

**NOTICE OF THE 28TH ANNUAL GENERAL MEETING**

Notice is hereby given that the **28th Annual General Meeting ("AGM")** of the members of **CHEMTECH INDUSTRIAL VALVES LIMITED** will be held on Wednesday, 11th September, 2024 at 01.00 P.M through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:**Item No. 1**

To receive, consider and adopt the Audited Financial Statements and the Reports of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2024.

Item No. 2:

To appoint a Director in place of Mr. Puneet Pradeep Badkur (DIN: 07803209) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:**Item No.3:**

Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

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RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V (A) thereof by the following new Clause V (A) as under:

"V (A). The Authorized Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each with the rights, privilege and conditions attaching thereto as are provided by the regulations of the company for the time being, with power to increase and reduce the capital of the company, and to divide the shares in the capital for time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be dependent by or in accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the company."

RESOLVED FURTHER THAT Mr. Harsh Pradeep Badkur, Managing Director of the Company, Mr. Puneet Pradeep Badkur, CFO and Whole-Time Director of the Company or Ms. Prachi Kothari, Company Secretary of the Company be and is hereby severally authorized to do all such act (s), deed(s) and things including all forms, documents filing with Ministry of Corporate Affairs/ Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution."

Item No.4:

Issue of 23,00,000 Equity Shares and 7,50,000 Convertible Warrants on Preferential basis

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

"RESOLVED THAT pursuant to provisions of Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI (ICDR) Regulations, 2018"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("**Takeover Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI (LODR) Regulations, 2015**") and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued

Registered Office : 503, Sunrise Business Park, Plot No. B-68, Road No. 16, Near Kisan Nagar-2, Wagle Industrial Estate, Thane (W), (Mumbai) 400 604.
CIN No : L29299MH1997PLC105108 Tel. : 022 69753500 Email : marketing@chemtechvalves.com Website : www.chemtechvalves.com
Works : Plot No.37, Kondala Road, Opp. Essel Propack, Near Multi Steel, Post. Vadavali, Tal. Wada, Dist. Palghar-421312. Tel.: +91 9223300521
Registered Small Enterprise vide Udyam Registration No : UDYAM-MH-33-0007934 GSTIN : 27AAACC5866H1Z1



thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs, the respective stock exchange where the equity shares of the Company are listed ("**Stock Exchange**"), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "**the Board**" which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, consent of the Members be and is hereby accorded, to authorize, create, issue, offer and allot by way of Preferential Allotment, up to **23,00,000 (Twenty Three Lacs Only)** Equity Shares of Face Value of **Rs. 10/- (Rupees Ten Only)** each at a premium of **Rs. 190/- (Rupees One Hundred and Ninety Only)** each aggregating to **Rs. 46,00,00,000/- (Rupees Forty Six Crores Only)** to Strategic Investors (Non-Promoters) and **7,50,000 (Seven Lacs Fifty Thousand Only)** Convertible Warrants of Face Value of **Rs. 10/- (Rupees Ten Only)** each at a premium of **Rs. 190/- (Rupees One Hundred and Ninety Only)** each aggregating to **Rs. 15,00,00,000/- (Rupees Fifteen Crores Only)** to Promoter/ Promoter Group and Strategic Investors (Non-Promoters), on preferential allotment basis in compliance with Chapter V of SEBI (ICDR) Regulations, 2018 and subsequent amendments thereto & on such terms and conditions and in such manner as the Board may in its absolute discretion deem fit, to the following persons/entities as mentioned below:

SR. NO.	NAME OF THE PROPOSED ALLOTTEES	CATEGORY (PROMOTER/ NON-PROMOTER)	NO. OF EQUITY SHARES PROPOSED TO BE ALLOTTED	NO. OF CONVERTIBLE WARRANTS PROPOSED TO BE ALLOTTED	NAME OF THE ULTIMATE BENEFICIAL OWNER
1	HARSH PRADEEP BADKUR	PROMOTER GROUP	-	2,50,000	HARSH PRADEEP BADKUR

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2	PUNEET PRADEEP BADKUR	PROMOTE R GROUP	-	2,50,000	PUNEET PRADEEP BADKUR
3	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED	NON- PROMOTE R	-	2,50,000	RAJESH SHARMA
4	DEVANSH TRADEMART LLP	NON- PROMOTE R	2,50,000	-	1. VIVEK KUMAR JAIN 2.DEVANSH JAIN 3. NANDITA JAIN
5	VAGHJIBHAI GAGALDAS SHAH	NON- PROMOTE R	1,75,000	-	VAGHJIBHAI GAGALDAS SHAH
6	JAGDISIIKUMAR MADANLAL GUPTA	NON- PROMOTE R	1,60,000	-	JAGDISHKUMAR MADANLAL GUPTA
7	SHRADHA MANISH MEHTA	NON- PROMOTE R	1,00,000	-	SHRADHA MANISH MEHTA
8	RADHIKA SONI	NON- PROMOTE R	1,00,000	-	RADHIKA SONI
9	SEEMA DILIP VORA	NON- PROMOTE R	1,00,000	-	SEEMA DILIP VORA
10	TAURUS MIDCAP SCHEME	NON- PROMOTE R	75,000	-	N.A. SINCE IT'S A MUTUAL FUND
11	TAURUS INFRASTRUCTU RE FUND	NON- PROMOTE R	25,000	-	N.A. SINCE IT'S A MUTUAL FUND
12	MADHUSUDAN LOYA	NON- PROMOTE R	75,000	-	MADHUSUDAN LOYA
13	SHUBH AGARWAL	NON- PROMOTE R	75,000	-	SHUBH AGARWAL

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14	ANUJA LOYA	NON-PROMOTE R	75,000	-	ANUJA LOYA
15	SHEELA NILESH SHAH	NON-PROMOTE R	65,000	-	SHEELA NILESH SHAH
16	SHRADHA DUGAR	NON-PROMOTE R	50,000	-	SHRADHA DUGAR
17	NARESH SARAAF	NON-PROMOTE R	50,000	-	NARESH SARAAF
18	GAURAVH ARORA	NON-PROMOTE R	50,000	-	GAURAVH ARORA
19	LOKESH KHANDELWAL	NON-PROMOTE R	50,000	-	LOKESH KHANDELWAL
20	PRANAY AMIT SHAH	NON-PROMOTE R	50,000	-	PRANAY AMIT SHAH
21	SHIV SEHGAL	NON-PROMOTE R	50,000	-	SHIV SEHGAL
22	GRETAX SHARE BROKING LIMITED	NON-PROMOTE R	50,000	-	ARVIND HARLALKA
23	NAKSHATRA STRESSED ASSETS FUND SCHEME I	NON-PROMOTE R	50,000	-	N.A. SINCE IT'S A MUTUAL FUND
24	SHAILJA SANDEEP JINDAL	NON-PROMOTE R	50,000	-	SHAILJA SANDEEP JINDAL
25	VASANJI V NAGDA	NON-PROMOTE R	40,000	-	VASANJI V NAGDA

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26	YASH INVESTMENTS	NON-PROMOTE R	37,500	-	1. PRATIK NAGIN SOLANKI 2. MEERA PRATIK SOLANKI
27	MAYANK GOYAL HUF	NON-PROMOTE R	35,000	-	MAYANK GOYAL (KARTA)
28	RAJESH DEVJI KARANI HUF	NON-PROMOTE R	27,000	-	RAJESH DEVJI KARANI (KARTA)
29	KIRIT RAVJI NAGDA	NON-PROMOTE R	25,000	-	KIRIT RAVJI NAGDA
30	JYOTI MUKESH SHAH	NON-PROMOTE R	25,000	-	JYOTI MUKESH SHAI
31	APARNA HIRAV PATEL	NON-PROMOTE R	25,000	-	APARNA HIRAV PATEL
32	FALGUNI AMIT CHHEDA	NON-PROMOTE R	25,000	-	FALGUNI AMIT CHHEDA
33	MAYA MULESH SALVA	NON-PROMOTE R	25,000	-	MAYA MULESH SALVA
34	GAUTAM SHROFF	NON-PROMOTE R	25,000	-	GAUTAM SHROFF
35	PRIMUS TEQ POWER PRIVATE LIMITED	NON-PROMOTE R	25,000	-	MANOJ KUMAR GARG
36	ALPA DHAKAN	NON-PROMOTE R	25,000	-	ALPA DHAKAN
37	PRIYESH NAYAN PATEL	NON-PROMOTE	25,000	-	PRIYESH NAYAN PATEL

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38	ROZAD TECH (INDIA) PRIVATE LIMITED	NON- PROMOTE R	25,000	-	DHARMESH SHAH
39	VIKAS RAMESH SHAH	NON- PROMOTE R	25,000	-	VIKAS RAMESH SHAH
40	SHAILESH DHAMANKAR	NON- PROMOTE R	25,000	-	SHAILESH DHAMANKAR
41	DHARA RAMESH GANDHI	NON- PROMOTE R	25,000	-	DHARA RAMESH GANDHI
42	HARMONY FAMILY TRUST	NON- PROMOTE R	25,000	-	KARTEKEYAM YADAM
43	HANSRAJ GOYAL	NON- PROMOTE R	23,000	-	HANSRAJ GOYAL
44	BHARTI DINESH CHANDRA	NON- PROMOTE R	12,500	-	BHARTI DINESH CHANDRA
45	SACHIN SANJAY MISHRA	NON- PROMOTE R	12,500	-	SACHIN SANJAY MISHRA
46	KUSHAL KANHEYALAL SHARMA	NON- PROMOTE R	12,500	-	KUSHAL KANHEYALAL SHARMA
47	NIRALI NILESHKUMAR SHAH	NON- PROMOTE R	12,500	-	NIRALI NILESHKUMAR SHAH
48	MEGHNA H MEHTA	NON- PROMOTE R	12,500	-	MEGHNA H MEHTA
	TOTAL		23,00,000	7,50,000	

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RESOLVED FURTHER THAT:

- i. The Relevant Date for the purpose of pricing of issue of Equity Shares and Convertible Warrants in accordance with the Regulation 161 of SEBI (ICDR) Regulations, 2018 (as amended) be fixed as **12th August, 2024** to consider the proposed preferential issue of Equity Shares and the conversion price for the conversion of warrants into Equity Shares is the said Relevant date i.e. **12th August, 2024** as per SEBI (ICDR) Regulations, 2018.
- ii. The Equity Shares and Convertible warrants as may be offered, issued, and allotted in accordance with the terms of this resolution, shall be in dematerialised form only.
- iii. The Equity Shares to be allotted and the Equity Shares to be allotted on exercise of the Warrants shall rank pari-passu in all respects with the existing Equity Shares of the Company, including dividend.
- iv. Subject to the SEBI (ICDR) Regulations, 2018 and other applicable laws, the Board be and is hereby authorized to decide and approve the other terms and conditions of the issue of Equity Shares and Convertible warrants, and also shall be entitled to vary, modify or alter any of the terms and conditions, including the issue price on a higher side than mentioned above, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting.

RESOLVED FURTHER THAT the Equity Shares and the Convertible Warrants issued and allotted shall be locked in for such periods as prescribed in Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT each of the aforesaid warrants be converted at the option of the holder at any time within 18 months from the date of allotment into one fully paid-up Equity Share of Rs. 10/- (Rupees Ten Only) each at the price determined in accordance with prevailing SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018 and a sum equivalent to 25% of the total consideration per warrant be received on the date of allotment of the said warrants and the balance 75% of the total consideration per warrant be received at the time of allotment of Equity Shares pursuant to exercise of option against each such warrant by the warrant holder.

RESOLVED FURTHER THAT in the event of the Company making a bonus issue of shares or making rights issue of shares / convertible debentures or any other securities in whatever proportion prior to the exercise of the rights attached to the warrants, the entitlement of the holders shall stand augmented in the same proportion in which the equity share capital of the company increases as a consequence of such bonus/rights issues and that the exercise price of the warrant be adjusted accordingly, subject to such approvals as may be required.

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RESOLVED FURTHER THAT the Equity Shares and Convertible Warrants to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Reserve Bank of India (RBI) / Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient and to settle any question, difficulties or doubts that may arise in this regard including but not limited to the offering, issue and allotment of Equity Shares and Convertible Warrants of the Company as it may in its absolute discretion deem fit and proper.

RESOLVED FURTHER THAT Mr. Harsh Pradeep Badkur, Managing Director of the Company, Mr. Puneet Badkur, CFO and Whole-Time Director of the Company or Ms. Prachi Kothari, Company Secretary of the Company be and is hereby severally authorized to do all such act (s), deed(s) and things including all forms, documents, filing with Registrar of Companies, Stock Exchange, Depositories or any other agency as may be necessary and incidental to give effect to the aforesaid Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the Company to give effect to this resolution including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this connection."

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REGISTERED OFFICE:

503, Sunrise Business Park, Plot No. B-68,
Road No-16 Near Kisan Nagar-2, Wagle
Industrial Estate, Thane- 400604

Place: Thane

Date: 14th August, 2024

FOR AND ON BEHALF OF THE BOARD OF DIRECTOR

Sd/-

Puneet Pradeep Badkur Harsh Pradeep Badkur
Whole Time Director & Chairman & Managing
CFO Director
DIN: 07803209 DIN: 00676715



NOTES:

1. Ministry of Corporate Affairs vide various circulars issued since May 2020 including the General Circular No.02/2022 issued on 05th May, 2022 and Circular No. 09/2023 dated 25th September, 2023 has permitted Companies to hold AGMs through Video Conferencing (VC) / Other Audio Visual Means (OAVM) by 30th September 2024. SEBI has also in line with the aforesaid circulars issued by MCA, granted relaxations to listed entities vide its Circular dated 06th October 2023. In view of the same, the 28th AGM of the Company will be conducted through VC / OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM only. The Registered Office of the Company shall be deemed to be the venue of the AGM.
2. In compliance with applicable provisions of the Companies Act, 2013 (the Act) read with aforesaid MCA circulars, the Annual General Meeting of the Company being conducted through Video Conferencing (VC) herein after called as "e-AGM".
3. The Company has appointed National Securities Depositories Limited NSDL to provide VC facility for the e-AGM and the attendant enablers for conducting of the e-AGM.

4. APPOINTMENT OF PROXY:

Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM 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 AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. APPOINTMENT OF AUTHORIZED REPRESENTATIVE:

Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer, C.S Shriram Imartey, S.P. Imartey And Associates, at spimarteyandassociates@gmail.com with a copy marked to ivote@bigshareonline.com and Company Secretary at e-mail address investors@chemtechvalves.com; and the same should reach atleast 48 hours before the commencement of the meeting.

6. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations,

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power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Registrar in case the shares are held by them in physical form.

7. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2023-2024 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-2024 are also available on the website <http://www.chemtechvalves.com>
8. Pursuant to the provisions of the said circulars of MCA on the VC/OVAM(e-AGM):
 - a) Members can attend the meeting by login to the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required.
 - b) Appointment of proxy to attend and cast vote on behalf of the member is not available.
 - c) Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes.
9. The Members can join the e-AGM 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
10. Up to 1000 Members will be able to join on a First In First Out ("FIFO") basis the e-AGM of the Company. No restrictions on account of FIFO entry into e-AGM in respect of 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 Auditors etc.
11. The attendance of the Members (members logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
12. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is enclosed.
13. All documents referred to in the Notice and the Explanatory Statement and the Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013 shall be available for inspection in electronic mode. Members seeking to inspect such documents can send an email to the Company Secretary in advance.

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14. SCRUTINIZER:

The Board of Directors has appointed S.P. Imartey and Associates, Mumbai (C.P. No. 4545), as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and send the same to the Chairman or a person authorized by him in writing who shall countersign the same.

15. The results shall be declared forthwith by the Chairman or a person authorized by the Board and the Resolutions will be deemed to be passed on the AGM date subject to the requisite number of votes in favour of the Resolution(s).

16. The Results declared along with the Scrutinizer's Report shall be placed on the website at <http://www.chemtechvalves.com> within 48 hours from the declaration of results of voting and shall also displayed on the Notice Board at the Registered Office of the Company.

17. Since the AGM will be held through VC / OAVM, the route map is not annexed in this Notice.

18. NORMS FOR FURNISHING OF PAN, KYC, BANK DETAILS & NOMINATION:

Please take note of the SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021, and clarification vide Circular No. SEBI/HO/MIRSD/MIRSD-RTAMB/P/CIR/2021/687 dated December 14, 2021 issued by SEBI, which states that "From January 1, 2022, the RTAs shall not process any service requests or complaints received from the holder(s) / claimant(s), till PAN of all the holders, Address with Pin code, Email id, Mobile Number, Bank details of the first holder, Signature and Nomination documents/details are received". You are therefore requested to submit relevant Forms for registering/changing KYC details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14. If you are holding shares in Demat form you are requested to get your KYC details updated with your Depository Participant.

19. REMOTE E-VOTING:

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 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 through e-Voting agency namely National Securities Depositories Limited (NSDL).

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20. VOTING AT THE E-AGM:

Members who could not vote through remote e-voting may avail the e-voting system provided at the e-AGM by National Securities Depositories Limited (NSDL).

REGISTERED OFFICE:	FOR AND ON BEHALF OF THE BOARD OF DIRECTOR	
503, Sunrise Business Park, Plot No. B-68, Road No-16 Near Kisan Nagar-2, Wagle Industrial Estate, Thane- 400604		
	Sd/-	Sd/-
	Puneet Pradeep Badkur	Harsh Pradeep Badkur
Place: Thane	Whole Time Director & CFO	Chairman & Managing Director
Date: 14 th August, 2024	DIN: 07803209	DIN: 00676715

Registered Office : 503, Sunrise Business Park, Plot No. B-68, Road No. 16, Near Kisan Nagar-2, Wagle Industrial Estate, Thane (W), (Mumbai) 400 604.
CIN No : L29299MH1997PLC105108 Tel. : 022 69753500 Email : marketing@chemtechvalves.com Website : www.chemtechvalves.com
Works : Plot No.37, Kondala Road, Opp. Essel Propack, Near Multi Steel, Post. Vadavali, Tal. Wada, Dist. Palghar-421312. Tel.: +91 9223300521
Registered Small Enterprise vide Udyam Registration No : UDYAM-MH-33-0007934 GSTIN : 27AAACC5866H1Z1

NSDL E-Voting System

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

The remote e-voting period begins on Sunday 08th September, 2024 at 10:00 A.M. and ends on Tuesday, 10 September, 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. Wednesday, 04th September, 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 Wednesday, 04th September, 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.	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

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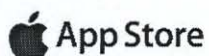
during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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>

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.

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



Individual Shareholders holding securities in demat mode with CDSL

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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

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 & 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.

3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

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 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 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.

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.

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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 022 - 4886 7000 and 022 - 2499 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 helpdesk.evoting@cdslindia.com 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:

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.

6. 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.

7. 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.

8. 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.



9. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
10. Now, you will have to click on "Login" button.
11. 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 shriramimartey@gmail.com with a copy marked to evoting@nsdl.co.in. 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 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: 022-4886-7000 or send a request to Ms. Rimpa Bag at evoting@nsdl.co.in.

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 investors@chemtechvalves.com.
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 investors@chemtechvalves.com. 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 AGM ARE AS UNDER:-

Registered Office : 503, Sunrise Business Park, Plot No. B-68, Road No. 16, Near Kisan Nagar-2, Wagle Industrial Estate, Thane (W), (Mumbai) 400 604.
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Works : Plot No.37, Kondala Road, Opp. Essel Propack, Near Multi Steel, Post. Vadavali, Tal. Wada, Dist. Palghar-421312. Tel.: +91 9223300521
Registered Small Enterprise vide Udyam Registration No : UDYAM-MH-33-0007934 GSTIN : 27AAACC5866H1ZI

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

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

1. Member will be provided with a facility to attend the 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" 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.
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 investors@chemtechvalves.com. The same will be replied by the company suitably



REGISTERED OFFICE:

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Road No-16 Near Kisan Nagar-2, Wagle
Industrial Estate, Thane- 400604

**FOR AND ON BEHALF OF THE BOARD OF
DIRECTOR**



Sd/-

Puneet Pradeep Badkur
Whole Time Director
CFO
DIN: 07803209

Sd/-

Harsh Pradeep Badkur
&Chairman & Managing
Director
DIN: 00676715

Place: Thane

Date: 14th August, 2024

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
("THE ACT")**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No.3:

Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company

The Current Authorized Capital of the Company is Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) and the Paid-up Share Capital of the Company is Rs. 14,63,73,330/- (Rupees Fourteen Crores Sixty Three Lakhs Seventy Three Thousand Three Hundred and Thirty Only). To meet the long-term working capital needs of the Company it is proposed by the Board to induce additional funds by way of increase in the Share Capital. Your Board at its meeting held on 14th August, 2024 subject to the approval of the shareholders, and receipt of such other statutory/regulatory approvals, as may be required, has proposed to increase the Authorized Share Capital of the Company from Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The proposed increase of Authorized Share Capital of the Company requires approval of the Members at a General Meeting. Consequent upon the increase in Authorized Share Capital of the Company, Clause V (A) of the Memorandum of Association of the Company will require alteration so as to reflect the increase in the Authorized Share Capital. A copy of the Memorandum of Association of the Company along with the proposed amendments is available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch/ email of the AGM Notice till 11th September, 2024.

None of the Director(s), Key Managerial Personnel and their relatives is, in any way, concerned or interested, financially or otherwise, in the above referred resolutions except to the extent of their shareholding.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 3 of this Notice for the approval of the Members by way of passing a Special Resolution.

Item No. 4:

Issue of 23,00,000 Equity Shares and 7,50,000 Convertible Warrants on Preferential basis

The Board of the Directors of the Company at its meeting held on 14th August, 2024 has given their consent subject to approval of Members by way of Special Resolution to issue 23,00,000 Equity Shares of the Company to Strategic Investors (Non-Promoters) and 7,50,000 Convertible Warrants of the Company to Promoter/ Promoter Group and Strategic Investors (Non-Promoters) on Preferential Allotment basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder ("Act"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution.

Accordingly, consent of the members is being sought in terms of Section 42 & 62 of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

1. List of Allottees for Preferential Allotment of Equity Shares and Convertible Warrants:

Sr. No.	NAME OF THE PROPOSED ALLOTTEES	CATEGORY (PROMOTER/ NON-PROMOTER)	NO. OF EQUITY SHARES PROPOSED TO BE ALLOTTED	NO. OF CONVERTIBLE WARRANTS PROPOSED TO BE ALLOTTED	NAME OF THE ULTIMATE BENEFICIAL OWNER
1	HARSH PRADEEP BADKUR	PROMOTER GROUP	-	2,50,000	HARSH PRADEEP BADKUR
2	PUNEET PRADEEP BADKUR	PROMOTER GROUP	-	2,50,000	PUNEET PRADEEP BADKUR

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3	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED	NON-PROMOTE R	-	2,50,000	RAJESH SHARMA
4	DEVANSH TRADEMART LLP	NON-PROMOTE R	2,50,000	-	1. VIVEK KUMAR JAIN 2.DEVANSH JAIN 3. NANDITA JAIN
5	VAGHJIBHAI GAGALDAS SHAH	NON-PROMOTE R	1,75,000	-	VAGHJIBHAI GAGALDAS SHAH
6	JAGDISHKUMAR MADANLAL GUPTA	NON-PROMOTE R	1,60,000	-	JAGDISHKUMAR MADANLAL GUPTA
7	SHRADHA MANISH MEHTA	NON-PROMOTE R	1,00,000	-	SHRADHA MANISH MEHTA
8	RADHIKA SONI	NON-PROMOTE R	1,00,000	-	RADHIKA SONI
9	SEEMA DILIP VORA	NON-PROMOTE R	1,00,000	-	SEEMA DILIP VORA
10	TAURUS MIDCAP SCHEME	NON-PROMOTE R	75,000	-	N.A. SINCE IT'S A MUTUAL FUND
11	TAURUS INFRASTRUCTURE FUND	NON-PROMOTE R	25,000	-	N.A. SINCE IT'S A MUTUAL FUND
12	MADHUSUDAN LOYA	NON-PROMOTE R	75,000	-	MADHUSUDAN LOYA
13	SHUBH AGARWAL	NON-PROMOTE R	75,000	-	SHUBH AGARWAL
14	ANUJA LOYA	NON-PROMOTE R	75,000	-	ANUJA LOYA
15	SHEELA NILESH SHAH	NON-PROMOTE R	65,000	-	SHEELA NILESH SHAH

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16	SHRADHA DUGAR	NON-PROMOTE R	50,000	-	SHRADHA DUGAR
17	NARESH SARAAF	NON-PROMOTE R	50,000	-	NARESH SARAAF
18	GAURAVH ARORA	NON-PROMOTE R	50,000	-	GAURAVH ARORA
19	LOKESH KHANDELWAL	NON-PROMOTE R	50,000	-	LOKESH KHANDELWAL
20	PRANAY AMIT SHAH	NON-PROMOTE R	50,000	-	PRANAY AMIT SHAH
21	SHIV SEHGAL	NON-PROMOTE R	50,000	-	SHIV SEHGAL
22	GRETAX SHARE BROKING LIMITED	NON-PROMOTE R	50,000	-	ARVIND HARLALKA
23	NAKSHATRA STRESSED ASSETS FUND SCHEME I	NON-PROMOTE R	50,000	-	N.A. SINCE IT'S A MUTUAL FUND
24	SHAILJA SANDEEP JINDAL	NON-PROMOTE R	50,000	-	SHAILJA SANDEEP JINDAL
25	VASANJI V NAGDA	NON-PROMOTE R	40,000	-	VASANJI V NAGDA
26	YASH INVESTMENTS	NON-PROMOTE R	37,500	-	1. PRATIK NAGIN SOLANKI 2. MEERA PRATIK SOLANKI
27	MAYANK GOYAL HUF	NON-PROMOTE R	35,000	-	MAYANK GOYAL (KARTA)

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28	RAJESH DEVJI KARANI HUF	NON- PROMOTE R	27,000	-	RAJESH DEVJI KARANI (KARTA)
29	KIRIT RAVJI NAGDA	NON- PROMOTE R	25,000	-	KIRIT RAVJI NAGDA
30	JYOTI MUKESH SHAH	NON- PROMOTE R	25,000	-	JYOTI MUKESH SHAH
31	APARNA HIRAV PATEL	NON- PROMOTE R	25,000	-	APARNA HIRAV PATEL
32	FALGUNI AMIT CHHEDA	NON- PROMOTE R	25,000	-	FALGUNI AMIT CHHEDA
33	MAYA MULESH SALVA	NON- PROMOTE R	25,000	-	MAYA MULESH SALVA
34	GAUTAM SHROFF	NON- PROMOTE R	25,000	-	GAUTAM SHROFF
35	PRIMUS TEQ POWER PRIVATE LIMITED	NON- PROMOTE R	25,000	-	MANOJ KUMAR GARG
36	ALPA DHAKAN	NON- PROMOTE R	25,000	-	ALPA DHAKAN
37	PRIYESH NAYAN PATEL	NON- PROMOTE R	25,000	-	PRIYESH NAYAN PATEL
30	ROZAD TECH (INDIA) PRIVATE LIMITED	NON- PROMOTE R	25,000	-	DHARMESH SHAH
39	VIKAS RAMESH SHAH	NON- PROMOTE R	25,000	-	VIKAS RAMESH SHAH

Registered Office : 503, Sunrise Business Park, Plot No. B-68, Road No. 16, Near Kisan Nagar-2, Wagle Industrial Estate, Thane (W), (Mumbai) 400 604.
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Registered Small Enterprise vide Udyam Registration No : UDYAM-MH-33-0007934 GSTIN : 27AAACC5866H1ZI



40	SHAILESH DHAMANKAR	NON-PROMOTE R	25,000	-	SHAILESH DHAMANKAR
41	DHARA RAMESH GANDHI	NON-PROMOTE R	25,000	-	DHARA RAMESH GANDHI
42	HARMONY FAMILY TRUST	NON-PROMOTE R	25,000	-	KARTEKEYAM YADAM
43	HANSRAJ GOYAL	NON-PROMOTE R	23,000	-	HANSRAJ GOYAL
44	BHARTI DINESH CHANDRA	NON-PROMOTE R	12,500	-	BHARTI DINESH CHANDRA
45	SACHIN SANJAY MISHRA	NON-PROMOTE R	12,500	-	SACHIN SANJAY MISHRA
46	KUSHAL KANHEYALAL SHARMA	NON-PROMOTE R	12,500	-	KUSHAL KANHEYALAL SHARMA
47	NIRALI NILESHKUMAR SHAH	NON-PROMOTE R	12,500	-	NIRALI NILESHKUMAR SHAH
48	MEGHNA H MEHTA	NON-PROMOTE R	12,500	-	MEGHNA H MEHTA
	TOTAL		23,00,000	7,50,000	

2. Objects of the preferential issue:

The proposed issue of 23,00,000 Equity Shares and 7,50,000 Convertible Warrants is being made for cash with the object of meeting the long term funding requirements of the Company for capital expenditure, working capital, general corporate purposes, etc. in order to support the future growth plan of the Company.

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3. Maximum number of specified securities to be issued and price of the securities:

The resolution set out in the accompanying notice authorizes the Board to issue 23,00,000 Equity Shares of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 200/- (Rupees Two Hundred Only) each (including premium of Rs. 190/- each) and 7,50,000 Convertible Warrants of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 200/- (Rupees Two Hundred Only) each (including premium of Rs. 190/- each) on preferential basis for Cash consideration.

4. Basis on which the price of the Preferential Issue has been arrived at:

A] The Equity Shares of the Company are listed on BSE Limited ("BSE") (referred to as "Stock Exchange"). The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164 (5) of Chapter V of the SEBI (ICDR) Regulations, 2018. In terms of Regulation 164 (1) of Chapter V of SEBI (ICDR) Regulations, 2018, the minimum price at which equity shares shall be issued and equity shares to be issued pursuant to conversion of warrants shall not be less than higher of the following:

(a) Rs. 161.75/- each- the 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or

(b) Rs. 199.91/- each- the 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.

Pursuant to above, the minimum issue price determined in accordance with Regulations 164 (1) read with Regulation 161 of Chapter V of the SEBI (ICDR) Regulations, 2018 is Rs. 199.91/- each.

B] Method of determination of price as per the Articles of Association of the Company - Not applicable as the Articles of Association of the Company does not provide for a method on the determination of a floor price/ minimum price of the shares issued on preferential basis.

Hence, based on the above, the Board of the Directors of the Company has decided the issue price of Equity Shares and Equity Shares to be issued on conversion of warrants on Preferential basis shall be at a price of Rs. 200/- each (Face Value Rs. 10/- each + Premium Rs. 190/- each).

5. Relevant date with reference to which the price has been arrived at:

The Relevant Date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Equity Shares and Equity Shares to be issued on conversion of warrants with reference to the proposed allotment is 12th August, 2024 being the date 30 days prior to 11th September, 2024

(i.e., the date on which the Annual General Meeting of the Company is being convened in terms of the Companies Act, 2013 to consider the proposed preferential issue).

6. The class or classes of persons to whom the allotment is proposed to be made:

The proposed preferential allotment of Equity Shares and Convertible Warrants are made to Individuals, Hindu Undivided Family (HUF), Bodies Corporate, Limited Liability Partnership (LLP), Funds, Trusts, etc. belonging to Promoter/ Promoter Group and Non Promoters category.

7. Intention of promoters, directors, key managerial personnel or senior management of the issuer to subscribe to the offer:

The promoters, directors, key managerial personnel or senior management of the Company have shown their intention to subscribe to proposed Preferential Issue (i.e. Mr. Harsh Pradeep Badkur, the Promoter Group/ Managing Director and Mr. Puneet Pradeep Badkur, the Promoter Group/ Director have shown their intention to subscribe to proposed Preferential Issue).

8. The change in control if any in the company that would occur consequent to the preferential offer;

The proposed Preferential Allotment of Equity Shares and Convertible Warrants will not result in any change in the management and control of the Company.

9. Time frame within which the preferential allotment shall be completed :

As required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares and Convertible Warrants within a period of 15 days from the date of passing of this Special Resolution by the shareholders in Annual General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchange is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

10. Shareholding pattern before and after Preferential Issue would be as follows:

Please refer **Annexure A** to this AGM Notice.

11. Consequential Changes In the Voting Rights:

Voting rights will change according to the change in the shareholding pattern mentioned above.

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

Please refer **Annexure B** to this AGM Notice.

13. The Current and Proposed status of the allottees post the preferential issue namely, promoter or non-promoter:

Sr. No.	Name of the Proposed Allottees	Current Status of the Allottees namely Promoter Or Non-Promoter	Proposed Status of the Allottees Post the Preferential Issue namely Promoter Or Non-Promoter
1	HARSH PRADEEP BADKUR	PROMOTER GROUP	PROMOTER GROUP
2	PUNEET PRADEEP BADKUR	PROMOTER GROUP	PROMOTER GROUP
3	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED	NOT APPLICABLE	NON- PROMOTER
4	DEVANSH TRADEMART LLP	NOT APPLICABLE	NON- PROMOTER
5	VAGHJIBHAI GAGALDAS SHAH	NOT APPLICABLE	NON- PROMOTER
6	JAGDISHKUMAR MADANLAL GUPTA	NOT APPLICABLE	NON- PROMOTER
7	SHRADHA MANISH MEHTA	NOT APPLICABLE	NON- PROMOTER
8	RADHIKA SONI	NOT APPLICABLE	NON- PROMOTER
9	SEEMA DILIP VORA	NOT APPLICABLE	NON- PROMOTER
10	TAURUS MIDCAP SCHEME	NOT APPLICABLE	NON- PROMOTER
11	TAURUS INFRASTRUCTURE FUND	NOT APPLICABLE	NON- PROMOTER
12	MADHUSUDAN LOYA	NOT APPLICABLE	NON- PROMOTER
13	SHUBH AGARWAL	NOT APPLICABLE	NON- PROMOTER
14	ANUJA LOYA	NOT APPLICABLE	NON- PROMOTER

15	SHEELA NILESH SHAH	NOT APPLICABLE	NON- PROMOTER
16	SHRADHA DUGAR	NOT APPLICABLE	NON- PROMOTER
17	NARESH SARAAF	NOT APPLICABLE	NON- PROMOTER
18	GAURAVH ARORA	NOT APPLICABLE	NON- PROMOTER
19	LOKESH KHANDELWAL	NOT APPLICABLE	NON- PROMOTER
20	PRANAY AMIT SHAH	NOT APPLICABLE	NON- PROMOTER
21	SHIV SEHGAL	NOT APPLICABLE	NON- PROMOTER
22	GRETAX SHARE BROKING LIMITED	NOT APPLICABLE	NON- PROMOTER
23	NAKSHATRA STRESSED ASSETS FUND SCHEME I	NOT APPLICABLE	NON- PROMOTER
24	SHAILJA SANDEEP JINDAL	NOT APPLICABLE	NON- PROMOTER
25	VASANJI V NAGDA	NOT APPLICABLE	NON- PROMOTER
26	YASH INVESTMENTS	NON- PROMOTER	NON- PROMOTER
27	MAYANK GOYAL HUF	NOT APPLICABLE	NON- PROMOTER
28	RAJESH DEVJI KARANI HUF	NOT APPLICABLE	NON- PROMOTER
29	KIRIT RAVJI NAGDA	NOT APPLICABLE	NON- PROMOTER
30	JYOTI MUKESH SHAH	NOT APPLICABLE	NON- PROMOTER
31	APARNA HIRAV PATEL	NOT APPLICABLE	NON- PROMOTER
32	FALGUNI AMIT CHHEDA	NOT APPLICABLE	NON- PROMOTER
33	MAYA MULESH SALVA	NOT APPLICABLE	NON- PROMOTER
34	GAUTAM SHROFF	NOT APPLICABLE	NON- PROMOTER
35	PRIMUS TEQ POWER PRIVATE LIMITED	NOT APPLICABLE	NON- PROMOTER
36	ALPA DHAKAN	NOT APPLICABLE	NON- PROMOTER
37	PRIYESH NAYAN PATEL	NOT APPLICABLE	NON- PROMOTER
38	ROZAD TECH (INDIA) PRIVATE LIMITED	NOT APPLICABLE	NON- PROMOTER
39	VIKAS RAMESH SHAH	NOT APPLICABLE	NON- PROMOTER
40	SHAILESH DHAMANKAR	NON- PROMOTER	NON- PROMOTER
41	DHARA RAMESH GANDHI	NOT APPLICABLE	NON- PROMOTER
42	HARMONY FAMILY TRUST	NOT APPLICABLE	NON- PROMOTER
43	HANSRAJ GOYAL	NOT APPLICABLE	NON- PROMOTER

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Registered Small Enterprise vide Udyam Registration No : UDYAM-MH-33-0007934 GSTIN : 27AAACC5866H1Z1

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44	BHARTI DINESH CHANDRA	NOT APPLICABLE	NON- PROMOTER
45	SACHIN SANJAY MISHRA	NOT APPLICABLE	NON- PROMOTER
46	KUSHAL KANHEYALAL SHARMA	NOT APPLICABLE	NON- PROMOTER
47	NIRALI NILESHKUMAR SHAH	NOT APPLICABLE	NON- PROMOTER
48	MEGHNA H MEHTA	NOT APPLICABLE	NON- PROMOTER

14. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:

During the period from 01st April 2024 till the date of this notice, the Company has not made any preferential issue of Equity Shares/ Convertible Warrants.

15. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:

Not Applicable, as the proposed allotment is made for Cash consideration.

16. Undertakings:

- The Issuer Company undertakes that they shall recompute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018, as amended where it is required to do so.
- 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 specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

17. Disclosure as specified under Regulation 163(1)(i) of SEBI(ICDR) Regulations 2018

Disclosure is not applicable in the present case as neither the Proposed Allottees, the beneficial owners of Proposed Allottees nor the Company, its promoters and directors are wilful defaulters or fraudulent borrower.

18. Name and the address of Valuer who performed valuation- Not Applicable

19. Practicing Company Secretary' Certificate:

A copy of the certificate from Mr. Dilip Kumar Swarnkar (Membership No. 47600), Practicing Company Secretary certifying that the Preferential Issue is being made in accordance with the

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requirements of Chapter V of SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders at their proposed Annual General Meeting and the same shall be available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch of the AGM Notice till 11th September, 2024. This certificate is also placed under "Investor Relations" tab on the www.chemtechvalves.com

20. Lock-in period

The aforesaid allotment of Equity Shares and Convertible Warrants allotted on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in as per Regulation 167 (6) of Chapter V of the SEBI (ICDR) Regulations, 2018.

21. Material Terms of Issue of Equity Shares and Convertible Warrants –

i. For Equity Shares

Issue and allotment of 23,00,000 Equity Shares at a price of Rs. 200/- per share (Face Value of Rs. 10/- per share and Premium Rs. 190/- per share) on preferential allotment basis for cash consideration. The Equity Shares allotted in terms of this resolution shall rank pari-passu with the existing equity shares of the Company in all respects.

ii. For Convertible Warrants

- a. Issue and allotment of 7,50,000 Convertible Warrants at a price of Rs. 200/- per share (Face Value of Rs. 10/- per share and Premium Rs. 190/- per share) on preferential allotment basis for cash consideration.
- b. The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted one equity share against each Warrant, in one or more tranches within a period of 18 (Eighteen) 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 so converted. Upon exercise of the option by the allottees to convert the warrants within 18 months from the date of allotment of warrants, the Company will allot Equity Shares pursuant to exercise of the warrants within 15 days from the date of such exercise by the allottees. The Company shall accordingly issue and allot the corresponding number of Equity Share(s) of face value of Rs. 10/- each to the Warrant holders.

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- c. 25% of the value of the warrant is to be paid against each warrant on the date of allotment of warrants. The balance 75% is payable at the time of allotment of Equity Shares pursuant to the exercise of the option for conversion of the warrant. Warrant will be converted at the option of the allottees, into one equity share of Face value of Rs. 10/- each at a price of Rs. 200/- each which is determined in accordance with the SEBI (ICDR) Regulations, 2018 at any time within 18 months from the date of allotment. In case the option is not exercised within a period of 18 months from the date of allotment, the unexercised Warrants shall lapse and the aforesaid 25% amount paid on the date of allotment shall be forfeited.

22. Disclosure pursuant to the provisions of Schedule VI of SEBI (ICDR) Regulations 2018:

It is hereby declared that neither the Proposed Allottees, the beneficial owners of Proposed Allottees, nor the Company, its promoters and directors are wilful defaulters or fraudulent borrowers as defined under SEBI (ICDR) Regulations, 2018 and neither the Proposed Allottees, the beneficial owners of Proposed Allottees, nor the Company, its directors and promoters are fugitive economic offender as defined under SEBI (ICDR) Regulations, 2018 and hence providing disclosures specified in Schedule VI of SEBI (ICDR) Regulations 2018 does not arise.

23. Particulars of the offer, Kinds of Securities Offered, Price of the Securities Offered including date of passing of Board resolution:

Issue of 23,00,000 Equity Shares of Face Value of Rs. 10/- each at an issue price of Rs. 200/- each including premium of Rs. 190/- each on preferential basis for Cash consideration and 7,50,000 Convertible Warrants convertible into equivalent number of Equity Shares of Face Value of Rs. 10/- each at an issue price of Rs. 200/- each including premium of Rs. 190/- each on preferential basis for Cash consideration

Date of passing Board Resolution for aforesaid Preferential Issue is 14th August, 2024.

24. Amount which the company intends to raise by way of such securities:

The Company intends to raise Rs. 46,00,00,000/- by way of Preferential Issue of 23,00,000 Equity Shares and Rs. 15,00,00,000/- by way of Preferential Issue of 7,50,000 Convertible Warrants.

25. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:

The Promoter / Director of the Company intends to subscribe to the Offer aggregating to 5,00,000 Convertible Warrants.



26. Principle terms of assets charged as securities: Not Applicable

27. Interest of the Promoters/ Directors:

Mr. Harsh Pradeep Badkur being in the Promoter Group & Managing Director of the Company as well as he being Proposed Allottee for the Preferential Issue and therefore he and his relatives are concerned or interested in the above Resolution.

Mr. Puneet Pradeep Badkur being in the Promoter Group & Director of the Company as well as he being Proposed Allottee for the Preferential Issue and therefore he and his relatives are concerned or interested in the above Resolution.

Save and except the above none of the other Director(s), Key Managerial Personnel and their relatives is, in any way, concerned or interested, financially or otherwise, in the above referred resolutions except to the extent of their shareholding.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No.4 of this Notice for the approval of the Members by way of passing a Special Resolution.

REGISTERED OFFICE:

503, Sunrise Business Park, Plot No. B-68,
Road No-16 Near Kisan Nagar-2, Wagle
Industrial Estate, Thane- 400604

**FOR AND ON BEHALF OF THE BOARD OF
DIRECTOR**

Sd/-   Sd/- 
Puneet Pradeep Badkur Harsh Pradeep Badkur
Whole Time Director & Chairman & Managing
CFO Director
DIN: 07803209 DIN: 00676715

Place: Thane

Date: 14th August, 2024

Handwritten signature or mark

Annexure A

Pre and Post Shareholding as on 02.08.2024	
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No	Category	Pre Preferential Issue*		Post Preferential Issue (Assuming conversion of Existing 10,00,000 Convertible Warrants approved vide Special resolution dated 13th February, 2024 and allotted on 20th February, 2024)		Post Preferential Issue of 23,00,000 Equity Shares		Post Preferential Issue (Assuming conversion of 7,50,000 Warrants into Equity Shares)	
		No. of shares held	% of share holding	No. of shares held	% of share holding	No. of shares held	% of share holding	No. of shares held	% of share holding
A	Promoters Holding Indian								
1	Individual	6,975,309	47.65	6,975,309	44.61	6,975,309	38.89	7,475,309	40.00
	Bodies corporate	-	0.00	-	0.00	-	0.00	-	0.00
	Sub-total	6,975,309	47.65	6,975,309	44.61	6,975,309	38.89	7,475,309	40.00
2	Foreign Promoters (A)	-	0.00	-	0.00	-	0.00	-	0.00
	Sub-total	6,975,309	47.65	6,975,309	44.61	6,975,309	38.89	7,475,309	40.00
B	Non-promoters' holding								
	Institutional investors	-	0.00	-	0.00	150,000	0.84	150,000	0.80
	Non-institution								
	Private corporate bodies, Partnership Firm & LLP	176,163	1.20	176,163	1.13	563,663	3.14	813,663	4.35
	Indian public & HUF	7,367,819	50.34	8,367,819	53.51	10,105,319	56.34	10,105,319	54.08
	(Others (including IEPF, NRIs, Clearing members, Trusts, etc)	118,042	0.81	118,042	0.75	143,042	0.80	143,042	0.77
	Sub-total (B)	7,662,024	52.35	8,662,024	55.39	10,962,024	61.11	11,212,024	60.00
C	Non Promoter & Non Institutional	-	0.00	-	0.00	-	0.00	-	0.00
	GRAND TOTAL	14,637,333	100.00	15,637,333	100.00	17,937,333	100.00	18,687,333	100.00

* As on 2nd August, 2024

Annexure B

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

Sr. No.	Proposed Allottees	Category	Ultimate Beneficial Owner	Pre Preferential Issue*		Post Preferential Issue (Assuming conversion of Existing 10,00,000 Convertible Warrants approved vide Special resolution dated 13th February, 2024 and allotted on 20th February, 2024)		No. of Equity Shares proposed to be allotted	No. of Convertible Warrants proposed to be allotted	Post Preferential Issue (After issue of 25,00,000 Equity Shares)		Post Preferential Issue (Assuming conversion of 7,50,000 Convertible Warrants into Equity Shares)	
				No of shares held	% of share holding	No of shares held	% of share holding			No of shares held	% of share holding	No of shares held	% of share holding
1	HARSH PRADEEP BADKUR	PROMOTER GROUP	HARSH PRADEEP BADKUR	2,237,046	15.28	2,237,046	14.31	0	250,000	2,237,046	12.47	2,487,046	13.31
2	PUNEET PRADEEP BADKUR	PROMOTER GROUP	PUNEET PRADEEP BADKUR	1,524,834	10.42	1,524,834	9.25	0	250,000	1,524,834	8.50	1,774,834	9.50
3	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED	NON- PROMOTER	RAJESH SHARMA	0	-	0	0.00	0	750,000	0	-	750,000	1.34
4	DEVANSH TRADEMART LLP	NON- PROMOTER	1. VIVEK KUMAR JAIN 2. DEVANSH JAIN 3. NANDITA JAIN	0	-	0	0.00	250,000	0	250,000	1.39	250,000	1.34
5	VAGHJIBHAI GAGALDAS SHAH	NON- PROMOTER	VAGHJIBHAI GAGALDAS SHAH	0	-	0	0.00	175,000	0	175,000	0.98	175,000	0.94
6	JAGDISHKUMAR MADANLAL GUPTA	NON- PROMOTER	JAGDISHKUMAR MADANLAL GUPTA	0	-	0	0.00	160,000	0	160,000	0.89	160,000	0.86
7	SHRADHA MANISH MEHTA	NON- PROMOTER	SHRADHA MANISH MEHTA	0	-	0	0.00	100,000	0	100,000	0.56	100,000	0.54
8	RADHIKA SONI	NON- PROMOTER	RADHIKA SONI	0	-	0	0.00	100,000	0	100,000	0.56	100,000	0.54
9	SEEMA DILIP VORA	NON- PROMOTER	SEEMA DILIP VORA	0	-	0	0.00	100,000	0	100,000	0.56	100,000	0.54
10	TAURUS MIDCAP SCHEME	NON- PROMOTER	N.A. SINCE IT'S A MUTUAL FUND	0	-	0	0.00	75,000	0	75,000	0.42	75,000	0.40
11	TAURUS INFRASTRUCTURE FUND	NON- PROMOTER	N.A. SINCE IT'S A MUTUAL FUND	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
12	MADHUSUDAN LOYA	NON- PROMOTER	MADHUSUDAN LOYA	0	-	0	0.00	75,000	0	75,000	0.42	75,000	0.40
13	SHUBH AGARWAL	NON- PROMOTER	SHUBH AGARWAL	0	-	0	0.00	75,000	0	75,000	0.42	75,000	0.40
14	ANUJA LOYA	NON- PROMOTER	ANUJA LOYA	0	-	0	0.00	75,000	0	75,000	0.42	75,000	0.40
15	SHEELA NILESH SHAH	NON- PROMOTER	SHEELA NILESH SHAH	0	-	0	0.00	65,000	0	65,000	0.36	65,000	0.35
16	SHRADHA DUGAR	NON- PROMOTER	SHRADHA DUGAR	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
17	NARESH SARAAR	NON- PROMOTER	NARESH SARAAR	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
18	GAURAVH ARORA	NON- PROMOTER	GAURAVH ARORA	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
19	LOKESH KHANDLWAL	NON- PROMOTER	LOKESH KHANDLWAL	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
20	PRANAY AMIT SHAH	NON- PROMOTER	PRANAY AMIT SHAH	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
21	SHIV SEHGAL	NON- PROMOTER	SHIV SEHGAL	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
22	GREYFAX SHARE BROKING LIMITED	NON- PROMOTER	ARVIND HARILALKA	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
23	NAKSHATRA STRESSED ASSETS FUND SCHEME I	NON- PROMOTER	N.A. SINCE IT'S A MUTUAL FUND	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
24	SHAILJA SANDEEP JINDAL	NON- PROMOTER	SHAILJA SANDEEP JINDAL	0	-	0	0.00	50,000	0	50,000	0.28	50,000	0.27
25	VASANJY V NAGDA	NON- PROMOTER	VASANJY NAGDA	0	-	0	0.00	40,000	0	40,000	0.22	40,000	0.21
26	YASH INVESTMENTS	NON- PROMOTER	1. PRATIK NAGIN SOLANKI 2. MEERA PRATIK SOLANKI	100,000	0.68	100,000	0.64	37,500	0	137,500	0.77	137,500	0.74
27	MAYANK GOYAL HUF	NON- PROMOTER	MAYANK GOYAL (KARTA)	0	-	0	0.00	35,000	0	35,000	0.20	35,000	0.19
28	RAJESH DEVJI KARANI HUF	NON- PROMOTER	RAJESH DEVJI KARANI (KARTA)	0	-	0	0.00	27,000	0	27,000	0.15	27,000	0.14
29	KIRIT RAVJI NAGDA	NON- PROMOTER	KIRIT RAVJI NAGDA	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
30	JYOTI MUKESH SHAH	NON- PROMOTER	JYOTI MUKESH SHAH	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
31	APARNA HIRAV PATEL	NON- PROMOTER	APARNA HIRAV PATEL	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
32	PALGUNI AMIT CHHEDA	NON- PROMOTER	PALGUNI AMIT CHHEDA	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
33	MAYA MULESH SALVA	NON- PROMOTER	MAYA MULESH SALVA	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
34	GAUTAM SHROFF	NON- PROMOTER	GAUTAM SHROFF	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
35	PRIMUS TEO POWER PRIVATE LIMITED	NON- PROMOTER	MANOJ KUMAR GARG	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
36	ALPA DHAKAN	NON- PROMOTER	ALPA DHAKAN	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
37	PRIYESH NAYAN PATEL	NON- PROMOTER	PRIYESH NAYAN PATEL	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
38	ROZAD TECH (INDIA) PRIVATE LIMITED	NON- PROMOTER	DHARMESH SHAH	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
39	VIKAS RAMESH SHAH	NON- PROMOTER	VIKAS RAMESH SHAH	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
40	SHAILESH DHAMANKAR	NON- PROMOTER	SHAILESH DHAMANKAR	50,000	0.34	50,000	0.32	25,000	0	75,000	0.42	75,000	0.40
41	DHARA RAMESH GANDHI	NON- PROMOTER	DHARA RAMESH GANDHI	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
42	HARMONY FAMILY TRUST	NON- PROMOTER	KARTEKEYAM YADAM	0	-	0	0.00	25,000	0	25,000	0.14	25,000	0.13
43	HANSRAJ GOYAL	NON- PROMOTER	HANSRAJ GOYAL	0	-	0	0.00	25,000	0	25,000	0.13	25,000	0.12
44	BHARTI DINESH CHANDRA	NON- PROMOTER	BHARTI DINESH CHANDRA	0	-	0	0.00	12,500	0	12,500	0.07	12,500	0.07
45	SACHIN SANJAY MISHRA	NON- PROMOTER	SACHIN SANJAY MISHRA	0	-	0	0.00	12,500	0	12,500	0.07	12,500	0.07
46	KUSHAL KANHEYALAL SHARMA	NON- PROMOTER	KUSHAL KANHEYALAL SHARMA	0	-	0	0.00	12,500	0	12,500	0.07	12,500	0.07
47	NIRALI NILESHKUMAR SHAH	NON- PROMOTER	NIRALI NILESHKUMAR SHAH	0	-	0	0.00	12,500	0	12,500	0.07	12,500	0.07
48	MEGHNA H MEHTA	NON- PROMOTER	MEGHNA H MEHTA	0	-	0	0.00	12,500	0	12,500	0.07	12,500	0.07
TOTAL								2,300,000	750,000				

Assumptions:

- All Warrants offered pursuant to the aforesaid resolution have been fully subscribed and allotted.
- The warrants are held by the aforesaid allottees at the time of exercise of the option and
- The options are exercised by them in full.