



# Mehai Technology Limited

CIN: L74110RJ2013PLC066946

Date: 03.08.2024

To,  
The Manager (Listing)  
BSE Limited  
1st Floor, P.J. Towers,  
Dalal Street, Mumbai- 400 001

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Notice of Extraordinary General Meeting of Members of Mehai Technology Limited (“the Company”)**

This is to inform you that the Extra Ordinary General Meeting ("EGM") of the Company is scheduled to be held on **Monday, August 26, 2024** at 3:00 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") in accordance with relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India time to time.

The attached Notice of the EGM of the Company containing inter alia, details for e-voting and attending EGM through VC/OA VM will be sent only by mail to all those shareholders whose email addresses are registered with the Company/ Depository Participants as on **Friday, July 26, 2024** and will also be available on the Company's website at <https://www.mehaitech.co.in/>.

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the EGM) on the resolution as set out in the EGM Notice. The e-voting shall -

Commence	Friday, August 23, 2024 at 9.00 a.m. (IST)
End	Sunday, August 25, 2024 at 5.00 p.m. (IST)

The Board has fixed **Monday, July 26, 2024** as the “Cut-off Date” for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the EGM or to attend the EGM.

Mr. Abbas Vithorawala, Practising Company Secretary having Membership no. A23671, of Institute of Company Secretaries of India has been appointed by the Board of Directors (“Board”) of the Company to act as the Scrutinizer of the ensuing Extraordinary General Meeting pursuant to the provisions of Section 108 and other applicable provisions if any of the Companies Act, 2013.

This is for your information and records please.

Thanking you

Yours Faithfully,

**For Mehai Technology Limited**

JUGAL KISHORE BHAGAT  
Digitally signed by  
JUGAL KISHORE BHAGAT  
Date: 2024.08.03 19:19:11  
+05'30'

**Jugal Kishore Bhagat**

**Managing Director**

**DIN: 02218545**

Encl: As above



## NOTICE OF EGM

Notice is hereby given that the Extra-Ordinary General Meeting (“EGM”) of the members of **Mehai Technology Limited** will be held at 3:00 P.M. Indian Standard Time (‘IST’) on **Monday, August 26, 2024** through Video Conferencing (‘VC’) or Other Audio-Visual Means (‘OAVM’) to seek the consent of the shareholders of the Company (“Members”), on the agenda herein below through remote electronic voting (“E-voting”). The proceedings of the EGM shall be deemed to be conducted at the Corporate Office of the Company which shall be the deemed venue of the EGM.

### SPECIAL BUSINESS:

#### **1. Issuance of Equity Share Warrants on Preferential Basis**

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

“**RESOLVED THAT** pursuant to the provisions of Section 23, 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable Rules thereunder, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Foreign Exchange Management Act, 1999, as amended, and rules and regulations framed thereunder as in force and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), the Registrar of Companies (the “ROC”) and the BSE Limited, stock exchange where the shares of the Company are listed (“BSE”) and subject to requisite approvals, consents, permissions and/or sanctions, from appropriate statutory, regulatory or other authority and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to the Board to issue, create, offer and allot on preferential basis in one or more tranches, upto 2,80,00,000 (Two Crore Eighty Lakh Only) Convertible Equity Share Warrants (“Warrants”) at a price of Rs. 35/- per Warrant with a right to the warrant holder to apply for and be allotted 1 (One) Equity Share of the face value of Rs.10/- each of the Company (“Equity Shares”) at a premium of Rs. 25/- per share for each warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants, aggregating to Rs. 98,00,00,000/- (Rupees Ninety Eight Crore Only) for cash determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, 2018 as on the Relevant Date on such other terms and conditions as may be approved by the Board.



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**RESOLVED FURTHER THAT** the Board has identified 58 (Fifty Eight) number of proposed allottees as identified persons which are as follows:

SL. NO.	NAME OF IDENTIFIED PERSONS	NUMBER OF WARRANTS PROPOSED TO BE ISSUED
1	Dynamic Services & Security Limited	1,38,00,000
2	Kajal Ashok Jain	12,30,000
3	Kusum Dilipkumar Jain	12,03,000
4	Teena Kirti Jain	10,50,000
5	Viha Ashok Jain	10,50,000
6	Rajesh Tripathi	6,00,000
7	Abhinandan Ravindra Sakla	5,01,000
8	Amit Ramanlal Lodha	5,01,000
9	Kirti Ravi Kothari	5,01,000
10	Sonali Dilip	5,01,000
11	Alka Jaysing Tambe	3,03,000
12	Khabiya Garima Suhas	3,03,000
13	Girish Ganesh Sathe	3,03,000
14	J G Tambe	3,03,000
15	Priya Khinwsara	3,03,000
16	Purva Suhas Khabiya	3,03,000
17	Kunkulol Rahul Raichand	3,03,000
18	Samar Shahaji Ransing	3,03,000
19	Kunkulol Siddharth R	3,03,000
20	Vandana Sandeep Mehta	3,00,000
21	J Mahesh Kumar	2,76,000
22	Sheeba Swapna	1,95,000
23	Harshil Popatlal Jain	1,50,000
24	Heeralal Sardarmal Parmar	1,50,000
25	Kalidas Vijay Magar	1,50,000
26	Popatlal Shantilal Jain	1,50,000
27	Popatlal Shantilal Jain HUF	1,50,000
28	Sonali Abhaykumar Parmar	1,50,000
29	Virbala Popatlal Jain	1,50,000
30	Abhaykumar Heeralal Parmar	1,50,000
31	Rambha H Parmar	1,50,000

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**Corporate Office: Unit No. 708, 7th Floor, ECO Centre, Block-EM-4 Sector-V, Salt Lake, Kolkata-700091 WB IN**

**Web: [www.mehaitech.co.in](http://www.mehaitech.co.in) E-mail: [cs@mehai.co.in](mailto:cs@mehai.co.in) Phone: 91-9836000343**



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32	Pradeep Sutodiya	1,50,000
33	K Sundaramma	1,05,000
34	Ashwin Prakash	60,000
35	Pavithra H E	60,000
36	Joy Banerjee	51,000
37	Ahika Sutodiya	51,000
38	Mehal Sutodiya	51,000
39	Ayush Bohra	51,000
40	Alka Bohra	51,000
41	Priya Jaideo Malviya	24,000
42	Sheetal Sandeep Raka	24,000
43	Hitendra K Haria	24,000
44	Hitendra K Haria HUF	24,000
45	Jasmita Jimesh Jain	24,000
46	Jayantilal Sardarmal Jain HUF	24,000
47	Khushalchand S Haria	24,000
48	Nagda Kirit Ravji	24,000
49	Kirit Ravji Nagda HUF	24,000
50	Kruti Vinit Rawat	24,000
51	Laxmiben K Haria	24,000
52	Nidhi Hitendra Haria	24,000
53	Kankariya Yogesh Vilas	24,000
54	Suraj Babulal Bothra HUF	24,000
55	Rita Hitendra Haria	24,000
56	Vaibhav Kirit Nagda	24,000
57	Pushpa Bhaju	11,01,000
58	Venumuddala Vivek Reddy	1,00,000

**RESOLVED FURTHER THAT** the Relevant Date, as per the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018 for the determination of issue price of the equity shares is July 26, 2024 i.e., 30 days prior to the date of EGM.

**RESOLVED FURTHER THAT** the aforesaid issue of Warrants shall be subject to the following terms and conditions:

- The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations, and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen)

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- months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The Company shall accordingly issue and allot the corresponding number of Equity Shares of face value of Rs.10/- each to the Warrant holders. Each Warrant holder will be entitled to receive one equity share of the Company against one Warrant held by him/her.
- b) An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s).
  - c) In the event that, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by Company.
  - d) The equity Share Warrants will be issued at Rs. 35/- per share warrant which is more than the minimum price arrived as per the valuation report of Registered Valuer, Mr. A. N. Gawde, Registered Valuer IBBI Regn No. IBBI/RV/05/2019/10746 dated July 30, 2024.
  - e) The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
  - f) Apart from the said right of adjustment mentioned in (e) above, the Warrants by themselves, until exercise of the conversion option and allotment of Equity Shares, do not give the Warrant holder thereof any rights akin to that of Equity shareholder(s) of the Company.
  - g) The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the BSE in accordance with the Listing Regulations and all other applicable laws, rules and regulations.
  - h) The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the then existing Equity Shares of the Company.
  - i) The Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations from time to time.

**RESOLVED FURTHER THAT** any of the Directors or the Company Secretary of the Company be and are hereby severally authorized to, do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares upon exercise of the Warrants, to issue certificates/ clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, memorandum, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making applications to BSE for obtaining of in-principle approval, filing of requisite documents with the jurisdictional Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the proposed allottees, and to delegate all or any of the powers conferred by the aforesaid resolutions on it to any committee of directors or any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard.”

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**By the order of the Board of Directors**

**For Mehai Technology Limited**

**Sd/-**

**Jugal Kishore Bhagat**  
**Managing Director**  
**DIN: 02218545**

**Date: 03.08.2024**  
**Place: Kolkata**



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## NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM 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 EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.mehaitech.co.in](http://www.mehaitech.co.in). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. The remote e-voting facility will be available during the following period:

Commencement of e-voting	Friday, August 23, 2024 (from 9:00 A.M. IST)
End of e-voting	Sunday, August 25, 2024 (up to 5:00 P.M. IST)





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8. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
9. The Board of Directors have appointed CS Abbas Vithorawala, Practicing Company Secretary (M. No.: ACS 23671; CP No.: 8827) as the Scrutinizer.

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

The remote e-voting period begins on Friday, August 23, 2024 at 09:00 A.M. and ends on Sunday, August 25, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. August 19, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 10, 2024.

### **How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

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	<ol style="list-style-type: none"><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"><div style="text-align: center;"> <b>App Store</b></div><div style="text-align: center;"> <b>Google Play</b></div></div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;"><div style="text-align: center;"></div><div style="text-align: center;"></div></div>
Individual Shareholders holding securities in demat mode with CDSL	<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 users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my username &amp; password.</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, 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 CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</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>

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Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**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. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	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 toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :



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Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 128944 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [abbas.vithorawala@gmail.com](mailto:abbas.vithorawala@gmail.com) with a copy marked to [cs@mehai.co.in](mailto:cs@mehai.co.in) and [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and

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e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.com](mailto:evoting@nsdl.com)

## **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@mehai.co.in](mailto:cs@mehai.co.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@mehai.co.in](mailto:cs@mehai.co.in)  
If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.



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3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  4. 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.
  5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@mehai.co.in](mailto:cs@mehai.co.in) The same will be replied by the company suitably.
  6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

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## EXPLANATORY STATEMENT

### ●●PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013]

#### Item No. 1

The Board of Directors of the Company (“Board”) at their Meeting held on July 30, 2024, approved raising of funds aggregating up to Rs. 98,00,00,000/- (Rupees Ninety Eight Crore only) by way of issuance of up to 2,80,00,000 (Two Crore Eighty Lakh Only) warrants, each exercisable into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- each (“Warrants”) at a price of Rs. 35/- each payable in cash (“Warrants Issue Price”), which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (eighteen) months from the date of allotment of Warrants, to identified persons (referred to as the “Proposed Allottees”), by way of a preferential issue, as specified in the table below, through private placement offer (the “Preferential Issue”).

Sl. No.	Name of the Allottee and PAN	Category	No. of warrants
1	Dynamic Services & Security Limited PAN: AAGCD1656A	Promoter	1,38,00,000
2	Kajal Ashok Jain PAN: AODPJ1868E	Public	12,30,000
3	Kusum Dilipkumar Jain PAN: ADHPJ4878K	Public	12,03,000
4	Teena Kirti Jain PAN: AODPJ1867M	Public	10,50,000
5	Viha Ashok Jain PAN: ATTPJ3248F	Public	10,50,000
6	Rajesh Tripathi PAN: ADWPT8703C	Public	6,00,000
7	Abhinandan Ravindra Sakla PAN: BGMPS8603L	Public	5,01,000
8	Amit Ramanlal Lodha PAN: ABFPL3764L	Public	5,01,000
9	Kirti Ravi Kothari PAN: AXVPK4470E	Public	5,01,000
10	Sonali Dilip PAN: BSFPS3342P	Public	5,01,000
11	Alka Jaysing Tambe PAN: AJCPT9864C	Public	3,03,000
12	Khabiya Garima Suhas PAN: AMSPK1126D	Public	3,03,000
13	Girish Ganesh Sathe PAN: ANJPS9632G	Public	3,03,000
14	J G Tambe PAN: ADEPT2913Q	Public	3,03,000
15	Priya Khinwsara PAN: AOZPM2729P	Public	3,03,000
16	Purva Suhas Khabiya PAN: DWWPK3243L	Public	3,03,000
17	Kunkulol Rahul Raichand PAN: ALZPK0809M	Public	3,03,000
18	Samar Shahaji Ransing PAN: ALSPR2481B	Public	3,03,000

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19	Kunkulol Siddharth R PAN: ARQPK9744C	Public	3,03,000
20	Vandana Sandeep Mehta PAN: AAAPB8694D	Public	3,00,000
21	J Mahesh Kumar PAN: ASAPK9221F	Public	2,76,000
22	Sheeba Swapna PAN: BIGPS9202R	Public	1,95,000
23	Harshil Popatlal Jain PAN: AOPPJ1649P	Public	1,50,000
24	Heeralal Sardarmal Parmar PAN: AAIPP7247C	Public	1,50,000
25	Kalidas Vijay Magar PAN: ATYPM2197F	Public	1,50,000
26	Popatlal Shantilal Jain PAN: ADTPJ6077C	Public	1,50,000
27	Popatlal Shantilal Jain HUF PAN: AABHJ5032L	Public	1,50,000
28	Sonali Abhaykumar Parmar PAN: BNEPP3038F	Public	1,50,000
29	Virbala Popatlal Jain PAN: ACWPPJ7270K	Public	1,50,000
30	Abhaykumar Heeralal Parmar PAN: ACZPP2720R	Public	1,50,000
31	Rambha H Parmar PAN: AMEPP0555H	Public	1,50,000
32	Pradeep Sutodiya PAN: ALEPS7502E	Public	1,50,000
33	K Sundaramma PAN: ACHPS2725H	Public	1,05,000
34	Ashwin Prakash PAN: AWNPP9563E	Public	60,000
35	Pavithra H E PAN: CLGPP7568D	Public	60,000
36	Joy Banerjee PAN: AKHPB2387G	Public	51,000
37	Ahika Sutodiya PAN: FDXPS4709D	Public	51,000
38	Mehal Sutodiya PAN: GLMPS0859A	Public	51,000
39	Ayush Bohra PAN: AVOPB8497R	Public	51,000
40	Alka Bohra PAN: AACPB0690D	Public	51,000
41	Priya Jaideo Malviya PAN: ALKPM1678F	Public	24,000
42	Sheetal Sandeep Raka PAN: AFBPR2372C	Public	24,000
43	Hitendra K Haria PAN: AAAPH2772A	Public	24,000
44	Hitendra K Haria HUF	Public	24,000

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	PAN: AAAHH0986G		
45	Jasmita Jimesh Jain PAN: ACYPJ0953D	Public	24,000
46	Jayantilal Sardarmal Jain HUF PAN: AACHJ2596N	Public	24,000
47	Khushalchand S Haria PAN: AAAPH2768N	Public	24,000
48	Nagda Kirit Ravji PAN: AAAPN5571D	Public	24,000
49	Kirit Ravji Nagda HUF PAN: AADHK9677A	Public	24,000
50	Kruti Vinit Rawat PAN: ACSPH1405N	Public	24,000
51	Laxmiben K Haria PAN: AAAPH2759R	Public	24,000
52	Nidhi Hitendra Haria PAN: ADBPH1703P	Public	24,000
53	Kankariya Yogesh Vilas PAN: AHZPK7777J	Public	24,000
54	Suraj Babulal Bothra HUF PAN: ABHHS1830E	Public	24,000
55	Rita Hitendra Haria PAN: AADPR9254Q	Public	24,000
56	Vaibhav Kirit Nagda PAN: BMKPN0709G	Public	24,000
57	Pushpa Bhaju PAN: BBXPB1073P	Public	11,01,000
58	Venumuddala Vivek Reddy PAN: AJXPV0447L	Public	1,00,000

The Proposed Allottees have also confirmed their eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”), to subscribe to the Warrants to be issued pursuant to the Preferential Issue. In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions, if any, of the Act and the rules made thereunder and in accordance with the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time, approval of the Members of the Company by way of Special Resolution is required to issue warrants by way of private placement on a preferential basis. Accordingly, in terms of the Act and the SEBI ICDR Regulations, consent of the Members is being sought for the raising of funds aggregating up to 98,00,00,000/- (Rupees Ninety Eight Crore Only) by way of issuance of upto 2,80,00,000 (Two Crore Eighty Lakh Only) warrants, each exercisable into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- each at a price of Rs. 35/- each payable in cash, on a preferential basis to the Proposed Allottees as the Board of the Company may determine in the manner detailed hereafter.

Necessary information / details in respect of the proposed Preferential Allotment of Equity Shares in terms of Sections 42 and 62 of the Act, read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, as amended and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and Chapter V of the SEBI ICDR Regulations are as under:

## 1. Relevant Date



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The "Relevant Date" as per Chapter V of the SEBI ICDR Regulations, for the determination of the floor price for Warrants to be issued is July 26, 2024 i.e. 30 days prior to the date of proposed EGM.

## 2. Particulars of the Preferential Issue including date of passing of Board Resolution

The Board, at its Meeting held on July 30, 2024 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to 2,80,00,000 (Two Crore Eighty Lakh Only) Warrants to the Proposed Allottees, each at a price of Rs. 35/- per Warrant (including a premium of Rs. 25/- per Warrant), aggregating up to Rs. 98,00,00,000/- (Rupees Ninety Eight Crore only), for a cash consideration, by way of a preferential issue on a private placement basis.

## 3. Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued

Upto 2,80,00,000 (Two Crore Eighty Lakh Only) Warrants, at a price of Rs. 35/- per Warrant (including a premium of Rs. 25/- per Warrant) aggregating up to Rs. 98,00,00,000/- (Rupees Ninety Eight Crore Only), such price being not less than the floor price as on the relevant date determined in accordance with the valuation report and the provisions of Chapter V of the SEBI ICDR Regulations.

## 4. Objects of the Preferential Allotment

The proceeds from the preferential issue is intended to be utilised for implementing, designing, supplying, installing, testing and commissioning with Comprehensive Maintenance Contract (CMC for 5 years) including Remote Monitoring System (RMS) of Smart Solar Street Light System on the identified existing electric pole under 'Mukhyamantri Gramin Solar Street Light Yojana' in the state of Bihar.

## 5. Basis on which the floor price of preferential issue has been arrived at and justification for the price (including premium, if any)

The value of preferential issue of Equity Share Warrants of Mehai Technology Limited has been determined as per the Valuation Report prepared by A. N. Gawade, Registered Valuer having IBBI Registration No. IBBI/RV/05/2019/10746 having office at 7, Saraswati Heights, Behind Cafe Goodluck, Deccan Gymkhana, Pune 411004 being made in accordance with the requirements of the SEBI (ICDR) Regulations.

The value per share arrived is Rs. 34.93/- (Rupees Thirty Four and Ninety Three Paise only) as per the above-mentioned valuation report. The price at which the Equity Share Warrants are being issued is Rs. 35/- (Rupees Thirty Five) which is higher than the price determined in accordance with Regulation 164(1) of the SEBI ICDR Regulations.

The valuation report shall be available electronically for inspection without any fee by the members from the date of circulation of this notice up to the closure of remote e-voting and will also be made available on the Company's website and can be accessed at [mehaitech.co.in/](http://mehaitech.co.in/).

Since the Equity Shares of the Company have been listed on the recognized Stock Exchange for a period of more than 90 Trading Days prior to the Relevant Date, it is not required to re-compute the issue price per Equity Share and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI ICDR Regulations.

## 6. Amount which the company intends to raise by way of such securities

Aggregating up to Rs. 98,00,00,000/- (Rupees Ninety Eight Crore Only)

## 7. The class or classes of persons to whom the allotment is proposed to be made

The Preferential Issue of Warrants is proposed to be made to the Proposed Allottees, who are promoter/promoter group of the Company and others in the category of public.

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**8. 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 made preferential allotment to Dynamic Services & Security Limited during the previous FY 2023-24.

**9. Maximum number of securities to be issued**

The Resolution set out in the accompanying notice authorises the Board to raise funds aggregating upto Rs. 98,00,00,000/- (Rupees Ninety Eight Crore Only) by way of issuance of up to 2,80,00,000 (Two Crore Eighty Lakh Only) warrants, each exercisable into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- each at a price of Rs. 35/- each payable in cash.

Minimum amount of Rs. 24,50,00,000/- (Rupees Twenty Four Crore Fifty Lakh Only), which is equivalent to 25% (twenty five percent) of the Warrants Issue Price (“**Warrant Subscription Amount**”) shall be paid at the time of subscription and allotment of each Warrant. The warrant holder will be required to make further payments of Rs. 73,50,00,000/- (Rupees Seventy Three Crore Fifty Lakh Only) for each Warrant, which is equivalent to 75% (seventy five percent) of the Warrants Issue Price at the time of exercise of the right attached to Warrant(s) to subscribe to equity share(s) (“**Warrant Exercise Amount**”).

**10.Intent of the promoters, directors or key managerial personnel or senior management of the Company to subscribe to the offer**

Apart from the Proposed Allottees, none of the promoters, members of the promoter group, Directors or Key Managerial Personnel or Senior Management of the Company intend to subscribe to the offer.

**11.Shareholding pattern of the Company before and after the Preferential Allotment: -**

Sr No	Category	Pre-issue		Post-issue*	
		No of shares held	% of shareholding	No of shares held	% of shareholding
<b>A</b>	<b>Promoters and Promoter Group</b>				
<b>1</b>	<b>Indian</b>				
	Individual	0	0.00%	0	0.00%
	Bodies corporate	1,22,85,607	56.33%	2,60,85,607	52.37%
	Sub-total	1,22,85,607	56.33%	2,60,85,607	52.37%
<b>2</b>	<b>Foreign promoters</b>	Nil	0.00%	Nil	0.00%
	<b>Sub-total (A)</b>	1,22,85,607	<b>56.33%</b>	2,60,85,607	<b>52.37%</b>
<b>B</b>	<b>Non-promoters' holding</b>				
<b>1</b>	Institutional investors	0	0.00%	0	0.00%
<b>2</b>	Non-institution				
	Resident Individuals	87,28,371	40.02%	2,13,77,371	42.92%
	Non Resident Indians	11,332	0.05%	13,16,332	2.64%
	Bodies corporate	4,07,597	1.87%	4,07,597	0.82%
	HUF	3,14,295	1.44%	5,60,295	1.12%
	Others	62,798	0.29%	62,798	0.13%
	Sub-total	95,24,393	43.67%	2,37,24,393	47.63%
	<b>Sub-total (B)</b>	95,24,393	<b>43.67%</b>	<b>2,37,24,393</b>	<b>47.63%</b>
	<b>GRAND TOTAL (A+B)</b>	<b>2,18,10,000</b>	<b>100.00%</b>	<b>4,98,10,000</b>	<b>100.00%</b>

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*\* The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.*

## **12. Time frame within which the Proposed Preferential Issue shall be completed**

In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Warrants shall be completed within a period of 15 (fifteen) 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 (fifteen) days from the date of such approval(s) or permission(s).

## **13. Principal terms of assets charged as securities**

Not applicable.

## **14. Material terms of raising such securities**

The material terms for the Preferential Issue of Warrants to the Proposed Allottees is set out below:

**Tenure:** The Warrants shall be exercisable into equity shares within a period of 18 (eighteen) months from the date of allotment of the Warrants.

**Lock-in:** The Warrants and the equity shares issued upon conversion of the Warrants shall be locked in, in accordance with Chapter V of the SEBI ICDR Regulations.

**Rights:** The Warrants shall not carry any voting rights until they are exercised into equity shares.

Exercise of Warrants and other related matters:

- The Warrant holder shall have the right to convert the Warrants into fully paid-up equity shares of the Company of face value of Rs. 10 (Indian Rupee Ten only) each, in one or more tranches.
- The conversion ratio is 1 (one) equity share in lieu of 1 (one) Warrant.
- The Warrant holder shall pay the Warrant Exercise Amount for the relevant Warrants it proposes to exercise, and the Company shall, upon receipt of such payment in the designated bank account, in accordance with applicable law, to issue and allot equity shares (to the Warrant holder in lieu of the relevant Warrants).
- The Company shall issue and allot the equity shares to the Warrant holder in dematerialized form and seek final approval from the Stock Exchange for listing the equity shares allotted to the Warrant holder pursuant to exercise of the Warrants. All equity shares (upon exercise of the Warrants) shall be credited into the Warrant holder's demat account.

## **15. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and / or who ultimately control the Proposed Allottees**

Mr. Jugal Kishore Bhagat (PAN: AIKPV8527H), Mrs. Rekha Bhagat (PAN: ARLPB2048R), and Mrs. Rekha Devi Bhagat (PAN: BGOPB0333G) are the persons who ultimately control Dynamic Services & Security Limited

Popatlal Shantilal Jain (PAN: ADTPJ6077C) is the Karta of Popatlal Shantilal Jain HUF

Hitendra K Haria (PAN: AAAPH2772A) is the Karta of Hitendra K Haria HUF.

Jayantilal Sardarmal Jain (PAN: AABPJ9533G) is the Karta of Jayantilal Sardarmal Jain HUF.

Nagda Kirit Ravji (PAN: AAAPN5571D) is the Karta of Kirit Ravji Nagda HUF.



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Suraj Babulal Bothra (PAN: ADLPB1920G) is the Karta of Suraj Babulal Bothra HUF.

**16. The percentage of the post-preferential issue capital that may be held by the Proposed Allottees (as defined hereinabove) and change in control, if any, in the Company consequent to the Preferential Issue:**

Sr. No.	Name of the Allottee	Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	PAN of the Allottee	Pre-Preferential Holding		No. of Warrants to be allotted	Post-Preferential Holding	
				No. of Shares	% of Holding		No. of Shares	% of Holding
1	Dynamic Services & Security Limited	Promoter	AAGCD1656A	1,22,85,607	56.33%	1,38,00,000	2,60,85,607	52.37%
2	Kajal Ashok Jain	Public	AODPJ1868E	Nil	0.00%	12,30,000	12,30,000	2.47%
3	Kusum Dilipkumar Jain	Public	ADHPJ4878K	Nil	0.00%	12,03,000	12,03,000	2.42%
4	Teena Kirti Jain	Public	AODPJ1867M	Nil	0.00%	10,50,000	10,50,000	2.11%
5	Viha Ashok Jain	Public	ATTPJ3248F	Nil	0.00%	10,50,000	10,50,000	2.11%
6	Rajesh Tripathi	Public	ADWPT8703C	Nil	0.00%	6,00,000	6,00,000	1.20%
7	Abhinandan Ravindra Sakla	Public	BGMPJ8603L	Nil	0.00%	5,01,000	5,01,000	1.01%
8	Amit Ramanlal Lodha	Public	ABFPL3764L	Nil	0.00%	5,01,000	5,01,000	1.01%
9	Kirti Ravi Kothari	Public	AXVPK4470E	Nil	0.00%	5,01,000	5,01,000	1.01%
10	Sonali Dilip	Public	BSFPS3342P	Nil	0.00%	5,01,000	5,01,000	1.01%
11	Alka Jaysing Tambe	Public	AJCTP9864C	Nil	0.00%	3,03,000	3,03,000	0.61%
12	Khabya Garima Suhas	Public	AMSPK1126D	Nil	0.00%	3,03,000	3,03,000	0.61%
13	Girish Ganesh Sathe	Public	ANJPS9632G	Nil	0.00%	3,03,000	3,03,000	0.61%
14	J G Tambe	Public	ADEPT2913Q	Nil	0.00%	3,03,000	3,03,000	0.61%
15	Priya Khinwsara	Public	AOZPM2729P	Nil	0.00%	3,03,000	3,03,000	0.61%
16	Purva Suhas Khabya	Public	DWWPK3243L	Nil	0.00%	3,03,000	3,03,000	0.61%
17	Kunkulol Rahul Raichand	Public	ALZPK0809M	Nil	0.00%	3,03,000	3,03,000	0.61%
18	Samar	Public	ALSPR2481B	Nil	0.00%	3,03,000	3,03,000	0.61%

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	Shahaji Ransing							
19	Kunkulol Siddharth R	Public	ARQPK9744C	Nil	0.00%	3,03,000	3,03,000	0.61%
20	Vandana Sandeep Mehta	Public	AAAPB8694D	Nil	0.00%	3,00,000	3,00,000	0.60%
21	J Mahesh Kumar	Public	ASAPK9221F	Nil	0.00%	2,76,000	2,76,000	0.55%
22	Sheeba Swapna	Public	BIGPS9202R	Nil	0.00%	1,95,000	1,95,000	0.39%
23	Harshil Popatlal Jain	Public	AOPPJ1649P	Nil	0.00%	1,50,000	1,50,000	0.30%
24	Heeralal Sardarmal Parmar	Public	AAIPP7247C	Nil	0.00%	1,50,000	1,50,000	0.30%
25	Kalidas Vijay Magar	Public	ATYPM2197F	Nil	0.00%	1,50,000	1,50,000	0.30%
26	Popatlal Shantilal Jain	Public	ADTPJ6077C	Nil	0.00%	1,50,000	1,50,000	0.30%
27	Popatlal Shantilal Jain HUF	Public	AABHJ5032L	Nil	0.00%	1,50,000	1,50,000	0.30%
28	Sonali Abhaykumar Parmar	Public	BNEPP3038F	Nil	0.00%	1,50,000	1,50,000	0.30%
29	Virbala Popatlal Jain	Public	ACWPJ7270K	Nil	0.00%	1,50,000	1,50,000	0.30%
30	Abhaykumar Heeralal Parmar	Public	ACZPP2720R	Nil	0.00%	1,50,000	1,50,000	0.30%
31	Rambha H Parmar	Public	AMEPP0555H	Nil	0.00%	1,50,000	1,50,000	0.30%
32	Pradeep Sutodiya	Public	ALEPS7502E	Nil	0.00%	1,50,000	1,50,000	0.30%
33	K Sundaramma	Public	ACHPS2725H	Nil	0.00%	1,05,000	1,05,000	0.21%
34	Ashwin Prakash	Public	AWNPP9563E	Nil	0.00%	60,000	60,000	0.12%
35	Pavithra H E	Public	CLGPP7568D	Nil	0.00%	60,000	60,000	0.12%
36	Joy Banerjee	Public	AKHPB2387G	Nil	0.00%	51,000	51,000	0.10%
37	Ahika Sutodiya	Public	FDXPS4709D	Nil	0.00%	51,000	51,000	0.10%
38	Mehal Sutodiya	Public	GLMPS0859A	Nil	0.00%	51,000	51,000	0.10%
39	Ayush Bohra	Public	AVOPB8497R	Nil	0.00%	51,000	51,000	0.10%
40	Alka Bohra	Public	AACPB0690D	Nil	0.00%	51,000	51,000	0.10%
41	Priya Jaideo Malviya	Public	ALKPM1678F	Nil	0.00%	24,000	24,000	0.05%
42	Sheetal Sandeep Raka	Public	AFBPR2372C	Nil	0.00%	24,000	24,000	0.05%
43	Hitendra K Haria	Public	AAAPH2772A	Nil	0.00%	24,000	24,000	0.05%
44	Hitendra K Haria HUF	Public	AAAHH0986G	Nil	0.00%	24,000	24,000	0.05%

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45	Jasmita Jimesh Jain	Public	ACYPJ0953D	Nil	0.00%	24,000	24,000	0.05%
46	Jayantilal Sardarmal Jain HUF	Public	AACHJ2596N	Nil	0.00%	24,000	24,000	0.05%
47	Khushalchand S Haria	Public	AAAPH2768N	Nil	0.00%	24,000	24,000	0.05%
48	Nagda Kirit Ravji	Public	AAAPN5571D	Nil	0.00%	24,000	24,000	0.05%
49	Kirit Ravji Nagda HUF	Public	AADHK9677A	Nil	0.00%	24,000	24,000	0.05%
50	Kruti Vinit Rawat	Public	ACSPH1405N	Nil	0.00%	24,000	24,000	0.05%
51	Laxmiben K Haria	Public	AAAPH2759R	Nil	0.00%	24,000	24,000	0.05%
52	Nidhi Hitendra Haria	Public	ADBPH1703P	Nil	0.00%	24,000	24,000	0.05%
53	Kankariya Yogesh Vilas	Public	AHZPK7777J	Nil	0.00%	24,000	24,000	0.05%
54	Suraj Babulal Bothra HUF	Public	ABHHS1830E	Nil	0.00%	24,000	24,000	0.05%
55	Rita Hitendra Haria	Public	AADPR9254Q	Nil	0.00%	24,000	24,000	0.05%
56	Vaibhav Kirit Nagda	Public	BMKPN0709G	Nil	0.00%	24,000	24,000	0.05%
57	Pushpa Bhaju	Public	BBXPB1073P	Nil	0.00%	11,01,000	11,01,000	2.21%
58	Venumuddala Vivek Reddy	Public	AJXPV0447L	Nil	0.00%	1,00,000	1,00,000	0.20%

**Note:**

The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be exercised into equity shares of the Company.

There will be no change in the composition of the Board nor any change in the control of the Company consequent to the Proposed Preferential Issue.

**17. Contribution being made by the promoters, promoter group or directors either as part of the Preferential Issue or separately in furtherance of objects**

Sr. No.	Name of the Allottee	Category of the allottee	Contribution being made by subscription of warrants assuming full conversion (in ₹)
1	Dynamic Services & Security Limited	Promoter	48,30,00,000
<b>TOTAL</b>			

**18. Undertakings: -**

- The Company is eligible to make the Preferential Allotment to the Proposed Allottees under Chapter V of the SEBI ICDR Regulations.
- The Proposed Allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date. None of the members of the promoter/ promoter group of the Company has sold any equity shares of the Company during the 90 trading days preceding the Relevant

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Date. The Company is in compliance with the conditions for continuous listing.

- c. None of the Directors or Promoters or the Company are categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the disclosures required under Regulation 163(1)(i) if the SEBI ICDR Regulations are not applicable.
- d. Neither the Company nor any of its directors and / or promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- e. As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.
- f. As the amount for which the funds are being raised by way of preferential issue on a private placement basis does not exceed Rs. 100 crores, our Company has not appointed any monitoring agency to monitor the use of proceeds.

## 19. Report of a registered valuer

The price of the Equity Shares has been determined taking into account the valuation report of a registered valuer, namely Mr. A. N. Gawade, Independent Registered Valuer (IBBI Registered Valuer No. IBBI/RV/05/2019/10746) having its office at 7, Saraswati Heights, Behind Café Goodluck, Deccan Gymkhana, Pune 411004.

The copy of the same has been hosted on the website of the Company which can be accessed at - [mehaitech.co.in/](http://mehaitech.co.in/)

## 20. Current and proposed status of the Proposed Allottees post the Preferential Issue viz. promoter or non-promoter.

Sr. No.	Name of the Allottee	Current status	Proposed status
1	Dynamic Services & Security Limited	Promoter	Promoter
2	Kajal Ashok Jain	N/A	Public
3	Kusum Dilipkumar Jain	N/A	Public
4	Teena Kirti Jain	N/A	Public
5	Viha Ashok Jain	N/A	Public
6	Rajesh Tripathi	N/A	Public
7	Abhinandan Ravindra Sakla	N/A	Public
8	Amit Ramanlal Lodha	N/A	Public
9	Kirti Ravi Kothari	N/A	Public
10	Sonali Dilip	N/A	Public
11	Alka Jaysing Tambe	N/A	Public
12	Khabiya Garima Suhas	N/A	Public
13	Girish Ganesh Sathe	N/A	Public
14	J G Tambe	N/A	Public
15	Priya Khinwsara	N/A	Public
16	Purva Suhas Khabiya	N/A	Public
17	Kunkulol Rahul Raichand	N/A	Public
18	Samar Shahaji Ransing	N/A	Public
19	Kunkulol Siddharth R	N/A	Public

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20	Vandana Sandeep Mehta	N/A	Public
21	J Mahesh Kumar	N/A	Public
22	Sheeba Swapna	N/A	Public
23	Harshil Popatlal Jain	N/A	Public
24	Heeralal Sardarmal Parmar	N/A	Public
25	Kalidas Vijay Magar	N/A	Public
26	Popatlal Shantilal Jain	N/A	Public
27	Popatlal Shantilal Jain HUF	N/A	Public
28	Sonali Abhaykumar Parmar	N/A	Public
29	Virbala Popatlal Jain	N/A	Public
30	Abhaykumar Heeralal Parmar	N/A	Public
31	Rambha H Parmar	N/A	Public
32	Pradeep Sutodiya	N/A	Public
33	K Sundaramma	N/A	Public
34	Ashwin Prakash	N/A	Public
35	Pavithra H E	N/A	Public
36	Joy Banerjee	N/A	Public
37	Ahika Sutodiya	N/A	Public
38	Mehal Sutodiya	N/A	Public
40	Ayush Bohra	N/A	Public
41	Alka Bohra	N/A	Public
42	Priya Jaideo Malviya	N/A	Public
43	Sheetal Sandeep Raka	N/A	Public
44	Hitendra K Haria	N/A	Public
45	Hitendra K Haria HUF	N/A	Public
46	Jasmita Jimesh Jain	N/A	Public
47	Jayantilal Sardarmal Jain HUF	N/A	Public
48	Khushalchand S Haria	N/A	Public
49	Nagda Kirit Ravji	N/A	Public
50	Kirit Ravji Nagda HUF	N/A	Public
51	Kruti Vinit Rawat	N/A	Public
52	Laxmiben K Haria	N/A	Public
53	Nidhi Hitendra Haria	N/A	Public
54	Kankariya Yogesh Vilas	N/A	Public
55	Suraj Babulal Bothra HUF	N/A	Public
56	Rita Hitendra Haria	N/A	Public
57	Vaibhav Kirit Nagda	N/A	Public
58	Pushpa Bhaju	N/A	Public

**21.Valuation and Justification for the allotment proposed to be made for consideration other than cash**  
Not applicable

**22.Lock-in period**

The Warrants allotted pursuant to this Resolution and the resultant equity shares to be issued and allotted upon exercise of right attached to the Warrants as above shall be subject to a lock-in for such period as per the provisions of Chapter V of the SEBI ICDR Regulations.

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## 23. Certificate of Practicing Company Secretary

The Certificate from Mr. Abbas Vithorawala, Company Secretary in Practice (Membership No. ACS 23671, CP 8827) certifying that the preferential issue is being made in accordance with the requirements contained in the ICDR Regulations, is hosted on the Company's website and can be accessed at <http://mehaitech.co.in/> to facilitate online inspection by the Members.

## 24. Disclosure of shareholding interest of every Promoter, Director, Manager and of every other Key Managerial Personnel in proposed allottee Companies if exceeds two per cent of the paid-up Capital:

None of the Promoter, Director and every Key Managerial Personnel has any shareholding interest in proposed allottee companies.

## 25. Other disclosures

- a. Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.
- b. The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations.
- c. Neither the Company nor any of its Directors or Promoters are categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India. Further, neither the Company nor any of its Directors or Promoters is a fraudulent borrower as defined under the SEBI ICDR Regulations. Consequently, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable.
- d. Neither the Company nor any of its Directors and / or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.

All material terms of the Preferential Allotment have been set out above.

In terms of Section 62(1)(c) read with Section 42 of the Act and rules framed thereunder, and in accordance with the provisions of Chapter V "Preferential Issue" of the SEBI ICDR Regulations, the issue of Warrants by way of Preferential Approval requires approval of the Members by way of a Special Resolution.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and the Shareholders.

None of the Directors/KMP & their Relatives (if any) are concerned or interested financially or otherwise whether directly or indirectly in passing of the said resolution, save and except to the extent of their respective interest as shareholders of the Company.

**By the order of the Board of Directors  
For Mehai Technology Limited**

Sd/-

**Jugal Kishore Bhagat  
Managing Director  
DIN: 02218545**

**Date: 03.08.2024  
Place: Kolkata**