

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Extraordinary General Meeting ('EGM') of the Members of Shivalik Rasayan Limited will be held on Friday, September 03, 2021 12:00 Noon (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility, to transact the businesses as mentioned below.

The proceedings of the Extraordinary General Meeting ("EGM") shall be deemed to be conducted at the Corporate Office of the Company at 1506, Chiranjiv Tower 43, Nehru Place, New Delhi- 110019 India, which shall be the deemed venue of the EGM.

SPECIAL BUSINESSES

ITEM NO. 1: ISSUANCE OF 7,30,000 EQUITY SHARES ON PREFERENTIAL BASIS

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “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 uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed {“**Stock Exchange(s)**”}, 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, 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 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, Stock Exchange(s) 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, **up to 7,30,000 (Seven Lakhs Thirty Thousand) Equity Shares of face value of Rs.5/- (Rupees Five Only) each fully paid up, for cash, to be issued at a price of Rs. 921/- (Rupees Nine Hundred and Twenty-One Only) per Equity Share**, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of **up to Rs. 67,23,30,000/- (Rupees Sixty-Seven Crore Twenty-Three**

Regd. Off & Factory: Kolhupani, P.O. Chandanwari, Dehradun-248 007. Phone: 0135-2773429, 2772038, **E-mail:** ddn@shivalikrasayan.com
Works Dahej-II: D-2/CH/41/A, GIDC Industrial Estates, Dahej-II, Pin- 392140 Distt, Bharuch (Gujarat)
R&D Centre: SP-1192 A&B, Phase-IV, Industrial Area, Bhiwadi-301019, Dist. Alwar, Bhiwadi (Rajasthan)
Tel.: 07240009670



Lakh and Thirty Thousand Only), on such further terms and conditions as may be finalized by the Board of Directors, to the below mentioned persons (“Proposed Allottees”):

Sr. No.	Name of proposed allottee	Category	No. of Equity Shares
1.	KIM GINNERUP APS	Public	1,20,000
2.	ERIC AARESTRUP SORENSEN	Public	1,20,000
3.	FFC 3 APS	Public	80,000
4.	ASHISH CHUGH	Public	5,000
5.	OM PRAKASH CHUGH	Public	5,000
6.	FALI SAM NARIMAN	Public	22,000
7.	VNA FAMILY PRIVATE TRUST	Public	16,500
8.	BRY AIR ASIA PRIVATE LIMITED	Public	11,000
9.	DESICCANT ROTORS INTERNATIONAL PRIVATE LIMITED.	Public	11,000
10.	VIJAY RAMVALLABH KHETAN	Public	11,000
11.	GUNAVANTHKUMAR G VAID	Public	22,000
12.	SANDEEP BHANDARI	Public	8,500
13.	KAVITA JAIN	Public	10,000
14.	NAV RATAN BHAIYA HUF	Public	16,000
15.	CL SADANI HUF	Public	5,500
16.	RAJESH JAIN	Public	5,500
17.	UMESH MOHAN PURABHANI	Public	5,500
18.	SHAKUNTALA DEVI KANODIA	Public	5,500
19.	GARIMA GOYAL	Public	5,500
20.	RAM KUMAR GUPTA	Public	5,500
21.	COINPLUS ADVISORIES LLP	Public	5,500
22.	MADHU SARAF	Public	5,500
23.	SACHIN AGARWAL HUF	Public	5,500
24.	ANIL KUMAR HUF	Public	5,500
25.	PRIYA BHUTRA	Public	5,500
26.	ROHIT RAMANLAL GOLECHA	Public	5,500
27.	DARSHINI V	Public	5,500
28.	ALPESH RAJESH MODI	Public	5,500
29.	PRAKASH CHAND GOTHAM CHAND	Public	11,000
30.	ARUNA	Public	5,500
31.	SHILPA JHABAK	Public	5,500
32.	AMARCHAND SANCHETI	Public	3,000
33.	KHIVRAJ SANCHETI	Public	3,000
34.	INDIRA CHANDRAKANT MUNOT	Public	11,000
35.	BHARAT KUMAR	Public	3,000
36.	AKASH KUMAR SOHANRAJ	Public	3,000
37.	ARTHY V	Public	5,500
38.	NIKHIL DINESH JAIN HUF	Public	5,500
39.	JUGNU KOHLI	Public	5,000
40.	RENU GULATI	Public	5,000
41.	RUSHABH N SHAH	Public	16,000

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Tel.: 07240009670



42.	AADISH PARMAR	Public	11,000
43.	DINKLE PARMAR	Public	5,500
44.	ASHA JAIN	Public	5,500
45.	JAYA JAIN	Public	3,000
46.	HUKUM CHAND JAIN	Public	5,500
47.	NANDI CYLINDERS PVT LTD	Public	55,000
48.	NIRAV JASWANTLAL VAKHARIA & JASHWANTLAL BABULAL VAKHARIA	Public	5,500
49.	KUMAR SUBRAMANIAN	Public	5,500
50.	PANNA MEHTA	Public	5,500
51.	VINOD NATUBHAI PATEL	Public	11,000
	Total		7,30,000

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of SEBI ICDR Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be Wednesday, August 04, 2021, being the date 30 days prior to the date of the Extra-Ordinary General Meeting of the shareholders of the Company scheduled to be held on Friday, September 03, 2021.

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

- (a) The proposed allottee shall be required to bring in 100% of the consideration, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account.
- (b) The pre-preferential shareholding of the Proposed Allottee and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
- (c) The Equity Shares to be allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- (d) The Equity Shares shall be allotted within a period of 15 (fifteen) days from the date of passing this resolution, provided where the allotment of the Equity Shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval.
- (e) Allotment of Equity Shares shall only be made in dematerialized form.

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank *pari-passu* in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 5/- (Rupees Five 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 for the purpose of giving effect to this resolution, the Board of Directors of the Company and Ms. Parul Choudhary, Company Secretary of the Company, be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, matters and things and perform such actions as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, authorize any person including to seek listing, apply for ‘in-principle’ approval of the Equity Shares to be issued and allotted to the above mentioned allottees and to modify, accept and give effect to any modifications in the terms and conditions of the issue as they may deem fit, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such person as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.”

ITEM 02 : ISSUANCE OF 4,20,000 FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “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 uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed {“**Stock Exchange(s)**”}, 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, as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the 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, Stock Exchange(s) 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, **up to 4,20,000 (Four Lakhs Twenty Thousand) Fully Convertible Warrants (“Warrants”)**, at an issue price of **Rs.921/- (Rupees Nine Hundred and Twenty-One Only)** per warrant, determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, to be convertible at an option of Warrant holder(s) in one or more tranches, within 18 (eighteen) months from its allotment date into equivalent number of fully paid-up Equity Shares of face value of Rs. 5/- (Rupees Five Only) each, for cash, for an aggregate amount of **up to Rs. 38,68,20,000/- (Rupees Thirty-Eight Crore Sixty-Eight Lakh and Twenty Thousand Only)** and to issue fresh Equity Shares on the conversion of Warrants on such further terms and conditions as may be finalized by the Board of Directors, to the below-mentions persons (“Proposed Allottees”):

Sr. No.	Name of proposed Allottee	Category	No. of Warrant
1	GROWEL REMEDIES LIMITED	Promoter	1,70,000
2	HARISH PANDE & USHA PANDE	Public	50,000
3	ASHWANI KUMAR SHARMA	Public	50,000
4	USHA PANDE & HARISH PANDE	Public	50,000
5	KANCHAN SHARMA & ASHWANI KUMAR SHARMA	Public	50,000
6	SANJAY BANSAL	Public	50,000
TOTAL			4,20,000

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price shall be Wednesday, August 4, 2021, being the date 30 days prior to the date of the Extra-Ordinary General Meeting of the shareholders of the Company scheduled to be held on Friday, September 03, 2021.

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

- Each Warrant held by the Proposed Allottee(s) shall entitle such allottee(s) 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 (eighteen) months from the date of allotment (the “**Warrant Exercise Period**”).
- 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, 2018 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.
- Warrants, being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI (ICDR) Regulations.
- Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (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.
- f) 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).
- g) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period, the warrants shall lapse and the amount paid shall stand forfeited by the Company.
- h) 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.

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 Rs.5/- (Rupees Five 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 for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the holder(s) of the Warrants, application to Stock Exchanges for obtaining of in-principle approval, listing of the equity shares allotted pursuant to conversion of warrants, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in 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 for the purpose of giving effect to this resolution, the Board of Directors of the Company and Ms. Parul Choudhary, Company Secretary of the Company, be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, matters and things and perform such actions as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, authorize any person including to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the holder(s) of the Warrants, application to Stock Exchanges for obtaining of in-principle approval, listing of the equity shares allotted pursuant to conversion of warrants, filing of requisite documents with the Registrar of Companies and with any other regulatory authority as required, and to modify, accept and give effect to any modifications in the terms and conditions of the issue as they may deem fit, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such person as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any

fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.”

<p>Place: New Delhi Date: August 11, 2021</p>	<p><i>By order of the Board of Directors</i> For Shivalik Rasayan Limited</p> <p>Sd/- Parul Choudhary Company Secretary</p>
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NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and its rules framed thereunder (hereinafter referred to as the 'Act') relating to business to be transacted at the Extra Ordinary General Meeting (hereinafter referred to as 'EGM'), as set out in item no. 1 and 2 in the notice and relevant details as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter referred to as the 'Listing Regulations'), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018, as amended, (the "SEBI ICDR Regulations") and Secretarial Standard - 2 of General Meeting issued by the Institute of Company Secretaries of India ('ICSI'), are given herein.
2. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.
4. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.shivalikrasayan.com.



The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com.

8. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
9. In continuation of this Ministry's **General Circular No. 14/2020**, dated 8 April, 2020, No. 17/2020 dated 13 April, 2020, No. 22/2020 dated 15 June, 2020, No. 33/2020 dated 28 September, 2020 and No. 39/2020 dated 31 December, 2020 and after due examination, it has been decided to allow companies to conduct their EGMs through VC or OAVM or transact item through Postal Ballot in accordance with the framework provided in aforesaid circulars upto 31.12.2021.
10. CS Manoj Kumar Jain, Practicing Company Secretary (Membership No.: FCS-5832; CP No: 5629) (Address: F-2, Plot No-299, Sector-4, (Near Vaishali Metro Station) Vaishali, Ghaziabad, UP-201010) has been appointed as the Scrutinizer to scrutinize for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period begins on Tuesday, August 31, 2021 at 9:00 AM and ends on Thursday, September 2, 2021 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, August 27, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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



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

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.



<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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



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

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as



Bank Details OR Date of Birth (DOB)	recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <SHIVALIK> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**



- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@shivalikrasayan.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **3days prior to meeting** mentioning



their name, demat account number/folio number, email id, mobile number at (cs@shivalikrasayan.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

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

ITEM NO. 1 & 2

The Special Resolutions contained in Item No. 1 & 2 of the Notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot up to 7,30,000 Equity shares of face value of Rs. 5/- each and up to 4,20,000 Fully Convertible Warrants, at an issue price of Rs.921/- each, aggregating up to Rs. 67,23,30,000 /- and up to Rs. 38,68,20,000/- respectively.

The proposed Preferential Issue is proposed to be issued to the persons belonging Promoter Category and Non-Promoter Category, in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in their meeting held on Wednesday, August 11, 2021.

The approval of the members is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR), Regulations.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

I. Objects of the Issue:

The proceeds of the preferential issue shall be utilized to meet funding requirements of setting up of Agro-Chemicals & Specialty Chemical Plant at GIDC Dahej III, Gujarat and other business-related requirements including but not limited to funding business growth, capital expenditure, expansion, exploring new initiatives and for other general corporate purposes.

II. Particulars of the offer including the maximum number of specified securities to be issued:

Preferential Issue of up to 7,30,000 Equity shares of face value of Rs. 5/- each and up to 4,20,000 Fully Convertible Warrants, at an issue price of Rs. 921/- each, aggregating up to Rs. 67,23,30,000 and up to Rs.38,68,20,000 /-, respectively.

III. The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

Except as following none of the promoters, directors or key management personnel of the issuer intent to subscribe to the offer

S. No.	Name	Category	Designation	Type of Security	Number of Security
1	GROWEL REMEDIES LIMITED	Promoter	-	Warrants	1,70,000

Regd. Off & Factory: Kolhupani, P.O. Chandanwari, Dehradun-248 007. Phone: 0135-2773429, 2772038, **E-mail:** ddn@shivalikrasayan.com
Works Dahej-II: D-2/CH/41/A, GIDC Industrial Estates, Dahej-II, Pin- 392140 Distt, Bharuch (Gujarat)
R&D Centre: SP-1192 A&B, Phase-IV, Industrial Area, Bhiwadi-301019, Dist. Alwar, Bhiwadi (Rajasthan)
 Tel.: 07240009670

2	HARISH PANDE	Public	Director	Warrants	1,00,000
3	ASHWANI KUMAR SHARMA	Public	Director	Warrants	1,00,000
4	SANJAY BANSAL	Public	Director	Warrants	50,000

Except aforesaid, none of the Directors or Key Managerial Personnel of the Company intends to subscribe to any of the securities proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.

IV. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue is likely to be as follows:

Category	Pre issue Shareholding Structure		Equity Shares to be allotted	Post Equity Allotment (2)		Warrants to be allotted (3)	Post Issue Shareholding (Presuming full conversion of Warrants) (2)	
	No. of Shares	%age		No. of Shares	%		No. of Shares	%age
(A) Promoter Shareholding								
(1) Indian								
(a) Individuals & HUF	-	-	-	-	-	-	-	-
(b) Bodies Corporate	72,91,677	52.92	-	72,91,677	50.26	1,70,000	74,61,677	49.98
Sub Total (A)(1)	72,91,677	52.92	-	72,91,677	50.26	1,70,000	74,61,677	49.98
(2) Foreign promoters	-	-	-	-	-	-	-	-
Total Promoter shareholding A=A1 +A2	72,91,677	52.92	-	72,91,677	50.26	1,70,000	74,61,677	49.98
(B) Public Shareholding								
B1) Institutional Investors	-	-	-	-	-	-	-	-
B2) Central Govt./Stat Govt./POI	-	-	-	-	-	-	-	-
B3) Non-Institutional Investors								
Individuals	51,94,890	37.70	2,73,000	54,67,890	37.68	2,50,000	57,17,890	38.30
Body Corporate	8,63,348	6.27	2,77,000	11,40,348	7.86	-	11,40,348	7.64
Others (Including HUF, LLP&NRI)	4,29,315	3.11	1,80,000	6,09,315	4.20	-	6,09,315	4.08
Total Public Shareholding B=B1+B2+B3	64,87,553	47.08	7,30,000	72,17,553	49.74	2,50,000	74,67,553	50.02
(C) Non Promoter - Non Public	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1,37,79,230	100.00	7,30,000	1,45,09,230	100.00	4,20,000	1,49,29,230	100.00

Note:

1. The pre-issue shareholding pattern is as on Friday, August 06, 2021.
2. Post shareholding structure may change depending upon any other corporate action in between.
3. The Warrants to be converted over a period of 18 months from the date of allotment.

V. Proposed time limit within which the allotment shall be complete:

In terms of SEBI (ICDR) Regulations, preferential allotment of said Equity Shares and Warrants will be

completed within a period of 15 (fifteen) days from the date of passing of special resolutions at Item No. 1 & 2. Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

VI. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s) and the percentage of post preferential issue capital that may be held by them:

Identity of the Proposed Allottee(s) and the percentage of post preferential issue capital that may be held by them:

S. No.	Name	Pre issue Shareholding Structure		No. Of Equity Shares To be Allotted	Post Equity Shareholding		No. Of Warrants To be Allotted	Post Issue Shareholding (Presuming full conversion of Warrants)#		Name of ultimate beneficial owners
		No. of Shares	%		No. of Shares	%		No. of Shares	%	
1	GROWEL REMEDIES LIMITED	72,91,677	52.92	-	72,91,677	50.26	1,70,000	74,61,677	49.98	Mr. Rahul Bishnoi
2	HARISH PANDE & USHA PANDE	-	0.00	-	-	0.00	50,000	50,000	0.33	Refer Note
3	ASHWANI KUMAR SHARMA	12,650	0.09	-	12,650	0.09	50,000	62,650	0.42	
4	USHA PANDE & HARISH PANDE	-	0.00	-	-	0.00	50,000	50,000	0.33	
5	KANCHAN SHARMA & ASHWANI KUMAR SHARMA	-	0.00	-	-	0.00	50,000	50,000	0.33	
6	SANJAY BANSAL	2,50,000	1.81	-	2,50,000	1.72	50,000	3,00,000	2.01	
7	KIM GINNERUP APS	4,00,000	2.90	1,20,000	5,20,000	3.58	-	5,20,000	3.48	Mr. Kim Ginnerup
8	ERIC AARESTRUP SORENSEN	1,00,000	0.73	1,20,000	2,20,000	1.52	-	2,20,000	1.47	Refer Note
9	FFC 3 APS	50,000	0.36	80,000	1,30,000	0.90	-	1,30,000	0.87	Mr. Mads Ulrich
10	ASHISH CHUGH	-	0.00	5,000	5,000	0.03	-	5,000	0.03	Refer Note
11	OM PRAKASH CHUGH	-	0.00	5,000	5,000	0.03	-	5,000	0.03	
12	FALI SAM NARIMAN	-	0.00	22,000	22,000	0.15	-	22,000	0.15	
13	VNA FAMILY PRIVATE TRUST	-	0.00	16,500	16,500	0.11	-	16,500	0.11	Ms. Sonia Bhandari & Mr. Viveka Bhandari
14	BRY AIR ASIA PRIVATE LIMITED	-	0.00	11,000	11,000	0.08	-	11,000	0.07	Mr. Deepak

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Works Dahej-II: D-2/CH/41/A, GIDC Industrial Estates, Dahej-II, Pin- 392140 Distt, Bharuch (Gujarat)

R&D Centre: SP-1192 A&B, Phase-IV, Industrial Area, Bhiwadi-301019, Dist. Alwar, Bhiwadi (Rajasthan)

Tel.: 07240009670



										Pahwa
15	DESICCANT ROTORS INTERNATIONAL PRIVATE LIMITED	-	0.00	11,000	11,000	0.08	-	11,000	0.07	Mr. Deepak Pahwa
16	VIJAY RAMVALLABH KHETAN	-	0.00	11,000	11,000	0.08	-	11,000	0.07	Refer Note
17	GUNAVANTHKUMAR G VAID	93,357	0.68	22,000	1,15,357	0.80	-	1,15,357	0.77	
18	SANDEEP BHANDARI	44,220	0.32	8,500	52,720	0.36	-	52,720	0.35	
19	KAVITA JAIN	-	0.00	10,000	10,000	0.07	-	10,000	0.07	
20	NAV RATAN BHAIYA HUF	-	0.00	16,000	16,000	0.11	-	16,000	0.11	Mr. Nav Ratan Bhaiya
21	CL SADANI HUF	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Mr. Anirudh Sadani
22	RAJESH JAIN	3,100	0.02	5,500	8,600	0.06	-	8,600	0.06	Refer Note
23	UMESH MOHAN	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
24	SHAKUNTALA DEVI KANODIA	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
25	GARIMA GOYAL	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
26	RAM KUMAR GUPTA	7,700	0.06	5,500	13,200	0.09	-	13,200	0.09	
27	COINPLUS ADVISORIES LLP	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Ms. Bharti Rohatagi
28	MADHU SARAF	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Refer Note
29	SACHIN AGARWAL HUF	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Mr. Sachin Agarwal
30	ANIL KUMAR HUF	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Mr. Anil Kedia
31	PRIYA BHUTRA	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Refer Note
32	ROHIT RAMANLAL GOLECHA	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
33	DARSHINI V	62,500	0.45	5,500	68,000	0.47	-	68,000	0.46	
34	ALPESH RAJESH MODI	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
35	PRAKASH CHAND GOTHAM CHAND	10,000	0.07	11,000	21,000	0.14	-	21,000	0.14	
36	ARUNA	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
37	SHILPA JHABAK	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
38	AMARCHAND SANCHETI	-	0.00	3,000	3,000	0.02	-	3,000	0.02	
39	KHIVRAJ SANCHETI	-	0.00	3,000	3,000	0.02	-	3,000	0.02	
40	INDIRA CHANDRAKANT MUNOT	-	0.00	11,000	11,000	0.08	-	11,000	0.07	
41	BHARAT KUMAR	1400	0.01	3,000	4,400	0.03	-	4,400	0.03	
42	AKASH KUMAR SOHANRAJ	2000	0.01	3,000	5,000	0.03	-	5,000	0.03	
43	ARTHY V	-	0.00	5,500	5,500	0.04	-	5,500	0.04	
44	NIKHIL DINESH JAIN	-	0.00	5,500	5,500	0.04	-	5,500	0.04	Mr.

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Tel.: 07240009670



	HUF										Nikhil Dinesh
45	JUGNU KOHLI	-	0.00	5,000	5,000	0.03	-	5,000	0.03		
46	RENU GULATI	4,502	0.03	5,000	9,502	0.07	-	9,502	0.06		
47	RUSHABH N SHAH	-	0.00	16,000	16,000	0.11	-	16,000	0.11		
48	AADISH PARMAR	350	0.00	11,000	11,350	0.08	-	11,350	0.08		Refer Note
49	DINKLE PARMAR	-	0.00	5,500	5,500	0.04	-	5,500	0.04		
50	ASHA JAIN	-	0.00	5,500	5,500	0.04	-	5,500	0.04		
51	JAYA JAIN	20	0.00	3,000	3,020	0.02	-	3,020	0.02		
52	HUKUM CHAND JAIN	-	0.00	5,500	5,500	0.04	-	5,500	0.04		
53	NANDI CYLINDERS PVT LTD	-	0.00	55,000	55,000	0.38	-	55,000	0.37		
54	NIRAV JASWANTLAL VAKHARIA JASHWANTLAL BABULAL VAKHARIA	-	0.00	5,500	5,500	0.04	-	5,500	0.04		Refer Note
55	KUMAR SUBRAMANIAN	2,050	0.01	5,500	7,550	0.05	-	7,550	0.05		
56	PANNA MEHTA	2,800	0.02	5,500	8,300	0.06	-	8,300	0.06		
57	VINOD NATUBHAI PATEL	-	0.00	11,000	11,000	0.08	-	11,000	0.07		

*Note: Proposed Allottee being a natural person the Ultimate Beneficial Owner disclosure is not applicable.
#Post Issue Shareholding will change in case of any corporate action in between.*

VII. Consequential Changes in the Voting Rights and Change in Management:

As a result of the proposed preferential issue of Equity Shares and Warrants and upon conversion of the warrants, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

VIII. Lock-in Period:

- The Equity Shares and warrants and equity shares to be allotted upon conversion of warrants, shall be subject to 'lock-in' in accordance with Chapter V of the SEBI (ICDR) Regulations.
- The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI (ICDR) Regulations.

IX. Issue price and Relevant Date:

In terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 the Relevant Date has been reckoned as Wednesday, August 04, 2021 for the purpose of computation of issue price/Conversion Price of Equity Shares and warrants.

The Equity Shares of the Company are listed on only BSE Limited ("BSE") and are frequently traded thereat. In terms of the applicable provisions of the SEBI ICDR Regulations, the minimum price at which the Equity Shares or Warrants may be issued computes to Rs. 920.03/- each. Accordingly, the issue price of Rs.921/- each Equity Share or Warrant, has been calculated on the basis of trading at BSE.

X. Undertakings:

- None of the Company, its Directors or Promoters are categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the equity shares have been listed on a recognized Stock Exchange for a period of more than twenty-six weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation 163(1)(h) is not applicable.

XI. Auditor's Certificate:

The certificate from M/s. Rai Qimat & Associates, Chartered Accountants, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations, 2018 shall be available for inspection at the registered office of the Company on all working days (excluding Saturday) during 10:00 A.M. to 5:00 P.M. up-to the date of Extra Ordinary General Meeting and shall also be available during the Extraordinary General Meeting. The members desirous to inspect the auditor certificate may send an email at 'cs@shivalikrasayan.com', for inspection of said certificate electronically during the EGM, at-least 5 days before the date of EGM, in advance.

XII. Other disclosures

- Report of the registered valuer is not required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue.
- No member of the promoter group of the Company have sold or transferred any Equity Shares during the six months preceding the Relevant Date.

XIII. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Except as following none of the other Directors or key managerial personnel or their relatives are in any way concerned or interested, financially or otherwise, in the above referred resolution.

S. No.	Name	Category	Designation	Type of Security	Number of Security
1	HARISH PANDE	Public	Director	Warrants	50,000
2	ASHWANI KUMAR SHARMA	Public	Director	Warrants	50,000



3	SANJAY BANSAL	Public	Director	Warrants	50,000
4	USHA PANDE	Public	Relative of Mr. Harish Pande	Warrants	50,000
5	KANCHAN SHARMA	Public	Relative of Mr. Ashwani Kumar Sharma	Warrants	50,000

The Board of Directors recommends the resolutions as set out in Item Nos. 1 & 2 of this notice for the issue of Equity Shares and Warrants, on a preferential basis, to the persons belonging to the promoter group and non-promoter category by way of Special Resolution.

Place: New Delhi Date: August 11, 2021	<p style="text-align: right;"><i>By order of the Board of Directors</i> For Shivalik Rasayan Limited</p> <p style="text-align: right;">Sd/- Parul Choudhary Company Secretary</p>
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