



HAZOOR MULTIPROJECTSLIMITED
CIN : L99999MH1992PLC269813

Date: 22/02/2025

To,
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Scrip : HAZOOR/532467/INE550F01049
ID/Code/ISIN
Subject : Voting Results of Extra Ordinary General Meeting of the Company held as on February 21, 2025.
Ref : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the Extra Ordinary General Meeting of the Members of Hazoor Multi Projects Limited held on Friday, February 21, 2025 at 01:00 P.M. through Video Conferencing / Other Audio Visual Means on the Central Depository Services (India) Limited (CDSL) virtual platform.

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated February 22, 2025 is also enclosed herewith.

You are requested to kindly take the same on record.

Yours Faithfully,

Thanking You.

For **Hazoor Multi Projects Limited**
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RADHESHYAM
LAXMANRAO LAXMANRAO MOPALWAR
MOPALWAR Date: 2025.02.22 16:29:23
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Radheshyam Laxmanrao Mopalwar
Managing Director
DIN: 02604676

Place: Mumbai

Encl: Voting Result
Scrutinizer Report

Voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Hazoor Multi Projects Limited | Extra Ordinary General Meeting |
February 21, 2025

Date of EGM	February 21, 2025
Total Number of Shareholders as on cutoff date: (14 th February, 2025, cut-off date for E-voting)	21983
Number of shareholders present in meeting either in person or through proxy:	
Promoters & Promoter Group	NA
Public	NA
Number of shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	2
Public	78

Agenda-wise

Given below is the agenda wise combined result of E-voting and votes polled at the meeting.

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting		39476770	100.0000	39476770	0	100.0000	0.0000
	Poll	39476770	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39476770	39476770	100.0000	39476770	0	100.0000	0.0000
Public- Institutions	E-Voting		1000000	2.2506	1000000	0	100.0000	0.0000
	Poll	44432684	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	44432684	1000000	2.2506	1000000	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4126275	3.3249	4126075	200	99.9952	0.0048
	Poll	124101006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	124101006	4126275	3.3249	4126075	200	99.9952	0.0048
Total		208010460	44603045	21.4427	44602845	200	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		39476770	100.0000	39476770	0	100.0000	0.0000
	Poll	39476770	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39476770	39476770	100.0000	39476770	0	100.0000	0.0000
Public-Institutions	E-Voting		1000000	2.2506	1000000	0	100.0000	0.0000
	Poll	44432684	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	44432684	1000000	2.2506	1000000	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4126275	3.3249	4126075	200	99.9952	0.0048
	Poll	124101006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	124101006	4126275	3.3249	4126075	200	99.9952	0.0048
Total		208010460	44603045	21.4427	44602845	200	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				PREFERENTIAL ALLOTMENT OF UP TO 7,00,33,000 (SEVEN CRORE THIRTY-THREE THOUSAND ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO "NON-PROMOTER PUBLIC CATEGORY"				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3) = \frac{[(2)/(1)] * 100}{0}$	(4)	(5)	$(6) = \frac{[(4)/(2)] * 100}{0}$	$(7) = \frac{[(5)/(2)] * 100}{0}$
Promoter and Promoter Group	E-Voting		39476770	100.0000	39476770	0	100.0000	0.0000
	Poll	39476770	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39476770	39476770	100.0000	39476770	0	100.0000	0.0000
Public-Institutions	E-Voting		1000000	2.2506	1000000	0	100.0000	0.0000
	Poll	44432684	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	44432684	1000000	2.2506	1000000	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4126275	3.3249	4126075	200	99.9952	0.0048
	Poll	124101006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	124101006	4126275	3.3249	4126075	200	99.9952	0.0048
Total		208010460	44603045	21.4427	44602845	200	99.9996	0.0004
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN THE TOTAL SHAREHOLDING LIMITES FOR ALL FOREIGN INSTITUTIONAL INVESTORS ('FILS') INCLUDING THEIR SUB-ACCOUNTS UPTO 49% OF THE PAID-UP VOTING EQUITY CAPITAL OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		39476770	100.0000	39476770	0	100.0000	0.0000
	Poll	39476770	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39476770	39476770	100.0000	39476770	0	100.0000	0.0000
Public- Institutions	E-Voting		1000000	2.2506	1000000	0	100.0000	0.0000
	Poll	44432684	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	44432684	1000000	2.2506	1000000	0	100.0000	0.0000
Public- Non Institutions	E-Voting		4126275	3.3249	4125935	340	99.9918	0.0082
	Poll	124101006	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	124101006	4126275	3.3249	4125935	340	99.9918	0.0082
Total		208010460	44603045	21.4427	44602705	340	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For Hazoor Multi Projects Limited

RADHESHYAM Digitally signed by
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LAXMANRAO LAXMANRAO MOPALWAR

Date: 2025.02.22 16:30:57

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Radheshyam Laxmanrao Mopalwar

Managing Director

DIN: 02604676

Place: Mumbai



FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013
And Rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
For Extra Ordinary General Meeting (EOGM) of the members of
Hazoor Multi Projects Limited
(CIN: L99999MH1992PLC269813)
held on 21st February, 2025
through Video Conferencing (VC) or Other Audio Visual Means (OVAM),
At 1.00 P.M.

Dear Sir,

Sub.: Scrutinizer's report on E voting

1. I, Ranjit Binod Kejriwal, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Hazoor Multi Projects Limited for the purpose of scrutinizing the remote e-voting along with e-voting process during the said EOGM and ascertaining the requisite majority on remote e-voting / e-voting during EOGM carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the EOGM of the members of the company, held through Video Conferencing (VC) or Other Audio Visual Means (OVAM) on Friday, February 21, 2025 at 1.00 P.M.
2. At the EOGM of the Company held on Friday, February 21, 2025, the Company has also provided facility for e-voting process during the EOGM to the members attending the meeting, who have not already cast their vote by remote e-voting. The chairman of the EOGM has appointed me as the Scrutinizer for the same.
3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting process during the EOGM conducted for the resolutions contained in the Notice to the EOGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting process at the EOGM is restricted to make a consolidated Scrutinizer's Report of the votes cast "in Favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the company to provide remote e-voting facilities.
4. Further to the above, I submit my reports as under:
 - (i) The e-voting period was from Tuesday, February 18, 2025 at 9.00 A.M. to Thursday, February 20, 2025 at 5.00 P.M.
 - (ii) The members of the Company as on the "cut-off" date i.e. Friday, February 14, 2025 were entitled to vote on the resolution (item No. 01 to 04 set out in the notice of the EOGM of the Company).
 - (iii) The votes cast were unblocked on Friday, February 21, 2025 at 02:47 p.m. in the presence of 2 (Two) witnesses namely **Mr. Pioush Tiwari** and **Ms. Krutika Talesara** who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Name: **Mr. Pioush Tiwari**

Name: **Ms. Krutika Talesara**



(iv) Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the evoting website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com/> based on such reports generated the result of the remote e-voting together with e- voting during EOGM is as under:

RESOLUTIONS:

1. APPROVAL OF ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.

"RESOLVED THAT pursuant to Section 13, 15 and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any Committee), consent of the members be and is hereby accorded to amend Clause III (the Object Clause) of the Memorandum of Association of the Company in the following manner:

By inserting following object after the existing sub clause 6 of Clause III(A) (Main Objects) of Memorandum of Association of the Company:

7. To carry on the business of design, research, manufacture, alter, sell, finance, import, export, and develop energy-efficient technologies and renewable energy solutions, including solar panels, wind power systems, bioenergy technologies, and biofuels, with the aim of promoting sustainable practices by harnessing both conventional and non-conventional energy sources for power generation and distribution, establishing strategic collaborations with leading multinational companies for technology transfer, joint ventures, and global solutions and engage in the development and implementation of energy distribution infrastructure, including smart grids, and facilitate the wheeling, banking, and sale of electricity to government bodies, state electricity boards, power finance corporations, private corporations, and entrepreneurs, in addition to manufacturing and exporting renewable energy equipment and products globally. Includes promote the adoption of renewable energy across residential, commercial, and industrial sectors, and support the production of sustainable biofuels, all while expanding its global presence and contributing to the transition to a cleaner, more sustainable energy future."

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized severally to do all such acts, deeds, matters and things and give such directions as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Executive Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	89	44590753	89	44590753	0	0	0	0
E-voting at EOGM	10	12292	9	12092	1	200	0	0
Total	99	44603045	98	44602845	1	200	0	0

This resolution is passed as a Special resolution.

2. ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY.

"RESOLVED THAT pursuant to the provisions of Section 5, 8 and 14 of the Companies Act, 2013 read with the rules there under and all other applicable provisions, if any, of the Act, (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), or any other applicable laws for the time being in force and subject to the necessary approvals, permissions, consents and sanctions, if required, of concerned statutory, regulatory and other appropriate authorities, if any, the consent of the



members of the Company be and is hereby accorded for alteration of the Article by inserting a new clause with the heading "Further issue of capital" after clause 88 to the Articles of Association of the company.

RESOLVED FURTHER THAT the below mentioned new clause shall be inserted following clause 88 to the Articles of Association of the company:

"89. Further issue of capital

- i. Where at any time Company having Share Capital proposes to increase its subscribed capital by the issue of further Shares, such shares shall be offered:
 - a) to persons who, at the date of the offer, are holders of equity shares of the company in proportion, as nearly as circumstances admit, to the paid-up share capital on those shares by sending a letter of offer subject to the conditions specified in the relevant provisions of Section 62 of the Act.
 - b) to employees under a scheme of employees' stock option, subject to special resolution passed by company and subject to such other conditions as may be prescribed under the relevant rules of Section 62.
 - c) to any persons, if it is authorized by a special resolution, whether or not those persons include the persons referred to in clause (a) or clause (b), either for cash or for a consideration other than cash, subject to compliance with section 42 and 62 of the Act and rules framed thereunder.
- ii. The notice shall be dispatched through registered post or speed post or through electronic mode to all the existing shareholders at least three days before the opening of the issue.
- iii. Nothing in this Article shall apply to the increase of the subscribed capital of company caused by the exercise of an option as a term attached to the debentures issued or loan raised by the company to convert such debentures or loans into shares in the company:

Provided that the terms of issue of such debentures or loan containing such an option have been approved, before the issue of such debentures or the raising of loan, by a special resolution passed by the company in general meeting.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto, and to deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	89	44590753	89	44590753	0	0	0	0
E-voting at EOGM	10	12292	9	12092	1	200	0	0
Total	99	44603045	98	44602845	1	200	0	0

This resolution is passed as a Special resolution.

3. PREFERENTIAL ALLOTMENT OF UPTO 7,00,33,000 (SEVEN CRORE THIRTY-THREE THOUSAND ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO "NON-PROMOTER, PUBLIC CATEGORY".

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under including any statutory modification(s) thereto or re-enactment thereof for the time being in force, enabling provisions in Memorandum and Articles of Association of the Company, provisions of the listing agreement executed with the Stock Exchanges, where the shares of the Company are listed



("Stock Exchange"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Reserve Bank of India ("RBI"), Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, RBI, Stock Exchange, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions 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 has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, in one or more tranches, up to 7,00,33,000 (Seven Crore and Thirty Three Thousand Only) Fully Convertible Warrants ("Warrants"), to strategic investors classified under "Non-Promoter, Public Category", at an issue price of Rs. 54.80/- (Rupees Fifty-Four and Eighty Paise Only)) per warrant higher than the floor price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, payable in cash for aggregating amount of up to Rs. 383,78,08,400/- (Rupees Three Eighty-Three Crores and Seventy-Eights Lakhs and Eight Thousand and Four Hundred Only), on such further terms and conditions as detailed herein below, to the below mentioned person ("Proposed Allottee"):

S. No.	Name of Proposed Allottees	Warrants Quantity
A.	FII/ FPI/ Institutional Investors	
1	Minerva Ventures Fund	1,00,00,000
2	Zeal Global Opportunities Fund	1,25,00,000
3	MGO High Conviction Fund Incorporated VCC Sub-Fund	1,00,00,000
4	Bridge India Fund	1,25,00,000
5	Nautilus Private Capital Ltd (Previously Known as Trade Delta Ltd)	1,00,00,000
	Total (A)	5,50,00,000
B.	Other Non-Individual Investors	
1	Zillow Real Estate LLP	8,00,000
2	Virat Services LLP	8,00,000
3	Kalpsagar Private Limited	19,00,000
4	Avaas Infratech	10,00,000
	Total (B)	45,00,000
C.	Individual Strategic Investors	
1	Lata Sharma	28,00,000
2	Satya Prakash Bagla	2,50,000
3	Zarana Tushar Sarda	1,00,000
4	Rupaal Singh	2,50,000
5	Marisha Vijay Chothani	4,00,000
6	Pooja Jain	28,00,000
7	Vipul Sharma	13,000
8	Saurav Raidani	2,00,000
9	Kiritkumar Natvarlal Gathani	1,00,000
10	Umesh Kumar Sharma	2,00,000
11	Prashant Roongta	20,000
12	Neha Subhash Hajare	20,00,000
13	Vikas Kataria	4,00,000
14	Sayali Thakare	10,00,000
	Total (C)	1,05,33,000
	GRAND TOTAL(A+B+C)	7,00,33,000



RESOLVED FURTHER THAT the 'Relevant Date', as per the provisions of Chapter V of the SEBI ICDR Regulations for the purpose of determining the minimum issue / exercise price of Warrants / Equity Shares to be allotted on conversion of Warrants, shall be Wednesday, January 22, 2025 (i.e. being the date, which is 30 days prior to the date of passing of this resolution being the date of Extra-Ordinary General Meeting i.e. Friday, February 21, 2025).

RESOLVED FURTHER THAT Warrants shall be convertible into equivalent number of fully paid-up equity shares of face value of Re. 1/- (Rupee One Only) each ("Equity Shares") at the option of Proposed Allottees, in one or more tranches, within 18 (eighteen) months from the date of allotment of such Warrants, on such further terms and conditions as may be finalized by the Board.

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted upon conversion of Warrants shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Re. 1/- (Rupee One Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT issue of Warrants and Equity Shares to be allotted on exercise of Warrants shall be subject to the following terms and conditions:

- a) Each Warrant held by Proposed Allottees shall entitle them to apply for and obtain allotment of one Equity Share at any time after the date of allotment but on or before the expiry of 18 months from the date of allotment of Warrants ("Warrant Exercise Period").
- b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
- c) The pre-preferential shareholding, if any, of Proposed Allottees along with Warrants, being allotted and Equity Shares proposed to be allotted to Proposed Allottees pursuant to the conversion of Warrants, shall be under lock-in for such period as may be prescribed under Chapter V of ICDR Regulations.
- d) Warrants being allotted to Proposed Allottees shall not be sold, transferred, hypothecated or encumbered in any manner during the lock-in period provided under Chapter V of ICDR Regulations except to the extent and in the manner permitted there under.
- e) Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 days from the date of passing a Special Resolution by the members, provided that where the issue and allotment of said warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and/or Regulatory Authorities etc.
- f) Warrants and Equity Shares to be issued and allotted by the Company upon exercise of Warrants shall, in each case, be in dematerialized form.
- g) The consideration for allotment of Warrants and /or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee(s).
- h) Upon exercise of the option to convert the convertible Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to exercise of the convertible Warrants is completed within 15 days from the date of such exercise by the allottee of such warrants.



- i) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period of 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- j) 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 Stock Exchanges in accordance with the Listing Regulations and all other applicable laws, rules and regulations.
- k) The Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants. However, warrants holders shall be entitled to any corporate action such as issuance of bonus shares, right issue, split or consolidation of shares etc. announced by the Company between the date of warrants allotment and their conversion into Equity Shares.

RESOLVED FURTHER THAT subject to any applicable statutory approval(s) or permission(s), if required, the aforesaid approval accorded by the members of the Company, shall not become infructuous in its entirety for the mere reason that if any of the above Proposed Allottee(s) is/are held either ineligible or disqualified or otherwise failed to comply with any of the statutory requirement including the terms of this approval by members; and the Board/Committee(s) of the Board may, in the best interest of the Company, give effect to this resolution after eliminating the name(s) of such Proposed Allottee(s).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or any Committee constituted by the Board for this purpose and/or Executive Director and/or KMP of the Company be and are hereby authorized severally on behalf of the Company to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation to make application to Stock Exchange(s) for obtaining of in-principle approval, listing of shares/warrants, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) or such other authorities as may be necessary for the purpose and/or including opening of one or more bank accounts in the name of the Company for this purpose, signing and execution of various deeds, documents and agreements and also to modify, accept and give effect to any modifications therein and the terms and conditions of the proposed issue, offer and allotment of the said Warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the Board of Directors/Committee(s) of the Board and/or Executive Director and/or KMP of the Company be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors/Committee(s) of the Board be and is hereby authorized severally to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any Executive Director or any other Key Managerial Personnel or any other officer(s) of the Company."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	89	44590753	89	44590753	0	0	0	0
E-voting at EOGM	10	12292	9	12092	1	200	0	0
Total	99	44603045	98	44602845	1	200	0	0

This resolution is passed as a Special resolution.



4. INCREASE IN THE TOTAL SHAREHOLDING LIMITS FOR ALL FOREIGN INSTITUTIONAL INVESTORS ('FILS') INCLUDING THEIR SUB-ACCOUNTS UPTO 49% OF THE PAID-UP VOTING EQUITY CAPITAL OF THE COMPANY.

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, Foreign Exchange Management Act, 1999 ('FEMA'), as applicable, including the regulations, guidelines and circulars issued thereunder, and all other applicable rules, regulations, guidelines, circulars, policies and laws, as applicable (including any modifications or re-enactment(s) thereof, from time to time) and subject to all applicable approval(s), permission(s), sanction(s), consent(s) and intimation(s), as may be required, and subject to such condition(s) as may be prescribed by the Reserve Bank of India ('RBI') or any other the relevant authorities, while granting such approval(s), permission(s), sanction(s) and consent(s), as may be required, the consent of the Members of the Company be and is hereby accorded to permit Foreign Institutional Investors ("FIIs"), as defined under the relevant regulations by the Securities and Exchange Board of India, including their subaccounts, to acquire and hold Equity Shares of the Company, by purchase or acquisition through primary or secondary market route, and under the 'portfolio Investment scheme' under FEMA or otherwise, upto an aggregate limit of 49% of the paid-up voting equity capital of the Company or such other limit as may be permissible under applicable laws, regulations or guidelines as at the relevant date(s) as recorded by the Board of Directors of the Company from time to time, provided however that the shareholding of each FII, on its own account and on behalf of each of their sub-accounts in the Company shall not exceed such limits as are or as may be prescribed, from time to time, under applicable laws, rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors/Committee(s) of the Board and/or Executive Director and/or KMP of the Company be and is hereby authorized to take all such steps and actions, including determination of the permissible limit of aggregate holding of FIIs and their sub account in the Company, and give such directions and delegate such authorities, as it may in its absolute discretion, deem appropriate including settling any question that may arise in this regard and/or delegate any of their powers to such person, committee, etc. as may be authorized by the Board."

Mode	Members Voted	Total Shares	Favour		Against		Invalid	
			Members	Votes	Members	Votes	Members	Votes
Electronic	89	44590753	86	44590613	3	140	0	0
E-voting at EOGM	10	12292	9	12092	1	200	0	0
Total	99	44603045	95	44602705	4	340	0	0

This resolution is passed as a Special resolution.

[Resolution No. 3 as amended vide their Corrigendum Letter dated 17th February, 2025.]

Thanking You,

Yours faithfully,



Ranjit Binod Kejriwal
 Practicing Company Secretary
 Membership No. 6116
 CP No. 5985
 Place: Surat
 Date: 22/02/2025
 UDIN: F006116F003986466

