



# UV Asset Reconstruction Company Limited

"Restoring NPAs Back to Health"

Communication Address / Corp. Office : 1304/1304A, 13th Floor, Chiranjiv Tower, 43 Nehru Place, New Delhi-110019  
Tel. : +91-11-41055576, 41038818, Fax: 011-40501824 | Email : uvarcl@gmail.com | Website: www.uvarcl.com

## NOTICE

Notice is hereby given that the 18<sup>th</sup> Extra-ordinary General Meeting of the Members of the Company will be held on **Saturday, the 21<sup>st</sup> day of March, 2026 at 11:30AM** at the **Corporate Office of the Company i.e., 1304/1304A Chiranjeev Tower, 43, Nehru Place, New Delhi-110019** to transact the following business:

### Special Business:

1. To consider and approve increase in the Authorised Share Capital of the Company and consequent amendments in the Capital Clause of the Memorandum of Association of the Company.

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

**"Resolved that** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the relevant rules made thereunder, including any statutory modification(s) thereof, the consent of the members be and is hereby accorded to the Company to increase the Authorized Share Capital of the Company from existing ₹125,00,00,000/- (One Hundred and Twenty-Five Crores Only), divided into 5,00,00,000 (Five Crores) Equity Shares of ₹ 10/- (Rupees Ten Only) each and 7,50,000 (Seven Lakh Fifty Thousand) Preference Shares of ₹1,000/- (Rupees One Thousand Only) each to ₹300,00,00,000/- (Rupees Three Hundred Crores Only), divided into ₹100,00,00,000/- (Rupees One Hundred Crores Only) comprising 10,00,00,000 (Ten Crore) Equity Shares of ₹10/- (Rupees Ten Only) each; and ₹200,00,00,000/- (Rupees Two Hundred Crores Only) comprising 20,00,000 (Twenty Lakh) Compulsorily Convertible Preference Shares (CCPS) of ₹1,000/- (Rupees One Thousand Only) each. Consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by the following new clause:

**"V. (A) The Authorised Share Capital of the Company is ₹300,00,00,000/- (Rupees Three Hundred Crores Only), divided into ₹100,00,00,000/- (Rupees One Hundred Crores Only) comprising 10,00,00,000 (Ten Crore) Equity Shares of ₹10/- (Rupees Ten Only) each; and ₹200,00,00,000/- (Rupees Two Hundred Crores Only) comprising 20,00,000 (Twenty Lakh) Compulsorily Convertible Preference Shares (CCPS) of ₹1,000/- (Rupees One Thousand Only) each.**





(B) The minimum paid-up capital is ₹5,00,000/- (Rupees Five lakh Only)”

**Resolved further that** Mr. Ritesh Aggarwal, Executive cum Whole Time Director and CFO and Ms. Gurpreet Kaur, Executive cum Whole Time Director of the Company and the Company Secretary be and is hereby authorized severally to sign and execute all deeds, documents, papers, agreements and take all necessary steps to give effect to the foregoing resolution.”

2. To approve issuance of 4,00,000 (Four Lakh Only) Series B 13.5% Compulsorily Convertible Preference Shares (“Series B 13.5% CCPS”) of the Company through Private Placement on a Preferential Basis and approve the Private Placement Offer Letter.

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

“**Resolved that** pursuant to the provisions of Sections 23, 42, 55 and 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 as amended from time to time, Memorandum and Articles of Association of the Company, RBI guidelines issued from time to time, the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot upto 4,00,000 (Four Lakh Only), in one or more tranches, on preferential basis, unlisted, fully-paid, Series B 13.50% Compulsorily Convertible Preference Shares (“Series B 13.50% CCPS”) at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only) on preferential allotment/private placement basis which shall be compulsorily convertible, in one or more tranches to the below mentioned subscriber in such manner and on such terms, as may be decided by the Board:

Preference Shares	Name, Category and Address of Proposed Investor	No. of Series B 13.50% CCPS	Face value (In ₹)	Total consideration of Series B 13.50% CCPS (in ₹)
Series B 13.50% Compulsorily Convertible Preference Shares (“Series B 13.50% CCPS”)	Tourism Finance Corporation of India Ltd. (TFCI) Non-Promoter Company	4,00,000	1,000	40,00,00,000/-





	4th Floor, Tower - 1, NBCC Plaza, Pushp Vihar, Sector 5, Saket, New Delhi, Delhi 110017			
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Resolved further that the particulars of the Series B 13.50% CCPS being issued, as per Rule 9(2) of the Companies (Share Capital and Debentures) Rules, 2014 are set out below:

a)	<b>Priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares</b>	CCPS shall carry dividend @ 13.50% p.a. on the face value of CCPS which will remain fixed over the term of Tenure of the CCPS, payable on half yearly basis until conversion of the CCPS into Equity Shares.  Series B 13.50% CCPS shall carry a preferential right vis-à-vis equity shares of the Company with respect to payment of dividend and repayment in case of a winding up or repayment of capital.
b)	<b>The participation in surplus fund</b>	Series B 13.50% CCPS shall be non-participating in surplus funds.
c)	<b>Participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid</b>	Series B 13.50% CCPS shall be non-participating in the surplus assets and profits, on winding up which may remain after the entire capital has been repaid.
d)	<b>The payment of dividend on cumulative or non-cumulative basis</b>	Cumulative basis
e)	<b>The conversion of preference shares into equity shares</b>	- Convertible at 36 months from issuance or earlier on Pre-Conversion triggers. - Conversion price based on Cost Approach Valuation Methodology - Cap of 10% post-conversion equity holding.
f)	<b>The voting rights</b>	Series B 13.50% CCPS shall not carry any voting rights in the Equity Share Capital of the Company.





		The Voting rights of such CCPS holder shall be in accordance with the provisions of Section 47 of the Act (including any statutory amendments thereto or re-enactments thereof for the time being in force).
g)	<b>The redemption of preference shares</b>	Not redeemable
h)	<b>Adjustment for corporate actions / events</b>	The number of equity shares that Series B 13.50% CCPS converts into and the price per equity share upon conversion of each CCPS shall be appropriately adjusted for splits or sub-divisions, reclassification, consolidation, exchange, or substitution of shares and for any capital re-organization including bonus issues by the Company. If the Company shall make any distribution to any shareholders, then upon conversion of such CCPS, the holders of the CCPS shall be entitled to receive their pro-rata share thereof. Further, if the Company consolidates, mergers or amalgamates with another entity the CCPS shall be entitled to receive shares of the merged entity as if the CCPS were converted to equity shares of the Company.

**Resolved further that** pursuant to the applicable provisions of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded to record the name and details of the Identified Person(s) to whom private placement offer letter is circulated in Form PAS-5 and issue a Private Placement Offer Letter cum Application Form in Form PAS-4, to those persons inviting them to subscribe to the Preference Shares in accordance with the provisions of the Act and the rules made thereunder in respect of subject matter of this form and matters incidental thereto have been complied with and to do all such acts, deeds, matters and things as may be necessary in relation thereto.

**Resolved further that** the monies received by the Company from the Subscribers for application of the CCPS pursuant to this private placement shall be kept by the Company in a separate bank account and shall be utilized by the Company in accordance with provisions of Section 42 of the Companies Act, 2013.





**Resolved further that** the Mr. Ritesh Aggarwal, Executive cum Whole Time Director & CFO, Ms. Gurpreet Kaur, Executive cum Whole Time Director, and Company Secretary of the Company be and are hereby severally authorized to determine, vary, modify, alter any of the terms and conditions of the issue, as it may deem expedient, in its discretion, open and close the offer of Series B 13.50% CCPS, issuing certificates/ clarifications, effecting any modifications or changes to the foregoing (including modifications to the terms of the Issue), entering into agreements, documents in connection therewith and incidental thereto as the Board in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment (including deciding the terms and conditions for the same), utilization of the proceeds of the issue of the Series B 13.50% CCPS and take all other steps and to do all such deeds and actions which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive."

3. **To approve issuance of 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") of the Company through Private Placement on a Preferential Basis and approve the Private Placement Offer Letter.**

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

**"Resolved that** pursuant to the provisions of Sections 23, 42, 55 and 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 as amended from time to time, Memorandum and Articles of Association of the Company, RBI guidelines issued from time to time, the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot 5,00,000 (Five Lakh Only), in one or more tranches, on preferential basis, unlisted, fully-paid, Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only) on preferential allotment/private placement basis which shall be compulsorily convertible, in one or more tranches to the below mentioned subscriber in such manner and on such terms, as may be decided by the Board:





Preference Shares	Name, Category and Address of Proposed Investor	No. of Series C 12% CCPS	Face value (In ₹)	Total consideration of Series C 12% CCPS (in ₹)
Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS")	Indian Overseas Bank (IOB) Non-Promoter Company 763, Anna Salai, Chennai, Tamil Nadu 600002	5,00,000	1,000	50,00,00,000/-

Resolved further that the particulars of the Series C 12% CCPS being issued, as per Rule 9(2) of the Companies (Share Capital and Debentures) Rules, 2014 are set out below:

a)	Priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares	CCPS shall carry dividend @ 12% p.a. on the face value of CCPS which will remain fixed over the term of Tenure of the CCPS.  Series C 12% CCPS shall carry a preferential right vis-à-vis equity shares of the Company with respect to payment of dividend and repayment in case of a winding up or repayment of capital.
b)	The participation in surplus fund	Series C 12% CCPS shall be non-participating in surplus funds.
c)	Participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid	Series C 12% CCPS shall be non-participating in the surplus assets and profits, on winding up which may remain after the entire capital has been repaid.
d)	The payment of dividend on cumulative or non-cumulative basis	Cumulative basis





e)	<b>The conversion of preference shares into equity shares</b>	<ul style="list-style-type: none"><li>- The CCPS shall be convertible into equity shares of the Company at the end of five years.</li><li>- The conversion shall be carried out at the book value prevailing at the time of conversion.</li><li>- Cap of 10% post-conversion equity holding.</li></ul>
f)	<b>The voting rights</b>	Series C 12% CCPS shall not carry any voting rights in the Equity Share Capital of the Company. The Voting rights of such CCPS holder shall be in accordance with the provisions of Section 47 of the Act (including any statutory amendments therefo or re-enactments thereof for the time being in force).
g)	<b>The redemption of preference shares</b>	Not redeemable
h)	<b>Adjustment for corporate actions/ events</b>	The number of equity shares that Series C 12% CCPS converts into and the price per equity share upon conversion of each CCPS shall be appropriately adjusted for splits or sub-divisions, reclassification, consolidation, exchange, or substitution of shares and for any capital re-organization including bonus issues by the Company. If the Company shall make any distribution to any shareholders, then upon conversion of such CCPS, the holders of the CCPS shall be entitled to receive their pro-rata share thereof. Further, if the Company consolidates, mergers or amalgamates with another entity the CCPS shall be entitled to receive shares of the merged entity as if the CCPS were converted to equity shares of the Company.

**Resolved further that** pursuant to the applicable provisions of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded to record the name and details of the Identified Person(s) to whom private placement offer letter is circulated in Form PAS-5 and issue a Private Placement Offer Letter cum Application Form in Form PAS-4, to those persons inviting them to subscribe to the Preference Shares in accordance





with the provisions of the Act and the rules made thereunder in respect of subject matter of this form and matters incidental thereto have been complied with and to do all such acts, deeds, matters and things as may be necessary in relation thereto.

**Resolved further that** the monies received by the Company from the Subscribers for application of the CCPS pursuant to this private placement shall be kept by the Company in a separate bank account and shall be utilized by the Company in accordance with provisions of Section 42 of the Companies Act, 2013.

**Resolved further that** the Mr. Ritesh Aggarwal, Executive cum Whole Time Director & CFO, Ms. Gurpreet Kaur, Executive cum Whole Time Director, and Company Secretary of the Company be and are hereby severally authorized to determine, vary, modify, alter any of the terms and conditions of the issue, as it may deem expedient, in its discretion, open and close the offer of Series C 12% CCPS, issuing certificates/ clarifications, effecting any modifications or changes to the foregoing (including modifications to the terms of the Issue), entering into agreements, documents in connection therewith and incidental thereto as the Board in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment (including deciding the terms and conditions for the same), utilization of the proceeds of the issue of the Series C 12% CCPS and take all other steps and to do all such deeds and actions which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive."

4. **To approve issuance of 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") of the Company through Private Placement on a Preferential Basis and approve the Private Placement Offer Letter.**

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

**"Resolved that** pursuant to the provisions of Sections 23, 42, 55 and 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 as amended from time to time, Memorandum and Articles of Association of the Company, RBI guidelines issued from time to time, the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot upto 5,00,000 (Five Lakh Only), in one or more tranches, on preferential basis, unlisted, fully-paid, Series D 12% Compulsorily





Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 50,00,00,000/- (Rupees Fifty Crores Only) on preferential allotment/private placement basis which shall be compulsorily convertible, in one or more tranches to the below mentioned subscriber in such manner and on such terms, as may be decided by the Board:

Preference Shares	Name, Category and Address of Proposed Investor	No. of Series D 12% CCPS	Face value (In ₹)	Total consideration of Series D 12% CCPS (in ₹)
Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS")	Hawk Capital Private Limited Non-Promoter Company 704, 7 <sup>th</sup> Floor, Deepali Building, 92, Nehru Place, New Delhi-110019	5,00,000	1,000	50,00,00,000/-

Resolved further that the particulars of the Series D 12% CCPS being issued, as per Rule 9(2) of the Companies (Share Capital and Debentures) Rules, 2014 are set out below:

a)	<b>Priority with respect to payment of dividend or repayment of capital vis-à-vis equity shares</b>	CCPS shall carry dividend @ 12% p.a. on the face value of CCPS which will remain fixed over the term of Tenure of the CCPS.  Series D 12% CCPS shall carry a preferential right vis-à-vis equity shares of the Company with respect to payment of dividend and repayment in case of a winding up or repayment of capital.
b)	<b>The participation in surplus fund</b>	Series D 12% CCPS shall be non-participating in surplus funds.





c)	Participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid	Series D 12% CCPS shall be non-participating in the surplus assets and profits, on winding up which may remain after the entire capital has been repaid.
d)	The payment of dividend on cumulative or non-cumulative basis	Cumulative basis
e)	The conversion of preference shares into equity shares	<ul style="list-style-type: none"> <li>- The CCPS shall be convertible into equity shares of the Company at the end of five years.</li> <li>- The conversion shall be carried out at the book value prevailing at the time of conversion.</li> <li>- Cap of 10% post-conversion equity holding.</li> </ul>
f)	The voting rights	Series D 12% CCPS shall not carry any voting rights in the Equity Share Capital of the Company. The Voting rights of such CCPS holder shall be in accordance with the provisions of Section 47 of the Act (including any statutory amendments thereto or re-enactments thereof for the time being in force).
g)	The redemption of preference shares	Not redeemable
h)	Adjustment for corporate actions / events	The number of equity shares that Series D 12% CCPS converts into and the price per equity share upon conversion of each CCPS shall be appropriately adjusted for splits or sub-divisions, reclassification, consolidation, exchange, or substitution of shares and for any capital re-organization including bonus issues by the Company. If the Company shall make any distribution to any shareholders, then upon conversion of such CCPS, the holders of the CCPS shall be entitled to receive their pro-rata share thereof. Further, if the Company consolidates, mergers or amalgamates with another entity the CCPS shall be entitled to receive shares of the





		merged entity as if the CCPS were converted to equity shares of the Company.
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**Resolved further that** pursuant to the applicable provisions of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded to record the name and details of the Identified Person(s) to whom private placement offer letter is circulated in Form PAS-5 and issue a Private Placement Offer Letter cum Application Form in Form PAS-4, to those persons inviting them to subscribe to the Preference Shares in accordance with the provisions of the Act and the rules made thereunder in respect of subject matter of this form and matters incidental thereto have been complied with and to do all such acts, deeds, matters and things as may be necessary in relation thereto.

**Resolved further that** the monies received by the Company from the Subscribers for application of the CCPS pursuant to this private placement shall be kept by the Company in a separate bank account and shall be utilized by the Company in accordance with provisions of Section 42 of the Companies Act, 2013.

**Resolved further that** the Mr. Ritesh Aggarwal, Executive cum Whole Time Director & CFO, Ms. Gurpreet Kaur, Executive cum Whole Time Director, and Company Secretary of the Company be and are hereby severally authorized to determine, vary, modify, alter any of the terms and conditions of the issue, as it may deem expedient, in its discretion, open and close the offer of Series D 12% CCPS, issuing certificates/ clarifications, effecting any modifications or changes to the foregoing (including modifications to the terms of the Issue), entering into agreements, documents in connection therewith and incidental thereto as the Board in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment (including deciding the terms and conditions for the same), utilization of the proceeds of the issue of the Series D 12% CCPS and take all other steps and to do all such deeds and actions which may be





incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive.”

**By the order of the Board of Directors  
For UV Asset Reconstruction Company Limited**

A circular stamp with the text "ASSET RECONSTRUCTION COMPANY LIMITED" around the perimeter and "New Delhi" in the center. A handwritten signature is written over the stamp.  
**(Daljeet Kaur)**  
**Company Secretary**

**Membership No: A-66266**

**Address: 704, 7<sup>th</sup> Floor, Deepali  
Building, 92, Nehru Place, New Delhi-110019**

**Date: February 26, 2026**

**Place: New Delhi**



**Notes:**

- A. The Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed thereto.
- B. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxy form in order to be effective must be deposited with the Company not less than 48 hours before the time fixed for commencement of the meeting.**
- C. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- D. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
- E. Queries proposed to be raised at Extra-ordinary General Meeting may be sent to the Company at its registered office to Ms. Daljeet Kaur, Company Secretary or by an email at [daljeet@uvarcl.com](mailto:daljeet@uvarcl.com) at least seven days prior to the date of Extra-ordinary General Meeting to enable the management to compile the relevant information to reply the query in the meeting.
- F. A Corporate Member intending to send its authorised representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution/Authority letter authorizing such representative to attend and vote on its behalf at the Meeting.
- G. Members are requested to notify any change in their address/ mandate/ bank details quoting their Registered Folio immediately to the Company at its Registered Office, to enable the company to address future communication.





- H. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization.
- I. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the company on all working days of the company between 11:00 a.m. and 1:00 p.m. upto the date of the Extra-ordinary General Meeting and at the venue of the Meeting for the duration of the Meeting.
- J. Members may also note that the Notice of the 18<sup>th</sup> Extra-ordinary General Meeting along with the Route Map, Attendance Slip and Proxy Form (in Form MGT-11) will also be available on the Company's website [www. uvarcl.com](http://www.uvarcl.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's registered office.

The details of the Company Secretary are as under:

Ms. Daljeet Kaur  
Company Secretary  
Email id: daljeet@uvarcl.com  
Phone No: 011-41038918, 011-41055576





## Explanatory Statement as required under Section 102 of the Companies Act, 2013

### Item No. 1

The Company is desirous of raising funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.

In order to issue a new class of Preference Shares to certain investors, the Board has proposed to increase its existing Authorized Share Capital of the Company from existing ₹125,00,00,000/- (One Hundred and Twenty-Five Crores Only), divided into 5,00,00,000 (Five Crores) Equity Shares of ₹ 10/- (Rupees Ten Only) each and 7,50,000 (Seven Lakh Fifty Thousand) Preference Shares of ₹1,000/- (Rupees One Thousand Only) each to ₹300,00,00,000/- (Rupees Three Hundred Crores Only), divided into ₹100,00,00,000/- (Rupees One Hundred Crores Only) comprising 10,00,00,000 (Ten Crore) Equity Shares of ₹10/- (Rupees Ten Only) each; and ₹200,00,00,000/- (Rupees Two Hundred Crores Only) comprising 20,00,000 (Twenty Lakh) Compulsorily Convertible Preference Shares (CCPS) of ₹1,000/- (Rupees One Thousand Only) each.

As per the provisions of Section 13 and 61 of the Companies Act, 2013, the proposal for the increase in the Authorized Share Capital and consequent amendments in the Memorandum of Association of the Company will require the approval of the members in the General meeting by way of *Ordinary Resolution*.

None of the Directors/Managers/Key Managerial Person and relatives of Directors/Mangers/ Key managerial Person of the Company are interested or concerned in the proposed resolution.

### Item No. 2

The Company proposes to raise ₹ 40,00,00,000/- (Rupees Forty Crores Only) by way of offer and issuance of 4,00,000 (Four Lakh Only) Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each in order to meet the minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position and the same has been approved by the Board of Directors in their meeting dated February 26, 2026.

The provisions of Section 23, 42, 55 and 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 requires the





consent of the shareholders by way of *Special resolution* for the issuance of securities by the Company through private placement on a preferential basis. Accordingly, the Board of Directors has placed the resolution for the issuance and allotment of Series B 13.50% CCPS through private placement on a preferential issue to the Investor, before the shareholders of the Company for their consent and recommends the approval of this proposal by the shareholders of the Company.

The additional information as per Section 102(1) (a) and (b) of the Companies Act, 2013 is as follows:

- a. The nature of concern or interest, financial or otherwise, if any:
  - i. Every director and the manager, if any: None of the directors or managers have any concern or interest, financial or otherwise, in this resolution;
  - ii. Every other key managerial personnel: None of the key managerial personnel of the Company have any concern or interest, financial or otherwise, in this resolution; and
  - iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above: None of the relatives of directors or key managerial personnel are interested in this resolution.
- b. Any other information and facts that may enable the shareholders to understand the meaning, scope and implication of the items of business to take decision thereon. Please see additional disclosures below.

**Additional disclosures required under the relevant Rules in connection with issue of Series B 13.50% CCPS are as follows:**

**A. Disclosures as per Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014:**

1. **Particulars of the offer including kinds of securities offered and the price at which security is being offered date of passing of Board resolution:** The Company proposed to offer upto 4,00,000 (Four Lakh Only) Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only) and date of passing of Board resolution is February 26, 2026.





2. **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:** The price for Series B 13.50% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
  3. **Name and address of valuer who performed valuation:** Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
  4. **Amount which the Company intends to raise by way of such securities:** An aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only).
  5. **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; principle terms of assets charged as securities:** Promoter(s) on their own or through their nominee shall purchase the CCPS from the holder(s) at face value along with all accrued and unpaid dividend from the date of last payment at end of 33 months from the date of issuance. Failure by the promoter(s) to comply with share purchase agreement will allow the CCPS holder to transfer the CCPS to any third party without any prior notice and/or such legal action as might be deemed appropriate under Indian Laws.
- B. Disclosures as per Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014:**
1. **Object of issue:** The objective of this issue is to raise funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.
  2. **Total number of shares or others securities to be issued:** 4,00,000 (Four Lakh Only) Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only)
  3. **The Price or Price band at/ within which the allotment is proposed:** 4,00,000 (Four Lakh Only) Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at





face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only)

4. **Basis on which the price has been arrived at along with report of registered valuer:** The price for Series B 13.50% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
5. **Relevant date with reference to which the price has been arrived at:** As per the Valuation report dated November 21, 2025.
6. **The class or classes of persons to whom the allotment is proposed to be made:** The preferential allotment is proposed to be made to the Tourism Finance Corporation of India Ltd. (TFCI), Non-Promoter Company.
7. **Intention of promoters, directors or key managerial personnel to subscribe to the offer:** None of promoters, directors or key managerial personnel intends to subscribe to the offer.
8. **The proposed time within which the allotment shall be completed:** The CCPS shall be issued and allotted by the Company to the Subscriber within 12 (Twelve) months of passing this resolution. The allotment of the CCPS shall be completed within a period of 60 (Sixty) days from the date of receipt of the application amount from the Subscriber.
9. **The names of the proposed allottee(s) and the percentage of post preferential offer capital that may be held by them:**

1.	2.	3.	4.	5.	6.	7.
S. No.	Name, Category and Address of the Allottee	Existing Equity Holding	Pre-Issue Equity Holding %	No. of Series B 13.50% CCPS to be allotted	Number of Equity shares to be allotted post conversion of CCPS	Holding % Post Conversion of CCPS





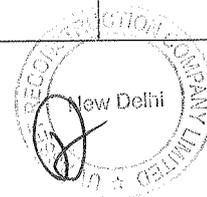
1.	Tourism Finance Corporation of India Ltd. (TFCI)  Non-Promoter Company  4 <sup>th</sup> Floor, Tower - 1, NBCC Plaza, Pushp Vihar, Sector 5, Saket, New Delhi, Delhi 110017	-	-	Maximum number of CCPS issued will be 4,00,000	Each CCPS shall get converted into Equity Shares at a conversion price determined in accordance with valuation by Registered Valuer/Chartered Accountant on Cost Approach Valuation Methodology i.e. shareholders' funds or net assets based on last audited financial statement of the company duly adjusted for any contingent liabilities that are likely to materialize.	Assuming that the maximum number of CCPS are issued as per column 6, the aggregate percentage shareholding of the Proposed Allottee in the Company shall be less than 10% of the post-conversion paid-up equity capital of the Company.
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10. **The change in control, if any, in the company that would occur consequent to preferential offer:** No change of control would occur as a result of the private placement.
11. **The number of persons to whom allotment on private placement have already been made during the year, in terms of number of securities as well as price:** Nil
12. **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** The allotment is being made for cash consideration.
13. **The pre issue and post issue shareholding pattern of the Company in the following format-**





S. No.	Category	Pre-Issue				Post Issue			
		No. of Equity Shares	No. of CCPS	% of Equity shares held	% of CCPS shares held	No. of Equity Shares	No. of CCPS	% of Equity shares held	% of CCPS shares held
<b>A</b>	<b>Promoter's Holding</b>								
1	Indian:								
	Individual	1,72,99,750	-	41.17%	-	1,72,99,750	-	41.17%	-
	Bodies corporate	-	-	-	-	-	-	-	-
	<b>Subtotal</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>
2	Foreign Promoters								
	<b>Sub Total (A)</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>
<b>B</b>	<b>Non-Promoter's Holding</b>								
1	Institutional Investors	31,50,000	-	7.50%	-	31,50,000	-	7.50%	-
2	Non-Institutional								
	Corporate Bodies	1,72,99,250	2,76,450	41.16%	100.00%	1,72,99,250	6,76,450	41.16%	100.00%
	Directors and Relatives	-	-	-	-	-	-	-	-





					-				
Indian Public	42,76,000	-	10.17%	-	42,76,000	-	10.17%	-	
Others (Including NRIs)	-	-	-	-	-	-	-	-	
<b>Sub Total (B)</b>	<b>2,47,25,250</b>	<b>2,76,450</b>	<b>58.83%</b>	<b>100.00%</b>	<b>2,47,25,250</b>	<b>6,76,450</b>	<b>58.83%</b>	<b>100.00%</b>	
<b>GRAND TOTAL</b>	<b>4,20,25,000</b>	<b>2,76,450</b>	<b>100.00%</b>	<b>100.00%</b>	<b>4,20,25,000</b>	<b>6,76,450</b>	<b>100.00%</b>	<b>100.00%</b>	

**C. Disclosures as per Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014:**

- The size of the issue and number of preference shares to be issued and nominal value of each share:** 4,00,000 (Four Lakh Only) Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only)
- The nature of such shares:** Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each.
- The objectives of the issue:** The objective of this issue is to raise funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.
- The manner of issue of shares:** Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") are proposed to be issued by way of through Private Placement on a Preferential basis.





5. **The price at which such shares are proposed to be issued:** 4,00,000 (Four Lakh Only) Series B 13.50% Compulsorily Convertible Preference Shares ("Series B 13.50% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 40,00,00,000/- (Rupees Forty Crores Only)
6. **The basis on which the price has been arrived at:** The price for Series B 13.50% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
7. **The terms of issue, including terms and rate of dividend on each share, etc.:** Mentioned as above.
8. **The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion:**
  - Convertible at 36 months from issuance or earlier on Pre-Conversion triggers.
  - Conversion price based on Cost Approach Valuation Methodology
  - Cap of 10% post-conversion equity holding.
9. **The manner and modes of redemption:** Not Applicable
10. **The current shareholding pattern of the Company:**

S. No	Name	No. of Shares	Amount @ ₹ 10/- Per Share	% age of Total Paid up Capital
<b>I.</b>	<b>Institutional Shareholders</b>			
1	Bank of Maharashtra	3,00,000	30,00,000	0.71
2	Bank of India	1,50,000	15,00,000	0.36
3	Indian Bank	1,00,000	10,00,000	0.24
4	Punjab National Bank	1,50,000	15,00,000	0.36
5	United India Insurance Company Limited	1,00,000	10,00,000	0.24
6	Union Bank of India	4,00,000	25,00,000	0.59





7	National Insurance Company Limited	1,00,000	10,00,000	0.24
8	Central Bank of India	20,00,000	2,00,00,000	4.76
	<b>Total</b>	<b>31,50,000</b>	<b>3,15,00,000</b>	<b>7.50</b>
<b>II. Promoter Shareholder</b>				
9	Mr. Pramod Sharma	1,72,99,750	17,29,97,500	41.17
	<b>Total</b>	<b>1,72,99,750</b>	<b>17,29,97,500</b>	<b>41.17</b>
<b>III. Other Shareholders</b>				
10	Mr. K.N. Singhal	5,000	50,000	13.50
11	Mr. Niranjana Lal Sharma	13,00,000	1,30,00,000	3.09
12	Mr. Rashim Gupta	1,000	10,000	0.00
13	Mr. S L Sharma	14,70,000	1,47,00,000	3.50
14	Rajni Chawla	15,00,000	1,50,00,000	3.57
	<b>Total</b>	<b>4,276,000</b>	<b>4,27,60,000</b>	<b>10.17</b>
<b>IV. Body Corporates</b>				
15	White Lotus Investments Private Limited	41,75,000	41,750,000	9.93
16	Anubhav Buildtech Private Limited	35,00,000	3,50,00,000	8.33
17	Anubhav Securities Private Limited	35,00,000	3,50,00,000	8.33
18	Kurrall Infrastructure Private Limited	41,75,000	4,17,50,000	9.93
19	Hawk Capital Private Limited	19,49,250	1,94,92,500	4.64
	<b>Total</b>	<b>207,99,250</b>	<b>20,79,92,500</b>	<b>49.49</b>
	<b>Total (I+II+III+IV)</b>	<b>420,25,000</b>	<b>42,04,00,000</b>	<b>100.00</b>
<b>Details of Preference Shareholders</b>				
S. No	Name	No. of Shares	Amount @ ₹ 1,000/- Per Share	% age of Total Paid up Capital
20	Abhipaisa Investment Private Limited	1,96,450	19,64,50,000	100.00
21	Hawk Capital Private Limited	80,000	8,00,00,000.00	100.00
	<b>Total</b>	<b>2,76,450</b>	<b>27,64,50,000</b>	<b>100.00</b>





Total Paid Up Share Capital (Equity Plus Preference)	4,23,01,450	69,67,00,000	100.00
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**11. The expected dilution in equity share capital upon conversion of preference shares:**  
The expected dilution of existing equity shareholding upon conversion of the CCPS cannot be presently ascertained and will depend on the conversion price and other relevant factors at the time of conversion.

Approval of the shareholders of the Company is being sought as required in terms of Sections 23, 42, 55 and 62 of the Companies Act, 2013, by way of *Special Resolution*.

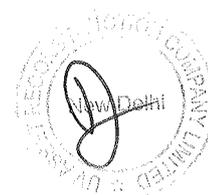
The Board of Directors recommends Item No. 2 for the approval of the shareholders by way of Special Resolution.

None of the Directors, Managers and Key Management Personnel of your Company and their relatives, are concerned or interested in the above said resolution.

### Item No. 3

The Company proposes to raise ₹ 50,00,00,000/- (Rupees Fifty Crores Only) by way of offer and issuance of 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each in order to meet the minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position and the same has been approved by the Board of Directors in their meeting dated February 26, 2026.

The provisions of Section 23, 42, 55 and 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 requires the consent of the shareholders by way of *Special resolution* for the issuance of securities by the Company through private placement on a preferential basis. Accordingly, the Board of Directors has placed the resolution for the issuance and allotment of Series C 12% CCPS through private placement on a preferential issue to the Investor, before the shareholders of the Company for their consent and recommends the approval of this proposal by the shareholders of the Company.





The additional information as per Section 102(1) (a) and (b) of the Companies Act, 2013 is as follows:

- a. The nature of concern or interest, financial or otherwise, if any:
  - i. Every director and the manager, if any: None of the directors or managers have any concern or interest, financial or otherwise, in this resolution;
  - ii. Every other key managerial personnel: None of the key managerial personnel of the Company have any concern or interest, financial or otherwise, in this resolution; and
  - iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above: None of the relatives of directors or key managerial personnel are interested in this resolution.
- b. Any other information and facts that may enable the shareholders to understand the meaning, scope and implication of the items of business to take decision thereon. Please see additional disclosures below.

**Additional disclosures required under the relevant Rules in connection with issue of Series C 12% CCPS are as follows:**

**A. Disclosures as per Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014:**

1. **Particulars of the offer including kinds of securities offered and the price at which security is being offered date of passing of Board resolution:** The Company proposed to offer 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only) and date of passing of Board resolution is February 26, 2026.
2. **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:** The price for Series C 12% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.





3. **Name and address of valuer who performed valuation:** Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
  4. **Amount which the Company intends to raise by way of such securities:** An aggregate consideration ₹ 50,00,00,000/- (Rupees Fifty Crores Only).
  5. **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; principle terms of assets charged as securities:** The CCPS shall be convertible into equity shares of the Company at the end of five years. The conversion shall be carried out at the book value prevailing at the time of conversion. The CCPS Holders shall have an unconditional and irrevocable right to exit by transferring their CCPS; provided, that any transfer to a Third Party shall first be offered to the Promoter(s).
- B. Disclosures as per Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014:**
1. **Object of issue:** The objective of this issue is to raise funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.
  2. **Total number of shares or others securities to be issued:** 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
  3. **The Price or Price band at/ within which the allotment is proposed:** 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
  4. **Basis on which the price has been arrived at along with report of registered valuer:** The price for Series C 12% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its





address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.

5. **Relevant date with reference to which the price has been arrived at:** As per the Valuation report dated November 21, 2025.
6. **The class or classes of persons to whom the allotment is proposed to be made:** The preferential allotment is proposed to be made to the Indian Overseas Bank (IOB), Non-Promoter Company.
7. **Intention of promoters, directors or key managerial personnel to subscribe to the offer:** None of promoters, directors or key managerial personnel intends to subscribe to the offer.
8. **The proposed time within which the allotment shall be completed:** The CCPS shall be issued and allotted by the Company to the Subscriber within 12 (Twelve) months of passing this resolution. The allotment of the CCPS shall be completed within a period of 60 (Sixty) days from the date of receipt of the application amount from the Subscriber.
9. **The names of the proposed allottee(s) and the percentage of post preferential offer capital that may be held by them:**

1.	2.	3.	4.	5.	6.	7.
S. No.	Name, Category and Address of the Allottee	Existing Equity Holding	Pre-Issue Equity Holding %	No. of Series C 12% CCPS to be allotted	Number of Equity shares to be allotted post conversion of CCPS	Holding % Post Conversion of CCPS
1.	Indian Overseas Bank (IOB)  Non-Promoter Company	-	-	Maximum number of CCPS issued will be 5,00,000	Each CCPS shall get converted into Equity Shares at a book value prevailing at the time of conversion.	Assuming that the maximum number of CCPS are issued as per column 6, the





763, Anna Salai, Chennai, Tamil Nadu 600002						aggregate percentage shareholding of the Proposed Allottee in the Company shall be less than 10% of the post-conversion paid-up equity capital of the Company.
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10. **The change in control, if any, in the company that would occur consequent to preferential offer:** No change of control would occur as a result of the private placement.
11. **The number of persons to whom allotment on private placement have already been made during the year, in terms of number of securities as well as price:** Nil
12. **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** The allotment is being made for cash consideration.
13. **The pre issue and post issue shareholding pattern of the Company in the following format-**





S. No.	Category	Pre-Issue				Post Issue			
		No. of Equity Shares	No. of CCPS	% of Equity shares held	% of CCPS shares held	No. of Equity Shares	No. of CCPS	% of Equity shares held	% of CCPS shares held
<b>A</b>	<b>Promoter's Holding</b>								
<b>1</b>	<b>Indian:</b>								
	Individual	1,72,99,750	-	41.17%	-	1,72,99,750	-	41.17%	-
	Bodies corporate	-	-	-	-	-	-	-	-
	<b>Subtotal</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>
<b>2</b>	<b>Foreign Promoters</b>								
	<b>Sub Total (A)</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>	<b>1,72,99,750</b>	<b>-</b>	<b>41.17%</b>	<b>-</b>
<b>B</b>	<b>Non-Promoter's Holding</b>								
<b>1</b>	Institutional Investors	31,50,000	-	7.50%	-	31,50,000	-	7.50%	-
<b>2</b>	<b>Non-Institutional</b>								
	Corporate Bodies	1,72,99,250	2,76,450	41.16%	100.00%	1,72,99,250	2,76,450	41.16%	100.00%
	Directors and Relatives	-	-	-	-	-	-	-	-





	Indian Public	42,76,000	-	10.17%	-	42,76,000	-	10.17%	-
	Others (Including NRIs)	-	-	-	-	-	-	-	-
	<b>Sub Total (B)</b>	<b>2,47,25,250</b>	<b>2,76,450</b>	<b>58.83%</b>	<b>100.00%</b>	<b>2,47,25,250</b>	<b>7,76,450</b>	<b>58.83%</b>	<b>100.00%</b>
	<b>GRAND TOTAL</b>	<b>4,20,25,000</b>	<b>2,76,450</b>	<b>100.00%</b>	<b>100.00%</b>	<b>4,20,25,000</b>	<b>7,76,450</b>	<b>100.00%</b>	<b>100.00%</b>

**C. Disclosures as per Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014:**

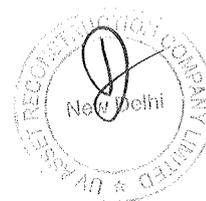
9. **The size of the issue and number of preference shares to be issued and nominal value of each share:** 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
10. **The nature of such shares:** Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each.
11. **The objectives of the issue:** The objective of this issue is to raise funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.
12. **The manner of issue of shares:** Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") are proposed to be issued by way of through Private Placement on a Preferential basis.





13. **The price at which such shares are proposed to be issued:** 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
14. **The basis on which the price has been arrived at:** The price for Series C 12% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
15. **The terms of issue, including terms and rate of dividend on each share, etc.:** Mentioned as above.
16. **The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion:** The CCPS shall be convertible into equity shares of the Company at the end of five years. The conversion shall be carried out at the book value prevailing at the time of conversion. The CCPS Holders shall have an unconditional and irrevocable right to exit by transferring their CCPS; provided, that any transfer to a Third Party shall first be offered to the Promoter(s).
17. **The manner and modes of redemption:** Not Applicable
18. **The current shareholding pattern of the Company:**

S. No	Name	No. of Shares	Amount @ ₹ 10/- Per Share	% age of Total Paid up Capital
<b>I.</b>	<b>Institutional Shareholders</b>			
1	Bank of Maharashtra	3,00,000	30,00,000	0.71
2	Bank of India	1,50,000	15,00,000	0.36
3	Indian Bank	1,00,000	10,00,000	0.24
4	Punjab National Bank	1,50,000	15,00,000	0.36
5	United India Insurance Company Limited	1,00,000	10,00,000	0.24
6	Union Bank of India	5,00,000	25,00,000	0.59
7	National Insurance Company	1,00,000	10,00,000	0.24





	Limited			
8	Central Bank of India	20,00,000	2,00,00,000	4.76
	<b>Total</b>	<b>31,50,000</b>	<b>3,15,00,000</b>	<b>7.50</b>
<b>II.</b>	<b>Promoter Shareholder</b>			
9	Mr. Pramod Sharma	1,72,99,750	17,29,97,500	41.17
	<b>Total</b>	<b>1,72,99,750</b>	<b>17,29,97,500</b>	<b>41.17</b>
<b>III.</b>	<b>Other Shareholders</b>			
10	Mr. K.N. Singhal	5,000	50,000	13.50
11	Mr. Niranjana Lal Sharma	13,00,000	1,30,00,000	3.09
12	Mr. Rashim Gupta	1,000	10,000	0.00
13	Mr. S L Sharma	14,70,000	1,47,00,000	3.50
14	Rajni Chawla	15,00,000	1,50,00,000	3.57
	<b>Total</b>	<b>4,276,000</b>	<b>4,27,60,000</b>	<b>10.17</b>
<b>IV.</b>	<b>Body Corporates</b>			
15	White Lotus Investments Private Limited	41,75,000	41,750,000	9.93
16	Anubhav Buildtech Private Limited	35,00,000	3,50,00,000	8.33
17	Anubhav Securities Private Limited	35,00,000	3,50,00,000	8.33
18	Kurral Infrastructure Private Limited	41,75,000	4,17,50,000	9.93
19	Hawk Capital Private Limited	19,49,250	1,94,92,500	4.64
	<b>Total</b>	<b>207,99,250</b>	<b>20,79,92,500</b>	<b>49.49</b>
	<b>Total (I+II+III+IV)</b>	<b>420,25,000</b>	<b>42,05,00,000</b>	<b>100.00</b>
<b>Details of Preference Shareholders</b>				
S. No	Name	No. of Shares	Amount @ ₹ 1,000/- Per Share	% age of Total Paid up Capital
20	Abhipaisa Investment Private Limited	1,96,450	19,64,50,000	100.00
21	Hawk Capital Private Limited	80,000	8,00,00,000.00	100.00
	<b>Total</b>	<b>2,76,450</b>	<b>27,64,50,000</b>	<b>100.00</b>
	<b>Total Paid Up Share Capital (Equity Plus Preference)</b>	<b>4,23,01,450</b>	<b>69,67,00,000</b>	<b>100.00</b>





**11. The expected dilution in equity share capital upon conversion of preference shares:** The expected dilution of existing equity shareholding upon conversion of the CCPS cannot be presently ascertained and will depend on the conversion price and other relevant factors at the time of conversion.

Approval of the shareholders of the Company is being sought as required in terms of Sections 23, 42, 55 and 62 of the Companies Act, 2013, by way of *Special Resolution*.

The Board of Directors recommends Item No. 3 for the approval of the shareholders by way of Special Resolution.

None of the Directors, Managers and Key Management Personnel of your Company and their relatives, are concerned or interested in the above said resolution.

#### **Item No. 4**

The Company proposes to raise upto ₹ 50,00,00,000/- (Rupees Fifty Crores Only) by way of offer and issuance of 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each in order to meet the minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position and the same has been approved by the Board of Directors in their meeting dated February 26, 2026.

The provisions of Section 23, 42, 55 and 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 requires the consent of the shareholders by way of *Special resolution* for the issuance of securities by the Company through private placement on a preferential basis. Accordingly, the Board of Directors has placed the resolution for the issuance and allotment of Series D 12% CCPS through private placement on a preferential issue to the Investor, before the shareholders of the Company for their consent and recommends the approval of this proposal by the shareholders of the Company.

The additional information as per Section 102(1) (a) and (b) of the Companies Act, 2013 is as follows:





- a. The nature of concern or interest, financial or otherwise, if any:
- Every director and the manager, if any: None of the directors or managers have any concern or interest, financial or otherwise, in this resolution;
  - Every other key managerial personnel: None of the key managerial personnel of the Company have any concern or interest, financial or otherwise, in this resolution; and
  - Relatives of the persons mentioned in sub-clauses (i) and (ii) above: None of the relatives of directors or key managerial personnel are interested in this resolution.
- b. Any other information and facts that may enable the shareholders to understand the meaning, scope and implication of the items of business to take decision thereon. Please see additional disclosures below.

**Additional disclosures required under the relevant Rules in connection with issue of Series D 12% CCPS are as follows:**

**A. Disclosures as per Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014:**

- Particulars of the offer including kinds of securities offered and the price at which security is being offered date of passing of Board resolution:** The Company proposed to offer upto 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration of ₹ 50,00,00,000/- (Rupees Fifty Crores Only) and date of passing of Board resolution is February 26, 2026.
- Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:** The price for Series D 12% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
- Name and address of valuer who performed valuation:** Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.





4. **Amount which the Company intends to raise by way of such securities:** An aggregate consideration ₹ 50,00,00,000/- (Rupees Fifty Crores Only).
5. **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; principle terms of assets charged as securities:** The CCPS shall be convertible into equity shares of the Company at the end of five years. The conversion shall be carried out at the book value prevailing at the time of conversion. The CCPS Holders shall have an unconditional and irrevocable right to exit by transferring their CCPS; provided, that any transfer to a Third Party shall first be offered to the Promoter(s).

**B. Disclosures as per Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014:**

1. **Object of issue:** The objective of this issue is to raise funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.
2. **Total number of shares or others securities to be issued:** 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
3. **The Price or Price band at/ within which the allotment is proposed:** 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
4. **Basis on which the price has been arrived at along with report of registered valuer:** The price for Series D 12% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
5. **Relevant date with reference to which the price has been arrived at:** As per the Valuation report dated November 21, 2025.





6. **The class or classes of persons to whom the allotment is proposed to be made:** The preferential allotment is proposed to be made to the Hawk Capital Private Limited, Non-Promoter Company.
7. **Intention of promoters, directors or key managerial personnel to subscribe to the offer:** None of promoters, directors or key managerial personnel intends to subscribe to the offer.
8. **The proposed time within which the allotment shall be completed:** The CCPS shall be issued and allotted by the Company to the Subscriber within 12 (Twelve) months of passing this resolution. The allotment of the CCPS shall be completed within a period of 60 (Sixty) days from the date of receipt of the application amount from the Subscriber.
9. **The names of the proposed allottee(s) and the percentage of post preferential offer capital that may be held by them:**

1.	2.	3.	4.	5.	6.	7.
S. No.	Name, Category and Address of the Allottee	Existing Equity Holding	Pre-Issue Equity Holding %	Nc. of Series D 12% CCPS to be allotted	Number of Equity shares to be allotted post conversion of CCPS	Holding % Post Conversion of CCPS
1.	Hawk Capital Private Limited  Non-Promoter Company  704, 7 <sup>th</sup> Floor, Deepali Building, 92, Nehru Place, New Delhi-	19,49,250	4.64	Maximum number of CCPS issued will be upto 5,00,000	Each CCPS shall get converted into Equity Shares at a book value prevailing at the time of conversion.	Assuming that the maximum number of CCPS are issued as per column 6, the aggregate percentage shareholding of the Proposed

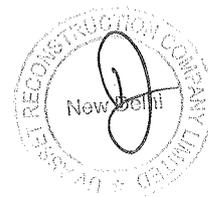




	110019									Allottee in the Company shall be less than 10% of the post-conversion paid-up equity capital of the Company.
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10. The change in control, if any, in the company that would occur consequent to preferential offer: No change of control would occur as a result of the private placement.
11. The number of persons to whom allotment on private placement have already been made during the year, in terms of number of securities as well as price: Nil
12. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer: The allotment is being made for cash consideration.
13. The pre issue and post issue shareholding pattern of the Company in the following format-

S. No.	Category	Pre-Issue				Post Issue			
		No. of Equity Shares	No. of CCPS	% of Equity shares held	% of CCPS shares held	No. of Equity Shares	No. of CCPS	% of Equity shares held	% of CCPS shares held
A	Promoter's Holding								
1	Indian:								
	Individual	1,72,99,750	-	41.17%	-	1,72,99,750	-	41.17%	-





	Bodies corporate	-	-	-	-	-	-	-	-
	<b>Subtotal</b>	<b>1,72,99,750</b>	-	<b>41.17%</b>	-	<b>1,72,99,750</b>	-	<b>41.17%</b>	-
2	<b>Foreign Promoters</b>	-	-	-	-	-	-	-	-
	<b>Sub Total (A)</b>	<b>1,72,99,750</b>	-	<b>41.17%</b>	-	<b>1,72,99,750</b>	-	<b>41.17%</b>	-
<b>B</b>	<b>Non-Promoter's Holding</b>								
1	Institutional Investors	31,50,000	-	7.50%	-	31,50,000	-	7.50%	-
2	<b>Non-Institutional</b>								
	Corporate Bodies	1,72,99,250	2,76,450	41.16%	100.00%	1,72,99,250	7,76,450	41.16%	100.00%
	Directors and Relatives	-	-	-	-	-	-	-	-
	Indian Public	42,76,000	-	10.17%	-	42,76,000	-	10.17%	-
	Others (Including NRIs)	-	-	-	-	-	-	-	-
	<b>Sub Total (B)</b>	<b>2,47,25,250</b>	<b>2,76,450</b>	<b>58.83%</b>	<b>100.00%</b>	<b>2,47,25,250</b>	<b>7,76,450</b>	<b>58.83%</b>	<b>100.00%</b>





GRAND TOTAL	4,20,25,000	2,76,450	100.00%	100.00%	4,20,25,000	7,76,450	100.00%	100.00%
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**C. Disclosures as per Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014:**

- The size of the issue and number of preference shares to be issued and nominal value of each share:** 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 50,00,00,000/- (Rupees Fifty Crores Only).
- The nature of such shares:** Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each.
- The objectives of the issue:** The objective of this issue is to raise funds to meet minimum Net Owned Fund (NOF) of ₹ 300 Crores by March 31, 2026 and to strengthen its financial position.
- The manner of issue of shares:** Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") are proposed to be issued by way of through Private Placement on a Preferential basis.
- The price at which such shares are proposed to be issued:** 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") at face value of ₹ 1,000 (Rupees One Thousand Only) each for an aggregate consideration upto ₹ 50,00,00,000/- (Rupees Fifty Crores Only)
- The basis on which the price has been arrived at:** The price for Series D 12% CCPS has been arrived based on the Valuation Report dated November 21, 2025 received from Mr. Krishna Chaitanya Janga, IBBI Registered Valuer-Securities and Financial Assets, (Registration No. IBBI/RV/05/2019/12328) having its address at 113A, Usha Enclave, Srinagar Colony Main Rd, SBH Colony, Yousufguda, Hyderabad, Telangana 500045.
- The terms of issue, including terms and rate of dividend on each share, etc.:** Mentioned as above.



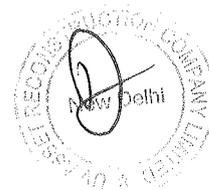


8. The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion: The CCPS shall be convertible into equity shares of the Company at the end of five years. The conversion shall be carried out at the book value prevailing at the time of conversion. The CCPS Holders shall have an unconditional and irrevocable right to exit by transferring their CCPS; provided, that any transfer to a Third Party shall first be offered to the Promoter(s).

9. The manner and modes of redemption: Not Applicable

10. The current shareholding pattern of the Company:

S. No	Name	No. of Shares	Amount @ ₹ 10/- Per Share	% age of Total Paid up Capital
<b>I.</b>	<b>Institutional Shareholders</b>			
1	Bank of Maharashtra	3,00,000	30,00,000	0.71
2	Bank of India	1,50,000	15,00,000	0.36
3	Indian Bank	1,00,000	10,00,000	0.24
4	Punjab National Bank	1,50,000	15,00,000	0.36
5	United India Insurance Company Limited	1,00,000	10,00,000	0.24
6	Union Bank of India	5,00,000	25,00,000	0.59
7	National Insurance Company Limited	1,00,000	10,00,000	0.24
8	Central Bank of India	20,00,000	2,00,00,000	4.76
	<b>Total</b>	<b>31,50,000</b>	<b>3,15,00,000</b>	<b>7.50</b>
<b>II.</b>	<b>Promoter Shareholder</b>			
9	Mr. Pramod Sharma	1,72,99,750	17,29,97,500	41.17
	<b>Total</b>	<b>1,72,99,750</b>	<b>17,29,97,500</b>	<b>41.17</b>
<b>III.</b>	<b>Other Shareholders</b>			
10	Mr. K.N. Singhal	5,000	50,000	13.50
11	Mr. Niranjana Lal Sharma	13,00,000	1,30,00,000	3.09
12	Mr. Rashim Gupta	1,000	10,000	0.00
13	Mr. S L Sharma	14,70,000	1,47,00,000	3.50
14	Rajni Chawla	15,00,000	1,50,00,000	3.57
	<b>Total</b>	<b>4,276,000</b>	<b>4,27,60,000</b>	<b>10.17</b>





<b>IV.</b>	<b>Body Corporates</b>			
15	White Lotus Investments Private Limited	41,75,000	41,750,000	9.93
16	Anubhav Buildtech Private Limited	35,00,000	3,50,00,000	8.33
17	Anubhav Securities Private Limited	35,00,000	3,50,00,000	8.33
18	Kurral Infrastructure Private Limited	41,75,000	4,17,50,000	9.93
19	Hawk Capital Private Limited	19,49,250	1,94,92,500	4.64
	<b>Total</b>	<b>207,99,250</b>	<b>20,79,92,500</b>	<b>49.49</b>
	<b>Total (I+II+III+IV)</b>	<b>420,25,000</b>	<b>42,05,00,000</b>	<b>100.00</b>
<b>Details of Preference Shareholders</b>				
S. No	Name	No. of Shares	Amount @ ₹ 1,000/- Per Share	% age of Total Paid up Capital
20	Abhipaisa Investment Private Limited	1,96,450	19,64,50,000	100.00
21	Hawk Capital Private Limited	80,000	8,00,00,000.00	100.00
	<b>Total</b>	<b>2,76,450</b>	<b>27,64,50,000</b>	<b>100.00</b>
	<b>Total Paid Up Share Capital (Equity Plus Preference)</b>	<b>4,23,01,450</b>	<b>69,67,00,000</b>	<b>100.00</b>

11. **The expected dilution in equity share capital upon conversion of preference shares:** The expected dilution of existing equity shareholding upon conversion of the CCPS cannot be presently ascertained and will depend on the conversion price and other relevant factors at the time of conversion.

Approval of the shareholders of the Company is being sought as required in terms of Sections 23, 42, 55 and 62 of the Companies Act, 2013, by way of *Special Resolution*.

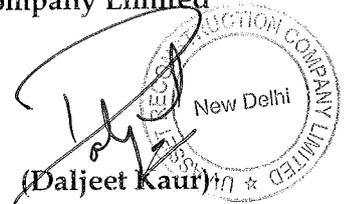




The Board of Directors recommends Item No. 4 for the approval of the shareholders by way of Special Resolution.

None of the Directors, Managers and Key Management Personnel of your Company and their relatives, are concerned or interested in the above said resolution.

**By the order of the Board of Directors  
For UV Asset Reconstruction Company Limited**



**(Daljeet Kaur)**

**Company Secretary**

**Membership No: A-66266**

**Address: 704, 7<sup>th</sup> Floor, Deepali  
Building, 92, Nehru Place, New Delhi-110019**

**Date: February 26, 2026**

**Place: New Delhi**



**Form No. MGT-11**

**Proxy Form**

**[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

**CIN: U74900DL2007PLC167329**

**Name of the Company: UV Asset Reconstruction Company Limited**

**Registered Office: 704, Deepali Building, 92 Nehru Place, New Delhi-110019**

Name of the Member(s):
Registered Address:
E- mail Id:
Folio No. / DP ID Client ID No.

I/We, being the member(s) of ..... shares of the above-named company, hereby appoint

1. Name:  
Email:  
Address:  
Signature: , Or failing him/her
2. Name:  
Email:  
Address:  
Signature: , Or failing him/her
3. Name:  
Email:  
Address:  
Signature: , Or failing him/her

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 18<sup>th</sup> Extra-ordinary General Meeting of the Members of the Company will be held on **Saturday, March 21, 2026 at 11:30 AM** at the **Corporate Office of the Company i.e., 1304/1304A Chiranjeev Tower, 43, Nehru Place, New Delhi-110019** and at any adjournment thereof in respect of such resolutions as are indicated below:





Item No.	Resolutions
1.	To consider and approve increase in the Authorised Share Capital of the Company and consequent amendments in the Capital Clause of the Memorandum of Association of the Company.
2.	To approve issuance of 4,00,000 (Four Lakh Only) Series B 13.5% Compulsorily Convertible Preference Shares ("Series B 13.5% CCPS") of the Company through Private Placement on a Preferential Basis and approve the Private Placement Offer Letter.
3.	To approve issuance of 5,00,000 (Five Lakh Only) Series C 12% Compulsorily Convertible Preference Shares ("Series C 12% CCPS") of the Company through Private Placement on a Preferential Basis and approve the Private Placement Offer Letter.
4.	To approve issuance of 5,00,000 (Five Lakh Only) Series D 12% Compulsorily Convertible Preference Shares ("Series D 12% CCPS") of the Company through Private Placement on a Preferential Basis and approve the Private Placement Offer Letter.

Signed this ..... day of ....., 2026.

Affix  
Revenue  
Stamp  
Re.1

Signature of Member

Signature of Proxy holder(s)

*Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.*





### Attendance Slip

**Name of the Company:** UV Asset Reconstruction Company Limited  
**Registered Address:** 704, Deepali Building, 92 Nehru Place, New Delhi-110019  
**CIN:** U74900DL2007PLC167329  
**Email:** uvarcl@gmail.com  
**Telephone:** 011-41038918, 011-41055576  
**Website:** www.uvarcl.com

Folio No. / DP ID Client ID No.:
Name of First named Member/Proxy/ Authorised Representative:
Name of Joint Member(s), if any:
No. of Shares held:

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the 18<sup>th</sup> Extra-ordinary General Meeting of the Members of the Company will be held on **Saturday, March 21, 2026 at 11:30 AM** at the Corporate Office of the Company i.e., 1304/1304A Chiranjeev Tower, 43, Nehru Place, New Delhi-110019.

Signature of First holder/Proxy/ Authorised Representative:

Signature of 1<sup>st</sup> Joint holder:

Signature of 2<sup>nd</sup> Joint holder:

**Notes:**

**1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.**

**2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.**



# ROUTE MAP

