



Mayukh Dealtrade Ltd.

Mayukh Dealtrade Limited

(CIN: L51219MH1980PLC329224)

Regd: Off: 101 on 1st Floor, Crystal Rose C.H.S Datta Mandir Road, Mahavir Nagar, Kandivali West, Mumbai 400067
Tel: 022-28684491; Email: info@mayukh.co.in; Website: www.mayukh.co.in

ADDENDUM TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF MAYUKH DEALTRADE LIMITED WILL BE HELD ON THURSDAY, 17TH DAY OF NOVEMBER, 2022 AT 04:30 P.M. through Video Conferencing/Other Audio-Visual Means ("VC/OAVM).

Mayukh Dealtrade Limited ("the Company") issued **NOTICE OF EXTRA-ORDINARY GENERAL MEETING** dated 18TH **DAY OF OCTOBER, 2022** sent through email 27th October, 2022 to all the Members of the Company for obtaining their approval for Resolution No. 1 to 2 as stated in the notice of EOGM, The **NOTICE OF EXTRA-ORDINARY GENERAL MEETING** has been dispatched to all the members of the Company in due compliance with the provisions of the Companies Act, 2013 read with rules made thereunder and the relevant circulars issued by the Ministry of Corporate Affairs, in the said notice of EOGM the Resolution No. 1 for issue of 2,00,00,000 equity convertible warrants (Warrants) by the Company to the proposed allottees, the board has further took on records that due to typographic/clerical mistake in EOGM Notice the names of two proposed allottees **serial number 28 namely Seema Rajendra Gandhi has been wrongly typed as Sima Rajendra Gandhi** and **Serial Number 30 namely Firoza Firdause Irani has been wrongly typed as Feroza Firdause Irani** in the list of proposed allottees of warrants in the Resolution No. 1 & its Explanatory Statement.

Subsequent to the issuance of EOGM Notice, the Company has observed and deem it appropriate to bring the following further disclosure to the notice of members and other stakeholders. Accordingly, this addendum is being issued to the members and all other concerned stakeholders. This addendum shall be deemed to be an integral part of the EXTRA-ORDINARY GENERAL MEETING Notice dated 18th October, 2022.

The Board approved on 15th November, 2022 the alteration in the Resolution No. 1 & its Explanatory Statement of notice of EOGM with respect to the name of 2 proposed allottees in the list of proposed allottees of **Sr. No. 28 as Seema Rajendra Gandhi & Sr. No. 30 as Firoza Firdause Irani** Proposed Allottees of warrants as follows:

The corrected Resolution no. 1 & its explanatory statement along with the correct list of allottees with correction in the name of Sr. No. 28 & Sr. No. 30 should be read as follows:

SPECIAL BUSINESS:

ITEM NO. 01 TO APPROVE ISSUE OF EQUITY WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CASH:

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

"RESOLVED THAT pursuant to the provisions of Sections 42 and 62, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the "**CA 2013**"); and in accordance with the provisions of the Memorandum and Articles of Association of the Company (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"); iii) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 ("**SEBI LODR Regulations**"), (iv) the applicable provisions of the Foreign Exchange Management Act, 1999, as amended or restated and rules, circulars, notifications, regulations and guidelines issued thereunder ("**FEMA**"), (v) any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India ("**SEBI**"), Reserve Bank of India ("**RBI**"), stock exchanges and/or any other statutory / regulatory authority; (vi) the Listing Agreement entered into by the Company with the stock exchange, and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions

as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “**Board**” which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot 2,00,00,000 (Two Crores) Equity Warrants (“**Equity Warrants**”) convertible into 2,00,00,000 (Two Crores) Equity Shares of the Company, of face value of Rs. 5/- (Rupees Five Only) each (“**Equity Shares**”), on Preferential allotment basis, to non-promoters at a price of Rs. 9.20/- each (including premium of Rs. 4.20/-) as determined in accordance with Regulation 164 of SEBI ICDR Regulations:

Sr. No.	Name of the proposed Allottees	Nature of persons who are the ultimate beneficial owner	Equity Shares proposed to be allotted	Category	Allottee is: QIB/ MF/ FI/ Trust/ Banks
1	Renu Dhelia	Individual	3,00,000.00	Non-Promoter	Not applicable
2	Rajeev R Storwala	Individual	4,00,000.00	Non-Promoter	Not applicable
3	Prachi Rajeev Storwala	Individual	4,00,000.00	Non-Promoter	Not applicable
4	Seema Rajeev Storwala	Individual	4,00,000.00	Non-Promoter	Not applicable
5	Vikas R Mehta HUF	i) Vikas R Mehta (Karta) ii) Vaishali V Mehta iii) Viva V Mehta	12,00,000.00	Non-Promoter	Not applicable
6	Premal M Shah HUF	i) Premal M Shah (Karta) ii) Meghana P Shah iii) Rudra P Shah	6,00,000.00	Non-Promoter	Not applicable
7	Meghana Premal Shah	Individual	6,00,000.00	Non-Promoter	Not applicable
8	Kanabar Parag Suresh	Individual	12,00,000.00	Non-Promoter	Not applicable
9	Hemant D Nagarsheth	Individual	6,00,000.00	Non-Promoter	Not applicable
10	Avani Mohit Nagarsheth	Individual	6,00,000.00	Non-Promoter	Not applicable
11	Arvind Jagjivandas Modi	Individual	6,00,000.00	Non-Promoter	Not applicable
12	Komal Keval Modi	Individual	6,00,000.00	Non-Promoter	Not applicable
13	Bhavini Shah	Individual	12,00,000.00	Non-Promoter	Not applicable
14	Sameer M Bhambha	Individual	3,00,000.00	Non-Promoter	Not applicable
15	Bhambha Shweta Sameer	Individual	3,00,000.00	Non-Promoter	Not applicable
16	Kapil M Bhambha	Individual	3,00,000.00	Non-Promoter	Not applicable
17	Alpa Kapilkumar Bhambha	Individual	3,00,000.00	Non-Promoter	Not applicable
18	Vijaybhai V Sonani	Individual	6,00,000.00	Non-Promoter	Not applicable
19	Sonani Sweenalben V	Individual	6,00,000.00	Non-Promoter	Not applicable
20	Chetna Rajesh Patel	Individual	12,00,000.00	Non-Promoter	Not applicable
21	Vora Dhruvika Mitul	Individual	5,00,000.00	Non-Promoter	Not applicable
22	Omjay Jani	Individual	10,00,000.00	Non-Promoter	Not applicable
23	Omjay Jani (Huf)	Omjay J Jani (Karta) Komal O Jani Fiona O Jani	2,00,000.00	Non-Promoter	Not applicable
24	Amit Kantilal Kothari	Individual	6,00,000.00	Non-Promoter	Not applicable
25	Shantu Amit Kothari	Individual	6,00,000.00	Non-Promoter	Not applicable
26	Jemish Odhavjibhai Gabani	Individual	12,00,000.00	Non-Promoter	Not applicable
27	Smit Sanjay Shah	Individual	9,50,000.00	Non-Promoter	Not applicable
28	Seema Rajendra Ghandhi	Individual	9,50,000.00	Non-Promoter	Not applicable
29	Bal Gopal Commercial Ltd.	(being a Listed Company there is no Ultimate Beneficial Owner)	10,00,000.00	Non-Promoter	Not applicable
30	Firoza Firdause Irani	Individual		Non-Promoter	Not applicable

			5,00,000.00		
31	Nitesh Chaudhary	Individual	1,00,000.00	Non-Promoter	Not applicable
32	Abhilasha Chaudhary	Individual	1,00,000.00	Non-Promoter	Not applicable
Total proposed Equity convertible Warrants			2,00,00,000.00		

RESOLVED FURTHER THAT in accordance with the provisions of SEBI ICDR Regulations, the “Relevant Date” for the purpose of determination of the price of the Equity Warrants to be issued and allotted as above shall be 18th October, 2022, being the working day immediately preceding the date 30 (thirty) days prior to the date of General Meeting to approve this offer.

RESOLVED FURTHER THAT the Equity Warrants proposed to be issued and allotted to the Proposed Allottee shall inter-alia be subject to the following:

- (a) The Equity Warrants shall be allotted by the Company to the Proposed Allottees within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution passed; or (ii) receipt of last of the approval/ permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the approval of the Stock Exchanges for issuance of the Equity Warrants and the listing of Equity Shares allotted to Proposed Allottees upon conversion of Equity Warrants);
- (b) The Equity Warrants to be issued and allotted shall be subject to minimum lock-in, if any, for such period as specified under Chapter V of the SEBI ICDR Regulations;
- (c) No partly paid-up Equity Warrants or Equity Shares upon conversion of Equity Warrants shall be issued and allotted;
- (d) The said Equity Warrants shall be converted within a period not exceeding 18 (Eighteen) months from the date of allotment of the Equity Warrants, in one or more tranches, in accordance with the SEBI Regulations and other relevant regulations as may be prevailing at the time of allotment of equity shares, and that the Equity Warrants so issued or allotted give rise (on allotment or conversion/ exercise of right) to not more than 2,00,00,000 (Two Crores) equity shares of face value Rs.5/- each fully paid-up;
- (e) The Equity Shares to be issued and allotted pursuant to the conversion of Equity Warrants shall be in dematerialized form, listed and traded on BSE Limited subject to the receipt of necessary regulatory permissions and approvals; and
- (f) The Equity Shares, to be issued and allotted upon conversion of Equity Warrants, shall be fully paid up and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof and shall be subject to the provisions of the memorandum and articles of association of the Company and applicable laws.

RESOLVED FURTHER THAT the warrants shall be issued by the Company on the following terms and conditions:

- (i) An amount equivalent to 25% of the offer price of the Equity Warrants shall be payable at the time of making the application for Equity Warrants, which amount will be kept by the Company as a deposit to be adjusted and appropriated against the price of the Equity Warrants payable by the Equity Warrants Holder at the time of exercising the option;
- (ii) In the event the Equity Warrants Holder does not exercise the option of conversion within 18 months from the date of allotment of Equity Warrants, the Equity Warrants shall lapse and the deposit of 25% as indicated in point (i) above shall be forfeited by the Company;
- (iii) The balance 75% of the offer price shall be payable at the time of exercise of option to convert the Equity Warrants into equity shares of face value RS. 5/- per share of the Company.
- (iv) The issue of the Equity Warrants as well as the Equity Shares, arising from the exercise of the option under the Warrants in the manner aforesaid, shall be governed by the respective provisions of the Companies Act, 2013, the Memorandum & Articles of Association of the Company and also the Guidelines/Regulations issued by SEBI or any other authority as the case may be, or any modifications thereof;

(v) Each Equity Warrants shall be convertible into one (1) equity share of face value of Rs. 5/- per share; and

(vi) The equity shares allotted, upon Equity Warrants to be issued on preferential basis to above allottee, shall be locked in for the period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018.

RESOLVED FURTHER THAT the Equity Warrants to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Company hereby takes note of the certificate by Brajesh Gupta & Co., Practicing Company Secretary (ACS No. 33070, CP No. 21306) certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the offer, issue, allotment of the equity shares of the Company, Mr. Mit Tarunkumar Brahmhat Managing Director or any other director, be and are 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, preparing, signing, executing, and filing applications with the appropriate authorities for obtaining requisite approvals for the issuance of the Equity Warrants/Equity Shares, as may be required, issuing clarifications on the issue and allotment of the Equity Warrants/Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any regulator, or other authorities or agencies involved in or concerned with the issue of the Equity Shares and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to engage depositories, registrars, bankers, and other consultants and advisors to the issue and to remunerate them by way of fees and/or other charges and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies, as may be required and as permitted by law.

RESOLVED FURTHER THAT for the purpose of giving effect to the resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors, any other director(s), and/or officer(s) of the Company."

For Mayukh Dealtrade Limited

**Sd/-
Mit Trunkumar Brahmhatt
Managing Director
DIN - 06520600**

**Place: Mumbai
Date: 15/11/2022**

Registered Office

Office No. 101 on 1st Floor, Crystal Rose C.H.S LTB,
Datta Mandir Road, Mahavir Nagar, Kandivali West,
Mumbai, MH- 400067
Tel: 022-28684491
Email: info@mayukh.co.in;
Website: www.mayukh.co.in

**EXPLANATORY STATEMENT
IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES
ACT, 2013**

ITEM NO. 01 TO APPROVE ISSUE OF EQUITY WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS FOR CASH:

As per Section 42, 62, and other applicable provisions and sections of the Companies Act, 2013, approval of shareholders passed through E-Voting is required for Issue of Equity Shares on preferential basis and hence the resolution is placed before the shareholders.

In terms of the provisions of the Companies Act, 2013 and as per Regulation 163 and other applicable regulation of Chapter V – Preferential Issue of SEBI ICDR Regulations, the required disclosures regarding proposed issue are as under: -

1. Objects of this issue:

To raise further capital in order to meet the funding and business requirements of the Company including in relation to, and for [funding the business growth, capital expenditure, expansion plans including investments in subsidiaries, Investment in good business entities either the same kind of business or other business, Investment in any company for creating group/associate companies, investment in any kind of Securities of any other company, exploring new initiatives, acquisition of business by making Investment or acquisition of stake in entities/ acquisition of companies as subsidiary for further expansion and diversification of the Business model, purchase any kind of property (Office premises/Factory/ Godown/Land, etc.) for the company, Inter body corporate loans in the requirements of business, utilization for working capital, and other general corporate purposes] by way of fresh issue for cash and / or for consideration other than cash (including share swap).

To raise further capital in order to meet the funding and business requirements of the Company and to invest/utilize/spend the funds to be raised through this issue towards **business objects given in the Clause - III i.e. Object Clause (Main Object, ancillary object and Other Object) as contained in the Memorandum of Association of the Company** in addition to the objects mentioned above.

Further the board of director may also invest/utilize/spend the raised funds other than the above stated Object, as may be deemed fit and proper by the board of directors.

2. Intent of Promoters Directors / Key Management Persons to subscribe to the preferential issue:

None of the promoters / directors / key management personnel of the Company intend to subscribe in the proposed issue of Equity Shares.

3. Maximum number of specified securities to be issued:

The Company intends to issue securities of the Company in the following manner:

1. 200,00,000 (Two Crore) Equity Warrants convertible into equivalent 200,00,000 (Two Crore) equity shares of face value Rs. 5/- per share.

Thus, based on the assumption that all the Equity Warrants will be converted in equity shares of face value Rs. 5/- of the Company, the Company intends to issue a maximum of 200,00,000 (Two Crore) equity shares of face value Rs. 5/- per share at a price of Rs. 9.20/- per share (including premium of Rs. 4.20/- per share) as determined under Regulation 164 of SEBI (ICDR) Regulations, 2018 in the following manner:

4. The shareholding pattern before and after completion of the proposed preferential issue would be as under:-

S. No.	Category	Pre-Issue Shareholding		Post-Issue Shareholding*	
		No. of Equity Shares	Percentage of Shareholdings	No. of Equity Shares	Percentage of Shareholdings
A	Promoters' holding:				

	Individual	10,000	0.16 %	10,000	0.04 %
	Bodies Corporate	7,36,720	11.51 %	7,36,720	2.79 %
	Sub Total (A)	7,46,720	11.67 %	7,46,720	2.83 %
B	Non- Promoters' Holding				
	Individual	50,40,775	78.76 %	2,20,40,775	83.49 %
	Bodies Corporate	5,88,990	9.20 %	15,88,990	6.02 %
	Others [including HUF, NRI, IEPF Authorities, etc.]	23,515	0.37 %	20,23,515	7.66 %
	Sub Total (B)	56,53,280	88.33 %	2,56,53,280	97.17%
	GRAND TOTAL (A+B)	64,00,000	100 %	2,64,00,000	100 %

Notes:-

1. The above shareholding pattern has been prepared on the basis of shareholding as on September 30, 2022 as provided by the Registrar and Share Transfer Agent and filed by the Company with the Stock Exchanges.

*2. Further, the post-issue capital is derived on the assumption that the 200,00,000 (Two Crore) Equity Warrant proposed to be allotted in the present issue will be converted into 200,00,000 (Two Crore) equity shares of the Company respectively.

5. Proposed time within which the preferential issue shall be completed:

(a) Allotment of Equity warrants:

The Company shall complete the allotment of the Equity Warrants within a period of 15 (fifteen) days from the later of: (i) date of the approval of this special resolution; or (ii) receipt of last of the approval/permission required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the securities i.e. Equity Warrants stated above to the Proposed Allottees).

(b) Allotment of Equity Shares upon conversion of Equity Warrants:

The Company shall complete the allotment of the Equity Shares upon conversion of Equity Warrants on or before the 18 months from the date of Allotment of Equity Warrants, subject to receipt of balance payment of 75% of issue price of Equity Warrant from warrant holders along with application/exercise of right of conversion of warrants in to equity shares.

Sr. No	Name of the proposed allottees	The natural persons who are ultimate beneficial owner	Pre-Issue			Number of Equity Shares proposed to be allotted (including allotment of equity shares upon conversion of OCPs and Equity Warrants)	Post-Issue (Refer Note 1 below)		
			Category (Promoter /Non-Promoter)	No. of Shares	Percentage holding (%)		Category (Promoter /Non-Promoter)	No. of Shares	Percentage holding (%)
1	Renu Dhelia	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
2	Rajeev R Storwala	Individual	Non-promoter	-	-	4,00,000.00	Non-promoter	4,00,000.00	1.52
3	Prachi Rajeev Storwala	Individual	Non-promoter	-	-	4,00,000.00	Non-promoter	4,00,000.00	1.52
4	Seema Rajeev Storwala	Individual	Non-promoter	-	-	4,00,000.00	Non-promoter	4,00,000.00	1.52
5	Vikas R Mehta HUF	i) Vikas R Mehta (Karta) ii) Vaishali V Mehta iii) Viva V Mehta	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
6	Premal M Shah HUF	i) Premal M Shah (Karta) ii) Meghana P Shah iii) Rudra P Shah	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
7	Meghana Premal	Individual	Non-	-	-	6,00,000.00	Non-	6,00,000.00	2.27

	Shah		promoter				promoter		
8	Kanabar Parag Suresh	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
9	Hemant D Nagarsheth	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
10	Avani Mohit Nagarsheth	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
11	Arvind Jagjivandas Modi	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
12	Komal Keval Modi	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
13	Bhavini Shah	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
14	Sameer M Bhambha	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
15	Bhambha Shweta Sameer	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
16	Kapil M Bhambha	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
17	Alpa Kapilkumar Bhambha	Individual	Non-promoter	-	-	3,00,000.00	Non-promoter	3,00,000.00	1.14
18	Vijaybhai V Sonani	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
19	Sonani Sweenalben V	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
20	Chetna Rajesh Patel	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
21	Vora Dhruvika Mitul	Individual	Non-promoter	-	-	5,00,000.00	Non-promoter	5,00,000.00	1.89
22	Omjay Jani	Individual	Non-promoter	-	-	10,00,000.00	Non-promoter	10,00,000.00	3.79
23	Omjay Jani (Huf)	Omjay J Jani (Karta) Komal O Jani Fiona O Jani	Non-promoter	-	-	2,00,000.00	Non-promoter	2,00,000.00	0.76
24	Amit Kantilal Kothari	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
25	Shantu Amit Kothari	Individual	Non-promoter	-	-	6,00,000.00	Non-promoter	6,00,000.00	2.27
26	Jemish Odhavjibhai Gabani	Individual	Non-promoter	-	-	12,00,000.00	Non-promoter	12,00,000.00	4.55
27	Smit Sanjay Shah	Individual	Non-promoter	-	-	9,50,000.00	Non-promoter	9,50,000.00	3.60
28	Seema Rajendra Gandhi	Individual	Non-promoter	-	-	9,50,000.00	Non-promoter	9,50,000.00	3.60
29	Bal Gopal Commercial Ltd.	(being a Listed Company there is no Ultimate Beneficial Owner)	Non-promoter	-	-	10,00,000.00	Non-promoter	10,00,000.00	3.79
30	Firoza Firdause Irani	Individual	Non-promoter	-	-	5,00,000.00	Non-promoter	5,00,000.00	1.89
31	Nitesh Chaudhary	Individual	Non-promoter	24,082	0.37%	1,00,000.00	Non-promoter	1,24,082	0.47
32	Abhilasha Chaudhary	Individual	Non-promoter	32,500	0.51%	1,00,000.00	Non-promoter	1,32,500	0.50
Total				56,582	0.88%	2,00,00,000.00		2,00,56,582.00	75.97

Note:

The post-issue capital is derived on the assumption that the 2,00,00,000 (Two Crore) Equity Warrant proposed to be allotted in the present issue will be converted into 2,00,00,000 (Two Crore) equity shares of the Company respectively.

7. Lock in period:

(a) Equity Warrants

The Equity Warrant convertible in to Equity Shares to be issued and allotted shall be subject to

minimum lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations.

(b) Equity Shares allotted upon conversion of Equity Warrants:

The Equity Shares to be issued and allotted shall be subject to minimum lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations.

8. Change in the control, if any:

There will neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares allotted pursuant to this preferential issue.

9. Price of the issue:

The offer price of equity shares of face value Rs. 5/- (Rupees Five only) per equity share is Rs. 9.20/- (Nine Rupees and Twenty Paise Only) per share (including premium of Rs. 4.20/- per share) as determined under Regulation 164 of Chapter V (Preferential Issue) of SEBI ICDR Regulations, 2018. The Pricing Certificate so obtained from the IBBI Registered Valuer Valuer **Bhavesh M Rathod**, Registered Valuer (**Reg. No: IBBI/RV/06/2019/10708**) is available at the registered office of the Company for your review and is placed on the website of the Company at www.mayukh.co.in.

10. Relevant Date:

The Relevant Date, on the basis of which the price of the Proposed issue of equity shares, Equity Warrants on preferential basis is determined, is 18th October, 2022.

11. Compliance Certificate from Practising Company Secretary:

A copy of the Compliance Certificate as issued by the Practising Company Secretary, Brajesh Gupta, Proprietor, FCS No. ACS No.33070; CP No.: 21306, Practising Company Secretaries certifying that the issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be available for inspection all working days till the date of declaration of voting results. Further, a copy of the Compliance Certificate is also available in the "Investors" tab on the website of the Company at the following link: www.mayukh.co.in.

12. Undertakings:

(a) The Issuer Company undertakes that they shall re-compute the price of the equity shares in terms of the provisions of SEBI (ICDR) Regulations, 2018, as amended, where it is required to do so.

(b) The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the equity shares issued shall continue to be locked-in till the time such amount is paid by the allottees.

(c) The entire pre-preferential holding, if any, of the proposed allottees shall be locked in for the period as prescribed under SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018.

13. Wilful Defaulter or Fraudulent Borrower:

Neither the issuer nor any of its promoters or directors are wilful defaulters or fraudulent borrowers.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members. The Board recommends the resolution no. 1 as set out in the accompanying notice for the approval of members as a Special Resolution.

None of the Directors, Key Managerial Person(s) of the Company including their relatives are, in any way, concerned or deemed to be interested in the proposed Resolution.

ITEM No.:2 TO ADOPT A NEW SET OF ARTICLE OF ASSOCIATION (MOA) OF THE COMPANY AS PER THE COMPANIES ACT, 2013:

The Existing Articles of Association (AOA) is based on the Companies act, 1956 (the “erstwhile Act”) and several regulations in the existing AOA contained reference to specific section of the erstwhile Act and some regulations in the existing AOA are no longer in conformity with the Companies Act, 2013 (the ‘new Act’).

With the coming into force of the new Act, several regulations of the existing AOA of the company required alteration or deletion. Accordingly, it is proposed to replace the entire existing AOA by a set of new articles.

The new AOA to be substituted in place of existing AOA are based on Table-F of Companies Act, 2013 which sets out the model Articles of Association for a company limited by shares.

A Copy of proposed set of new Article of Associations of the company would be available for inspection on any working day up-to the 16th November, 2022.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Special Resolution. The Board recommend passing of the Resolution set out in item No. 2 for the approval of Members of the company by special resolution.

For Mayukh Dealtrade Limited

**Sd/-
Mit Trunkumar Brahmhatt
Managing Director
DIN - 06520600**

**Place: Mumbai
Date: 15/11/2022**

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