions of the Foreign Exchange Management Act, 1999, and rules and regulations made there under, including the Foreign Exchange Management (Transfer or Issue of Security by a person resident outside India) Regulations, 2000 (including any statutory modification or re-enactment thereof for the time being in force), and in accordance with enabling provisions of the Memorandum of Association and Articles of Association of the Company and in accordance with the provisions of Chapter-V of the preferential issue as contained in the Securities and Exchange Board of India (“Issue of Capital and Disclosure Requirements”) Regulations, 2018 as amended (The “SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the rules, regulations, notifications and circulars issued thereunder and any other rules/regulations/ guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”) and the Reserve Bank of India (“RBI”) and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including from BSE Limited but not limited to SEBI and subject to such conditions and modifications as might be prescribed while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (the “Board”, which term includes a duly constituted and authorized committee), approval of the members of the Company through this Extra Ordinary General Meeting be and is hereby accorded to the Board to create, issue, offer and allot 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) Equity Shares of the Company of face value of Rs. 10/- (Rupees Ten) per Equity Share at an issue price of Rs. 750/- (Rupees Seven Hundred and fifty Only) each including a premium of Rs. 740/- (Rupees Seven Hundred and forty Only) per share, aggregating to Rs. 60,66,81,000/- (Rupees Sixty Crore Sixty Six Lakh Eighty One Thousand only), the price determined in accordance with Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, on a preferential basis to the non-promoters in one or multiple tranches and on such terms and conditions and in such manner, as the Board may think fit and proper and in its absolute discretion.”

**“RESOLVED FURTHER THAT** in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and Regulation 161 the “Relevant Date” for the purpose of calculating the floor price for the issue of 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) equity shares would 21-04-2023 which would be the date falling 30 days prior to date of EGM and the floor price as calculated as per Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 is of Rs. 750/- (Rupees Seven Hundred Fifty only).”

**“RESOLVED FURTHER THAT** in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) Equity Shares of face value of Re. 10/- each (“Equity Shares”), fully paid up, for cash, at a price 750/- per share (including premium of Rs. 740/-) as recomputed under the said Regulation to the person belongs to non-promoter group:

Your company is proposing to offer and issue up to 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) equity shares of face value of Rs. 10/- each and at a subscription price of 750/- each of the company in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the non-promoters.”

**“RESOLVED FURTHER THAT** the members be and hereby approved the issue and allotment of 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) equity shares of face value of Re. 10/- each (“Equity Shares”), fully paid up, for cash, at a price 750/- per share (including premium of Rs. 740/-) to the following allottees:

Sr. No.	Name	Proposed Shares	At Price (Rs.) per share	Total Amount (Rs.)
1	ADITYA SAHAYA	6,667	750	5,000,250
2	AJIT KISAN GHULE	1,334	750	1,000,500
3	ANJALI MAHESH CHAUDHARI	800	750	600,000
4	ANKUSH ASHOK MORDE	2,000	750	1,500,000
5	ANURADHA HARSHAL MORDE	13,334	750	10,000,500
6	ASHWINI SAGAR DHOMSE	1,334	750	1,000,500
7	GHULE DHANESH DATTATRAY	800	750	600,000
8	ERANDE SANDIP HARIDAS	667	750	500,250
9	HARSHAL CHANDRAKANT MORDE	2,667	750	2,000,250
10	JANARDHAN SHRIPATI GAWADE	1,334	750	1,000,500
11	KISHOR EKNATH MORDE	1,334	750	1,000,500
12	MAHESH ASHOK MORDE	800	750	600,000
13	MANGAL SANJAY MORDE	2,667	750	2,000,250
14	MANGESH S SHETE	800	750	600,000
15	MORDE FOODS PRIVATE LIMITED	200,000	750	150,000,000
16	NARENDRA D DHUMAL	2,000	750	1,500,000
17	NEHA AGRAWAL	934	750	700,500
18	PRATIBHA BHARAT MORDE	800	750	600,000
19	RENUKA KESHARINANDAN SAHAYA	3,334	750	2,500,500
20	RESHMA NILESH THORAT	800	750	600,000
21	SAMEER VASANT MORDE	3,334	750	2,500,500
22	SANDEEP NANABHAU DOKE	3,334	750	2,500,500
23	SANJAY BHIVSEN MORDE	3,334	750	2,500,500
24	SARIKA KAILASH MORDE	800	750	600,000
25	SHALINI CHANDRAKANT MORDE	3,334	750	2,500,500
26	SHRIDHAR LAXMAN SALUNKE	1,000	750	750,000
27	SUPRIYA TEJAS BHOITE	3,334	750	2,500,500
28	VARUN ANIL MORDE	800	750	600,000
29	VIKAS DIGAMBAR GAIKWAD	800	750	600,000
30	VIKRANT JAIKISHORE BAIJAL	1,600	750	1,200,000
31	VIJAYA SURESH NIMBALE	1,500	750	1,125,000

32	GODAVARTHY VENKATA BHARATH KUMAR	2,000	750	1,500,000
33	BRUNDAVANAM SRILAKSHMI	1,000	750	750,000
34	BHARGAVA VENKATANARSHIMA BRINDAVAN	5,231	750	3,923,250
35	VINOD KUMAR KATTA	2,000	750	1,500,000
36	MANOJ RUWALI	1,000	750	750,000
37	S. SWETHA	1,000	750	750,000
38	AEGIS INVESTMENT FUND, PCC	100,000	750	75,000,000
39	KALAWATI KISHOR THAKKAR	3,334	750	2,500,500
40	OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	26,667	750	20,000,250
41	MAHENDRA R PRAJAPATI (HUF)	3,334	750	2,500,500
42	PAVITRA PRATAP WALVEKAR	5,334	750	4,000,500
43	DOVETAIL INDIA FUND	134,000	750	100,500,000
44	NUCLEO EVENTS AND PROMOTIONS PRIVATE LIMITED	6,000	750	4,500,000
45	PARUL AGGARWAL	3,400	750	2,550,000
46	ATUL KUMAR GUPTA	4,000	750	3,000,000
47	VIVEK DODA	3,400	750	2,550,000
48	VENKATRAM MANDALAPU	6,600	750	4,950,000
49	RATNESH MEHRA	1,400	750	1,050,000
50	AMRITAANSHU AGRAWAL	5,400	750	4,050,000
51	TATAVARTHY CHINNA VENKATA NARSIMHA RAO	3,400	750	2,550,000
52	ANURAG MALHOTRA	3,400	750	2,550,000
53	PANKAJ GANJOO	3,400	750	2,550,000
54	DEEPU RUPESH NAGPAL	3,400	750	2,550,000
55	UTSAV PRAMODKUMAR SHRIVASTAV	3,400	750	2,550,000
56	NILANG KISHORE JAIN HUF	1,000	750	750,000
57	JITEN PRATAPRAI MATHURIA	2,000	750	1,500,000
58	RISHABH RAMESHCHANDRA JAIN	2,000	750	1,500,000
59	DEEPTI CHHAJER	2,000	750	1,500,000
60	MINERVA MEDIA VENTURES LIMITED	47,000	750	35,250,000
61	NALLA MADHAVA RAO	1,350	750	1,012,500
62	NIRAJ DHANRAJ CHHAJER	2,000	750	1,500,000
63	BHARAT ASRANI HUF	3,400	750	2,550,000
64	GAURI AHUJA	1,000	750	750,000
65	VIVEK GAUR	3,000	750	2,250,000
66	HEMANT BANSILAL BHANDARI	13,400	750	10,050,000
67	KHUBI JAL WRITER	13,400	750	10,050,000
68	RAJNEESH TIWARI	3,333	750	2,499,750
69	SAURAV RAIDHANI	30,000	750	22,500,000
70	PRABHUDAS LILLADHER PRIVATE LIMITED	13,400	750	10,050,000
71	RDHL MARKETING PVT LTD	6,666	750	4,999,500
72	BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	6,666	750	4,999,500
73	MANOJ KUMAR BAJAJ	3,333	750	2,499,750

74	MRIDUL DAS	13,334	750	10,000,500
75	SEMINARY TIE UP PRIVATE LIMITED	10,000	750	7,500,000
76	TVISHA CORPORATE ADVISORS LLP	5,000	750	3,750,000
77	MANOJ DAMODAR PUROHIT	300	750	225,000
78	VINIT B SHAH	1,000	750	750,000
79	RAJESH CHANDRAKANT VAISHNAV	10,000	750	7,500,000
80	NILOUFER EBRAHIM	10,000	750	7,500,000
81	MANGINA SRINIVAS RAO	4,650	750	3,487,500
<b>Total</b>		<b>8,08,908</b>		<b>60,66,81,000</b>

**“RESOLVED FURTHER THAT** subject to the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws the Board be and is hereby authorized to decide and approve terms and conditions of the issue of the above-mentioned equity shares and to vary modify or alter the terms and conditions including size of the issue as it may deem expedient.”

**“RESOLVED FURTHER THAT** the members be and hereby approved and take on record the valuation report of Mr. Bhavesh M. Rathod - IBBI Registered Valuer having Registration No. IBBI/RV/06/2019/10708, dated April 27, 2023 as per Regulation 165 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the issue price is Rs. 750/- per equity share.”

**“RESOLVED FURTHER THAT** in case the preferential issue is of Equity Shares, the preferential allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a. 100% of the preferential allotment consideration shall be payable on or before the date of the allotment of the Equity Shares;
- b. The Equity Shares so offered, issued and allotted to the Proposed Allottee, shall be issued by the Company for cash consideration;
- c. The Equity Shares shall be allotted in one or more tranches, on receipt of subscription monies within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchanges/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission;
- d. The Equity Shares shall be allotted by the Company to the Proposed Allottees in dematerialized form within the time prescribed under the applicable laws;
- e. The Equity Shares to be allotted shall be fully paid-up and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu with the existing equity shares of the Company in all respects including the payment of dividend and voting rights from the date of allotment thereof;
- f. The pre-preferential allotment holding of the Proposed Allottee and Equity Shares to be allotted shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations; and
- g. The Equity Shares will be listed on BSE Limited where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottee inviting them to subscribe to the Equity Shares.”

**“RESOLVED FURTHER THAT** in terms of the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the “Relevant Date” shall be **21-04-2023**, being the date 30 (thirty) days prior to the date of this Extra-ordinary General Meeting.”

**“RESOLVED FURTHER THAT** subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws, the Board or the Committee constituted thereunder, if any, be and is hereby authorized to vary, modify or alter any of the relevant terms and conditions, including size of the preferential issue to the Investors, as may deem expedient.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Board/ the Committee be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue or allotment of aforesaid equity shares and listing of the equity shares to be allotted on preferential allotment basis with the stock exchange(s) as appropriate and to resolve and settle all questions and difficulties that may arise in relation to the proposed issue, offer and allotment of any of the said equity shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, including without limitation, issuing clarifications on the offer, making any application etc., to the concerned regulatory authorities, including to the FIPB, issue and allotment of the equity shares, to execute necessary documents and enter into contracts, arrangements, other documents (including for appointment of agencies, intermediaries and advisors for the issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, to any director(s), committee(s), executive(s), officer(s) or authorized signatory(ies) to give effect to this resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.”

**“AND RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation to vary, modify or alter any of the relevant terms and conditions, attached to the Equity Shares to be allotted to the Proposed Allottee, effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of Equity Shares, making applications to the stock exchanges for obtaining in-principle approvals, listing of shares, filing requisite documents with the MCA and other regulatory authorities, filing of requisite documents with the depositories, to resolve and settle any questions and difficulties that may arise in the preferential offer, issue and allotment of equity shares without being required to seek any further consent or approval of the members of the Company and to represent the Company before any governmental and regulatory authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution.”

**ITEM NO. 2: TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 10,00,00,000/- UNDER SECTION 61 OF THE COMPANIES ACT, 2013:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:

**“RESOLVED THAT** in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 7,50,00,000/- (Rupees Seven Crore Fifty Lakh Only) divided into 75,00,000 (Seventy Five Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 10,00,00,000 (Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten only) each and consequently, the existing **Clause V.(a)** of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V.(a):

V. (a) The Authorised Share Capital of the Company is Rs. 10,00,00,000 (Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten only) each. Any share of the Original or increased capital may from time to time be issued with guarantee or any right of preference share whether in respect of dividend or of repayment of capital or both or any other special privileges or advantages over any shares previously issued or then about to be issued or with deferred or qualified rights as compared with any shares previously issued or subject to any provisions or conditions and with any special right or without any right of voting and generally on such terms as the company may from time to time determine.

**“RESOLVED FURTHER THAT** the Board of Directors (‘the Board’, which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other Officer of the Company.”

**ITEM NO. 3: TO REGULARISE / APPOINT MR. MANGINA SRINIVAS RAO (DIN: 08095079) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) and on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Mangina Srinivas Rao (DIN: 08095079), who was appointed as an Additional Director designated as an Independent Director of the Company and in respect of whom the Company has received a notice in writing from a Member proposing him candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company and who hold office for first term of 5 (Five) consecutive years with effect from December 26, 2022 to December 25, 2027 and that she



shall not be liable to retire by rotation;;

**RESOLVED FURTHER THAT** any one of the Directors and/or the Company Secretary, be and are hereby severally authorised to settle any question, difficulty or doubt, that may arise in giving effect to this Resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this Resolution.”

**Registered Office:**

6th Floor, VB Capitol Building, Range Hill Road,  
Opp. Hotel Symphony, Bhoslenagar, Shivaj  
inagar, Pune MH 411007

**By Order of the Board of Directors  
For EFC (I) Limited**

Date: April 27, 2023

Place: Pune

**Sd/-  
Aman Kumar Gupta  
Company Secretary**

**E-mail: [compliance@efclimited.in](mailto:compliance@efclimited.in)**

**Website: [www.efclimited.in](http://www.efclimited.in)**

**NOTES:**

1. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') with respect to Item Nos. 1 to 3 forms part of this Notice.
2. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to 'Clarification on holding of annual general meeting (EOGM) through video conferencing (VC) or other audio visual means (OAVM) read with General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020 in relation to 'Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19' (collectively referred to as 'MCA 441 Circulars') and the Securities and Exchange Board of India ('SEBI') vide its circular dated May 12, 2020 in relation to 'Additional relaxation in relation to compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – COVID-19 pandemic' ('SEBI Circular') permitted the holding of the EOGM through VC or OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars & SEBI Circular, the Extra-ordinary General Meeting (EOGM) of the Company is being held through VC/OAVM on Monday, the 22<sup>nd</sup> May, 2023 at 02:00 p.m..The deemed venue for the EOGM will be at 6th Floor, VB Capitol Building, Range Hill Road, Opp. Hotel Symphony, Bhoslenagar, Shivaj inagar, Pune MH 411007 .
3. Since the Extra-ordinary General Meeting (EOGM) will be held through VC / OAVM, the Route Map is not annexed in this Notice. The proceedings of the EOGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of EOGM
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EOGM is being held pursuant to the MCA Circulars and SEBI Circular through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for

the EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the LODR Regulations, the Company has extended e-voting facility for its members to enable them to cast their votes electronically on the resolutions set forth in this notice. The instructions for e-voting are provided in this notice. The remote e-voting commences on Friday, May 19, 2023 at 9:00 a.m. (IST) and end on Sunday, May 21, 2023 at 5:00 p.m. IST. The voting rights of the Shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date, i.e., Monday, May 15, 2023.
6. Any person who is not a member post cut-off date should treat this notice for information purposes only.
7. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EOGM.
8. Any person, who acquires shares and becomes a Member of the Company after sending the notice and holding shares as of the cut-off date, i.e., Monday, May 15, 2023, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or to the Registrar and Share Transfer Agent (RTA) [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in). However, if he/she is already registered with Central Depository Services (India) Limited (CDSL) for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
9. Mr. Chirag Sachapara, Practicing Company Secretary (Membership No. A59034 CP No. 22177) of M/s. Sachapara & Associates, vide Board Resolution dated 27-04-2023 has been appointed as the Scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.
10. The Scrutinizer shall within a period not exceeding 2 (Two) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (Two) witnesses not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing.
11. The Results shall be declared after the EOGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website viz. [www.efclimited.in](http://www.efclimited.in) and on the website of CDSL within 2 (Two) working days of passing of the resolutions at the EOGM of the Company and the same will also be communicated to the Stock Exchanges.
12. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants (DPs) in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.
13. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the EOGM along is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories. Members may note that the Notice will also be available on the Company's website . [www.efclimited.in](http://www.efclimited.in) , websites of the Stock

Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL at <https://helpdesk.evoting@cdslindia.com> and at [www.linkintime.co.in](http://www.linkintime.co.in) & <https://instameet.linkintime.co.in>. The Company will also be publishing an advertisement in newspaper containing the details about the EOGM i.e. the conduct of EOGM through VC/OAVM, date and time of EOGM, availability of notice of EOGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/ RTA and other matters as may be required.

14. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020 and January 15, 2021, , the Notice of the EOGM and the Instructions for e-Voting are being sent by electronic mode to all the Members whose e-mail addresses are registered with the Company / respective Depository Participants. Members may also note that the Notice convening the EOGM are also available on the Company's website [www.efclimited.in](http://www.efclimited.in), websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL (agency for providing the Remote e-Voting facility) <https://helpdesk.evoting@cdslindia.com> and at [www.linkintime.co.in](http://www.linkintime.co.in) & <https://instameet.linkintime.co.in> (RTA is the provider of VC and e-voting at EOGM).
15. The Members can join the EOGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EOGM through VC / OAVM will be made available for 2000 members on first come first served basis.
16. Members attending the EOGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
17. The Members who have cast their vote by remote e-voting prior to the EOGM may also attend/ participate in the EOGM through VC / OAVM but shall not be entitled to cast their vote again.
18. The Registers maintained under Section 170 & 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection till the conclusion of EOGM by the members based on the request being sent on [compliance@efclimited.in](mailto:compliance@efclimited.in) .
19. Member(s) must quote their Folio Number/ DP ID & Client ID and contact details such as email address, contact no. etc. in all correspondences with the Company/ RTA.
20. As per Regulation 40 of LODR Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the RTA for assistance in this regard.
21. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EOGM.
22. Pursuant to the provisions of Section 72 of the Act the Member(s) holding shares in physical form may nominate, in the prescribed manner, any person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. A nomination form for this purpose is available with the Company or its RTA. Member(s)

holding shares in demat form may contact their respective DPs for availing this facility.

23. Member(s) holding shares in physical form is/ are requested to notify immediately any change of their respective addresses and bank account details. Please note that request for change of address, if found incomplete in any respect shall be rejected. Members holding shares in demat form are requested to notify any change in their addresses, e-mails and/or bank account mandates to their respective DPs only and not to the Company/ RTA for effecting such changes. The Company uses addresses, e-mails and bank account mandates furnished by the Depositories for updating its records of the Shareholders holding shares in electronic/demat form.

24. All communications/ queries in this respect should be addressed to our RTA, [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).

25. Member(s) must quote their Folio Number/ DP ID & Client ID and contact details such as email address, contact no. etc. in all correspondences with the Company/ RTA.

### **THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:**

Members are requested to carefully read the instructions printed on the Form, record your assent (for) or dissent (against) through e-voting.

### **Process and manner for attending the EGM through InstaMeet:**

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

► Select the “**Company**” and “**Event Date**” and register with your following details: -

**A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. Mobile No.:** Enter your mobile number.

**D. Email ID:** Enter your email id, as recorded with your DP/Company.

► Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

## **Instructions for Shareholders/ Members to Speak during the EGM through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request with the company for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
3. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

## **Instructions for Shareholders/ Members to Vote during the EGM through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the EGM through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the EGM will be eligible to attend/ participate in the EGM through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**InstaMeet Support Desk**  
**Link Intime India Private Limited**

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING THROUGH VC/OAVM ARE AS UNDER BY CDSL:**

- (i) The remote e-voting period begins on Friday, May 19, 2023 at 9:00 a.m.(IST) and end on Sunday, May 21, 2023 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, May 15, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for remote e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
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<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select "Register Online for IDeAS "Portal or click at</li> </ol>

	<p><a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cDSLindia.com">helpdesk.evoting@cDSLindia.com</a> or contact at 022- 23058738 and 22-23058542-43.</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>

- (v) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.



- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN - 230427004 for the relevant “EFC (I) Ltd, (Amani Trading and Exports Limited)” on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting
  - a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - d. The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - e. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

#### **OTHER INSTRUCTIONS :**

1. The procedure for attending remote e-voting, E-EOGM & e-Voting on the day of the EOGM is same as the instructions mentioned above..
2. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EOGM.

3. Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 5 days prior to meeting i.e. Wednesday, May 17, 2023 mentioning their name, demat account number/folio number, email id, mobile number at [compliance@efclimited.in](mailto:compliance@efclimited.in) and [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in). The shareholders who do not wish to speak during the EOGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [compliance@efclimited.in](mailto:compliance@efclimited.in) and [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in). These queries will be replied to by the company suitably by email.
7. As the EGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the EGM, Members are encouraged to express their views / send their queries - in advance of the EGM, mentioning their name, demat account number / folio number, email id, mobile number at email id [compliance@efclimited.in](mailto:compliance@efclimited.in) and [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in).
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EOGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EOGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EOGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

For any other queries relating to the shares of the Company, you may contact the Registrar and Share Transfer Agent at the following address:

For any other queries relating to the shares of the Company, you may contact the Registrar and Share Transfer Agent at the following address:

Link Intime India Pvt. Ltd,  
5th Floor, 506 TO 508,  
Amarnath Business Centre – 1 (ABC-1),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner,  
Off C G Road, Ellisbridge,  
Ahmedabad - 380006.  
Phone : 079 2646 5179  
Fax : 022 - 4918 6060  
Email : [ahmedabad@linkintime.co.in](mailto:ahmedabad@linkintime.co.in) and [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in)

**Registered Office:**

6th Floor, VB Capitol Building, Range Hill Road,  
Opp. Hotel Symphony, Bhoslenagar, Shivaj  
inagar, Pune MH 411007

**By Order of the Board of Directors  
For EFC (I) Limited**

Date: April 27, 2023  
Place: Pune

**Sd/-  
Aman Kumar Gupta  
Company Secretary**

**E-mail: [compliance@efclimited.in](mailto:compliance@efclimited.in)  
Website: [www.efclimited.in](http://www.efclimited.in)**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“ACT”) AND CHAPTER V OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (“SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018”), AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Pursuant to Section 102 of the Companies Act, 2013 (“the Act”), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Notice dated April 27, 2023.

**ITEM NO. 1: PREFERENTIAL ISSUE AND ALLOTMENT OF 8,08,908 EQUITY SHARES OF FACE VALUE OF RS 10/- EACH TO NON-PROMOTER(S) OF THE COMPANY:**

Your company is proposing to offer and issue up to 8,08,908 equity shares of face value of Rs. 10/- each and at a subscription price of Rs. 750/- each per shares of the company in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to the following proposed allottees.

Sr. No.	Name	Proposed Shares	At Price (Rs.) per share	Total Amount (Rs.)
1	ADITYA SAHAYA	6,667	750	5,000,250
2	AJIT KISAN GHULE	1,334	750	1,000,500
3	ANJALI MAHESH CHAUDHARI	800	750	600,000
4	ANKUSH ASHOK MORDE	2,000	750	1,500,000
5	ANURADHA HARSHAL MORDE	13,334	750	10,000,500
6	ASHWINI SAGAR DHOMSE	1,334	750	1,000,500
7	GHULE DHANESH DATTATRAY	800	750	600,000
8	ERANDE SANDIP HARIDAS	667	750	500,250
9	HARSHAL CHANDRAKANT MORDE	2,667	750	2,000,250
10	JANARDHAN SHRIPATI GAWADE	1,334	750	1,000,500
11	KISHOR EKNATH MORDE	1,334	750	1,000,500
12	MAHESH ASHOK MORDE	800	750	600,000
13	MANGAL SANJAY MORDE	2,667	750	2,000,250
14	MANGESH S SHETE	800	750	600,000
15	MORDE FOODS PRIVATE LIMITED	200,000	750	150,000,000
16	NARENDRA D DHUMAL	2,000	750	1,500,000
17	NEHA AGRAWAL	934	750	700,500
18	PRATIBHA BHARAT MORDE	800	750	600,000
19	RENUKA KESHARINANDAN SAHAYA	3,334	750	2,500,500
20	RESHMA NILESH THORAT	800	750	600,000
21	SAMEER VASANT MORDE	3,334	750	2,500,500
22	SANDEEP NANABHAU DOKE	3,334	750	2,500,500
23	SANJAY BHIVSEN MORDE	3,334	750	2,500,500
24	SARIKA KAILASH MORDE	800	750	600,000
25	SHALINI CHANDRAKANT MORDE	3,334	750	2,500,500
26	SHRIDHAR LAXMAN SALUNKE	1,000	750	750,000
27	SUPRIYA TEJAS BHOITE	3,334	750	2,500,500
28	VARUN ANIL MORDE	800	750	600,000

29	VIKAS DIGAMBAR GAIKWAD	800	750	600,000
30	VIKRANT JAIKISHORE BAIJAL	1,600	750	1,200,000
31	VIJAYA SURESH NIMBALE	1,500	750	1,125,000
32	GODAVARTHY VENKATA BHARATH KUMAR	2,000	750	1,500,000
33	BRUNDAVANAM SRILAKSHMI	1,000	750	750,000
34	BHARGAVA VENKATANARSHIMA BRINDAVAN	5,231	750	3,923,250
35	VINOD KUMAR KATTA	2,000	750	1,500,000
36	MANOJ RUWALI	1,000	750	750,000
37	S. SWETHA	1,000	750	750,000
38	AEGIS INVESTMENT FUND, PCC	100,000	750	75,000,000
39	KALAWATI KISHOR THAKKAR	3,334	750	2,500,500
40	OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	26,667	750	20,000,250
41	MAHENDRA R PRAJAPATI (HUF)	3,334	750	2,500,500
42	PAVITRA PRATAP WALVEKAR	5,334	750	4,000,500
43	DOVETAIL INDIA FUND	134,000	750	100,500,000
44	NUCLEO EVENTS AND PROMOTIONS PRIVATE LIMITED	6,000	750	4,500,000
45	PARUL AGGARWAL	3,400	750	2,550,000
46	ATUL KUMAR GUPTA	4,000	750	3,000,000
47	VIVEK DODA	3,400	750	2,550,000
48	VENKATRAM MANDALAPU	6,600	750	4,950,000
49	RATNESH MEHRA	1,400	750	1,050,000
50	AMRITAANSHU AGRAWAL	5,400	750	4,050,000
51	TATAVARTHY CHINNA VENKATA NARSIMHA RAO	3,400	750	2,550,000
52	ANURAG MALHOTRA	3,400	750	2,550,000
53	PANKAJ GANJOO	3,400	750	2,550,000
54	DEEPU RUPESH NAGPAL	3,400	750	2,550,000
55	UTSAV PRAMODKUMAR SHRIVASTAV	3,400	750	2,550,000
56	NILANG KISHORE JAIN HUF	1,000	750	750,000
57	JITEN PRATAPRAI MATHURIA	2,000	750	1,500,000
58	RISHABH RAMESHCHANDRA JAIN	2,000	750	1,500,000
59	DEEPTI CHHAJER	2,000	750	1,500,000
60	MINERVA MEDIA VENTURES LIMITED	47,000	750	35,250,000
61	NALLA MADHAVA RAO	1,350	750	1,012,500
62	NIRAJ DHANRAJ CHHAJER	2,000	750	1,500,000
63	BHARAT ASRANI HUF	3,400	750	2,550,000
64	GAURI AHUJA	1,000	750	750,000
65	VIVEK GAUR	3,000	750	2,250,000
66	HEMANT BANSILAL BHANDARI	13,400	750	10,050,000
67	KHUBI JAL WRITER	13,400	750	10,050,000
68	RAJNEESH TIWARI	3,333	750	2,499,750
69	SAURAV RAIDHANI	30,000	750	22,500,000
70	PRABHUDAS LILLADHER PRIVATE LIMITED	13,400	750	10,050,000
71	RDHL MARKETING PVT LTD	6,666	750	4,999,500

72	BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	6,666	750	4,999,500
73	MANOJ KUMAR BAJAJ	3,333	750	2,499,750
74	MRIDUL DAS	13,334	750	10,000,500
75	SEMINARY TIE UP PRIVATE LIMITED	10,000	750	7,500,000
76	TVISHA CORPORATE ADVISORS LLP	5,000	750	3,750,000
77	MANOJ DAMODAR PUROHIT	300	750	225,000
78	VINIT B SHAH	1,000	750	750,000
79	RAJESH CHANDRAKANT VAISHNAV	10,000	750	7,500,000
80	NILOUFER EBRAHIM	10,000	750	7,500,000
81	MANGINA SRINIVAS RAO	4,650	750	3,487,500
<b>Total</b>		<b>8,08,908</b>		<b>60,66,81,000</b>

EFC (I) LIMITED (formerly known as Amani Trading & Exports Ltd) is into the business of developing, buying, selling or renting out serviced and virtual office space, meeting rooms, office equipments, storage facilities, software development centers, network infrastructure, business executive suites, furnished meeting space and any other infrastructure projects including software parks, health care centers etc.

The Present paid up capital of the Company consist of 69,41,200 Equity shares of face value of Rs 10/- each aggregating Rs. 6,94,12,000/-. The Board has appointed M/r. Bhavesh M. Rathod - IBBI registered valuer having registration No. IBBI/RV/06/2019/10708 and as per his valuation report as on 27-04-2023, the valuation of each share is Rs. 750/- of face value of Rs 10/- each.

As members are aware that the company needs fund for expanding the business and to meet its day to day requirement in the normal course of Business, the Board of Directors in their meeting held on 27<sup>th</sup> April, 2023 decided to come up with a preferential issue for raising the funds by way of issuing Equity shares to the above said proposed allottees (non-promoters).

This proposed allotment will help the company to improve its debt -equity ratio and compliances under the Companies Act, 2013. By this issue of new shares, the wealth of the Shareholders and other stake holders will increase.

**The Company confirms the compliance of regulation 160 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:**

- all the equity shares allotted by way of preferential issue shall be made fully paid up at the time of the allotment;
- the Proposed resolution to be passed as a special resolution;
- all equity shares (pre-holdings) held by the below proposed allottees in the issuer are in dematerialized form;
- The Company further confirms that even after this allotment the Company is in compliance with rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 with the conditions for continuous listing of equity shares as specified in the listing agreement with the recognized stock exchange (BSE);

- e. the company has obtained the Permanent Account Number and demat number of the proposed allottees and confirmation that shares can be credited to their demat accounts; and
- f. The Company has obtained a declaration from the proposed allottees that he has not sold any shares during the 90 trading days preceding the relevant date and also not willful defaulters or their any prohibition to subscribe the shares.

The Board of Directors of the Company in their meeting held on 27-04-2023, approved raising of funds aggregating up to Rs. 60,66,81,000/- by way of issuance of up to 8,08,908 equity shares of Rs. 10/- each ("Equity Shares") at a price of Rs. 750/- per Equity Share to the above said proposed allottees of the Company (referred to as "the Proposed Allottees"), by way of a preferential issue through private placement offer, that has agreed to subscribe to the proposed preferential issue and has confirmed its eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations").

In accordance with Sections 23(1)(b), 39,42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), as amended from time to time, approval of the Members of the Company by way of special resolution is required to issue securities by way of private placement on a preferential basis.

Accordingly, in terms of the Act and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, consent of the members is being sought for the raising of funds aggregating up to Rs. 60,66,81,000/- by way of issue and allotment of 8,08,908 equity shares of Rs. 10/- each ("Equity Shares") at a price of Rs. 750/- per Equity Share, on a preferential basis to the Proposed Allottees as the Board of Directors of the Company may determine in the manner detailed hereafter.

The salient features of the preferential issue, including disclosures required to be made in accordance with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, are set out below:

(i) **Capital of the Company:**

The Authorized capital of the Company consists of 75,00,000 equity shares of face value of Rs.10/- each aggregating to Rs. 7,50,00,000/-.

At present the paid-up capital of the company consist of **69,41,200\*** equity shares of face value of Rs.10/- each aggregating to Rs. 6,94,12,000/-.

The Present issue consists of 8,08,908 equity shares of Rs. 10/- each. Post allotment of this preferential issue of 8,08,908 equity shares of Rs. 10/- each the paid-up capital of the company will be 77,50,108 equity shares of face value of Rs. 10/- each aggregating Rs. 7,75,01,080/-. The Company will increase the Authorized share capital to meet the requirements of present preferential issue with approval of members in the ensuing



general meeting. The proposed allottee's consist of 7 Body Corporates, 1 LLP, 3 HUF, 2 Fund, 1 Partnership Firm and 67 Individuals.

\*In the financial year 2022-23 Company come out with preferential issue of 50,00,000 equity shares (by way of swap) and 17,50,000 convertible warrants into equity shares to promoters and non-promoters and present status of the previous pre-preferential issue is as under:

Details of Issue	Date of Allotment	Status of conversion into equity shares	Status of Listing	Status of Trading
50,00,000 equity shares (by way of swap)	18-08-2022	NA	Approved (50,00,000)	Trading was permitted w.e.f. 18 Nov 2022
17,50,000 convertible warrants into equity shares	18-08-2022 and 25-08-2022	Out of 17,50,000 convertible warrants, 12,41,500 convertible warrants have been converted into 12,41,500 equity shares	Approved 10,50,000	Out of 10,50,000 equity shares, 895500 equity shares have received trading permission
		Balance 508,500 convertible warrants to be converted into 508,500 equity shares and it is within the time frame of 18 months from the date of allotment.		

(ii) **Date of Board Resolution:**

27<sup>th</sup> April, 2023

(iii) **Relevant Date:**

The Relevant Date for the purpose of determining the pricing of shares in accordance with under regulation 161 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 is 21-04-2023, being the date that is 30 days prior to the date of the ensuing Extra - Ordinary General Meeting.

(iv) **The Objects of the issue through preferential issue:**

- To enlarge its core businesses;
- Invest in technology, human resources and other infrastructure or working capital to support the Businesses of the Company and
- To Invest in the New Projects;

(v) **The total number of securities, kinds of securities and price at which security is being offered:**

Issuance of up to 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) Equity shares of face value of 10/- (Rupees Ten only) each at an issue price of 750/- (Rupees Seven Hundred Fifty only) per equity share each, in one or more tranches, for an aggregate amount of Rs. 60,66,81,000/- (Rupees Sixty Crore Sixty Six Lakh Eighty One Thousand Only) on preferential basis.

(vi) **Basis or justification for the price (including the premium, if any) has been arrived at:**

As per Regulation 165\* of the ICDR Regulations, 2018 prescribes the minimum price at which a preferential issue shall be made as per the valuation report issued by the registered valuer named Bhavesh Rathod – IBBI registered valuer (IBBI/RV/06/2019/10708) dated 27<sup>th</sup> April, 2023 and same is available at the website of the company at <https://www.efclimited.in> and also available at the registered office of the company.

**(\*As the shares of the company it is infrequently traded for last 90 trading days preceding the relevant date and the volume is less than 10% of the paid-up capital during the last 240 trading days).**

(vii) **Pricing:**

The issue price of Rs. 750/- Per share of face value of Rs.10/- each and is in accordance with regulation 165 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and for the purpose of the above guidelines the **Relevant Date is 21-04-2023**.

The Valuation is Rs. 750/- per equity share as per regulation 165 of the ICDR Regulation, 2018. Presently the shares of the company fall into the infrequently traded category. The price of the shares to be issued wherever required shall be re-computed/adjusted in accordance with the above said regulation.

**Registered valuer certificate under regulation 166A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.: Not Applicable**

**Regulation 166A (1): Other conditions for pricing: Not Applicable**

Any preferential issue, which may result in a change in control or allotment of more than five percent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price: **Not Applicable**

Provided that the floor price, in such cases, shall be higher of the floor price determined under sub regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

Provided further that if any proposed preferential issue is likely to result in a change in control of the issuer, the valuation report from the registered valuer shall also cover guidance on control premium, which shall be computed over and above the price determined in terms of the first proviso.

However, the post % of the allotment considering the fully allotted shares capital, none of the allottees is subscribing more than 5% and as a group their diluted shareholding post allotment is not exceeding 5% of the enhanced capital. Hence, valuation report from an independent registered valuer is not required.

We hereby confirm and certify that the valuation Report prepare as per Regulation 165 of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 should be treated as valuation Report prepared under Regulation 166A (1) of Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: **Not Applicable**

(viii) **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 the price:**

The Company has not made any preferential allotment during the current financial year 2023-24. Under this present preferential allotment, the company will allot 808,908 equity shares of the company to 81 allottees (non-promoters) (which includes 7 Body Corporates, 1 LLP, 3 HUF, 2 Fund, 1 Partnership Firm and 67 Individuals.

Company had preferential issue in the financial year 2022-23 and the status is as under:

Details of Issue	No of allottees	Date of Allotment	Status of conversion into equity shares	Status of Listing	Status of Trading
50,00,000 equity shares (by way of swap)	19	18-08-2022	NA	Approved (50,00,000)	Trading was permitted w.e.f. 18 Nov 2022
17,50,000 convertible warrants into equity shares	20	18-08-2022 and 25-08-2022	Out of 17,50,000 convertible warrants, 12,41,500 convertible warrants have been converted into 12,41,500 equity shares	Approved 10,50,000	Out of 10,50,000 equity shares, 895500 equity shares have received trading permission
<b>Total</b>	<b>39</b>		<b>Balance 508,500 convertible warrants to be converted into 508,500 equity shares and it is within the time</b>		

			frame of 18 months from the date of allotment.		
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(ix) **Maximum number of securities to be issued:**

The maximum number of securities to be issued by the Company is 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight).

The resolution set out in the accompanying notice authorizes the Board to issue to the allottee up to 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) Equity shares of face value of Re. 10/- each, in such manner and on such price, terms and conditions as may be determined by the Board or the committee framed thereunder, in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Company or any of its Promoters or Directors is/are now not a willful defaulter. The Acquirer/ proposed allottee is also not a willful defaulter. None of the allottees are prohibited to participate in this issue or willful defaulter.

(x) **Intent of the promoters, directors or key managerial personnel of the Company to subscribe to the offer:**

The preferential issue of shares is being made to the Specified Allottees who are not the Promoters of the Company and do not form part of the Promoter Group of the Company or connected with Key Managerial Person or any Director except Rajesh Chandrakant Vaishnav, an Independent Director, Niloufer Ebrahim (wife of Rajesh Chandrakant Vaishnav) and Mangina Srinivas Rao, Independent Director who are the proposed subscriber to the present preferential issue.

Part of the preferential issue of shares is being made to the Specified Allottees who are not belongs to the Promoters of the Company and form part of the Promoter Group of the Company and connected with any Key Managerial Person but connected to Directors of the Company i.e. (Independent Directors) and their shareholding is within the provisions of 149(6) of Companies Act,2013 read with Regulation 16 (1) (b) (vi) (C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. Even after this preferential issue there will be no change in the management of the company and the designation of Proposed Independent Director Allottees.

(xi) **Proposed Allottee's:**

**The name, Address, Category and PAN No. of the proposed allottees are under:**

Sr. No.	Name	Category	PAN	Address
1	ADITYA SAHAYA	Public (Non-Promoter)	AAQPS3932F	VENUS APARTMENT, FLAT NO 48, E WING, 12TH FLOOR, DR R.G THADANI MARG, MUMBAI 400018,

				MAHARASHTRA INDIA
2	AJIT KISAN GHULE	Public (Non-Promoter)	AHYPG0204F	VIDYA NAGAR,VADJE MALA, SANGAMNER, NEAR JANTA RAJA GROUND, SANGAMNER AHMADNAGAR- 422605
3	ANJALI MAHESH CHAUDHARI	Public (Non-Promoter)	AISPC7867K	RAMTANU CHS C 4 NANDANVAN LANE NO 1 PLOT NO 28 29 SECTOR 17 NERUL THANE 400615, MAHARASHTRA INDIA
4	ANKUSH ASHOK MORDE	Public (Non-Promoter)	AODPM4212P	A-11, RAILWAYMENS CHS, SECTOR -2, VASHI, NAVI MUMBAI, 400703, MAHARASHTRA, INDIA
5	ANURADHA HARSHAL MORDE	Public (Non-Promoter)	ACLPN5777E	6 <sup>TH</sup> FLOOR, STERLING DIAMOND APARTMENT, 24 MT. MARY ROAD, BANDRA WEST, MUMBAI MH 400050
6	ASHWINI SAGAR DHOMSE	Public (Non-Promoter)	AUIPM0750H	LAXMI VILAS BUNGLOW SR NO 116 3 2 4 BANER ROAD OPP KFC NEAR ORIENTAL PUNE 411045, MAHARASHTRA INDIA
7	GHULE DHANESH DATTATRAY	Public (Non-Promoter)	AUGPG6029D	GHULE MALA, MANCHAR, PUNE MH 410503
8	ERANDE SANDIP HARIDAS	Public (Non-Promoter)	AAMPE2629K	MANIPUR, MANCHAR, PUNE, 410503, MAHARASHTRA, INDIA
9	HARSHAL CHANDRAKANT MORDE	Public (Non-Promoter)	AAEPM6522H	FLAT NO 6 STERLING DIAMOND PLOT NO 217 24 MOUNT MARY ROAD MUMBAI 400050, MAHARASHTRA INDIA
10	JANARDHAN SHRIPATI GAWADE	Public (Non-Promoter)	AOOPG1229H	ROOM NO. 403, BUILDING NO. 16, FAM SOCIETY, PLOT

				NO. 19/19A, SECTOR 11, BONKODE, NAVI MUMBAI, NEAR KALASH UDAYAN SOCIETY, KOPAR KHAIRNE S.O, THANE MH 400709
11	KISHOR EKNATH MORDE	Public (Non-Promoter)	AADPM8923D	1127 29 SHIVAJI NAGAR, FL NO 4 MANGESH APRT, BEH MODERN, PUNE-411005
12	MAHESH ASHOK MORDE	Public (Non-Promoter)	AAAPM8280G	A-11 RAILWAY MENS CHS, NR MEGHRAJ MOGHDOOT THEATRE SECTOR, NAVI MUMBAI VASHI, THANE-400703
13	MANGAL SANJAY MORDE	Public (Non-Promoter)	BMGPM6132A	F-3, 2/1, PANCHDEEP CHS, SECTOR -29, NAVI MUMBAI VASHI, THANE MH 400703
14	MANGESH S SHETE	Public (Non-Promoter)	BNHPS9432B	VAIBHAV CHS H-213/RNI-1 SECTOR 26 NAVI MUMBAI MAHARASHTRA INDIA 400703
15	MORDE FOODS PRIVATE LIMITED	Public (Non-Promoter)	AAECM5895L	55/1 VICTORIA BUILDING, DR B AMBEDKAR ROAD, BYCULLA, MUMBAI 400027, MAHARASHTRA INDIA
16	NARENDRA D DHUMAL	Public (Non-Promoter)	AGSPD7310G	PETH KURWANDI ROAD, MAL WASTI, AT POST- PETH TAL- AMBEGAON, PETH PUNE, PUNE, 410512, MAHARASHTRA, INDIA
17	NEHA AGRAWAL	Public (Non-Promoter)	BBFPA3425C	480 KALPANA NAGAR, RAISEN ROAD PIPLANI HUZUR, BHEL BHOPAL, 462022, MADHYA PRADESH
18	PRATIBHA BHARAT MORDE	Public (Non-Promoter)	AMWPM9328D	C-2, 7/1 , BHIMASHANKAR CHS, SECTOR 19 A, NERUL, NAVI MUMBAI, 400706, MAHARASHTRA,

				INDIA
19	RENUKA KESHARINANDAN SAHAYA	Public (Non-Promoter)	BNAPS4661R	48 VENUS APARTMENT E BLOCK 12TH FLOOR R G THADANI MARG WORLI SEA FACE MUMBAI 400018, MAHARASHTRA INDIA
20	RESHMA NILESH THORAT	Public (Non-Promoter)	AZOPT7798P	SHEWALEWADI, MANCHAR, PUNE MAHARASHTRA-410503
21	SAMEER VASANT MORDE	Public (Non-Promoter)	AGVPM0336Q	S NO 673 2 A 6 VITTHAI BUNGLOW, DENA LAXMI SOCIETY BIBWEWADI, OPP CANARA BANK LANE PUNE, PUNE 411037, MAHARASHTRA INDIA
22	SANDEEP NANABHAU DOKE	Public (Non-Promoter)	ANBPD8779K	EKLAHARE, PUNA NASHIK ROAD, EKLAHARE KALAMB, PUNE 410515, MAHARASHTRA INDIA
23	SANJAY BHIVSEN MORDE	Public (Non-Promoter)	AFMPM7138L	F-3, 2/1, PANCHDEEP C.H.S, SECTOR - 29, NAVI MUMBAI, THANE 400703, MAHARASHTRA INDIA
24	SARIKA KAILASH MORDE	Public (Non-Promoter)	BABPM6469B	C/29 , SNEHA BANDHAN CHSC, SECTOR-16A, VASHI, NAVI MUMBAI, 400703, MAHARASHTRA, INDIA
25	SHALINI CHANDRAKANT MORDE	Public (Non-Promoter)	AAEPM6521E	6TH FLOOR, STERLING DIAMOND APARTMENT, 24 MT. MARY ROAD, BANDRA WEST, MUMBAI MH 400050
26	SHRIDHAR LAXMAN SALUNKE	Public (Non-Promoter)	BJRPS8611N	5/4,VA S A NT VIHA R CHS, P N T C O LO NY, O P P O S ITE HE E RA P A NNA B UILD ING , DO MB IVA LI(E A S T), KA LYA N, THA NE , MA HA RA S HTRA - 42 12 0 1

27	SUPRIYA TEJAS BHOITE	Public (Non-Promoter)	ANZPM5311N	FLT NO.C-401,CRYSTAL GRD APT, OFF PAN CARD CLUB RD,NR DHANKU, DE WASTI,OPP TIVOLI APT,BANER, PUNE, 411045, MAHARASHTRA, INDIA
28	VARUN ANIL MORDE	Public (Non-Promoter)	ADHPM5256E	UNIT NO. 2, PLOT NO. 37, SECTOR 12, VASHI, NAVI MUMBAI, 400703, MAHARASHTRA, INDIA
29	VIKAS DIGAMBAR GAIKWAD	Public (Non-Promoter)	AMSPG4282E	NO.703 A WING SHANI SOHAM APT, MORIWALIPADA, AMBERNATH EAST, AMBERNATH, 421501, MAHARASHTRA, INDIA
30	VIKRANT JAIKISHORE BAIJAL	Public (Non-Promoter)	AOMP4638R	B-707, YAMUNA TOWER, JANGID COMPLEX, NEAR SILVER PARK, MIRA ROAD EAST, THANE-401107
31	VIJAYA SURESH NIMBALE	Public (Non-Promoter)	AANPN7940B	201/202, DAISY, MAYFLOWER GARDEN, SHIV MANDIR ROAD, AMBERNATH EAST AMBERNATH PIN: 421501 THANE MAHARASHTRA
32	GODAVARTHY VENKATA BHARATH KUMAR	Public (Non-Promoter)	AEYPG7921E	APARNA SAROVAR GRANDE FLAT # 1703 BLOCK - H NALLAGANDLA HYDERABAD, TELANGANA 500019
33	BRUNDAVANAM SRILAKSHMI	Public (Non-Promoter)	AWZPM0583H	T-14, LANE-1, SECTOR-9, CBD BEAPUR, NAVI MUMBAI
34	BHARGAVA VENKATANARSHIMA BRINDAVAN	Public (Non-Promoter)	AILPB0640E	T-14, LANE-1, SECTOR-9, CBD BEAPUR, NAVI MUMBAI
35	VINOD KUMAR KATTA	Public (Non-	AXRPK0367N	6 - 11 GUDUBALLURA MAGANOUR MANDAL



		Promoter)		MEHABUBNAGAR TELANGANA 509352
36	MANOJ RUWALI	Public (Non-Promoter)	ARUPR7104F	FLAT NO - 23A, TOWER P8, SRS ROYAL HILLS, SECTOR 87, KHERI KLALAN(113), FARIDABAD, HARYANA 121002
37	S. SWETHA	Public (Non-Promoter)	BQLPS9967G	D-21,0:3, GROUND FLOOR ASHIRWAD CHS SECTOR- 29 VASHI NAVI MUMBAI- 400703
38	AEGIS INVESTMENT FUND, PCC	Public (Non-Promoter)	AANCA5102B	7A, MAYER STREET, PORT LOUIS, MAURITIUS
39	KALAWATI KISHOR THAKKAR	Public (Non-Promoter)	ABFPT7394A	LOKIK BUNGLOW NO.9 MANTRI KISHOR PARK BHOSLE NAGAR GANESHKHIND PUNE MAHARASHTRA INDIA 411007
40	OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	Public (Non-Promoter)	AAACO2203N	1ST FLOOR BLDG NO 4 COMMERZONE OFF AIRPORT ROAD, PUNE, MAHARASHTRA, INDIA - 411006
41	MAHENDRA R PRAJAPATI (HUF)	Public (Non-Promoter)	AAFHP7328K	B-41, JIVANPARK SOCIETY, NR SAMRAT NAGAR, ISANPUR, AHMEDABAD - 382443
42	PAVITRA PRADIP WALVEKAR	Public (Non-Promoter)	AAVPW9107B	PLOT NO. 15,PUNE SATARA ROAD, WALVEKAR NAGAR, PUNE CITY, PUNE, MAHARASHTRA, 411009 PUNE MAHARASHTRA
43	DOVETAIL INDIA FUND	Public (Non-Promoter)	AAGCD0792B	4TH FLOOR, 19 BANK STREET CYBERCITY, EBENE 72201, MAURITIUS
44	NUCLEO EVENTS & PROMOTIONS PRIVATE LIMITED	Public (Non-Promoter)	AADCN6715H	28 SHREENATH BHUVAN 2ND FLR R S MARG NEAR

				SMALL CAUSES COURT MUMBAI MUMBAI 400002 MAHARASHTRA
45	PARUL AGGARWAL	Public (Non- Promoter)	AGKPA2421P	DEVVRAT MOONDHRA, 121 LAXMI VILAS JAL MAYUR CHS LTD, 87-A NEPEANSEA ROAD MUMBAI 400006
46	ATUL KUMAR GUPTA	Public (Non- Promoter)	AACPG7082L	3 A 1601 WHISPERING PALMS, LOKHANDWALA COMPLEX, AKURLI ROAD KANDIVALI EAST, MUMBAI, MH 400101
47	VIVEK DODA	Public (Non- Promoter)	AGKPD2744C	HOUSE NO 2700, FIRST FLOOR, PHASE 7, MOHALI, 160062
48	VENKATRAM MANDALAPU	Public (Non- Promoter)	AMIPM2772M	8-3-324, YELLAREDDYGUDA, KHAIRATABAD, HYDERABAD-500073
49	RATNESH MEHRA	Public (Non- Promoter)	ACWPM6359E	B-21, BIRICH, TATA SHERWOOD, APARTMENTS, BASAVANAGAR, MAIN ROAD, NEAR BASAVANAGAR BUS STOP, BANGLORE NORTH, MARATHAHALLI COLONY, BANGLORE - 560037
50	AMRITAANSHU AGRAWAL	Public (Non- Promoter)	AHHPA4640G	SANTUSHTI B 313 SECTOR B MAHANAGAR LUCKNOW LUCKNOW - 226006
51	TATAVARTHY CHINNA VENKATA NARASIMHA RAO	Public (Non- Promoter)	ABTPT2857N	SRIRAMARAO, 22-10- 28, TATAVARTHY VARI STREET, BHIMAWARAM, WEST GOADAVARI, ANDHRA PRADESH - 534201
52	ANURAG MALHOTRA	Public (Non- Promoter)	AFLPM8178D	F-402, PLOT NO 12, PAWITTRA APARTMENTS, VASUNDRA ENCLAVE,

				EAST DELHI, DELHI, 110096
53	PANKAJ GANJOO	Public (Non-Promoter)	AAHPG9859J	VILLA 32, STREET 7, MEADOWS 9, PO BOX 506774, DUBAI -UAE
54	DEEPU RUPESH NAGPAL	Public (Non-Promoter)	ACIPN4060H	D/O KUL BHUSHAN BHATIA, 1459, 40B, CHANDIGARH, BADHERI CHANDIGARH 160036
55	UTSAV PRAMODKUMAR SHRIVASTAV	Public (Non-Promoter)	AQGPS7669M	B 201 MARVEL RITZ, SRVE NO. 171(P), HADAPSAR, PUNE MH 411028
56	NILANG KISHORE JAIN (HUF)	Public (Non-Promoter)	AAHNN7121A	B 15/16, SILVER APARTMENTS, SG MARG, PRABHADEVI, MUMBAI 400028
57	JITEN PRATAPRAI MATHURIA	Public (Non-Promoter)	ABXPM9764B	FLAT NO. 41, 4TH FLOOR, THE GATEWAY, 777, CEASAR ROAD, DATTAGURU NAGAR, AZAD NAGAR, ANDHERI (WEST), MUMBAI – 400058.
58	RISHABH RAMESHCHANDRA JAIN	Public (Non-Promoter)	AAAPJ9866B	FLAT NO. B-2003/04, VARDHMAN HEIGHTS, TB KADAM, MARG, BYCULLA (EAST), MUMBAI - 400027.
59	DEEPTI CHHAJER	Public (Non-Promoter)	ADEPB3292N	7 SARAS SOCIETY NEAR SINDHI HIGH SCHOOL USMANPURA AHMEDABAD CITY AHMEDABAD GUJARAT - 380013
60	MINERVA MEDIA VENTURES LIMITED	Public (Non-Promoter)	AAQCM6132Q	HOTEL AVENUE, 11TH FLOOR BARMER HOUSE EBÈNE MAURITIUS
61	NALLA MADHAVA RAO	Public (Non-Promoter)	AFJPN1613C	H. NO. 17-8-172, URSU CHAMAN, WARANGAL, ANDHRA PRADESH - 506002
62	NIRAJ DHANRAJ CHHAJER	Public (Non-Promoter)	ADIPC7826M	7 SARAS SOCIETY NEAR SINDHI HIGH SCHOOL USMANPURA AHMEDABAD CITY

				AHMEDABAD GUJARAT - 380013
63	BHARAT ASRANI HUF	PUBLIC (NON- PROMOTE R)	AAIHB5131P	S/O SURESH ASRANI, #53/54, PALACE ROAD, NEAR MOUNT CARMEL COLLEGE, VASANTH NAGAR, BANGALORE, BANGALORE, KARNATAKA - 560052
64	GAURI AHUJA	Public (Non- Promoter)	AGPPA5446F	HOUSE NO 1231, SECTOR 43B, VTC: CHANDIGARH, PO: SECTOR 42, CHANDIGARH 160022
65	VIVEK GAUR	Public (Non- Promoter)	ABVPG5592K	G 1202 PRATEEK STYLOME, SECTOR 45, NOIDA, GHAZIABAD, 201301
66	HEMANT BANSILAL BHANDARI	Public (Non- Promoter)	AACP2897A	501/502, VINDHIACHAL, A WING,22,MOUNT MARY ROAD, BANDRA, MUMBAI- 400050
67	KHUBI JAL WRITER	Public (Non- Promoter)	AAAPW0478L	KEKI COURT, 1ST FLOOR, CUMBALLA HILL ROAD, MUMBAI, 400026
68	RAJNEESH TIWARI	Public (Non- Promoter)	AETPT5112K	FLAT NO. 12, KAILASH APARTMENT, POONALINK ROAD, NEAR AXIS BANK, KALYAN EAST, KALYAN, THANE- 421306
69	SAURAV RAIDHANI	Public (Non- Promoter)	AJFPR9348N	SUNIL RAIDANI OPP OF BLOCK OFFICE,SITARGANJ ROAD NAHO LIYA UDHAM SINGH SITARGANJ ROAD, SAGAR KHATIMA UTTARAKHAND, NAINITAL, 262308, UTTARAKHAND, INDIA
70	PRABHUDAS LILLADHER PRIVATE LIMITED	Public (Non- Promoter)	AAACP2733Q	3RD FLOOR, SADHANA HOUSE, 570, P. B. MARG, BEHIND MAHINDRA TOWER, WORLI, MUMBAI-

				400018
71	RDHL MARKETING PVT LTD	Public (Non-Promoter)	AADCG0720D	A/304, DELUXE CENTRE, 3RD FLOOR, 157/C, LENIN SARANI, KOLKATA-700013
72	BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	Public (Non-Promoter)	AAZFB2417M	MANIKARAN, FLAT NO. 10/11 WA, 3B, RAM MOHAN, MULLICK GARDEN LANE, BELIAGHATAY, KOLKATA-700010
73	MANOJ KUMAR BAJAJ	Public (Non-Promoter)	AFUPB3445F	FLAT NO. 3002, T-2, 783, URBANA, NEAR RUBY HOSPITAL, ANANDPUR, EKT, KOLKATA, WEST BENGAL-700107
74	MRIDUL DAS	Public (Non-Promoter)	ALMPD6137C	339-A9 K P MUKHERJEE ROAD, EAST PARK, BEHALA, KOLKATA-700008
75	SEMINARY TIE UP PRIVATE LIMITED	Public (Non-Promoter)	AAECS0516J	10, MASJID MOTH, GREATER KAILASH-2, NEW DELHI-110048
76	TVISHA CORPORATE ADVISORS LLP	Public (Non-Promoter)	AAQFT6124L	B 702 7TH FLOOR NEELKANTH BUSINESS BUSINESS PARK KIROL VILLAGE VIDHYAVIHAR W MUMBAI MAHARASHTRA
77	MANOJ DAMODAR PUROHIT	Public (Non-Promoter)	AHTPP4602K	A/1604, OMKAR VEDA, EKNATH GHADI MARG, PAREL, MUMBAI 400012
78	VINIT B SHAH	Public (Non-Promoter)	CDKPS9555F	15, MUKUND MANSION, 105, V.P ROAD, NEAR TRUPTI SWEET, MUMBAI MH 400004
79	RAJESH CHANDRAKANT VAISHNAV	Public (Non-Promoter)	ABQPV7097K	B-101, PRECIOUS GEMS, LANE NO. 6, KOREGAON PARK, PUNE-411001
80	NILOUFER EBRAHIM	Public (Non-Promoter)	AAAPE1043P	B-101, PRECIOUS GEMS, LANE NO. 6, KOREGAON PARK, PUNE-411001

81	MANGINA SRINIVAS RAO	Public (Non-Promoter)	ACHPR6536R	PLOT NO. 4, BHEL ENCLAVE, AKBAR ROAD, NEAR CENTRE POINT, BOWENPALLY, TIRUMALAGIRI, HYDERABAD-500009
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- (xii) **Pre-Holdings of proposed allottee's :**  
As on date the following allottee's have pre-holdings:

Sr. No.	Name	No. of shares	%	Pre-holding Lock In release date
1	AEGIS INVESTMENT FUND, PCC	1,65,000	2.3771	10/Jul/2023
2	PAVITRA PRADIP WALVEKAR	2,359	0.0339	31-10-2023
3	NUCLEO EVENTS & PROMOTIONS PRIVATE LIMITED	1,200	0.0172	31-10-2023
4	PARUL AGGARWAL	28	0.0004	31-10-2023
5	AMRITAANSHU AGRAWAL	100	0.0014	31-10-2023
6	VINIT BIPIN SHAH	10	0.0001	31-10-2023
7	RAJESH CHANDRAKANT VAISHNAV	90,000	1.2966	31-10-2023
8	Niloufer Ebrahim	1,130	0.0162	31-10-2023

Further, the entire pre-preferential holding of the Proposed Allottee shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations. As per Regulation 167(6) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the entire pre-preferential shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

- (xiii) **Shareholding pattern of the Company before and after the Preferential Issue:**

The pre-shareholdings of promoter remain 65.16 % and non-promoter is 34.84 % and the post subscription of shares, the post shareholdings will be consisting of 77,50,108 equity shares of face value of Rs. 10/- each, respectively.

Sl. No.	Category	Pre-holding Share Holdings		Post-holding Share Holdings	
		Number	%	Number	%
(A)	PROMOTERS -				
1.1	(a) Individuals	45,22,570	65.16	45,22,570	58.35
1.2	(b) Body	0	0	0	

	Corporate				
	Total (A)	45,22,570	65.16	45,22,570	58.35
(B)	PUBLIC				
2.1	Banks	0	0	0	0
2.2	Individuals	1165659	16.8	1411434	18.21
2.3	HUF	76074	1.1	83808	1.08
2.4	Body Corporates	117575	1.69	427308	5.51
2.5	Clearing Members	0	0	0	0
2.6	Trust	135000	1.94	135000	1.74
2.7	NRI	362	0.01	362	0
2.8	FUND	165000	2.37	399000	5.16
2.9	other	758960	10.93	770626	9.95
	Total (B)	2418630	34.84	3227538	41.65
	Grand Total (A+B) =C	69,41,200	100	77,50,108	100

(xiv) **Time frame within which the preferential issue shall be completed:**

In accordance with Regulation 170 of the SEBI (ICDR) Regulations, 2018, the allotment of equity shares, shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

(xv) **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 Allottee:**

Name of the Allottees	Ultimate Beneficial Owners	Pan / Passport No. (in case of Foreign Nation) of Ultimate Beneficial Owners
MORDE FOODS PRIVATE LIMITED	CHANDRAKANT EKNATH MORDE	AAAPM8279P
AEGIS INVESTMENT FUND, PCC	MOHAMMAD AHMAD LAMYA AL-HAMED	N64422647
OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	RAMESH LAXMAN MENGAWADE	ABHPM7276L
MAHENDRA R PRAJAPATI (HUF)	MAHENDRA RAMCHAND PRAJAPATI	ACDPP5568K
DOVETAIL INDIA FUND	GUJADHUR CHANDRA KUMAR	1489722
NUCLEO EVENTS AND PROMOTIONS PRIVATE LIMITED	KAUSTUBH DYNDEV SAWANT	BMOPS3887A
NILANG KISHORE JAIN HUF	NILANG KISHORE JAIN	AHSPJ6087F
MINERVA MEDIA VENTURES LIMITED	NITIN KAKARIA	K2228813D

BHARAT ASRANI HUF	BHARAT SURESH ASRANI	AHKPA0797P
PRABHUDAS LILLADHER PRIVATE LIMITED	AMISHA N. VORA	ADHPV4010B
RDHL MARKETING PVT LTD	SATYA NARAYAN GUPTA	ADRP9361N
BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	BRIJESH KUMAR BIYANI	AEKPB3103M
SEMINARY TIE UP PRIVATE LIMITED	SUDHA JAJODIA	AELPJ4511N
TVISHA CORPORATE ADVISORS LLP	DEEPAK BABULAL KHARWAD	ALKPK1351M

(xvi) **The percentage of the post-preferential issue that may be held by the Proposed Allottee and change in control, if any, in the Company consequent to the Preferential issue:**

Sr. No.	Name of the proposed allottee	Category	Pre-Issue holding	%	No of equity shares proposed to be allotted	% for the current allotment	Post issue holding	%	Change in holding (%)
1	ADITYA SAHAYA	Public (Non-Promoter)	0	0	6,667	0.0860	6,667	0.0860	0.0860
2	AJIT KISAN GHULE	Public (Non-Promoter)	0	0	1,334	0.0172	1,334	0.0172	0.0172
3	ANJALI MAHESH CHAUDHARI	Public (Non-Promoter)	0	0	800	0.0103	800	0.0103	0.0103
4	ANKUSH ASHOK MORDE	Public (Non-Promoter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
5	ANURADHA HARSHAL MORDE	Public (Non-Promoter)	0	0	13,334	0.1720	13,334	0.1720	0.1720
6	ASHWINI SAGAR DHOMSE	Public (Non-Promoter)	0	0	1,334	0.0172	1,334	0.0172	0.0172
7	GHULE DHANESH DATTATRAY	Public (Non-Promoter)	0	0	800	0.0103	800	0.0103	0.0103
8	ERANDE SANDIP HARIDAS	Public (Non-Promoter)	0	0	667	0.0086	667	0.0086	0.0086



9	HARSHAL CHANDRAKANT MORDE	Public (Non-Promoter)	0	0	2,667	0.0344	2,667	0.0344	0.0344
10	JANARDHAN SHRIPATI GAWADE	Public (Non-Promoter)	0	0	1,334	0.0172	1,334	0.0172	0.0172
11	KISHOR EKNATH MORDE	Public (Non-Promoter)	0	0	1,334	0.0172	1,334	0.0172	0.0172
12	MAHESH ASHOK MORDE	Public (Non-Promoter)	0	0	800	0.0103	800	0.0103	0.0103
13	MANGAL SANJAY MORDE	Public (Non-Promoter)	0	0	2,667	0.0344	2,667	0.0344	0.0344
14	MANGESH S SHETE	Public (Non-Promoter)	0	0	800	0.0103	800	0.0103	0.0103
15	MORDE FOODS PRIVATE LIMITED	Public (Non-Promoter)	0	0	200,000	2.5806	200,000	2.5806	2.5806
16	NARENDRA D DHUMAL	Public (Non-Promoter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
17	NEHA AGRAWAL	Public (Non-Promoter)	0	0	934	0.0120	934	0.0120	0.0120
18	PRATIBHA BHARAT MORDE	Public (Non-Promoter)	0	0	800	0.0103	800	0.0103	0.0103
19	RENUKA KESHARINAN DAN SAHAYA	Public (Non-Promoter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
20	RESHMA NILESH THORAT	Public (Non-Promoter)	0	0	800	0.0103	800	0.0103	0.0103
21	SAMEER VASANT MORDE	Public (Non-Promo	0	0	3,334	0.0430	3,334	0.0430	0.0430

		ter)							
22	SANDEEP NANABHAU DOKE	Public (Non- Promo ter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
23	SANJAY BHIVSEN MORDE	Public (Non- Promo ter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
24	SARIKA KAILASH MORDE	Public (Non- Promo ter)	0	0	800	0.0103	800	0.0103	0.0103
25	SHALINI CHANDRAKA NT MORDE	Public (Non- Promo ter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
26	SHRIDHAR LAXMAN SALUNKE	Public (Non- Promo ter)	0	0	1,000	0.0129	1,000	0.0129	0.0129
27	SUPRIYA TEJAS BHOITE	Public (Non- Promo ter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
28	VARUN ANIL MORDE	Public (Non- Promo ter)	0	0	800	0.0103	800	0.0103	0.0103
29	VIKAS DIGAMBAR GAIKWAD	Public (Non- Promo ter)	0	0	800	0.0103	800	0.0103	0.0103
30	VIKRANT JAIKISHORE BAIJAL	Public (Non- Promo ter)	0	0	1,600	0.0206	1,600	0.0206	0.0206
31	VIJAYA SURESH NIMBALE	Public (Non- Promo ter)	0	0	1,500	0.0193	1,500	0.0193	0.0193
32	GODAVARTHY VENKATA BHARATH KUMAR	Public (Non- Promo ter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
33	BRUNDAVAN AM SRILAKSHMI	Public (Non- Promo ter)	0	0	1,000	0.0129	1,000	0.0129	0.0129
34	BHARGAVA VENKATANAR	Public (Non-	0	0	5,231	0.0674	5,231	0.0674	0.0674

	SHIMA BRINDAVAN	Promoter)							
35	VINOD KUMAR KATTA	Public (Non-Promoter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
36	MANOJ RUWALI	Public (Non-Promoter)	0	0	1,000	0.0129	1,000	0.0129	0.0129
37	S. SWETHA	Public (Non-Promoter)	0	0	1,000	0.0129	1,000	0.0129	0.0129
38	AEGIS INVESTMENT FUND, PCC	Public (Non-Promoter)	1,65,000	2.3771	100,000	1.2903	2,65,000	3.4193	0.9193
39	KALAWATI KISHOR THAKKAR	Public (Non-Promoter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
40	OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	Public (Non-Promoter)	0	0	26,667	0.3440	26,667	0.3440	0.3440
41	MAHENDRA R PRAJAPATI (HUF)	Public (Non-Promoter)	0	0	3,334	0.0430	3,334	0.0430	0.0430
42	PAVITRA PRADIP WALVEKAR	Public (Non-Promoter)	2,359	0.0339	5,334	0.0688	7,693	0.0992	0.0632
43	DOVETAIL INDIA FUND	Public (Non-Promoter)	0	0	134,000	1.7290	134,000	1.7290	1.7290
44	NUCLEO EVENTS & PROMOTIONS PRIVATE LIMITED	Public (Non-Promoter)	1200	0.0172	6,000	0.0774	7,200	0.0929	0.0729
45	PARUL AGGARWAL	Public (Non-Promoter)	28	0.0004	3,400	0.0438	3,428	0.0442	0.0442
46	ATUL KUMAR GUPTA	Public (Non-Promoter)	0	0	4,000	0.0516	4,000	0.0516	0.0516

		er)							
47	VIVEK DODA	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
48	VENKATRAM MANDALAPU	Public (Non-Promoter)	0	0	6,600	0.0851	6,600	0.0851	0.0851
49	RATNESH MEHRA	Public (Non-Promoter)	0	0	1,400	0.0180	1,400	0.0180	0.0180
50	AMRITAANSHU AGRAWAL	Public (Non-Promoter)	100	0.0014	5,400	0.0696	5,500	0.0709	0.0695
51	TATAVARTHY CHINNA VENKATA NARASIMHA RAO	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
52	ANURAG MALHOTRA	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
53	PANKAJ GANJOO	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
54	DEEPU RUPESH NAGPAL	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
55	UTSAV PRAMODKUMAR SHRIVASTAV	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
56	NILANG KISHORE JAIN (HUF)	Public (Non-Promoter)	0	0	1,000	0.0129	1,000	0.0129	0.0129
57	JITEN PRATAPRAI MATHURIA	Public (Non-Promoter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
58	RISHABH RAMESHCHANDRA JAIN	Public (Non-Promoter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
59	DEEPTI	Public	0	0	2,000	0.0258	2,000	0.0258	0.0258

	CHHAJER	(Non-Promoter)							
60	MINERVA MEDIA VENTURES LIMITED	Public (Non-Promoter)	0	0	47,000	0.6064	47,000	0.6064	0.6064
61	NALLA MADHAVA RAO	Public (Non-Promoter)	0	0	1,350	0.0174	1,350	0.0174	0.0174
62	NIRAJ DHANRAJ CHHAJER	Public (Non-Promoter)	0	0	2,000	0.0258	2,000	0.0258	0.0258
63	BHARAT ASRANI HUF	Public (Non-Promoter)	0	0	3,400	0.0438	3,400	0.0438	0.0438
64	GAURI AHUJA	Public (Non-Promoter)	0	0	1,000	0.0129	1,000	0.0129	0.0129
65	VIVEK GAUR	Public (Non-Promoter)	0	0	3,000	0.0387	3,000	0.0387	0.0387
66	HEMANT BANSILAL BHANDARI	Public (Non-Promoter)	0	0	13,400	0.1729	13,400	0.1729	0.1729
67	KHUBI JAL WRITER	Public (Non-Promoter)	0	0	13,400	0.1729	13,400	0.1729	0.1729
68	RAJNEESH TIWARI	Public (Non-Promoter)	0	0	3,333	0.0430	3,333	0.0430	0.0430
69	SAURAV RAIDHANI	Public (Non-Promoter)	0	0	30,000	0.3870	30,000	0.3870	0.3870
70	PRABHUDAS LILLADHER PRIVATE LIMITED	Public (Non-Promoter)	0	0	13,400	0.1729	13,400	0.1729	0.1729
71	RDHL MARKETING PVT LTD	Public (Non-Promoter)	0	0	6,666	0.0860	6,666	0.0860	0.0860

72	BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	Public (Non-Promoter)	0	0	6,666	0.0860	6,666	0.0860	0.0860
73	MANOJ KUMAR BAJAJ	Public (Non-Promoter)	0	0	3,333	0.0430	3,333	0.0430	0.0430
74	MRIDUL DAS	Public (Non-Promoter)	0	0	13,334	0.1720	13,334	0.1720	0.1720
75	SEMINARY TIE UP PRIVATE LIMITED	Public (Non-Promoter)	0	0	10,000	0.1290	10,000	0.1290	0.1290
76	TVISHA CORPORATE ADVISORS LLP	Public (Non-Promoter)	0	0	5,000	0.0645	5,000	0.0645	0.0645
77	MANOJ DAMODAR PUROHIT	Public (Non-Promoter)	0	0.00	300	0.0038	300	0.0038	0.0038
78	VINIT BIPIN SHAH	Public (Non-Promoter)	10	0.0001	1,000	0.0129	1,010	0.0130	0.0129
79	RAJESH CHANDRAKANT VAISHNAV	Public (Non-Promoter)	90,000	1.2966	10,000	0.1290	1,00,000	1.2903	0.0063
80	NILOUFER EBRAHIM	Public (Non-Promoter)	1130	0.0162	10,000	0.1290	11,030	0.1436	0.1274
81	MANGINA SRINIVAS RAO	Public (Non-Promoter)	0	0.00	4,650	0.0599	4,650	0.0599	0.0599

(xvii) **Undertaking:**

The Company hereby undertakes that:

(a) The price at which the equity shares are proposed to be allotted is not lower than the minimum price calculated as per applicable the ICDR Regulations. It would re-compute the price of the equity shares specified above, in terms of the provisions of the ICDR Regulations, if and where it is required to do so;

(b) If the amount payable on account of re-computation of price is not paid within the time stipulated in the ICDR Regulations, the above equity shares, shall continue to be locked in till the time such amount is paid by the Proposed Allottee; and

(c) Neither the Company, nor its Directors or Promoters have been declared as willful defaulter or a fugitive economic offender or a fraudulent borrower.

(xviii) **Change in Control:**

The issue of the Equity shares will not result/ change in the Management or control of the Company. As per the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations") this increase of the holding in any individual allottees will not result into any open offer. None of the Allotees are connected with each other except Rajesh Chandrakant Vaishnav (Independent Director of the company) and Niloufer Ebrahim (wife of Rajesh Chandrakant Vaishnav).

(xix) **Current and proposed status of the Proposed Allottee post the preferential issue viz. promoter or non-promoter:**

Sr. No.	Details of Proposed Allottee	Pre status of the proposed allottee	Post status of the proposed allottee
1	ADITYA SAHAYA	Public (Non-Promoter)	Public (Non-Promoter)
2	AJIT KISAN GHULE	Public (Non-Promoter)	Public (Non-Promoter)
3	ANJALI MAHESH CHAUDHARI	Public (Non-Promoter)	Public (Non-Promoter)
4	ANKUSH ASHOK MORDE	Public (Non-Promoter)	Public (Non-Promoter)
5	ANURADHA HARSHAL MORDE	Public (Non-Promoter)	Public (Non-Promoter)
6	ASHWINI SAGAR DHOMSE	Public (Non-Promoter)	Public (Non-Promoter)
7	GHULE DHANESH DATTATRAY	Public (Non-Promoter)	Public (Non-Promoter)
8	ERANDE SANDIP HARIDAS	Public (Non-Promoter)	Public (Non-Promoter)
9	HARSHAL CHANDRAKANT MORDE	Public (Non-Promoter)	Public (Non-Promoter)
10	JANARDHAN SHRIPATI GAWADE	Public (Non-Promoter)	Public (Non-Promoter)
11	KISHOR EKNATH MORDE	Public (Non-Promoter)	Public (Non-Promoter)
12	MAHESH ASHOK MORDE	Public (Non-Promoter)	Public (Non-Promoter)
13	MANGAL SANJAY MORDE	Public (Non-Promoter)	Public (Non-Promoter)
14	MANGESH S SHETE	Public (Non-Promoter)	Public (Non-Promoter)
15	MORDE FOODS PRIVATE LIMITED	Public (Non-Promoter)	Public (Non-Promoter)
16	NARENDRA D DHUMAL	Public (Non-Promoter)	Public (Non-Promoter)
17	NEHA AGRAWAL	Public (Non-Promoter)	Public (Non-Promoter)

18	PRATIBHA BHARAT MORDE	Public (Non-Promoter)	Public (Non-Promoter)
19	RENUKA KESHARINANDAN SAHAYA	Public (Non-Promoter)	Public (Non-Promoter)
20	RESHMA NILESH THORAT	Public (Non-Promoter)	Public (Non-Promoter)
21	SAMEER VASANT MORDE	Public (Non-Promoter)	Public (Non-Promoter)
22	SANDEEP NANABHAU DOKE	Public (Non-Promoter)	Public (Non-Promoter)
23	SANJAY BHIVSEN MORDE	Public (Non-Promoter)	Public (Non-Promoter)
24	SARIKA KAILASH MORDE	Public (Non-Promoter)	Public (Non-Promoter)
25	SHALINI CHANDRAKANT MORDE	Public (Non-Promoter)	Public (Non-Promoter)
26	SHRIDHAR LAXMAN SALUNKE	Public (Non-Promoter)	Public (Non-Promoter)
27	SUPRIYA TEJAS BHOITE	Public (Non-Promoter)	Public (Non-Promoter)
28	VARUN ANIL MORDE	Public (Non-Promoter)	Public (Non-Promoter)
29	VIKAS DIGAMBAR GAIKWAD	Public (Non-Promoter)	Public (Non-Promoter)
30	VIKRANT JAIKISHORE BAIJAL	Public (Non-Promoter)	Public (Non-Promoter)
31	VIJAYA SURESH NIMBALE	Public (Non-Promoter)	Public (Non-Promoter)
32	GODAVARTHY VENKATA BHARATH KUMAR	Public (Non-Promoter)	Public (Non-Promoter)
33	BRUNDAVANAM SRILAKSHMI	Public (Non-Promoter)	Public (Non-Promoter)
34	BHARGAVA VENKATANARSHIMA BRINDAVAN	Public (Non-Promoter)	Public (Non-Promoter)
35	VINOD KUMAR KATTA	Public (Non-Promoter)	Public (Non-Promoter)
36	MANOJ RUWALI	Public (Non-Promoter)	Public (Non-Promoter)
37	S. SWETHA	Public (Non-Promoter)	Public (Non-Promoter)
38	AEGIS INVESTMENT FUND, PCC	Public (Non-Promoter)	Public (Non-Promoter)
39	KALAWATI KISHOR THAKKAR	Public (Non-Promoter)	Public (Non-Promoter)
40	OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	Public (Non-Promoter)	Public (Non-Promoter)
41	MAHENDRA R PRAJAPATI (HUF)	Public (Non-Promoter)	Public (Non-Promoter)
42	PAVITRA PRADIP WALVEKAR	Public (Non-Promoter)	Public (Non-Promoter)
43	DOVETAIL INDIA FUND	Public (Non-Promoter)	Public (Non-Promoter)
44	NUCLEO EVENTS & PROMOTIONS PRIVATE LIMITED	Public (Non-Promoter)	Public (Non-Promoter)
45	PARUL AGGARWAL	Public (Non-Promoter)	Public (Non-Promoter)
46	ATUL KUMAR GUPTA	Public (Non-Promoter)	Public (Non-Promoter)
47	VIVEK DODA	Public (Non-Promoter)	Public (Non-Promoter)
48	VENKATRAM MANDALAPU	Public (Non-Promoter)	Public (Non-Promoter)
49	RATNESH MEHRA	Public (Non-Promoter)	Public (Non-Promoter)
50	AMRITAANSHU AGRAWAL	Public (Non-Promoter)	Public (Non-Promoter)
51	TATAVARTHY CHINNA VENKATA NARASIMHA RAO	Public (Non-Promoter)	Public (Non-Promoter)
52	ANURAG MALHOTRA	Public (Non-Promoter)	Public (Non-Promoter)



53	PANKAJ GANJOO	Public (Non-Promoter)	Public (Non-Promoter)
54	DEEPU RUPESH NAGPAL	Public (Non-Promoter)	Public (Non-Promoter)
55	UTSAV PRAMODKUMAR SHRIVASTAV	Public (Non-Promoter)	Public (Non-Promoter)
56	NILANG KISHORE JAIN (HUF)	Public (Non-Promoter)	Public (Non-Promoter)
57	JITEN PRATAPRAI MATHURIA	Public (Non-Promoter)	Public (Non-Promoter)
58	RISHABH RAMESHCHANDRA JAIN	Public (Non-Promoter)	Public (Non-Promoter)
59	DEEPTI CHHAJER	Public (Non-Promoter)	Public (Non-Promoter)
60	MINERVA MEDIA VENTURES LIMITED	Public (Non-Promoter)	Public (Non-Promoter)
61	NALLA MADHAVA RAO	Public (Non-Promoter)	Public (Non-Promoter)
62	NIRAJ DHANRAJ CHHAJER	Public (Non-Promoter)	Public (Non-Promoter)
63	BHARAT ASRANI HUF	Public (Non-Promoter)	Public (Non-Promoter)
64	GAURI AHUJA	Public (Non-Promoter)	Public (Non-Promoter)
65	VIVEK GAUR	Public (Non-Promoter)	Public (Non-Promoter)
66	HEMANT BANSILAL BHANDARI	Public (Non-Promoter)	Public (Non-Promoter)
67	KHUBI JAL WRITER	Public (Non-Promoter)	Public (Non-Promoter)
68	RAJNEESH TIWARI	Public (Non-Promoter)	Public (Non-Promoter)
69	SAURAV RAIDHANI	Public (Non-Promoter)	Public (Non-Promoter)
70	PRABHUDAS LILLADHER PRIVATE LIMITED	Public (Non-Promoter)	Public (Non-Promoter)
71	RDHL MARKETING PVT LTD	Public (Non-Promoter)	Public (Non-Promoter)
72	BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	Public (Non-Promoter)	Public (Non-Promoter)
73	MANOJ KUMAR BAJAJ	Public (Non-Promoter)	Public (Non-Promoter)
74	MRIDUL DAS	Public (Non-Promoter)	Public (Non-Promoter)
75	SEMINARY TIE UP PRIVATE LIMITED	Public (Non-Promoter)	Public (Non-Promoter)
76	TVISHA CORPORATE ADVISORS LLP	Public (Non-Promoter)	Public (Non-Promoter)
77	MANOJ DAMODAR PUROHIT	Public (Non-Promoter)	Public (Non-Promoter)
78	VINIT BIPIN SHAH	Public (Non-Promoter)	Public (Non-Promoter)
79	RAJESH CHANDRAKANT VAISHNAV	Public (Non-Promoter)	Public (Non-Promoter)
80	NILOUFER EBRAHIM	Public (Non-Promoter)	Public (Non-Promoter)
81	MANGINA SRINIVAS RAO	Public (Non-Promoter)	Public (Non-Promoter)

(xx) **Lock-in period:**

The Equity Shares allotted pursuant to this resolution equity shares shall be subject to a lock-in for such period as per the provisions of Chapter V of the ICDR Regulations.

**As Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:**

The Equity shares of the company allotted on a preferential basis to persons other than the promoters and promoters' group i.e., non-promoters shall be locked-in for six (6) Months from the date of trading approval granted by Stock exchange(s).

**Further, the entire pre-preferential allotment holding of the Proposed Allottees shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations:**

As per Regulation 167(6) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, 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 trading days from the date of trading approval.

(xxi) **Practicing Company Secretary's Certificate:**

A certificate from M/s. Sachapara & Associates, Company Secretaries dated 27<sup>th</sup> April, 2023 has been obtained by the Company certifying that the preferential issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations, 2018. The certificate can be accessed at <https://www.efclimited.in/> and shall be placed before the Extra-ordinary general meeting of the shareholders and also attached to this notice dated April 27, 2023.

None of the Directors/KMP or their relatives except Mr. Rajesh Chandrakant Vaishnav (Independent Director) and Mr. Mangina Srinivas Rao (Independent Director) with their relatives, being proposed allottees in present preferential issue are concerned or interested in the said resolution.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the Listing Agreement.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Special Resolution.

**ITEM NO. 2: TO CONSIDER AND APPROVE THE INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY UP TO RS. 10,00,00,000/- UNDER SECTION 61 & 64 OF THE COMPANIES ACT, 2013:**

The present Authorised Share Capital of the Company is Rs. 7,50,00,000 (Rupees Seven Crore Fifty Lakh Only) comprising of 75,00,000 (Seventy Five Lakh) Equity Shares of Rs.10/- each. Considering the increased fund requirements of the Company and above stated plan in item No. 1, the Board at its Meeting held on April 27, 2023, had accorded its approval for increase in Authorised Share Capital from Rs. 7,50,00,000 (Rupees Seven Crore Fifty Lakh Only) to Rs. 10,00,00,000 (Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten Only) each, subject to approval of shareholders.

It is therefore proposed to increase the Authorised Share Capital of the Company from 7,50,00,000 (Rupees Seven Crore Fifty Lakh Only) to Rs. 10,00,00,000 (Ten Crore Only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, **Clause V. (a)** of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Ordinary Resolution.

**ITEM NO. 3: TO REGULARISE / APPOINT MR. MANGINA SRINIVAS RAO (DIN: 08095079) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

As per Section 149 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and rule 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and other applicable rules regulations every Listed Company shall have requisite number of directors as Independent Directors on the Board.

In order to comply with the provisions of Section 149(4) of Companies Act 2013 it is proposed to regularise appointment of Mr. Mangina Srinivas Rao (DIN: 08095079) from Additional Independent Director to Independent Director of the Company.

The Company has received from Mr. Mangina Srinivas Rao (DIN: 08095079):

- (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.
- (ii) intimation in Form DIR-8 in terms of Rule 14 of the said Rules to the effect that he is not disqualified under subsection (2) of Section 164 of the Companies Act, 2013 confirming his eligibility for such appointment and
- (iii) a declaration to the effect that he meets the criteria of Independence as provided in subsection (6) of Section 149 of the Companies Act, 2013.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 any person appointed as an additional director can hold office up to the date of ensuing Annual General Meeting.

Since Mr. Mangina Srinivas Rao (DIN: 08095079) was appointed as an Additional Director on the board on December 26, 2022 and his term of office will expire on the day of ensuing AGM. However, he can be regularized as a Director with the approval of members of the Company at any general meeting. He is qualified the Independent Director's Examination and fulfils the conditions for their appointment as Independent Director as specified in the Act and Listing Regulations.

The Nomination and Remuneration Committee has recommended the appointment of Mr. Mangina Srinivas Rao as an Independent Director for a period of Five years. He is not liable to retire by rotation.

In the opinion of the Board Mr. Mangina Srinivas Rao fulfils the conditions as specified in the Act and the Rules framed thereunder for appointment as an Independent Director and he is independent from the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act the appointment of Mr. Mangina Srinivas Rao (DIN: 08095079) as an Independent non- executive Director is now being placed before the Members for their approval.

A copy of the draft letter for the appointment of Mr. Mangina Srinivas Rao (DIN: 08095079) as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the members at the registered office of the Company during normal business hours on any working day between 11 a.m. to 1 p.m. from Monday to Friday till the date of Extra Ordinary General Meeting of the members.

Mr. Mangina Srinivas Rao (DIN: 08095079) being appointee is interested in his appointment. Besides this none of the other Directors of the Company/their relatives are in any way concerned or interested financially or otherwise in the said resolution.

The Board of Directors recommends the resolutions as set out at Item No. 3 for approval of the members as Special Resolution.

Brief Profile of Mr. Mangina Srinivas Rao (DIN: 08095079) {Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard 2 (SS-2)}

Description	Details
Name of the Director	Mr. Mangina Srinivas Rao
DIN	08095079
Age	62 Years
Qualification	He did his Bachelors in Commerce (Hons) from Delhi University ; and completed his Master’s in Business Management from the Asian Institute of Management, Philippines, and other executive courses from Cornell University, ASCI, Kansas State University etc.,
Date of Appointment	December 26, 2022
Term of the Proposed Appointment	Non-Executive Independent Director, not liable to retire by rotation.
Experience	Visionary; Strategist; Mentor; Investor; Corporate Governance; Stakeholder value in a career spanning over 3 decades, Srinivas has been associated with organizations like ITC Ltd, IRRI, ICRISAT, TiE, BMGF and has expertise in the areas of corporate agri- businesses, structuring business models, innovative use of ICT and technological breakthroughs in creating inclusive impact that enhance stakeholder value in the markets of South Asia and Africa. He has been supporting start ups and emerging businesses with mentorship, workshops, corporate governance, investor meets, funding etc across domains such as pharma, agri tech, ICT, real estate & co-working space, retail etc.  He is and Independent Director / Advisor to the board / Trustee : with Balaxi Pharmaceuticals Ltd. ( <a href="http://www.balaxipharma.in">www.balaxipharma.in</a> );Total Transport Systems( <a href="http://www.ttspl.in">www.ttspl.in</a> ), Droneacharya Aerial Innovations Ltd ( <a href="http://www.dronacharya.com">www.dronacharya.com</a> ),National Commodity and Derivatives Exchange Ltd ( <a href="http://www.ncdex.com">www.ncdex.com</a> ), and MV Rao Foundation for Agriculture & Development. He did his Bachelors in Commerce (Hons) from Delhi University ; and completed his Master’s in Business

	Management from the Asian Institute of Management, Philippines, and other executive courses from Cornell University, ASCI, Kansas State University, IIM- A and numerous other Management Development Programs and Vision workshops. He was awarded the Alumni Achievement Award (AAA) in 2018 from his alma mater, the Asian Institute of Management.
Other Directorship	<ol style="list-style-type: none"> <li>Balaxi Pharmaceuticals Limited</li> <li>Total Transport Systems Limited</li> <li>Droneacharya Aerial Innovations Limited</li> </ol>
Other Listed Chairmanship/Membership	<ol style="list-style-type: none"> <li>Total Transport Systems Limited Member of all three---Stakeholder Relationship Committee , Audit Committee and Nomination and Remuneration Committee.</li> <li>Droneacharya Aerial Innovations Limited Chairman of Nomination and Remuneration Committee and Member of Audit Committee.</li> </ol>
Partners in LLP	Nil
Shareholding in the Company	Nil
Shareholdings in any Group Companies	Nil
Any relationship with KMP	No
Any Relationship with Promoter	No
Disclosure of relationships between inter-se	Nil

**Registered Office:**

6th Floor, VB Capitol Building, Range Hill Road,  
Opp. Hotel Symphony, Bhoslenagar, Shivaj  
inagar, Pune MH 411007

**By Order of the Board of Directors  
For EFC (I) Limited**

Date: April 27, 2023

Place: Pune

**Sd/-  
Aman Kumar Gupta  
Company Secretary**

**E-mail: [compliance@efclimited.in](mailto:compliance@efclimited.in)**

**Website: [www.efclimited.in](http://www.efclimited.in)**

**CERTIFICATE ON THE COMPLIANCE WITH THE CONDITIONS OF PROPOSED PREFERENTIAL ISSUE BY EFC (I) LIMITED (CIN: L74110PN1984PLC216407) IN TERMS OF CHAPTER V OF THE SECURITIES EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS 2018.**

To  
**The Board of Directors**  
EFC (I) LIMITED  
6th Floor, VB Capitol Building, Range Hill Road,  
Opp. Hotel Symphony, Bhoslenagar, Shivajinagar,  
Pune MH 411007.

Dear Sir,

We, Sachapara & Associates – having CP No. 22177, Practicing Company Secretary, have been appointed by the EFC (I) LIMITED having CIN: L74110PN1984PLC216407 and having its Registered Office at 6th Floor, VB Capitol Building, Range Hill Road, Opp. Hotel Symphony, Bhoslenagar, Shivajinagar, Pune MH 411007 to issue this Compliance Certificate in accordance with Regulation 163(2) of Chapter V of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018 as amended from time to time, (hereinafter referred to as "Regulations").

In connection with the proposed issuance of 8,08,908 (Eight Lakh Eight Thousand Nine Hundred Eight) Equity shares by way of preferential issue (hereinafter 'Proposed Preferential Issue') of the Company to below mentioned Allottees (hereinafter 'Proposed Allottees'), the Company is required to obtain a certificate from Practicing Company Secretary, with regard to compliance with the conditions of the proposed preferential issue, as per the requirements of Regulation 163 of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) regulations 2018, as amended (the "ICDR Regulations").

**LIST OF PROPOSED ALLOTTEE / EQUITY SHARE HOLDERS**

Sr. No	Name of Proposed allttees	Proposed Shares
1	ADITYA SAHAYA	6,667
2	AJIT KISAN GHULE	1,334
3	ANJALI MAHESH CHAUDHARI	800
4	ANKUSH ASHOK MORDE	2,000
5	ANURADHA HARSHAL MORDE	13,334
6	ASHWINI SAGAR DHOMSE	1,334
7	GHULE DHANESH DATTATRAY	800
8	ERANDE SANDIP HARIDAS	667
9	HARSHAL CHANDRAKANT MORDE	2,667
10	JANARDHAN SHRIPATI GAWADE	1,334
11	KISHOR EKNATH MORDE	1,334
12	MAHESH ASHOK MORDE	800
13	MANGAL SANJAY MORDE	2,667
14	MANGESH S SHETE	800
15	MORDE FOODS PRIVATE LIMITED	200,000
16	NARENDRA D DHUMAL	2,000
17	NEHA AGRAWAL	934
18	PRATIBHA BHARAT MORDE	800
19	RENUKA KESHARINANDAN SAHAYA	3,334
20	RESHMA NILESH THORAT	800
21	SAMEER VASANT MORDE	3,334
22	SANDEEP NANABHAU DOKE	3,334
23	SANJAY BHIVSEN MORDE	3,334



24	SARIKA KAILASH MORDE	800
25	SHALINI CHANDRAKANT MORDE	3,334
26	SHRIDHAR LAXMAN SALUNKE	1,000
27	SUPRIYA TEJAS BHOITE	3,334
28	VARUN ANIL MORDE	800
29	VIKAS DIGAMBAR GAIKWAD	800
30	VIKRANT JAIKISHORE BAIJAL	1,600
31	VIJAYA SURESH NIMBALE	1,500
32	GODAVARTHY VENKATA BHARATH KUMAR	2,000
33	BRUNDAVANAM SRILAKSHMI	1,000
34	BHARGAVA VENKATANARSHIMA BRINDAVAN	5,231
35	VINOD KUMAR KATTA	2,000
36	MANOJ RUWALI	1,000
37	S. SWETHA	1,000
38	AEGIS INVESTMENT FUND, PCC	100,000
39	KALAWATI KISHOR THAKKAR	3,334
40	OPUS SOFTWARE SOLUTIONS PRIVATE LIMITED	26,667
41	MAHENDRA R PRAJAPATI (HUF)	3,334
42	PAVITRA PRATAP WALVEKAR	5,334
43	DOVETAIL INDIA FUND	134,000
44	NUCLEO EVENTS AND PROMOTIONS PRIVATE LIMITED	6,000
45	PARUL AGGARWAL	3,400
46	ATUL KUMAR GUPTA	4,000
47	VIVEK DODA	3,400
48	VENKATRAM MANDALAPU	6,600
49	RATNESH MEHRA	1,400
50	AMRITAANSHU AGRAWAL	5,400
51	TATAVARTHY CHINNA VENKATA NARSIMHA RAO	3,400
52	ANURAG MALHOTRA	3,400
53	PANKAJ GANJOO	3,400
54	DEEPU RUPESH NAGPAL	3,400
55	UTSAV PRAMODKUMAR SHRIVASTAV	3,400
56	NILANG KISHORE JAIN HUF	1,000
57	JITEN PRATAPRAI MATHURIA	2,000
58	RISHABH RAMESHCHANDRA JAIN	2,000
59	DEEPTI CHHAJER	2,000
60	MINERVA MEDIA VENTURES LIMITED	47,000
61	NALLA MADHAVA RAO	1,350
62	NIRAJ DHANRAJ CHHAJER	2,000
63	BHARAT ASRANI HUF	3,400
64	GAURI AHUJA	1,000
65	VIVEK GAUR	3,000
66	HEMANT BANSILAL BHANDARI	13,400
67	KHUBI JAL WRITER	13,400
68	RAJNEESH TIWARI	3,333
69	SAURAV RAIDHANI	30,000
70	PRABHUDAS LILLADHER PRIVATE LIMITED	13,400
71	RDHL MARKETING PVT LTD	6,666
72	BIYANI TRADING COMPANY (PARTNER - BRIJESH KUMAR BIYANI J/W ARUNA BIYANI)	6,666



73	MANOJ KUMAR BAJAJ	3,333
74	MRIDUL DAS	13,334
75	SEMINARY TIE UP PRIVATE LIMITED	10,000
76	TVISHA CORPORATE ADVISORS LLP	5,000
77	MANOJ DAMODAR PUROHIT	300
78	VINIT B SHAH	1,000
79	RAJESH CHANDRAKANT VAISHNAV	10,000
80	NILOUFER EBRAHIM	10,000
81	MANGINA SRINIVAS RAO	4,650
<b>Total</b>		<b>8,08,908</b>

#### MANAGEMENT'S RESPONSIBILITY

The compliance with Chapter V of the ICDR Regulations for the preferential issue of shares is the responsibility of the management of the Company. The Management is also responsible for preparation and maintenance of all accounting and other relevant support records and documents. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation of internal controls relevant to the preparation/ presentation of the Notice and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Management is also responsible for providing all relevant information to the SEBI, and/or BSE Limited.

The Management is also responsible for ensuring that the Company complies with the below requirements of the SEBI (ICDR) Regulations, 2018:

- a. Determine the relevant date, being the date thirty days prior to the date on which the meeting of shareholders is held to consider the proposed preferential issue;
- b. Determine the minimum price of the equity shares in accordance with Regulation 165 of the SEBI (ICDR) Regulations, 2018.
- c. Compliance with the all other requirements of the SEBI (ICDR) Regulations, 2018.

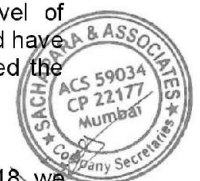
#### CERTIFIER'S RESPONSIBILITY

Pursuant to the requirements of sub-para 2 of Regulation 163 of Part III of chapter V of the SEBI (ICDR) Regulations, 2018, it is our responsibility to obtain limited assurance and conclude as to whether the details of the Proposed Preferential Issue is in accordance with the requirements of the SEBI (ICDR) Regulations, 2018 as applicable to the preferential issue.

We conducted our examination of the statement/ records in accordance with the applicable guidance's issued by the Institute of Company Secretaries of India (the "ICSI"). The guidance's requires that we comply with the ethical requirements of the Code of Conduct issued by ICSI.

A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence that vary in nature, timing and extent than a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we have performed the following procedures in relation to the engagement:

- i. With respect to conditions specified in Regulation 159 & 160 of the SEBI (ICDR) Regulations, 2018, we have performed the following procedures to confirm the compliance with required conditions:
  - a) Noted the relevant date April 21, 2023 being the date thirty days prior to the date on which the resolution shall be deemed to be passed, i.e. the May 22, 2023 which is the last date specified in the Notice for e-voting;
  - b) Verified that the Company has obtained requisite consent/undertaking from the Proposed Allottees to ensure that they have not sold or transferred any equity shares of the Company from the relevant date up to a period of 90 trading days from the date of allotment of such securities;





- c) Verified from the undertaking obtained by the Company from Proposed Allottees, the 'pre-preferential holding' of equity shares of the Company held by the proposed allottees, is held in the dematerialized form;
- d) Verified that the Company has obtained Permanent Account Number ('PAN') of the Proposed Allottees; and
- ii. Read the Extraordinary General Meeting Notice and verified that special resolution for Proposed Preferential Issue of equity shares of the Company is included in the same and the requisite disclosures in the Notice have been made in accordance with Regulation 163(1) of the SEBI (ICDR) Regulations and other applicable laws and Regulations;
- iii. With respect to compliance with minimum price for proposed issue which is in accordance with applicable provisions of the SEBI (ICDR) Regulations, 2018 and recomputed the arithmetical accuracy of calculation of the minimum price of the proposed issue;
- iv. Read the certified copy of the resolution passed at the Board meeting held on the April 27, 2023 produced before us by the management containing the list of the Proposed Allottees;
- v. Conducted relevant management inquiries and obtained necessary representations.

#### **CERTIFICATION**

Based on my/our examination of such information/documents and explanation furnished to us by the management and employees of the Company and to the best of my/our knowledge and belief, I/we hereby certify that proposed preferential issue is being made in accordance with the requirements of the Regulations except special resolution required for approval of shareholders for proposed preferential issue is yet to be passed as required by the ICDR Regulations.

#### **RESTRICTION ON USE**

Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the SEBI (ICDR) Regulations, 2018 and this certificate is addressed to and provided to the Board of Directors of the Company solely with the purpose of placing before shareholders of the Company and on the website of the Company so as to provide them requisite information for approving the proposed preferential issue of Equity shares for the purpose of further submission to the stock exchanges and should not be used by any other person or for any other purpose.

Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. Also, we neither accept nor assume any duty or liability for any other purpose or to any other party to whom our certificate is shown or into whose hands it may come without our prior written consent.

For Sachapara & Associates  
Practicing Company Secretaries



**CS Chirag Sachapara**  
M. No. A59034  
CP No. 22177  
PR No. 1301/2021  
UDIN: A059034E000204993

Dated this April 27, 2023 at Mumbai