



Mayukh Dealtrade Ltd.

(CIN: L51219MH1980PLC329224)

Date: 27/10/2022

To,
The Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400 001

Scrip Code: 539519

Subject: Intimation of Extra-Ordinary General Meeting schedule to be held on 17th November, 2022.

Dear Sir,

We are sending herewith the Notice Extra-Ordinary General Meeting of our Company which is scheduled to be held on Thursday, 17th November, 2022 through VC/OAVM at 4:30 P.M.

Please find the Enclosed Document as follows:

1) Notice of EOGM.

The above is also uploaded on the websites of the Company.

Please take the same on your record and acknowledge the receipt of the same

Thanking you,
Yours Faithfully,

For Mayukh Dealtrade Limited

KHUSHBOO Digitally signed by
NEGI KHUSHBOO NEGI
Date: 2022.10.27
19:37:09 +05'30'

Khushboo Negi
Company Secretary and Compliance Officer
ACS - 66670



Mayukh Dealtrade Ltd.

Mayukh Dealtrade Limited

(CIN: L51219MH1980PLC329224)

**Regd: Off: 101 on 1st Floor, Crystal Rose C.H.S Datta Mandir Road, Mahavir Nagar, Kandivali West
Mumbai 400067**

Tel: 022-28684491; Email: info@mayukh.co.in; Website: www.mayukh.co.in

NOTICE

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF MAYUKH DEALTRADE LIMITED (THE 'COMPANY') WILL BE HELD ON THURSDAY, 17TH NOVEMBER, 2022 AT 4:30 P.M. THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM') TO TRANSACT THE FOLLOWING BUSINESSES, IN COMPLIANCE WITH THE PROVISIONS OF GENERAL CIRCULAR NO. 20/2020 DATED MAY 5, 2020 READ WITH GENERAL CIRCULAR NO. 14/2020 DATED APRIL 8, 2020 AND GENERAL CIRCULAR NO. 17/2020 DATED APRIL 13, 2020 AND GENERAL CIRCULAR NO. 02/2021 DATED 13TH JANUARY, 2021 AND GENERAL CIRCULAR NO. 05/2022 DATED 13TH MAY, 2022 ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS ('MCA'), AND CIRCULAR NO. SEBI/HO/CFD/CMD1/CIR/P/2020/79 DATED MAY 12, 2020 AND CIRCULAR NO. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 DATED 15TH JANUARY, 2021 AND CIRCULAR NO. SEBI/HO/CFD/CMD2/CIR/P/2022/62 ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA ('SEBI'), TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

ITEM NO. 01 TO APPROVE ISSUE OF EQUITY WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CASH:

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

"RESOLVED THAT pursuant to the provisions of Sections 42 and 62, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the "CA 2013"); and in accordance with the provisions of the Memorandum and Articles of Association of the Company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"); iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 ("**SEBI LODR Regulations**"), (iv) the applicable provisions of the Foreign Exchange Management Act, 1999, as amended or restated and rules, circulars, notifications, regulations and guidelines issued thereunder ("**FEMA**"), (v) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India ("**SEBI**"), Reserve Bank of India ("**RBI**"), stock exchanges and/or any other statutory / regulatory authority; (vi) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot 2,00,00,000 (Two Crores) Equity Warrants ("**Equity Warrants**") convertible into 2,00,00,000 (Two Crores) Equity Shares of the Company, of face value of Rs. 5/- (Rupees Five Only) each ("Equity Shares"), on Preferential allotment basis, to non-promoters at a price of Rs. 9.20/- each (including premium of Rs. 4.20/-) as determined in accordance with Regulation 164 of SEBI ICDR Regulations:

Sr. No.	Name of the proposed Allottees	Nature of persons who are the ultimate beneficial owner	Equity Shares proposed to be allotted	Category	Allottee is: QIB/ MF/ FI/ Trust/ Banks
1	Renu Dhelia	Individual	3,00,000.00	Non-Promoter	Not applicable
2	Rajeev R Storwala	Individual	4,00,000.00	Non-Promoter	Not applicable
3	Prachi Rajeev Storwala	Individual	4,00,000.00	Non-Promoter	Not applicable
4	Seema Rajeev Storwala	Individual	4,00,000.00	Non-Promoter	Not applicable
5	Vikas R Mehta HUF	i) Vikas R Mehta (Karta) ii) Vaishali V Mehta iii) Viva V Mehta	12,00,000.00	Non-Promoter	Not applicable
6	Premal M Shah HUF	i) Premal M Shah (Karta) ii) Meghana P Shah iii) Rudra P Shah	6,00,000.00	Non-Promoter	Not applicable
7	Meghana Premal Shah	Individual	6,00,000.00	Non-Promoter	Not applicable
8	Kanabar Parag Suresh	Individual	12,00,000.00	Non-Promoter	Not applicable
9	Hemant D Nagarsheth	Individual	6,00,000.00	Non-Promoter	Not applicable
10	Avani Mohit Nagarsheth	Individual	6,00,000.00	Non-Promoter	Not applicable
11	Arvind Jagjivandas Modi	Individual	6,00,000.00	Non-Promoter	Not applicable
12	Komal Keval Modi	Individual	6,00,000.00	Non-Promoter	Not applicable
13	Bhavini Shah	Individual	12,00,000.00	Non-Promoter	Not applicable
14	Sameer M Bhambha	Individual	3,00,000.00	Non-Promoter	Not applicable
15	Bhambha Shweta Sameer	Individual	3,00,000.00	Non-Promoter	Not applicable
16	Kapil M Bhambha	Individual	3,00,000.00	Non-Promoter	Not applicable
17	Alpa Kapilkumar Bhambha	Individual	3,00,000.00	Non-Promoter	Not applicable
18	Vijaybhai V Sonani	Individual	6,00,000.00	Non-Promoter	Not applicable
19	Sonani Sweenalben V	Individual	6,00,000.00	Non-Promoter	Not applicable
20	Chetna Rajesh Patel	Individual	12,00,000.00	Non-Promoter	Not applicable
21	Vora Dhruvika Mitul	Individual	5,00,000.00	Non-Promoter	Not applicable
22	Omjay Jani	Individual	10,00,000.00	Non-Promoter	Not applicable
23	Omjay Jani (Huf)	Omjay J Jani (Karta) Komal O Jani Fiona O Jani	2,00,000.00	Non-Promoter	Not applicable
24	Amit Kantilal Kothari	Individual	6,00,000.00	Non-Promoter	Not applicable
25	Shantu Amit Kothari	Individual	6,00,000.00	Non-Promoter	Not applicable
26	Jemish Odhavjibhai Gabani	Individual	12,00,000.00	Non-Promoter	Not applicable
27	Smit Sanjay Shah	Individual	9,50,000.00	Non-Promoter	Not applicable
28	Sima Rajendra Ghandhi	Individual	9,50,000.00	Non-Promoter	Not applicable
29	Bal Gopal Commercial Ltd.	(being a Listed Company there is no Ultimate Beneficial Owner)	10,00,000.00	Non-Promoter	Not applicable
30	Feroza Firdause Irani	Individual	5,00,000.00	Non-Promoter	Not applicable
31	Nitesh Chaudhary	Individual	1,00,000.00	Non-Promoter	Not applicable
32	Abhilasha Chaudhary	Individual	1,00,000.00	Non-Promoter	Not applicable
Total proposed Equity convertible Warrants			2,00,00,000.00		

RESOLVED FURTHER THAT in accordance with the provisions of SEBI ICDR Regulations, the “Relevant Date” for the purpose of determination of the price of the Equity Warrants to be issued and allotted as above shall be 18th October, 2022, being the working day immediately preceding the date 30 (thirty) days prior to the date of General Meeting to approve this offer.

RESOLVED FURTHER THAT the Equity Warrants proposed to be issued and allotted to the Proposed Allottee shall inter-alia be subject to the following:

- (a) The Equity Warrants shall be allotted by the Company to the Proposed Allottees within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution passed; or (ii) receipt of last of the approval/ permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the approval of the Stock Exchanges for issuance of the Equity Warrants and the listing of Equity Shares allotted to Proposed Allottees upon conversion of Equity Warrants);
- (b) The Equity Warrants to be issued and allotted shall be subject to minimum lock-in, if any, for such period as specified under Chapter V of the SEBI ICDR Regulations;
- (c) No partly paid-up Equity Warrants or Equity Shares upon conversion of Equity Warrants shall be issued and allotted;
- (d) The said Equity Warrants shall be converted within a period not exceeding 18 (Eighteen) months from the date of allotment of the Equity Warrants, in one or more tranches, in accordance with the SEBI Regulations and other relevant regulations as may be prevailing at the time of allotment of equity shares, and that the Equity Warrants so issued or allotted give rise (on allotment or conversion/ exercise of right) to not more than 2,00,00,000 (Two Crores) equity shares of face value Rs.5/- each fully paid-up;
- (e) The Equity Shares to be issued and allotted pursuant to the conversion of Equity Warrants shall be in dematerialized form, listed and traded on BSE Limited subject to the receipt of necessary regulatory permissions and approvals; and
- (f) The Equity Shares, to be issued and allotted upon conversion of Equity Warrants, shall be fully paid up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof and shall be subject to the provisions of the memorandum and articles of association of the Company and applicable laws.

RESOLVED FURTHER THAT the warrants shall be issued by the Company on the following terms and conditions:

- (i) An amount equivalent to 25% of the offer price of the Equity Warrants shall be payable at the time of making the application for Equity Warrants, which amount will be kept by the Company as a deposit to be adjusted and appropriated against the price of the Equity Warrants payable by the Equity Warrants Holder at the time of exercising the option;
- (ii) In the event the Equity Warrants Holder does not exercise the option of conversion within 18 months from the date of allotment of Equity Warrants, the Equity Warrants shall lapse and the deposit of 25% as indicated in point (i) above shall be forfeited by the Company;
- (iii) The balance 75% of the offer price shall be payable at the time of exercise of option to convert the Equity Warrants into equity shares of face value RS. 5/- per share of the Company.
- (iv) The issue of the Equity Warrants as well as the Equity Shares, arising from the exercise of the option under the Warrants in the manner aforesaid, shall be governed by the respective provisions of the Companies Act, 2013, the Memorandum & Articles of Association of the Company and also the Guidelines/Regulations issued by SEBI or any other authority as the case may be, or any modifications thereof;

- (v) Each Equity Warrants shall be convertible into one (1) equity share of face value of Rs. 5/- per share; and
- (vi) The equity shares allotted, upon Equity Warrants to be issued on preferential basis to above allottee, shall be locked in for the period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018.

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

RESOLVED FURTHER THAT the Company hereby takes note of the certificate by Brajesh Gupta & Co., Practicing Company Secretary (ACS No. 33070, CP No. 21306) certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI ICDR Regulations.

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

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

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company."

ITEM NO. 02:

To ADOPT A NEW SET OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY AS PER THE COMPANIES ACT, 2013:

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

"RESOLVED THAT pursuant to provision of Section 14 or any other Applicable provisions of the Companies Act, 2013 ('the Act'), read with the companies (Incorporation) Rules, 2014, Including any modification(s) thereto or re-enactment(S) thereof for the time being in force, the consent of the Members of the Company be and is hereby accorded to Substitute the existing article of Association of Company with a new Set of Article of Association as per the provisions of Companies Act, 2013.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution, including filing of all the necessary e-forms with the office of Registrar of Companies Mumbai."

For Mayukh Dealtrade Limited

Sd/-

Mit Trunkumar Brahmhatt

Managing Director

DIN - 06520600

Place: Mumbai

Date: 18/10/2022

Registered Office

Office No. 101 on 1st Floor, Crystal Rose C.H.S LTB,
Datta Mandir Road, Mahavir Nagar, Kandivali West,
Mumbai, MH- 400067

Tel: 022-28684491

Email: info@mayukh.co.in;

Website: www.mayukh.co.in

Notes:

1. The Ministry of Corporate Affairs ("MCA") has, vide its circular dated May 5, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021 and December 14, 2021 (collectively referred to as "MCA Circulars"), permitted convening the General Meeting ("AGM" /EOGM/ "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (" the Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the EOGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. 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 e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EOGM will be provided by NSDL.
3. The deemed venue for e-EOGM scheduled to be held on 17th November, 2022 shall be the Registered Office of the Company at Office No. 101 on 1st Floor, Crystal Rose C.H.S LTB, Datta Mandir Road, Mahavir Nagar, Kandivali West, Mumbai, MH- 400067.
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 through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. Dispatch of Notice of EOGM through Electronic Mode: In compliance with the MCA Circulars and SEBI Circular dated May 13, 2022, Notice of the EOGM is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Members may note that the Notice will also be available on the Company's website www.mayukh.co.in, websites of the Stock Exchanges, that is, BSE Limited at www.bseindia.com.
6. Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-EOGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to brajesh.cs19@gmail.com with a copy marked to evoting@nsdl.co.in.
7. The Members can join the EOGM in the VC/OAVM mode 15 minutes before 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 to at least 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 EOGM without restriction on account of first come first served basis.
8. The Securities & Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Account. Members holding their shares in Physical Form can submit their PAN details to the share transfer agent (Niche Technologies Pvt. Ltd.) of the Company.
10. Members are requested to notify immediately any change in their address details to the Company's Registrar and share transfer agents for shares held in Demat/physical form at Niche Technologies Pvt. Ltd, D-511, Bagree Market, 71 B R B Basu Road, Kolkata, West Bengal – 700001, Tel: 033-2234 3576/ 033-2235 7270/ 7271, Email Id: nichetechpl@nichetechpl.com.
11. Pursuant to the provisions of Sections 101 of the Act read with 'The Companies (Accounts) Rules, 2014 electronic copy of the Notice of Extra-Ordinary General Meeting of the company is being sent to all the members whose email id is registered with the Registrar/Depository Participant(s).
12. To receive communications through electronic means, including Notices, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. In case of shares held in physical form, members are advised to register their e-mail address with RTA. Members may also note that the Notice of the Extra-Ordinary General Meeting will also be available on the Company's website www.mayukh.co.in, website of the stock exchanges i.e., BSE Limited at www.bseindia.com, Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com which can be downloaded from the site.
13. SEBI vide its notification dated 8 June 2018 as amended on 30 November 2018, has stipulated that w.e.f. 1 April 2019, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form, Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization, which include easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
14. 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 e-EOGM.

15. All the work related to share registry in terms of both physical and electronic are being conducted by Company's Registrar & Transfer Agent, Niche Technologies Pvt. Ltd, D-511, Bagree Market, 71 B R B Basu Road, Kolkata, West Bengal - 700001. The Shareholders are requested to send their communication to the aforesaid address or via email at nichetechpl@nichetechpl.com
16. Members, who would like to express their views or ask questions during the e-EOGM will have to register themselves as a speaker may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at info@mayukh.co.in and mark cc to RTA @ nichetechpl@nichetechpl.com during the period starting from 5th November, 2022 (from 9.00 a.m.) to 10th November, 2022 (up to 5.00 p.m.). Only those members who have registered themselves as a speaker between given dates will be allowed to express their views/ask questions during the e-EOGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EOGM. Please note that only questions of the members holding the shares as on cut-off date will be considered.
17. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
18. In case a person becomes a member of the Company after dispatch of EOGM Notice, and is a member as on the cut-off date for e-voting, i.e., Thursday, 10th November 2022, such person may obtain the user id and password from RTA by email request on nichetechpl@nichetechpl.com
19. Members holding the equity shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio.
20. Members are requested to send all communications relating to shares, unclaimed dividend, change of address etc. to the Registrar and Share Transfer Agents at the following address: Niche Technologies Pvt. Ltd, D-511, Bagree Market, 71 B R B Basu Road, Kolkata, West Bengal - 700001. Tel: 033 - 22343576 / 22357270 / 7271, Email: nichetechpl@nichetechpl.com if the shares are held in electronic form, then change of address and change in the Bank Accounts etc. should be furnished to their respective Depository Participants.
21. Members who have not yet registered their e-mail address with the Company or their respective Depository are requested to do so. In the context of General Meeting through VC/OAVM, availability of email id of shareholders will play key role for sending notice or other important communication to shareholders. Hence, is offering the facility for all shareholders (physical as well as demat) to update their email id with it for sending the notice of EOGM/General Meeting. The facility for updating of e-mail id of the shareholders shall be available on their website www.nichetechpl.com and the same can be updated by shareholders any time during the year.

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

The remote e-voting period begins on Monday, 14th November, 2022 at 09:00 A.M. and ends on Wednesday, 16th November, 2022 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. 10th November, 2022, 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 10th November, 2022.

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 data-bbox="431 558 1458 884">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “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 i.e. NSDL 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 & voting during the meeting.<li data-bbox="431 919 1458 1020">2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<li data-bbox="431 1056 1458 1388">3. 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. 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 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.<li data-bbox="431 1423 1458 1824">4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their 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 https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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.

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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 224 430
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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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?

- 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.
- 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, 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.
- Your User ID details are given below:

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 101456 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.**
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.
 - b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on 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.co.in 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 General 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 brajesh.cs19@gmail.com with a copy marked to evoting@nsdl.co.in.
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 to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email id's 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 info@mayukh.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 info@mayukh.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.co.in 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/AGM ARE AS UNDER:

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

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EOGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EOGM/AGM 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 link" placed under "**Join General meeting EOGM**" menu against company name. You are requested to click on VC/OAVM link placed under Join Extra-ordinary General 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.
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.

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 (info@mayukh.co.in). The same will be replied by the company suitably.

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

ITEM NO. 01 TO APPROVE ISSUE OF EQUITY WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CASH:

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

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

1. Objects of this issue:

To raise further capital in order to meet the funding and business requirements of the Company including in relation to, and for [funding the business growth, capital expenditure, expansion plans including investments in subsidiaries, Investment in good business entities either the same kind of business or other business, Investment in any company for creating group/associate companies, investment in any kind of Securities of any other company, exploring new initiatives, acquisition of business by making Investment or acquisition of stake in entities/ acquisition of companies as subsidiary for further expansion and diversification of the Business model, purchase any kind of property (Office premises/Factory/Godown/Land, etc.) for the company, Inter body corporate loans in the requirements of business, utilization for working capital, and other general corporate purposes] by way of fresh issue for cash and / or for consideration other than cash (including share swap).

To raise further capital in order to meet the funding and business requirements of the Company and to invest/utilize/spend the funds to be raised through this issue towards **business objects given in the Clause – III i.e. Object Clause (Main Object, ancillary object and Other Object) as contained in the Memorandum of Association of the Company** in addition to the objects mentioned above.

Further the board of director may also invest/utilize/spend the raised funds other than the above stated Object, as may be deemed fit and proper by the board of directors.

2. Intent of Promoters Directors / Key Management Persons to subscribe to the preferential issue:

None of the promoters / directors / key management personnel of the Company intend to subscribe in the proposed issue of Equity Shares.

3. Maximum number of specified securities to be issued:

The Company intends to issue securities of the Company in the following manner:

1. 200,00,000 (Two Crore) Equity Warrants convertible into equivalent 200,00,000 (Two Crore) equity shares of face value Rs. 5/- per share.

Thus, based on the assumption that all the Equity Warrants will be converted in equity shares of face value Rs. 5/- of the Company, the Company intends to issue a maximum of 200,00,000 (Two Crore) equity shares of face value Rs. 5/- per share at a price of Rs. 9.20/- per share (including premium of Rs. 4.20/- per share) as determined under Regulation 164 of SEBI (ICDR) Regulations, 2018 in the following manner:

4. The shareholding pattern before and after completion of the proposed preferential issue would be as under:-

S. No.	Category	Pre-Issue Shareholding		Post-Issue Shareholding*	
		No. of Equity Shares	Percentage of Shareholdings	No. of Equity Shares	Percentage of Shareholdings
A	Promoters' holding:				

	Individual	10,000	0.16 %	10,000	0.04 %
	Bodies Corporate	7,36,720	11.51 %	7,36,720	2.79 %
	Sub Total (A)	7,46,720	11.67 %	7,46,720	2.83 %
B	Non- Promoters' Holding				
	Individual	50,40,775	78.76 %	2,20,40,775	83.49 %
	Bodies Corporate	5,88,990	9.20 %	15,88,990	6.02 %
	Others [including HUF, NRI, IEPF Authorities, etc.]	23,515	0.37 %	20,23,515	7.66%
	Sub Total (B)	56,53,280	88.33 %	2,56,53,280	97.17%
	GRAND TOTAL (A+B)	64,00,000	100 %	2,64,00,000	100 %

Notes:-

1. The above shareholding pattern has been prepared on the basis of shareholding as on September 30, 2022 as provided by the Registrar and Share Transfer Agent and filed by the Company with the Stock Exchanges.

*2. Further, the post-issue capital is derived on the assumption that the 200,00,000 (Two Crore) Equity Warrant proposed to be allotted in the present issue will be converted into 200,00,000 (Two Crore) equity shares of the Company respectively.

5. Proposed time within which the preferential issue shall be completed:

(a) Allotment of Equity warrants:

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

(b) Allotment of Equity Shares upon conversion of Equity Warrants:

The Company shall complete the allotment of the Equity Shares upon conversion of Equity Warrants on or before the 18 months from the date of Allotment of Equity Warrants, subject to receipt of balance payment of 75% of issue price of Equity Warrant from warrant holders along with application/exercise of right of conversion of warrants in to equity shares.

Sr. No.	Name of the proposed allottees	The natural persons who are ultimate beneficial owner	Pre-Issue			Number of Equity Shares proposed to be allotted (including allotment of equity shares upon conversion of OCPS and Equity Warrants)	Post-Issue (Refer Note 1 below)		
			Category (Promoter /Non-Promoter)	No. of Shares	Percentage holding (%)		Category (Promoter /Non-Promoter)	No. of Shares	Percent age holdin g (%)
1	Renu Dhelia	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
2	Rajeev R Storwala	Individual	Non-promoter	-	-	4,00,000.00	Non-promoter	4,00,000.00	1.52
3	Prachi Rajeev Storwala	Individual	Non-promoter	-	-	4,00,000.00	Non-promoter	4,00,000.00	1.52
4	Seema Rajeev Storwala	Individual	Non-promoter	-	-	4,00,000.00	Non-promoter	4,00,000.00	1.52
5	Vikas R Mehta HUF	i) Vikas R Mehta (Karta) ii) Vaishali V Mehta iii) Viva V Mehta	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
6	Premal M Shah HUF	i) Premal M Shah (Karta) ii) Meghana P Shah	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27

		iii) Rudra P Shah							
7	Meghana Premal Shah	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
8	Kanabar Parag Suresh	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
9	Hemant D Nagarsheth	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
10	Avani Mohit Nagarsheth	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
11	Arvind Jagjivandas Modi	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
12	Komal Keval Modi	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
13	Bhavini Shah	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
14	Sameer M Bhambha	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
15	Bhambha Shweta Sameer	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
16	Kapil M Bhambha	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
17	Alpa Kapilkumar Bhambha	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
18	Vijaybhai V Sonani	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
19	Sonani Sweenalben V	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
20	Chetna Rajesh Patel	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
21	Vora Dhruvika Mitul	Individual	Non-promoter	-	-	5,00,000.00	Non-promoter	5,00,000.00	1.89
22	Omjay Jani	Individual	Non-promoter	-	-	10,00,000.00	Non-promoter	10,00,000.00	3.79
23	Omjay Jani (Huf)	Omjay J Jani (Karta) Komal O Jani Fiona O Jani	Non-promoter	-	-	2,00,000.00	Non-promoter	2,00,000.00	0.76
24	Amit Kantilal Kothari	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
25	Shantu Amit Kothari	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
26	Jemish Odhavjibhai Gabani	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
27	Smit Sanjay Shah	Individual	Non-promoter	-	-	9,50,000.00	Non-promoter	9,50,000.00	3.60
28	Sima Rajendra Gandhi	Individual	Non-promoter	-	-	9,50,000.00	Non-promoter	9,50,000.00	3.60
29	Bal Gopal Commercial Ltd.	(being a Listed Company there is no Ultimate Beneficial Owner)	Non-promoter	-	-	10,00,000.00	Non-promoter	10,00,000.00	3.79
30	Feroza Firdause Irani	Individual	Non-promoter	-	-	5,00,000.00	Non-promoter	5,00,000.00	1.89
31	Nitesh Chaudhary	Individual	Non-promoter	24,082	0.37%	1,00,000.00	Non-promoter	1,24,082	0.47
32	Abhilasha Chaudhary	Individual	Non-promoter	32,500	0.51%	1,00,000.00	Non-promoter	1,32,500	0.50
Total				56,582	0.88%	2,00,00,000.00		2,00,56,582.00	75.97

Note:

The post-issue capital is derived on the assumption that the 2,00,00,000 (Two Crore) Equity Warrant proposed to be allotted in the present issue will be converted into 2,00,00,000 (Two Crore) equity shares of the Company respectively.

7. Lock in period:

(a) Equity Warrants

The Equity Warrant convertible in to Equity Shares to be issued and allotted shall be subject to minimum lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations.

(b) Equity Shares allotted upon conversion of Equity Warrants:

The Equity Shares to be issued and allotted shall be subject to minimum lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations.

8. Change in the control, if any:

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

9. Price of the issue:

The offer price of equity shares of face value Rs. 5/- (Rupees Five only) per equity share is Rs. 9.20/- (Nine Rupees and Twenty Paise Only) per share (including premium of Rs. 4.20/- per share) as determined under Regulation 164 of Chapter V (Preferential Issue) of SEBI ICDR Regulations, 2018. The Pricing Certificate so obtained from the IBBI Registered Valuer Valuer **Bhavesh M Rathod**, Registered Valuer (**Reg. No: IBBI/RV/06/2019/10708**) is available at the registered office of the Company for your review and is placed on the website of the Company at www.mayukh.co.in.

10. Relevant Date:

The Relevant Date, on the basis of which the price of the Proposed issue of equity shares, Equity Warrants on preferential basis is determined, is 18th October, 2022.

11. Compliance Certificate from Practising Company Secretary:

A copy of the Compliance Certificate as issued by the Practising Company Secretary, Brajesh Gupta, Proprietor, FCS No. ACS No.33070; CP No.: 21306, Practising Company Secretaries certifying that the issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be available for inspection all working days till the date of declaration of voting results. Further, a copy of the Compliance Certificate is also available in the "Investors" tab on the website of the Company at the following link: www.mayukh.co.in.

12. Undertakings:

- (a) The Issuer Company undertakes that they shall re-compute the price of the equity shares in terms of the provisions of SEBI (ICDR) Regulations, 2018, as amended, where it is required to do so.
- (b) The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the equity shares issued shall continue to be locked-in till the time such amount is paid by the allottees.
- (c) The entire pre-preferential holding, if any, of the proposed allottees shall be locked in for the period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018.

13. Wilful Defaulter or Fraudulent Borrower:

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

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members. The Board recommends the resolution no. 1 as set out in the accompanying notice for the approval of members as a Special Resolution.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed Resolution.

ITEM No.:2 TO ADOPT A NEW SET OF ARTICLE OF ASSOCIATION (MOA) OF THE COMPANY AS PER THE COMPANIES ACT, 2013:

The Existing Articles of Association (AOA) is based on the Companies act, 1956 (the "erstwhile Act") and several regulations in the existing AOA contained reference to specific section of the erstwhile Act and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 (the 'new Act').

With the coming into force of the new Act, several regulations of the existing AOA of the company required alteration or deletion. Accordingly, it is proposed to replace the entire existing AOA by a set of new articles.

The new AOA to be substituted in place of existing AOA are based on Table-F of Companies Act, 2013 which sets out the model Articles of Association for a company limited by shares.

A Copy of proposed set of new Article of Associations of the company would be available for inspection on any working day up-to the 16th November, 2022.

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 Special Resolution. The Board recommend passing of the Resolution set out in item No. 2 for the approval of Members of the company by special resolution.

For Mayukh Dealtrade Limited

Sd/-

Mit Trunkumar Brahmhatt

Managing Director

DIN - 06520600

Place: Mumbai

Date: 18/10/2022

Registered Office

Office No. 101 on 1st Floor, Crystal Rose C.H.S LTB,
Datta Mandir Road, Mahavir Nagar, Kandivali West,
Mumbai, MH- 400067

Tel: 022-28684491

Email: info@mayukh.co.in;

Website: www.mayukh.co.in