

**VIKRAM SOLAR LIMITED**

**Registered Office :** Biowonder, 11th Floor, Unit No. – 1102, 789, Anandapur Main Road, Kolkata – 700107

**Corporate Office:** ‘The Chambers’, 8<sup>th</sup> Floor, 1865, Rajdanga Main Road, Kolkata – 700 107

Phone: + 33 2230 7299; Fax: +91 33 2248 4881

Email: [secretarial@vikramsolar.com](mailto:secretarial@vikramsolar.com); Website: [www.vikramsolar.com](http://www.vikramsolar.com)

CIN: U18100WB2005PLC106448

## **Notice of Extra Ordinary General Meeting of the Company**

**NOTICE** is hereby given that the 1<sup>st</sup> Extra Ordinary General Meeting (EGM) of the members of **Vikram Solar Limited** (“Company”) for the financial year 2024-25 will be held on **Tuesday, 18<sup>th</sup> day of June 2024 at 4:00 PM**, Indian Standard Time (“IST”), through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”) Facility to transact following Special Business:

**SPECIAL BUSINESS:**

**Item No.1: To Issue Equity Shares on Private Placement basis to non-promoters.**

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

“**RESOLVED THAT** pursuant to Sections 42, 62 and other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the “Act”) read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014 (including any amendment thereto or re-enactment thereof for the time being in force), Foreign Exchange Management Act (to the extent applicable), Foreign Exchange Management Regulations, Depositories Act, 1996 to the extent applicable to unlisted dematerialized securities, the Memorandum of Association and the Articles of Association of the Company, and in accordance with the applicable rules, regulations/ guidelines/ circulars issued/ circulars framed by or under the Central Government or the Reserve Bank of India, in this regard and such conditions and modifications as may be prescribed or imposed by any of the regulatory authority or institution while granting any approval, permission and sanction which would be agreed by the board of directors of the Company (hereinafter referred to as “Board” which term shall include any duly authorized committee thereof for the time being exercising the powers conferred on the Board by this Resolution), the consent and approval of the members of the Company ( hereinafter referred to as “Members”) be and are hereby accorded to create, issue, offer and allot up to 5,99,54,996 no of equity shares of the Company of the face value of Rs.10/- (Rupees Ten only) (“**Equity Shares**”) each at a price of Rs. 122/- (Rupees One Hundred Twenty-two only) per equity shares which includes premium of Rs. 112/- (Rupees One Hundred and Twelve Only) per Equity Share, amounting to Rs. 731,45,09,512/- in aggregate in one or more tranche, on private placement basis, to the following persons /entities (“Investors”):

SI No	Name of the proposed allottees	Address	No. of Shares	Category	Issue price per Share (in Rs.)	Total Issue Price (in Rs.)
1	Niveshaay Hedgehogs LLP	A2, Floor 02, Golden Avenue Appt, Opp Navpad Appt, Citylight Road, Surat, Gujarat - 395007	21,31,152	Non-Promoter	122	26,00,00,544
2	GVA Consultants LLP	A2, Floor 02, Golden Avenue Appt, Opp Navpad Appt, Citylight Road, Surat, Gujarat - 395007	12,29,509	Non-Promoter	122	15,00,00,098
3	Karnavat Commercial LLP	2A-Kitab Mahal, 1st floor, Dr. DN Road, Mumbai - 400001, Maharashtra	8,19,673	Non-Promoter	122	10,00,00,106
4	Kaliedo Capital advisors LLP	A 220 Corporate Avenue, Sonawala road, Goregaon East, Mumbai, Maharashtra - 400063	8,19,673	Non-Promoter	122	10,00,00,106
5	Shree Ram Colloids Pvt. Ltd.	E-1-16,17, Agro Food Park, Boranada, Jodhpur-342012	6,14,755	Non-Promoter	122	7,50,00,110
6	Navin Dalmia	4 Vicenza High Lands, B/H Gujarat Federation building, Sevasi Khanpur road, Vadodara, Gujarat-391101	4,09,837	Non-Promoter	122	5,00,00,114
7	Kishan Gopal Mohata	22 Bhagyakul Mansion, Flat no. A/3 Lee road, Lala Lajpatrai Sarani, Kolkata - 700020	4,09,837	Non-Promoter	122	5,00,00,114
8	Finavenue Growth Fund	1106 Marathon Icon, Off Ganpatrao Kadam Marg, Lower Parel West, Mumbai - 400013, Maharashtra	4,09,837	Non-Promoter	122	5,00,00,114
9	Rohan Gupta	D-702, Hilton Tower CHS. Ltd, Opp Hanuman Temple, Sher-EPunjab Colony, Andheri East, Mumbai, Maharashtra - 400093	6,14,755	Non-Promoter	122	7,50,00,110
10	Vibha Jain	H. No. 4 Road No. 22 East Punjabi Bagh New Delhi - 110026	6,55,738	Non-Promoter	122	8,00,00,036
11	Amit Aggarwal	H. No. 22 Road No. 78 West Punjabi Bagh New Delhi - 110026	6,55,738	Non-Promoter	122	8,00,00,036
12	Caprize Special Purpose LLP	211, Kamla Spaces, Above Kohinoor, S V Road, Santacruz West, Mumbai 54	19,91,803	Non-Promoter	122	24,29,99,966
13	Vora Financial Services Private Limited	801/806, Elite Squire, 8th Floor, 274 Narmin Street, Bazar Gate, Fort, Mumbai - 400001	2,70,492	Non-Promoter	122	3,30,00,024

SI No	Name of the proposed allottees	Address	No. of Shares	Category	Issue price per Share (in Rs.)	Total Issue Price (in Rs.)
14	Suresh Bhatia	4406-7-8, High Point IV, 45, Palace Road, Bangalore- 560001	2,70,492	Non-Promoter	122	3,30,00,024
15	Arun Goel	BM 13 Poorvi Shalimar Bagh, Delhi 110088	3,27,869	Non-Promoter	122	4,00,00,018
16	Saket Agrawal	L 506, Agarsain Apartments, 66 IP Extension, Patpar Ganj, Delhi	3,27,869	Non-Promoter	122	4,00,00,018
17	Seema Dilip Vora	31/3102 Spring Mills Tower, GD Ambekar narg, near Wadala telephone exchange, Dadar East, Mumbai 400014	2,70,492	Non-Promoter	122	3,30,00,024
18	Aakash Deep Goyal	B - 41 , 3rd Floor, Geetanjali Enclave, New Delhi	2,45,902	Non-Promoter	122	3,00,00,044
19	Jatin R Mansata	3101, Hiranandani heritage. Kandivali-w. Mumbai - 400067.	3,27,869	Non-Promoter	122	4,00,00,018
20	Kapil Ahuja	SP-6, Maurya Enclave, Pitampura, Delhi - 110034	3,27,869	Non-Promoter	122	4,00,00,018
21	Singhvi Heritage LLP	37, Rajamannar Street, T. Nagar, Chennai - 600017	2,86,886	Non-Promoter	122	3,50,00,092
22	Apurva Mahesh Shah	2801, 28th Floor, The Residence, Laxmibai Jagmohandas marg, Malabar Hill, Mumbai	2,04,919	Non-Promoter	122	2,50,00,118
23	Tatvam Trade	Groud Floor, M R Patel House, Behind Rajpath Club, Opp Kensvilla, Golf Academy Bodakdev, Ahemdabad - 380054	1,63,935	Non-Promoter	122	2,00,00,070
24	Viney Equity Market LLP	B-163, Lok Vihar, Delhi -110034	10,00,000	Non-Promoter	122	12,20,00,000
25	Harkubai	127/A Brickklinn road, Flat 3111, Tvh lumbini Square Appts, purasawalkam, CHENNAI - 600007	2,29,509	Non-Promoter	122	2,80,00,098
26	Astralit Investments Private Limited	1B, Basanta Bose Road, Kolkata-700026	4,09,836	Non-Promoter	122	4,99,99,992
27	Dinesh Kumar HUF	B-22, Gali No-19, Block-B, Jitar Nagar, Krishna Nagar, Delhi-110051	1,22,950	Non-Promoter	122	1,49,99,900
28	Santosh Kumar Pandey	601, Neelam Building, 6th Floor, Plot 12, Saraswati Colony, Talamiki Road, Behind Veromoda, Mumbai-400054	1,22,950	Non-Promoter	122	1,49,99,900
29	McJain Infoservices Private Limited	803/804, Unique Tower, Gaiwadi Street, Off SV Road, Goregaon West, Mumbai-400104	6,00,000	Non-Promoter	122	7,32,00,000
30	Prabha Devigoenka	05, Aligani Road, Fashiyapura, Kashipur, Udham Singh Nagar, Uttarakhand -244713	1,00,000	Non-Promoter	122	1,22,00,000
31	Arun Goenka	Kamala Villa, P1, Lantana, Nahar, Amrit Shakti, Chandivali Powai, Andheri East, Mumbai 400072	1,00,000	Non-Promoter	122	1,22,00,000
32	Tanay Gupta	5F, 73, Macdomal Road, Hongkong	1,20,000	Non-Promoter	122	1,46,40,000
33	Vimura's Family Private Trust	74, 7th Floor, Sakhar Bhavan, Ramnath Goenka Marg, Nariman point, Mumbai-400021	1,25,000	Non-Promoter	122	1,52,50,000
34	Rajiv Mehta	QCB 202, DLF Queens Court, E-Block, Greater Kailash 2, New Delhi 110048	8,10,000	Non-Promoter	122	9,88,20,000
35	Swyom Advisors Alternative Investment Trust	11/A, Maharashi Debendra Road, 2nd Floor, Room No.1, Kolkata-700007	2,45,902	Non-Promoter	122	3,00,00,044
36	Mohit Choudhary	4A, Surya Rawden Garden, 3, Lower Rawden Street, Kolkata-700020	1,63,934	Non-Promoter	122	1,99,99,948
37	Ghanshyam Das Dhanuka	Block B, S.J. Road, Athgaon, Guwahati-781001	1,63,934	Non-Promoter	122	1,99,99,948
38	Ghanshyam Das Dhanuka HUF	Block B, S.J. Road, Athgaon, Guwahati-781001	1,22,950	Non-Promoter	122	1,49,99,900
39	Gaurav Goel	H.No. 49 - B.R. Phookan Road, Bharalumukh, Guwahati-781009	41,000	Non-Promoter	122	50,02,000

SI No	Name of the proposed allottees	Address	No. of Shares	Category	Issue price per Share (in Rs.)	Total Issue Price (in Rs.)
40	Pratibha Endeavor Private Limited	C-1 121, Cabin No. 1, 1st Floor GIDC, Pandesara, Surat-394221, Gujarat	3,27,868	Non-Promoter	122	3,99,99,896
41	Asnu Finvest Private Limited	G-11, Udyog Nagar, Main Rohtak Road, New Delhi 110041	25,00,000	Non-Promoter	122	30,50,00,000
42	Viro Special Purpose Opportunities LLP	E-601, Expressions, B/S, E-space, V.I.P. Road, Vesu, Surat, Gujarat-395007	8,20,000	Non-Promoter	122	10,00,40,000
43	Strikex Advisory LLP	H.No. 2886/B/1/2, West, Basement, B/S F. S. Tower, Surat Textile Market, Surat, Gujarat 395002	8,20,000	Non-Promoter	122	10,00,40,000
44	Handloom Heritage Limited	New No 37(18), Rajamannar Street, T. Nagar, Chennai 600017	8,20,000	Non-Promoter	122	10,00,40,000
45	Sygnific Corporate Solutions Pvt Ltd	Flat No-601, Tower No-9, CWG Village East Delhi-110092	4,09,836	Non-Promoter	122	4,99,99,992
46	Shivkumar Kumutaavalli	200/21, Shreepuram, Parisalthurai Road, Lakkapuram, Punjailakkapuram, Erode-638002, Tamilnadu, India	4,09,836	Non-Promoter	122	4,99,99,992
47	Sharon Gupta	D/702, Hilton Tower, Sher-E-Punjab, Andheri East, Mumbai-400093	4,09,836	Non-Promoter	122	4,99,99,992
48	Akshat Greentech Private Limited	Plot No 682, 5 <sup>th</sup> Floor, Babukhan Rasheed, Plaza Road No 36, Aditya Enclave, Jubilee Hills, Hyderabad, Telangana 500033	18,00,000	Non-Promoter	122	21,96,00,000
49	Kemps Business Solutions Private Limited	Plot No. 9, 2nd Floor, Sector-4, Vaishali, Ghaziabad-201010, U.P	4,09,836	Non-Promoter	122	4,99,99,992
50	Siddharth Agrawal	Nuakhurigan, Sason,Sambalpur, Odisha-768200	2,50,000	Non-Promoter	122	3,05,00,000
51	Amar Patel	601B, Amrit Villa, Dr. Ambedkar road, Matunga East, Mumbai-400090	4,09,837	Non-Promoter	122	5,00,00,114
52	Falguni Samir Bhuta	517 Shreeji Krupa HR Mahajani Road Matunga (E) Mumbai-400019	4,09,836	Non-Promoter	122	4,99,99,992
53	Ajay Murdia	9, Govindpura Colony, opp M.B. College Ground, Udaipur	10,24,590	Non-Promoter	122	12,49,99,980
54	Analah Venture Partners LLP	Unit 1407, B Wing, 14th Floor, Parinee Crescenzo, Bandra Kurla Complex, Bandra East Mumbai MH 400051	4,09,836	Non-Promoter	122	4,99,99,992
55	NKA Resources LLP	G-11, Udyog Nagar, Main Rohtak Road, New Delhi-110041	20,50,000	Non-Promoter	122	25,01,00,000
56	Haldiram Snacks Pvt Ltd	Village Kherki Daula, Delhi-Jaipur, Highway, Gurugram-122001	8,50,000	Non-Promoter	122	10,37,00,000
57	Rajat Goenka	31, Vittal Mallya Road, Bangalore-560001	11,47,540	Non-Promoter	122	13,99,99,880
58	Vinay Lohariwala	227, Sector 6, Panchkula-134109, Haryana	8,19,673	Non-Promoter	122	10,00,00,106
59	Kapareva Development Pvt Ltd	305, Kushal Bazar, 32-33, Nehru Place, New Delhi-110019	1,63,934	Non-Promoter	122	1,99,99,948
60	Adhiraj Swarup Agarwal	Swarup Bhawan, Water Works Road, Aishbagh, Lucknow-226004	81,967	Non-Promoter	122	99,99,974
61	Sachin Kasera	501/502, Oberoi Esquire, Mohan Gokhale Road, Goregaon East, Mumbai-400063	1,63,934	Non-Promoter	122	1,99,99,948
62	Bodhivriksha Advisors LLP	4TH Floor, Paville House, Twin Towers Lane, Off. Veer Savarkar Marg, Prabhadevi, Mumbai – 400025	4,10,000	Non-Promoter	122	5,00,20,000
63	Shweta Vora	A/4501 Oberoi Esquire, Oberoi Garden City, Goregaon (East), Mumbai - 400063	82,000	Non-Promoter	122	1,00,04,000

SI No	Name of the proposed allottees	Address	No. of Shares	Category	Issue price per Share (in Rs.)	Total Issue Price (in Rs.)
64	Marigold Partners	Office No. 1001, B Wing Kanakia Wall Street, near chakala singal, JB Nagar, Andheri East, Mumbai-400069	1,63,934	Non-Promoter	122	1,99,99,948
65	Dev Karvat	61/B-Meherina Building, 51/C-Nepean Sea Road, Near Simla House, Cumballa Hill, Mumbai-400026	2,46,000	Non-Promoter	122	3,00,12,000
66	Jigar Chandrakant Shah	43A Indrapuri , flat no 25, 4th floor , sion circle , above Vijay sales , sion west Mumbai 400022	4,10,000	Non-Promoter	122	5,00,20,000
67	AR Enterprises	380, Ground Floor, Haveli Haider Quli, Chandni Chowk, Delhi-110006	4,95,000	Non-Promoter	122	6,03,90,000
68	SR Foundation	Unit No. T-28, Third Floor, Pankaj Central Market, LSC Mandawali Fazalpur, Delhi-110092	9,85,000	Non-Promoter	122	12,01,70,000
69	Dinero Finance & Investments Pvt. Ltd	A-3, 7th Floor, Girdhar Apartments, 28 Ferozshah Road, New Delhi-110001	2,00,000	Non-Promoter	122	2,44,00,000
70	S Gupta Family Investments Private Limited	H.N. 37, Ground Floor Hargovind Enclave, Delhi-110092	20,50,000	Non-Promoter	122	25,01,00,000
71	Hasmukh Parekh	3A, Upper Wood Street, Kolkata-700017	4,09,837	Non-Promoter	122	5,00,00,114
72	Dinesh Rathi	4-J-42, Vigyan Nagar, Kota-324005, Rajasthan	1,65,000	Non-Promoter	122	2,01,30,000
73	Pranjal Corporate Services Private Limited	712/A, Kanakia Wallstreet, Andheri- Kurla Road, Andheri ( E ) Mumbai-400093	1,65,000	Non-Promoter	122	2,01,30,000
74	Resurgence FinCap Advisors Pvt Ltd	101,Gladdiola, above IDBI Bank, Hanuman Road, Vile parle East, Mumbai-400067	5,00,000	Non-Promoter	122	6,10,00,000
75	Varanium India Opportunity Ltd	33, Edith Cavell Street,Port Louis, 11324, Mauritius	20,50,000	Non-Promoter	122	25,01,00,000
76	Arpit Khandelwal	Flat No. 203, 2nd Floor, Akshat Roop Gulab-The Mystique, Mahaveer Marg, C-Scheme, Jaipur-302005, Rajasthan	1,00,00,000	Non-Promoter	122	1,22,00,00,000
77	Raghav Investment Private Limited	507 B, Crystal Mall Sawai Man Singh Highway, Bani Park, Jaipur-302016, Rajasthan	20,00,000	Non-Promoter	122	24,40,00,000
78	Neepea K Shah	601, Lahar, Hatkesh Society, North-South Road, No.5, JVPD Scheme, Vlieparle (West), Mumbai-400056	20,00,000	Non-Promoter	122	24,40,00,000
79	Shine Star Build-Cap Pvt. Ltd	J-10/30, DLF City, Phase-II, Gurgaon, Haryana, India	20,00,000	Non-Promoter	122	24,40,00,000
80	Vinod Kumar Lodha	A-5, Mahaveer Nagar, Tonk Road, Jaipur-302018	5,00,000	Non-Promoter	122	6,10,00,000
81	VC Ventures LLP	578, BL House, Mahaveer Nagar, Tonk Road, Jaipur-302018	3,50,000	Non-Promoter	122	4,27,00,000
	<b>Total</b>		<b>5,99,54,996</b>		<b>122</b>	<b>731,45,09,512</b>

**RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu with the existing Equity Shares of the Company in all respects.

**RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted shall be subject to a contractual lock-in, for a period and in the manner as shall be agreed in the shareholders' agreement to be executed between the Company and the allottees.

**RESOLVED FURTHER THAT** the aforesaid Equity Shares shall be issued and allotted by the Company only in dematerialized form, subject to receipt of full consideration and valid application from the Investors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized and empowered to draft, negotiate, decide, finalize, ratify and/ or execute any agreement to be entered into in connection with the issuance and allotment of Equity Shares pursuant to the private placement to the Investors including entering into (i) Share Subscription Agreement ("SSA") setting out the terms and conditions of the issuance and allotment of the Equity Shares to the Investors, (ii) Shareholders Agreement ("SHA") setting out the rights and privileges of the Investors and/ or to subsequently, further negotiate, decide, alter, novate, vary, revise, supplement, modify, extend, execute, restate and deliver the agreements in connection with the allotment of shares to the Financial Investors including the SSA, SHA and/or other related documents , from time to time, in the name of, and on behalf of, the Company, and to do all or any of the acts, deeds, matters or things as the Board or any of the Directors may deem expedient, appropriate, advisable or necessary in connection with the above, and to give effect to the transactions contemplated under the agreements including the SSA, SHA and the Deed, in the name of, and on behalf of, the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable to give effect to these Resolutions and to settle any matter, question, difficulty or doubt that may arise with regard to the issuance and

allotment of the Equity Shares of the Company pursuant to private placement and to negotiate, finalize, execute and amend any other agreement(s) or document(s) and writings, relating to the issuance of the Equity Shares pursuant to private placement as it may deem necessary, proper, desirable or expedient without requiring any further approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution and any such agreements and documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any such document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue, allotment of the Equity Shares pursuant to private placement, the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, issuing clarifications on the issue and allotment of the Equity Shares, resolving any difficulties, effecting any modifications to the foregoing preparing, signing, executing, and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Shares, pursuant to private placement as may be required.”

**Item No.2: To consider, approve and adopt the amended and restated articles of association of the Company.**

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

“RESOLVED THAT, in accordance with the provisions of Sections 5, 14 and such other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory amendment, modification or re-enactment thereof), the draft of the amended and restated articles of association, a copy of which has been placed before the members of Vikram Solar Limited (“Company”) and initialed by the Chairperson for the purposes of identification, be and is hereby approved by the members of the Company and adopted as the articles of association of the Company in substitution for, and to the exclusion of the existing articles of association of the Company.

RESOLVED FURTHER THAT, that the amended and restated articles of association of the Company is hereby approved and shall become effective immediately.

RESOLVED FURTHER THAT, Mr. Narayan Lodha, Chief Financial Officer (CFO) and/or Mr. Sudipta Bhowal, Company Secretary of the Company be and is hereby severally authorized to do sign, execute and file all such forms, deeds and documents with the Ministry of Corporate Affairs/ Registrar of Companies, National Securities Depository Limited, Central Depository Services (India) Limited or other statutory and regulatory authorities as may be required and to do all such acts, deeds and things as they may deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard, for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT, the directors of the Company, or any officer of the Company designated by them or the Company Secretary be and are hereby severally authorised to provide certified true copies of this resolution, as and when required.”

**By order of the Board of Directors  
For Vikram Solar Limited**

**Sudipta Bhowal**  
Senior General Manager &  
Company Secretary  
Membership No: F-5303

Place: Kolkata,  
Date: 23<sup>rd</sup> day of May 2024

**NOTES:**

- The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts concerning the business under the accompanying Notice, is annexed hereto.
- Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available.
- Participation of members through VC will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act.
- Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/ authorization letter to the company by email to [secretarial@vikramsolar.com](mailto:secretarial@vikramsolar.com).
- In compliance with Section 108 of the Act, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (“evoting”) facility provided by Link Intime India Private Limited (“LIPL”). Members who have cast their votes by remote e-voting prior to the EGM may participate in the EGM but shall not be entitled to cast their votes again. Members holding shares on 17th May 2024 has been taken as the cut off date for sending EGM Notice.
- The manner of voting remotely by members holding shares in dematerialized mode and for members who have not registered their email addresses is provided in the “Instructions for e-voting” section which forms part of this Notice. The Board has appointed Mr. A. K. Labh, Practicing Company Secretary (FCS – 4848 / CP – 3238) of M/s. A. K. Labh & Co., Company Secretaries, as the Scrutinizer to scrutinize the e- voting in a fair and transparent manner.
- Members holding shares as on cut-off date, i.e. as on 11<sup>th</sup> June 2024, may cast their votes electronically. The e-voting period commences on Saturday, 15<sup>th</sup> June 2024 (9:00 a.m. IST) and ends on Monday, 17<sup>th</sup> June 2024 (5:00 p.m. IST). The e- voting module will be disabled thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cutoff date, i.e. as on 11<sup>th</sup> June 2024. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.
- The facility for voting during the EGM will also be made available. Members present in the EGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the EGM.
- In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date i.e. 11<sup>th</sup> June 2024, may follow steps mentioned in the Notice under “Instructions for e-voting”.
- The Scrutinizer will submit his report to the Chairman of the Company (“the Chairman”) or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the EGM and votes cast through remote e-voting), not later than three days from the conclusion of the EGM. The result declared along with the Scrutinizer’s report shall be communicated to NSDL, CDSL and RTA, and will also be displayed on the Company’s website, [www.vikramsolar.com](http://www.vikramsolar.com).
- Since the EGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

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

**Individual Shareholders holding securities in demat mode with NSDL**

**METHOD 1** - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter user id and password. Post successful authentication, click on “Access to e-voting”.



- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nSDL.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2** - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nSDL.com/>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with CDSL**

**METHOD 1** – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users who have not registered for CDSL Easi/Easiest facility.

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2** - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

**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 name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

**Login method for Non-Individual Shareholders holding securities in demat mode is given below:**

Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>.
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
  - A. User ID: Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
  - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company – in DD/MM/YYYY format)
  - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in NSDL form, shall provide 'D' above

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
  - Click "confirm" (Your password is now generated).
1. Click on 'Login' under 'SHARE HOLDER' tab.
  2. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

**Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.

- E-voting page will appear.
- Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 & 1800 22 44 30  Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 22- 23058542-43.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

- Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**Process and manner for attending the General Meeting through InstaMeet:**

- Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on "Login".
  - Select the "Company" and 'Event Date' and register with your following details: -
    - Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No
      - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
      - Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
      - Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company
    - PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
    - Mobile No.:** Enter your mobile number.
    - Email ID:** Enter your email id, as recorded with your DP/Company.
  - Click "Go to Meeting" (You are now registered for InstaMeet, and your attendance is marked for the meeting).

**Note:** Shareholders who would like to speak during the meeting must register their request with the company at least 3 day in advance.

**Instructions for Shareholders/ Members to Vote during the General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
- Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
- After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
- Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:** Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND 100 OF THE COMPANIES ACT, 2013**

**Item No. 1:**

Your Company, in order to strengthen the capital base and provide leverage for raising debt required for working capital and to finance the solar PV module manufacturing facility, has proposed to increase the paid- up capital by issuing 5,99,54,996 no of Equity Shares of the Company of the face value of Rs.10/- (Rupees Ten only) each at a price of Rs. 122/- (Rupees One Hundred Twenty two only) per equity shares which includes premium of Rs. 112/- (Rupees One Hundred and Twelve Only) per Equity Share to the Non-Promoters of the Company, as listed in the resolution ("**Identified Persons**"). Hence the Board of Directors, pursuant to the board resolution passed on 23<sup>rd</sup> May 2024 proposed to put before your good selves resolution at Item No. 1 for your kind consideration and approval. The shares will be issued and allotted as per the terms and conditions as may be decided by the Board in this context.

Further as per Section 42 and Section 62 (1)(c) of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company offering or making an invitation to subscribe to shares on a private placement basis, is required to obtain the Prior approval of the Shareholders by way of a Special Resolution.

**A. Requisite particulars in terms of Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as follows:**

- (a) **Particulars of the offer including date of passing of Board resolution:** Issuance and offer of equity shares of face value of Rs. 10/- each of the Company at a premium of Rs. 112/- per share, to Identified Persons on a private placement basis is approved by the Board of Directors pursuant to a resolution dated Thursday 23<sup>rd</sup> day of May, 2024.
- (b) **Kinds of securities offered and the price at which security is being offered:** Up to 5,99,54,996 no of Equity Shares at the price of Rs. 10/- each including premium of Rs. 112/- each.
- (c) **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made :** Valuation report dated 28<sup>th</sup> February 2024 issued by Mr. Vikas Goel of Omnifin Valuation Services (OPC) Private Limited, a registered valuer bearing IBBI Registration No. **IBBI/RV/01/2018/10339**. Valuation report is available for inspection at the Corporate Office of the Company during office hours on all working days, except Saturday and holidays between 9.30 A.M. and 5.00 P.M. up to the day of the extraordinary general meeting.
- (d) **Name and address of valuer who performed valuation:** Mr. Vikas Goel of Omnifin Valuation Services (OPC) P Ltd Diamond Arcade, #313, 68 Jessore Road, Kolkata 700055
- (e) Amount which the company intends to raise by way of such securities: Up to Rs. 731,45,09,512/- (Rupees Seven Hundred Thirty One Crore Forty-five Lakh Nine Thousand Five Hundred Twelve Only).
- (f) **Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principal terms of assets charged as securities:**

**Material terms of raising securities:** The Equity Shares to be issued shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu with the existing equity shares of the Company in all respects. Material terms of issuance are listed in Points- A and B of this explanatory statement.

**Proposed time Schedule:** The allotment of the Equity Shares shall be completed within 60 days from the date of receipt of the application money. The last date of submission of the application with complete details and the cheque/Demand Draft/NEFT details is provided in the offer letter.

**Purposes or objects of offer:** The object of the offer is (i) strengthen the capital base and provide leverage for raising debt required for working capital; (ii) to finance the solar PV module manufacturing facility; and (iii) to meet other general corporate purposes.

**Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:** No shares are being issued to the promoters or the directors of the Company under Item No. 1 of this notice and accordingly no contribution is being made by the promoters or by the directors.

**Principal terms of assets charged as securities:** No assets are charged as securities under this issuance.

**B. Requisite particulars in terms of Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014 are as follows:**

**Object of the issue :** The object of the issue is (i) strengthen the capital base and provide leverage for raising debt required for working capital; (ii) to finance the solar PV module manufacturing facility; and (iii) to meet other general corporate purposes.

**Total Number of Shares or other securities to be issued :** It is proposed to issue and allot of 5,99,54,996 no of Equity shares of face value of Rs. 10/- each.

**Relevant Date with reference to which the price has been arrived at:** The "Relevant Date" has been considered to be the date of the valuation report issued by Mr. Vikas Goel of Omnifin Valuation Services (OPC) Private Limited.

**Price or price band at/within which the allotment is proposed:** The allotment is proposed to be made at a price of Rs. 122/- per equity shares for cash including a premium of Rs. 112/- per Equity Share.

**Basis on which the price has been arrived at along with the report of registered valuer:** Valuation report dated 28<sup>th</sup> February 2024 issued by Mr. Vikas Goel of Omnifin Valuation Services (OPC) Private Limited, a registered valuer bearing IBBI Registration No. IBBI/RV/01/2018/10339.

**Class or classes of persons to whom the allotment is proposed to be made:** As mentioned in Table-A below.

**Intention of promoters, directors or key managerial personnel to subscribe to the offer:** NIL

**Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:** NIL

S No.	Class of Securities	Date of Allotment	Number of persons to whom allotment was made	Number of Securities	Price per security	Total Issue price
-	NIL	NIL	NIL	NIL	NIL	NIL

**The justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer:** Not applicable.

**The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them:** The names and percentage of post issue equity shareholding of the proposed allottees that may be held by them is as below:

TABLE A

SI No	Name of the Proposed allottees	Pre Issue shareholding		Post Issue shareholding		Class/ Classes of persons
		No. of Equity Shares	Percentage	No of Equity Shares	Percentage	
1	Niveshaay Hedgehogs LLP	-	0.0000	21,31,152	0.6685	LLP
2	GVA Consultants LLP	-	0.0000	12,29,509	0.3857	LLP
3	Karnavat Commercial LLP	-	0.0000	8,19,673	0.2571	LLP
4	Kaliedo Capital advisors LLP	-	0.0000	8,19,673	0.2571	LLP
5	Shree Ram Colloids Pvt. Ltd.	-	0.0000	6,14,755	0.1928	Body Corp
6	Navin Dalmia	-	0.0000	4,09,837	0.1286	Individual
7	Kishan Gopal Mohata	-	0.0000	4,09,837	0.1286	Individual
8	Finavenue Growth Fund	-	0.0000	4,09,837	0.1286	Trust
9	Rohan Gupta	10,000	0.0039	6,24,755	0.1960	Individual
10	Vibha Jain	-	0.0000	6,55,738	0.2057	Individual
11	Amit Aggarwal	4,00,000	0.1545	10,55,738	0.3312	Individual



TABLE A

SI No	Name of the Proposed allottees	Pre Issue shareholding		Post Issue shareholding		Class/ Classes of persons
		No. of Equity Shares	Percentage	No of Equity Shares	Percentage	
12	Caprize Special Purpose LLP	-	0.0000	19,91,803	0.6248	LLP
13	Vora Financial Services Private Limited	-	0.0000	2,70,492	0.0849	Body Corp
14	Suresh Bhatia	-	0.0000	2,70,492	0.0849	LLP
15	Arun Goel	1,72,500	0.0666	5,00,369	0.1570	Individual
16	Saket Agrawal	1,35,000	0.0522	4,62,869	0.1452	Individual
17	Seema Dilip Vora	4,25,000	0.1642	6,95,492	0.2182	Individual
18	Aakash Deep Goyal	-	0.0000	2,45,902	0.0771	Individual
19	Jatin R Mansata	-	0.0000	3,27,869	0.1028	Individual
20	Kapil Ahuja	1,00,000	0.0386	4,27,869	0.1342	Individual
21	Singhvi Heritage LLP	-	0.0000	2,86,886	0.0900	LLP
22	Apurva Mahesh Shah	-	0.0000	2,04,919	0.0643	Individual
23	Tatvam Trade	-	0.0000	1,63,935	0.0514	Body Corp
24	Viney Equity Market LLP	-	0.0000	10,00,000	0.3137	LLP
25	Harkubai	-	0.0000	2,29,509	0.0720	Individual
26	Astralit Investments Private Limited	-	0.0000	4,09,836	0.1286	Body Corp
27	Dinesh Kumar HUF	-	0.0000	1,22,950	0.0386	HUF
28	Santosh Kumar Pandey	-	0.0000	1,22,950	0.0386	Individual
29	McJain Infoservices Private Limited	-	0.0000	6,00,000	0.1882	Body Corp
30	Prabha DeviGoenka	-	0.0000	1,00,000	0.0314	Individual
31	Arun Goenka	-	0.0000	1,00,000	0.0314	Individual
32	Tanay Gupta	-	0.0000	1,20,000	0.0376	Individual
33	Vimura's Family Private Trust	-	0.0000	1,25,000	0.0392	Trust
34	Rajiv Mehta	-	0.0000	8,10,000	0.2541	Individual
35	Swyom Advisors Alternative Investment Trust	-	0.0000	2,45,902	0.0771	Trust
36	Mohit Choudhary	-	0.0000	1,63,934	0.0514	Individual
37	Ghanshyam Das Dhanuka	-	0.0000	1,63,934	0.0514	Individual
38	Ghanshyam Das Dhanuka HUF	-	0.0000	1,22,950	0.0386	HUF
39	Gaurav Goel	-	0.0000	41,000	0.0129	Individual
40	Pratibha Endeavor Private Limited	-	0.0000	3,27,868	0.1028	Body Corp
41	Asnu Finvest Private Limited	22,88,300	0.8841	47,88,300	1.5020	Body Corp
42	Viro Special Purpose Opportunities LLP	-	0.0000	8,20,000	0.2572	LLP
43	Strikex Advisory LLP	-	0.0000	8,20,000	0.2572	LLP
44	Handloom Heritage Limited	-	0.0000	8,20,000	0.2572	Body Corp
45	Sygnific Corporate Solutions Pvt Ltd	-	0.0000	4,09,836	0.1286	Body Corp
46	Shivkumar Kumutaavalli	-	0.0000	4,09,836	0.1286	Individual
47	Sharon Gupta	-	0.0000	4,09,836	0.1286	Individual
48	Akshat Greentech Private Limited	-	0.0000	18,00,000	0.5646	Body Corp
49	Kemps Business Solutions Private Limited	-	0.0000	4,09,836	0.1286	Body Corp
50	Siddharth Agrawal	-	0.0000	2,50,000	0.0784	Individual
51	Amar Patel	-	0.0000	4,09,837	0.1286	Individual

TABLE A

SI No	Name of the Proposed allottees	Pre Issue shareholding		Post Issue shareholding		Class/ Classes of persons
		No. of Equity Shares	Percentage	No of Equity Shares	Percentage	
52	Falguni Samir Bhuta	-	0.0000	4,09,836	0.1286	Individual
53	Ajay Murdia	-	0.0000	10,24,590	0.3214	Individual
54	Analaha Venture Partners LLP	5,708	0.0022	4,15,544	0.1304	LLP
55	NKA Resources LLP	-	0.0000	20,50,000	0.6431	LLP
56	Haldiram Snacks Pvt Ltd	-	0.0000	8,50,000	0.2666	Body Corp
57	Rajat Goenka	-	0.0000	11,47,540	0.3600	Individual
58	Vinay Lohariwala	-	0.0000	8,19,673	0.2571	Individual
59	Kapareva Development Pvt Ltd	-	0.0000	1,63,934	0.0514	Body Corp
60	Adhiraj Swarup Agarwal	-	0.0000	81,967	0.0257	Individual
61	Sachin Kasera	-	0.0000	1,63,934	0.0514	Individual
62	Bodhivriksha Advisors LLP	-	0.0000	4,10,000	0.1286	LLP
63	Shweta Vora	-	0.0000	82,000	0.0257	Individual
64	Marigold Partners	-	0.0000	1,63,934	0.0514	Firm
65	Dev Karvat	-	0.0000	2,46,000	0.0772	Individual
66	Jigar Chandrakant Shah	-	0.0000	4,10,000	0.1286	Individual
67	AR Enterprises	-	0.0000	4,95,000	0.1553	Firm
68	SR Foundation	-	0.0000	9,85,000	0.3090	Trust
69	Dinero Finance & Investments Pvt. Ltd	-	0.0000	2,00,000	0.0627	Body Corp
70	S Gupta Family Investments Private Limited	-	0.0000	20,50,000	0.6431	Body Corp
71	Hasmukh Parekh	-	0.0000	4,09,837	0.1286	Individual
72	Dinesh Rathi	-	0.0000	1,65,000	0.0518	Individual
73	Pranjal Corporate Services Private Limited	-	0.0000	1,65,000	0.0518	Body Corp
74	Resurgence FinCap Advisors Pvt Ltd	-	0.0000	5,00,000	0.1568	Body Corp
75	Varanium India Opportunity Ltd	-	0.0000	20,50,000	0.6431	Body Corp
76	Arpit Khandelwal	-	0.0000	1,00,00,000	3.1369	Individual
77	Raghav Investment Private Limited	-	0.0000	20,00,000	0.6274	Body Corp
78	Neepta K Shah	-	0.0000	20,00,000	0.6274	Individual
79	Shine Star Build-Cap Pvt. Ltd	-	0.0000	20,00,000	0.6274	Body Corp
80	Vinod Kumar Lodha	-	0.0000	5,00,000	0.1568	Individual
81	VC Ventures LLP	-	0.0000	3,50,000	0.1098	LLP

**Pre-issue & Post-issue Shareholding Pattern of the Issuer Company:** Pre-issue and post issue shareholding pattern of the Issuer Company will be as below:

Sr. No	Category	Pre Issue		Post Issue	
		No of shares held	% of share holding	No of shares held	% of share holding
<b>A</b>	<b>Promoters' holding:</b>				
<b>1</b>	<b>Indian:</b>				
	Individual	1,30,04,332	5.0243	1,30,04,332	4.0793
	Bodies Corporate	18,41,95,990	71.1648	18,41,95,990	57.7806
	<b>Sub Total</b>	<b>19,72,00,322</b>	<b>76.1891</b>	<b>19,72,00,322</b>	<b>61.8600</b>
<b>2</b>	<b>Foreign Promoters</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

Sr. No	Category	Pre Issue		Post Issue	
		No of shares held	% of share holding	No of shares held	% of share holding
	<b>Sub Total (A)</b>	<b>19,72,00,322</b>	<b>76.1891</b>	<b>19,72,00,322</b>	<b>61.8600</b>
<b>B</b>	<b>Non- Promoters' holding:</b>				
1	Institutional Investors	0	0	0	0
<b>2</b>	<b>Non-Institution:</b>				
	Body Corporate (including LLP, Firm, Trust)	5,63,15,171	21.7576	8,84,04,360	27.7317
	Residents (Individual & HUF)	51,47,250	1.9887	2,04,33,220	6.4097
	Non-Residents (Including Foreign Co)	1,67,257	0.0646	1,27,47,094	3.9986
	<b>Sub Total (B)</b>	<b>6,16,29,678</b>	<b>23.8109</b>	<b>12,15,84,674</b>	<b>38.1400</b>
	<b>Grand Total</b>	<b>25,88,30,000</b>	<b>100.00</b>	<b>31,87,84,996</b>	<b>100.00</b>

**The Proposed time within which the allotment shall be completed:** The allotment of the Equity Shares shall be completed within 60 days from the date of receipt of the application money. The allotment of Equity Shares shall be completed within 12 months from the date of the EGM.

**Change in Control, if any, in the company that would occur consequent to the preferential offer:** No change in control of the Company shall occur consequent to the preferential issue.

The necessary documents related to the proposed resolution shall remain available for inspection to the members of the Company on all weekdays during office hours upto the date of the extra-ordinary general meeting. None of the Promoter, Director or Key Managerial Persons and their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out in Item No. 1 of this Notice.

The Directors recommend the Special resolution as proposed in the notice for approval of the members.

**Item No. 2:**

Your Company is desirous of availing investment for certain purposes by way of private placement of equity and accordingly required to execute Share Subscription Agreement(s) with the Identified Persons and a Shareholders' Agreement ("SHA") with the Investor Arpit Khandelwal. The articles of association of the Company ("Articles") are required to be amended to incorporate the terms of the SHA, subject to the approval of the shareholders of the Company. The Articles have been divided into two parts i.e. (i) Part A – which is the existing articles of the Company, without having the terms of the SHA; and (ii) Part B – which includes the terms of the SHA. Part B of the Articles shall be operative and come into effect only upon execution of the SHA and the allotment of Equity Shares to Investor Arpit Khandelwal. Upon Part B of the Articles being effective, Part A and Part B of the Articles shall co-exist, and in the event of any inconsistencies between Part A and Part B of the Articles, the provision of Part B of the Articles shall prevail.

The special resolution in Item No 2 thus placed before the shareholders for approval to give effect of the amended and restated Articles which once adopted will become the articles of association of the Company in substitution for, and to the exclusion of the existing articles of association of the Company.

The draft Articles of Association is hosted on the website of the Company at [www.vikramsolar.com](http://www.vikramsolar.com) and shall also remain available for inspection to the members of the Company on all weekdays during office hours upto the date of the extra-ordinary general meeting. None of the Promoter, Director or Key Managerial Persons and their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out in Item No. 2 of this Notice.

The Directors recommend the Special resolution as proposed in the notice for approval of the members.

**By order of the Board of Directors  
For Vikram Solar Limited**

Sudipta Bhowal  
Senior General Manager &  
Company Secretary  
Membership No: F-5303

Place: Kolkata  
Date: 23<sup>rd</sup> day of May 2024