



# HAZOORMULTIPROJECTSLIMITED

CIN : L99999MH1992PLC269813

Date: April 13, 2024

*Listing Compliance Department*

**BSE Limited**

Phirozee Jeejeebhoy  
Towers, Dalal Street, Fort,  
Mumbai - 400 001

**Scrip ID/Code: HAZOOR/532467**

**Sub: Notice of the Extra Ordinary General Meeting of the Company to be held on Tuesday, May 07, 2024.**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015, We are pleased to inform that the Extra Ordinary General Meeting ("EGM") of the Members of Hazoor Multi Projects Limited ("the Company") will be held on Tuesday, May 07, 2024 at 01:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Notice of Extra ordinary General Meeting is also available on the Company's website [www.hazoormultiproject.com](http://www.hazoormultiproject.com).

The remote e-voting will be available during the following period:

Commencement of remote e-voting	Saturday, May 04, 2024 from 9.00 A.M. (IST)
End of remote e-voting	Monday, May 06, 2024 to 5.00 P.M. (IST)

The remote e-voting module shall be disabled by CDSL for voting after Monday, May 06, 2024 to 5.00 P.M. (IST). Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., Tuesday, April 30, 2024 will be entitled to cast their votes by remote e-voting or e-voting during the EGM. The voting right of members shall be in proportion to their shares of the paid up equity share capital of the company as on cut-off date

We request you to kindly take the above on record and bring to the notice of all concerned.

Thanking You,  
Yours faithfully,

*for Hazoor Multi Projects Limited*

PAWANKUMAR  
NATHMAL MALLAWAT

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NATHMAL MALLAWAT  
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**Pawankumar Nathmal Mallawat**  
**Executive Director**  
**DIN: 01538111**



# HAZOOR MULTI PROJECTS LIMITED

CIN : L99999MH1992PLC269813

## **NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra-Ordinary General Meeting of the members of Hazoor Multi Projects Limited will be held on Tuesday, May 07, 2024 at 01:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following Special Businesses:

**1. PREFERENTIAL ALLOTMENT OF UPTO 1,62,00,000 (ONE CRORE AND SIXTY-TWO LAKHS ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO "NON-PROMOTER, PUBLIC CATEGORY"**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under including any statutory modification(s) thereto or re-enactment thereof for the time being in force, enabling provisions in Memorandum and Articles of Association of the Company, provisions of the listing agreement executed with the Stock Exchanges, where the shares of the Company are listed ("Stock Exchange"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("Takeover Regulations") as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Reserve Bank of India ("RBI"), Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, RBI, Stock Exchange, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, up to 1,62,00,000 (One Crore and Sixty Two Lakhs Only) Fully Convertible Warrants ("Warrants"), to the persons belonging to "Non-Promoter, Public Category", at an issue price of Rs. 300/- (Rupees Three Hundred Only) per Warrant, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to Rs. 486,00,00,000 (Rupees Four Hundred Eighty Six Crores Only), on such further terms and conditions as detailed herein below, to the below mentioned persons ("Proposed Allottees"):

REGD.OFFICE:C-45, Floor 4TH, Plot -210, C Wing, Mittal Tower, Barrister Rajani Patel Marg, Nariman Point Mumbai-400021 ,TEL: 022 22000525• E-mail:hmpl.india@gmail.com/ info@hazoormultiproject.com• Web: hazoormultiproject.com

PAWANKUMAR  
NATHMAL  
MALLAWAT

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NATHMAL MALLAWAT  
Date: 2024.04.13 17:36:29 +05'30'

S. No.	Name of the Proposed Allottees	Warrants to be allotted on Preferential basis Maximum Quantity for the respective allottee
1	Amicorp Capital ( Mauritius ) Limited	20,70,000
2	NAV Capital VCC	16,39,300
3	West Midlands Ventures Pvt Ltd	13,12,000
4	Ovata Equity Strategies Master Fund	8,20,000
5	Seabird Leasing and Finvest Private Limited	7,00,000
6	Minerva Venture Fund Limited	6,00,000
7	Resonance Opportunities Fund	4,31,150
8	Bhakti Bhalchandra Thakare	3,50,000
9	Ruturaj Bhalchandra Thakare	3,50,000
10	Vineet Arora	3,27,850
11	Nikhil Tyagi	3,27,850
12	Eraaya Lifespaces Limited	3,00,000
13	Kumar Agrawal	3,00,000
14	Black Hawk Properties Pvt Ltd	3,00,000
15	Morde Foods Pvt Ltd	3,00,000
16	Nexta Enterprises LLP	3,00,000
17	Money Plant Pictures LLP	2,50,000
18	Praveen Gupta	2,50,000
19	Rajiv Mehta	2,50,000
20	Shree Vihar Housing & Developers Pvt. Ltd.	2,00,000
21	Bikram Kandhari	1,64,000
22	Taran Kandhari	1,64,000
23	Dilip Deshlahara	1,25,000
24	Donald Venture Private Limited	1,00,000
25	Sathvik International	1,00,000
26	Karan Sanghavi	1,00,000
27	Vedant Sharad Rathi	1,00,000
28	Santosh Singhal	1,00,000
29	Deoki Nandan Singhal	1,00,000
30	Rakesh Laroia	1,00,000
31	Vinay Equity Market LLP	1,00,000
32	Vivek Mahesh Chandra Mangla	1,00,000
33	Saurav Sultania	1,00,000
34	NVS Corporate Consultancy Services Pvt. Ltd	1,00,000
35	Rita Chadha	90,000
36	Yoshi Envirotech Private Limited	75,000
37	Nidhi Gupta	75,000
38	Pranav Kant	75,000
39	Piyush Kant	75,000
40	Saurav Raidhani	75,000
41	Absolute Returns Scheme	75,000
42	Ajay Vijaykumar Agrawal	70,000
43	Amar Vijaykumar Agrawal	70,000
44	Rupa Ajay Agrawal	70,000
45	Simple Amar Agrawal	70,000
46	Aditya Sahay	65,500
47	Nitin Kumar Aggarwal	60,000
48	Trish Real Estate LLP	50,000
49	Archit Garg	50,000
50	Deepak Bhansali HUF	50,000
51	Deepak Bhansali	50,000
52	Mohit Goyal	50,000

53	Nishita Mittal	50,000
54	Piyush Gupta	50,000
55	Debashish Neogi	50,000
56	Amita Poddar	50,000
57	Sourav Choudhary	50,000
58	Punam Choudhary	50,000
59	Priya Goyal	50,000
60	Mahesh Raichand Shah	50,000
61	Suresh Kumar Jindle	45,000
62	Saroj Devi	40,000
63	Ratanlal Agarwal	35,000
64	Safir Anand	35,000
65	Aditi Saraff	35,000
66	Akash Soni	33,500
67	Vikas Dixit	33,000
68	Madhava	32,750
69	Nevil Rameshbhai Savjani HUF	32,750
70	Shilpaben Maheshkumar Shah	32,750
71	Nitish Gupta	32,750
72	Mehul R Parekh	32,750
73	Dilip Keshrimal Sanklecha	32,750
74	Venkatraman Subramanian	32,750
75	Sandeep Singh	32,750
76	Areeza India Strategy Partners	32,750
77	Desai Hemant Kumar	32,000
78	Mukeshkumar Mahendrabhai Tailor	32,000
79	Prabhudas Liladhar Advisory Services Pvt. Ltd.	30,000
80	Bijay Kumar	26,000
81	Northbay Solution LLP	25,000
82	Manjit Singh	25,000
83	Amit Mehta	25,000
84	Praveen Gupta	25,000
85	Arun Kapoor	25,000
86	Noida Holding Pvt Ltd	25,000
87	Moksha Enterprises	25,000
88	Trellis Clothing	25,000
89	Puneet Tandon	25,000
90	Navin Dalmia	25,000
91	Amit R Agarwal	24,550
92	Kaushik Narottam Soni	24,550
93	Pradip Surana	24,550
94	Damyanti Karsan Bhanushali	24,550
95	Rajeev Singh	24,550
96	Nirmal Gupta	23,000
97	Pegasus Capita	20,000
98	Sanjeev Kumar Singh	19,650
99	Harsha Bharat Sheth	19,650
100	Kunal Kailash Parekh	19,650
101	Kshma Jaswant Shah	19,650
102	Suresh Kumar Garg	17,000
103	AMICI Estate LLP	17,000
104	Ratnesh Mehra	17,000
105	Rajeev	16,350
106	Pratik Sanghi	16,350
107	Sarvesh Sanghi	16,350
108	ASAP Engineering	16,350

109	Apoorva Khandelwal HUF	16,350
110	Suhani Poddar	16,350
111	Nalin Kumar	16,350
112	Ritesh Sureshchand Jain	16,350
113	Mayank Gupta	16,350
114	Sharat Kumar	16,350
115	Mansi Dua	16,350
116	Vaibhav Dimri	16,350
117	Sunil Jasuja	16,350
118	Reena Rajesh Kothari	16,350
119	Ratilal Shah	16,350
120	Haresh Shah	16,350
121	Jitendra Shah	16,350
122	Jigar Shah	16,350
123	Tatavarthy Chinna Venkata Narasimha Rao	15,000
124	Divya Bhandari	13,100
125	Akshay Arora	13,100
126	Pratham Mittal	13,000
127	Ashish Choudhary	13,000
128	Vanita Goel	13,000
129	Namrata Natinkumar Shah	10,800
130	Ankit Aggarwal	10,000
131	Sarita Agarwal	10,000
132	Pawan Kumar	10,000
133	Narayan Agrawal	9,800
134	Varun Jain	8,150
135	Jai Tripathi Steels Pvt Ltd	8,150
136	Nirmala Dugar	8,150
137	Priyanka Agarwal	3,950
138	Khushbu Agrawal	3,250
<b>Total</b>		<b>1,62,00,000</b>

**RESOLVED FURTHER THAT** the 'Relevant Date', as per the provisions of Chapter V of the SEBI ICDR Regulations for the purpose of determining the minimum issue price of the Warrants proposed to be allotted to the above mentioned allottees is April 05, 2024 (i.e. being the date, which is 30 days prior to the date of shareholder's meeting which is scheduled on May 07, 2024).

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

- a) The conversion of warrants into equity shares is to be done on or before the expiry of eighteen (18) months from the date of allotment of warrants in terms of SEBI ICDR Regulations.
- b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
- c) Warrants, being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock- in for such period as may be prescribed under SEBI ICDR Regulations.
- d) Warrants so allotted under this resolution shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.

- e) Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 days from the date of passing a Special Resolution by the members, provided that where the issue and allotment of said warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and/or Regulatory Authorities etc.
- f) Warrants shall be issued and allotted by the Company only in dematerialized form.
- g) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee(s).
- h) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period of 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- i) Upon exercise of the option to convert the convertible Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to exercise of the convertible Warrants is completed within 15 days from the date of such exercise by the allottee of such warrants.
- j) The Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants. However, warrants holders shall be entitled to any corporate action such as issuance of bonus shares, right issue, split or consolidation of shares etc. announced by the Company between the date of warrants allotment and their conversion into Equity Shares.”

**RESOLVED FURTHER THAT** the Equity Shares proposed to be so allotted upon conversion of Warrants shall rank *pari-passu* in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or any Committee constituted by the Board for this purpose and/or Executive Director and/or KMP of the Company be and are hereby authorized severally on behalf of the Company to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation to make application to Stock Exchange for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders/board.

**RESOLVED FURTHER THAT** in connection with any of the foregoing resolutions, the Board of Directors/Committee(s) of the Board and/or Executive Director and/or KMP of the Company be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized severally to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Executive Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company.”

## **2. INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT OF THE CAPITAL CLAUSE IN 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, read with rules made thereunder, (including any amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), and subject to the provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded to increase Authorized Share Capital of the Company from existing Rs.80,50,00,000 (Rupees Eighty Crores Fifty lakhs) comprising of Rs. 30,50,00,000 equity shares capital divided into 3,05,00,000 (Three Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs. 50,00,00,000 (Rupees Fifty crores) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each to Rs.100,50,00,000 (Rupees One Hundred Crores and Fifty lakhs) comprising of Rs.50,50,00,000 (Rupees Fifty Crores and Fifty Lakhs) equity share capital divided into 5,05,00,000 (Five Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs.50,00,00,000 (Rupees Fifty crore) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V:

*V. The Authorized share capital of the Company is Rs.100,50,00,000 (Rupees One Hundred Crores and Fifty lakhs) comprising of Rs.50,50,00,000 (Rupees Fifty Crores and Fifty Lakhs) equity share capital divided into 5,05,00,000 (Five Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs.50,00,00,000 (Rupees Fifty crore) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each with powers to increase and reduce the Capital of the Company and to divide the shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or by the Articles of Association of the Company for the time being in force.*

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary of the Company be and is hereby authorized to do perform and execute all such acts, matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to this resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard and for any matters connected herewith or incidental hereto.”

## **3. APPROVAL OF ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to Section 13, 15 and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or

suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any Committee), consent of the members be and is hereby accorded to amend Clause III (the Object Clause) of the Memorandum of Association of the Company in the following manner:

By inserting following object after the existing sub clause 5 of Clause III(A) (Main Objects) of Memorandum of Association of the Company:

*6. To carry on the business of collection of toll, User fee collection works, to provide services of manpower, operations, facilities and all kind of works related to toll collection or any services as an agent or enter into arrangement with Central Government, State Government, Semi Government Bodies, Private Parties or Authorities, whether Municipal, Local or otherwise or with any institution or company in India or abroad and to procure or maintain from such Government Authority, person, institution or company, rights of all sorts for assistance, privileges, charters, contracts, licenses and concessions which the company may think it desirable and to carry out, exercise and comply therewith.*

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized severally to do all such acts, deeds, matters and things and give such directions as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Executive Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company.

#### **4. INCREASE IN LIMITS FOR SECURING THE BORROWINGS OF THE COMPANY IN TERMS OF SECTION 180(1)(a) OF THE COMPANIES ACT, 2013**

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

**"RESOLVED THAT** pursuant to section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 and rules made thereunder as may be amended, from time to time and subject to the Memorandum and Articles of Association, the consent of the members of the Company be and is hereby accorded to Board of Directors (hereinafter called "the Board") which term shall be deemed to include any Committee thereof, which the Board may have constituted to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or person(s) for creation of mortgage and/or charge and/or hypothecation and/or pledge and/or security in any form or manner on any of its movable and immovable properties wherever situated both present and future or to sell, lease or otherwise dispose-off the whole or substantially the whole of the undertaking of the Company on such terms and conditions at such time and in such form and manner as the Board in its absolute discretion thinks fit in favour of any person including but not limited to bank(s), financial institution(s) Investment Institution(s), Mutual Fund(s), Trust(s), other body(ies) corporate or persons whether shareholders of the Company or not, or from any source, located in India or abroad, whether unsecured or secured, Trustees for holders of debentures/ bonds and/ or other instruments to secure all credit facilities including rupee loans, foreign currency loans, debentures, bonds and/ or other instruments or non fund based facilities availed / to be availed by the Company and/ or for any other purpose, from time to time together with interest, further interest thereon, compound interest in case of default, accumulated interest, liquidated damages, all other cost, charges and expenses thereon for amount not exceeding the existing limit of Rs. 200 Crores (Rupees Two Hundred Crores only) to Rs. 1000 Crores (Rupees One Thousand Crores only) over and above the aggregate of the paid-up share capital and free reserves of the Company."

**RESOLVED FURTHER THAT** securities to be created by the Company may rank pari passu / subservient with/to the mortgages and /or charges already created or to be created by the Company as may be agreed to between the concerned parties.

**“RESOLVED FURTHER THAT** the Board of Directors or such Committee/or person/(s) as authorised by the Board of Directors be and are hereby authorised to finalize, settle and execute such documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such of the immovable and/or movable properties of the Company on such terms and conditions as may be decided by the Board of Directors or such Committee in consultation with the lenders and for reserving the aforesaid right and for performing all such acts, things and deeds as may be necessary for giving full effect to this Resolution.

**By order of the board of  
Hazoor Multi Projects Limited**

PAWANKUMAR  
NATHMAL  
MALLAWAT

 Digitally signed by PAWANKUMAR  
NATHMAL MALLAWAT  
Date: 2024.04.13 17:38:31 +05'30'

**Pawankumar Nathmal Mallawat  
Executive Director  
DIN: 01538111**

Date: April 12, 2024

Place: Mumbai

**Notes:**

1. The Ministry of Corporate Affairs (“MCA”) has, vide its circular dated May 5, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and December 28, 2022, September 25, 2023 and other general circular as applicable (collectively referred to as “MCA Circulars”), permitted convening the General Meeting (“Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has availed the e-voting facility from Central Depository Services (India) Limited through electronic means. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.
6. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended (‘Act’) setting out material facts concerning the business with respect to Items No. 1 to 4 part of this Notice.
7. The Company has appointed Mr. Ranjit Binod Kejriwal, Practicing Company Secretary, as Scrutinizer to scrutinize the remote e-voting process and voting at the Extra-ordinary General Meeting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.hazoormultiproject.com](http://www.hazoormultiproject.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited [www.bseindia.com](http://www.bseindia.com). The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
9. EGM is being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.

10. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
11. Dispatch of EGM Notice through Electronic Mode:  
In compliance with the MCA Circulars and SEBI Circular, Notice of the EGM is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/ Depository Participants.
12. To support 'Green Initiative' for receiving all communication (including EGM Notice) from the Company electronically Members holding shares in dematerialised mode are requested to register / update their e-mail address with the relevant Depository Participant.
13. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [rbksurat@gmail.com](mailto:rbksurat@gmail.com) with a copy marked to [cs@hazoormultiproject.com](mailto:cs@hazoormultiproject.com) However, the Body Corporate are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
14. The e-voting period commences on Saturday, May 04, 2024 from 9.00 A.M. (IST) and ends at 5.00 P.M. IST on Monday, May 06, 2024. During this period, Members holding shares in dematerialized form or physical form, as on Tuesday, April 30, 2024; i.e., cut-off date, may cast their vote electronically.
15. Members seeking any information with regard to the matter to be placed at the EGM, are requested to write to the Company on or before Tuesday, April 30, 2024 to email id [cs@hazoormultiproject.com](mailto:cs@hazoormultiproject.com). The same will be replied by the Company suitably.
16. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form who have not done so are requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA.
17. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
18. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.hazoormultiproject.com](http://www.hazoormultiproject.com) and on the website of CDSL <https://www.evotingindia.com> immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

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

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Saturday, May 04, 2024 from 9.00 A.M. (IST) and ends at 5.00 P.M. IST on Monday, May 06, 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, April 30, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p>

	<p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-4886 7000 and 022-2499 7000

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

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

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other

company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Hazoor Multi Projects Limited> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@hazoormultiproject.com](mailto:cs@hazoormultiproject.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [cs@hazoormultiproject.com](mailto:cs@hazoormultiproject.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@hazoormultiproject.com](mailto:cs@hazoormultiproject.com).

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor,

Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES RELATED THERETO**

### **ITEM NO. 1: PREFERENTIAL ALLOTMENT OF UPTO 1,62,00,000 (ONE CRORE AND SIXTY-TWO LAKHS ONLY) FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO “NON-PROMOTER, PUBLIC CATEGORY”**

The Special Resolution contained in Item No. 1 of the notice, has been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot up to 1,62,00,000 (One Crore and Sixty-Two Lakhs Only) Fully Convertible Warrants (“Warrants”) carrying a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant, at an issue price of Rs. 300/- (Rupees Three Hundred Only), for an aggregate amount of up to Rs. 486,00,00,000 (Rupees Four Hundred Eighty Six Crores Only), for cash on preferential basis.

The proposed Preferential Issue is to be issued to the persons belonging to “Non-Promoter, Public Category” as per the details disclosed in the respective resolution. The preferential issue shall be made in terms of Chapter V of the SEBI ICDR Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in its meeting held on April 12, 2024.

The approval of the members is accordingly being sought by way of passing a ‘Special Resolution’ under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI ICDR Regulations for Item No. 1 of the Notice.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, in terms of BSE Notice No. 20221213-47 dated December 13, 2022 with respect to the additional disclosures for objects of the issue and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

#### **I. Particulars of the offer including date of passing of Board resolution, kind of Securities offered, maximum number of Securities to be issued, manner of issue of shares, class or classes of persons to whom allotment is proposed to be made and the Issue Price**

The Board of Directors at its meeting held on April 12, 2024 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance and allotment of up to 1,62,00,000 (One Crore and Sixty-Two Lakhs Only) Fully Convertible Warrants (“Warrants”) carrying a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant to the persons belonging to “Non-Promoter”, Public Category”, at an issue price of Rs. 300/- (Rupees Three Hundred Only), for an aggregate amount of up to Rs. 486,00,00,000 (Rupees Four Hundred Eighty Six Crores Only), for cash on preferential basis.

#### **II. Objects of the Preferential Issue**

##### **Objects of the proposed Fund Raising under separate head:**

The Company intends to utilize the Gross Proceeds from this Preferential Issue towards the following objects:

1. Investment in new projects (real estates)
2. Investment in existing projects
3. Working Capital requirement;
4. General Corporate Purposes;
5. Issue Related Expenses;

(collectively, referred to hereinafter as the "**Objects**")

The main Object Clause of Memorandum of Association of our Company enables us to undertake the existing activities and the activities for which the funds are being raised by us through the present Preferential Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the Object Clause of our Memorandum of Association.

## Utilization of Gross Proceeds

The intended use of the Gross Proceeds of the Issue is as under: -

S. No.	Particulars	Total estimated amount to be utilized (₹ in Crores)*	Tentative timeline for utilization of funds
1.	Issue Related Expenses	18.00	December, 2024
2.	Investment in new projects (real estates)	75.00	March, 2026
3.	Working Capital requirement	100.00	March, 2026
4.	General Corporate Purposes	115.00	March, 2026
5.	Investment in existing projects	178.00	March, 2026
	<b>Total</b>	<b>486.00</b>	

\*considering 100% conversion of Warrants into Equity Shares within the stipulated time.

# in terms of BSE Notice No. 20221213-47 dated December 13, 2022, the amount specified for the above-mentioned object of issue size may deviate +/- 10% depending upon the future circumstances.

### Schedule of Implementation and Deployment of Funds

Since present preferential issue is for convertible warrants, issue proceeds shall be received by the Company in 18 months period from the date of allotment of warrants in terms of Chapter V of the SEBI (ICDR) Regulation, and as estimated by our management, the entire proceeds received from the issue would be utilized for the all the above mentioned objects, in phases, as per the company's business requirements and availability of issue proceeds.

### Interim Use of Proceeds

Our Company, in accordance with the policies formulated by our Board from time to time, will have flexibility to deploy the Gross Proceeds. Pending utilization of the Gross Proceeds for the purposes described above, our Company intends to deposit the Gross Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934 or deploy funds for such businesses opportunities as may be allowed by the Board from time to time.

### Monitoring of Utilization of Funds

Since the proceeds from the Issue are more than ₹100 Crores, in terms of Regulation 162A of Chapter V of SEBI (ICDR) Regulations, 2018, a SEBI Registered credit rating agency will be appointed as Monitoring Agency to monitor the use of proceeds of the proposed preferential issue in terms of the provisions of Regulation 162A of the SEBI (Issue of Capital and Disclosure Requirements)

### III. Relevant Date

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, the 'Relevant Date' for the purpose of determining the minimum issue price Warrants proposed to be allotted to the above mentioned allottees is April 05, 2024 (i.e. being the date, which is 30 days prior to the date of shareholder's meeting which is scheduled on May 07, 2024).

### IV. Basis on which the price has been arrived at, justification for the price (including premium, if any);

The Equity Shares of the Company are listed BSE Limited. The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations and floor price has been determined in accordance with the SEBI ICDR Regulations.

In case of the frequently traded shares, as per Regulation 164(1) of the SEBI (ICDR) Regulations, 2018, a minimum issue price of the Equity Shares/ Convertible Warrants in preferential issue has to be calculated as under:

- the 90 trading days volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or

- b. the 10 trading days volume weighted average price of the related equity shares quoted on a recognized stock exchange preceding the relevant date; **whichever is higher.**

In terms of the provisions of Regulation 164 of the SEBI ICDR Regulations, the minimum price at which the warrants may be issued computes to Rs. 299.82/- each.

Further, Method of determination of price as per the Articles of Association of the Company is not applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares/Convertible warrants issued on preferential basis.

As the proposed allotment is more than 5% of the post issue fully diluted share capital of the company, to an allottee or to allottees acting in concert. Hence, Regulation 166A of SEBI ICDR Regulations, the Company has obtained a valuation report from an independent registered valuer for determining the price. The price determined through Valuation report of Mr. Manish Manwani, Registered valuer (IBBI/RV/03/2021/14113) i.e., Rs. 299.82/- per warrant. The said report is available on the website of the Company at [www.hazoormultiproject.com](http://www.hazoormultiproject.com).

After considering the above, it was decided to issue these warrants to be allotted on preferential basis to the proposed allottees at a price of Rs. 300/- (Rupees Three Hundred Only) each.

**V. Amount which the company intends to raise by way of such securities;**

Aggregate amount of up to Rs. 486,00,00,000 (Rupees Four Hundred Eighty Six Crores Only),

**VI. Name and address of valuer who performed valuation;**

Mr. Manish Manwani, Unit No. 125, Tower B-3, SpazeItech Park, Sohna Road, Sector-49, Gurugram, Haryana-122018, Registered valuer (IBBI/RV/03/2021/14113)

**VII. Principal terms of Assets charged as securities:** Not Applicable

**VIII. Material terms of raising such securities**

The same has been disclosed in the respective resolution.

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

**X. Valuation for consideration other than cash:** Not Applicable

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

None of the Promoters or promoter group or Directors or key managerial personnel of the Company intend to subscribe to the offer.

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

**XIII. The Shareholding Pattern of the issuer before and after the preferential issue**

The Shareholding Pattern of the issuer before and after the preferential issue is attached as **Annexure-A**.

**XIV. Proposed time limit within which the allotment shall be completed:**

In terms of Regulation 170 of the SEBI ICDR Regulations, preferential allotment of said warrants will be completed within a period of 15 (fifteen) days from the date of passing of such resolution i.e. May 07, 2024 provided that where the issue and allotment of said warrants is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and/or Regulatory Authorities etc.

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

During the financial year 2023-24, pursuant to shareholder's approval obtained at the Extra Ordinary General Meeting of the members of Company on January 02, 2024, the Board of Directors of the Company in its meeting held on February 01, 2024, had allotted 35,00,000 Equity Shares to 11 number of persons belonging to non-promoter category, for cash, of Nominal Value of ₹10/- each, at an issue price of Rs. 178/- per Equity Share (including a premium of Rs. 168/- each share) and trading approval for the same has already been obtained.

**XVI. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):**

S. No.	Name of the proposed allottee	Category (Promoter/ Public)	Type of securities
1	Amicorp Capital ( Mauritius ) Limited	Public	Warrants
2	NAV Capital VCC	Public	Warrants
3	West Midlands Ventures Pvt Ltd	Public	Warrants
4	Ovata Equity Strategies Master Fund	Public	Warrants
5	Seabird Leasing and Finvest Private Limited	Public	Warrants
6	Minerva Venture Fund Limited	Public	Warrants
7	Resonance Opportunities Fund	Public	Warrants
8	Bhakti Bhalchandra Thakare	Public	Warrants
9	Ruturaj Bhalchandra Thakare	Public	Warrants
10	Vineet Arora	Public	Warrants
11	Nikhil Tyagi	Public	Warrants
12	Eraaya Lifespaces Limited	Public	Warrants
13	Kumar Agrawal	Public	Warrants
14	Black Hawk Properties Pvt Ltd	Public	Warrants
15	Morde Foods Pvt Ltd	Public	Warrants
16	Nexta Enterprises LLP	Public	Warrants
17	Money Plant Pictures LLP	Public	Warrants
18	Praveen Gupta	Public	Warrants
19	Rajiv Mehta	Public	Warrants
20	Shree Vihar Housing & Developers Pvt. Ltd.	Public	Warrants
21	Bikram Kandhari	Public	Warrants
22	Taran Kandhari	Public	Warrants
23	Dilip Deshlahara	Public	Warrants
24	Donald Venture Private Limited	Public	Warrants
25	Sathvik International	Public	Warrants
26	Karan Sanghavi	Public	Warrants
27	Vedant Sharad Rathi	Public	Warrants
28	Santosh Singhal	Public	Warrants
29	Deoki Nandan Singhal	Public	Warrants
30	Rakesh Laroia	Public	Warrants
31	Vinay Equity Market LLP	Public	Warrants
32	Vivek Mahesh Chandra Mangla	Public	Warrants
33	Saurav Sultania	Public	Warrants
34	NVS Corporate Consultancy Services Pvt. Ltd	Public	Warrants
35	Rita Chadha	Public	Warrants
36	Yoshi Envirotech Private Limited	Public	Warrants
37	Nidhi Gupta	Public	Warrants
38	Pranav Kant	Public	Warrants
39	Piyush Kant	Public	Warrants
40	Saurav Raidhani	Public	Warrants

41	Absolute Returns Scheme	Public	Warrants
42	Ajay Vijaykumar Agrawal	Public	Warrants
43	Amar Vijaykumar Agrawal	Public	Warrants
44	Rupa Ajay Agrawal	Public	Warrants
45	Simple Amar Agrawal	Public	Warrants
46	Aditya Sahay	Public	Warrants
47	Nitin Kumar Aggarwal	Public	Warrants
48	Trish Real Estate LLP	Public	Warrants
49	Archit Garg	Public	Warrants
50	Deepak Bhansali HUF	Public	Warrants
51	Deepak Bhansali	Public	Warrants
52	Mohit Goyal	Public	Warrants
53	Nishita Mittal	Public	Warrants
54	Piyush Gupta	Public	Warrants
55	Debashish Neogi	Public	Warrants
56	Amita Poddar	Public	Warrants
57	Sourav Choudhary	Public	Warrants
58	Punam Choudhary	Public	Warrants
59	Priya Goyal	Public	Warrants
60	Mahesh Raichand Shah	Public	Warrants
61	Suresh Kumar Jindle	Public	Warrants
62	Saroj Devi	Public	Warrants
63	Ratanlal Agarwal	Public	Warrants
64	Safir Anand	Public	Warrants
65	Aditi Saraff	Public	Warrants
66	Akash Soni	Public	Warrants
67	Vikas Dixit	Public	Warrants
68	Madhava	Public	Warrants
69	Nevil Rameshbhai Savjani HUF	Public	Warrants
70	Shilpaben Maheshkumar Shah	Public	Warrants
71	Nitish Gupta	Public	Warrants
72	Mehul R Parekh	Public	Warrants
73	Dilip Keshrimal Sanklecha	Public	Warrants
74	Venkatraman Subramanian	Public	Warrants
75	Sandeep Singh	Public	Warrants
76	Areza India Strategy Partners	Public	Warrants
77	Desai Hemant Kumar	Public	Warrants
78	Mukeshkumar Mahendrabhai Tailor	Public	Warrants
79	Prabhudas Liladhar Advisory Services Pvt. Ltd.	Public	Warrants
80	Bijay Kumar	Public	Warrants
81	Northbay Solution LLP	Public	Warrants
82	Manjit Singh	Public	Warrants
83	Amit Mehta	Public	Warrants
84	Praveen Gupta	Public	Warrants
85	Arun Kapoor	Public	Warrants
86	Noida Holding Pvt Ltd	Public	Warrants
87	Moksha Enterprises	Public	Warrants
88	Trellis Clothing	Public	Warrants
89	Puneet Tandon	Public	Warrants
90	Navin Dalmia	Public	Warrants
91	Amit R Agarwal	Public	Warrants
92	Kaushik Narottam Soni	Public	Warrants
93	Pradip Surana	Public	Warrants
94	Damyanti Karsan Bhanushali	Public	Warrants
95	Rajeev Singh	Public	Warrants

96	Nirmal Gupta	Public	Warrants
97	Pegasus Capita	Public	Warrants
98	Sanjeev Kumar Singh	Public	Warrants
99	Harsha Bharat Sheth	Public	Warrants
100	Kunal Kailash Parekh	Public	Warrants
101	Kshma Jaswant Shah	Public	Warrants
102	Suresh Kumar Garg	Public	Warrants
103	AMICI Estate LLP	Public	Warrants
104	Ratnesh Mehra	Public	Warrants
105	Rajeev	Public	Warrants
106	Pratik Sanghi	Public	Warrants
107	Sarvesh Sanghi	Public	Warrants
108	ASAP Engineering	Public	Warrants
109	Apoorva Khandelwal HUF	Public	Warrants
110	Suhani Poddar	Public	Warrants
111	Nalin Kumar	Public	Warrants
112	Ritesh Sureshchand Jain	Public	Warrants
113	Mayank Gupta	Public	Warrants
114	Sharat Kumar	Public	Warrants
115	Mansi Dua	Public	Warrants
116	Vaibhav Dimri	Public	Warrants
117	Sunil Jasuja	Public	Warrants
118	Reena Rajesh Kothari	Public	Warrants
119	Ratilal Shah	Public	Warrants
120	Haresh Shah	Public	Warrants
121	Jitendra Shah	Public	Warrants
122	Jigar Shah	Public	Warrants
123	Tatavarthy Chinna Venkata Narasimha Rao	Public	Warrants
124	Divya Bhandari	Public	Warrants
125	Akshay Arora	Public	Warrants
126	Pratham Mittal	Public	Warrants
127	Ashish Choudhary	Public	Warrants
128	Vanita Goel	Public	Warrants
129	Namrata Natinkumar Shah	Public	Warrants
130	Ankit Aggarwal	Public	Warrants
131	Sarita Agarwal	Public	Warrants
132	Pawan Kumar	Public	Warrants
133	Narayan Agrawal	Public	Warrants
134	Varun Jain	Public	Warrants
135	Jai Tripathi Steels Pvt Ltd	Public	Warrants
136	Nirmala Dugar	Public	Warrants
137	Priyanka Agarwal	Public	Warrants
138	Khushbu Agrawal	Public	Warrants

**XVII. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue**

Name of Allottees	Warrants to be allotted	Post Equity Shareholding	
		No. of shares	%#
Amicorp Capital (Mauritius ) Limited	20,70,000	20,70,000	5.93
NAV Capital VCC	16,39,300	16,39,300	4.70
West Midlands Ventures Pvt Ltd	13,12,000	13,12,000	3.76
Ovata Equity Strategies Master Fund	8,20,000	8,20,000	2.35

Seabird Leasing and Finvest Private Limited	7,00,000	7,00,000	2.01
Minerva Venture Fund Limited	6,00,000	6,00,000	1.72
Resonance Opportunities Fund	4,31,150	4,31,150	1.24
Bhakti Bhalchandra Thakare	3,50,000	3,50,000	1.00
Ruturaj Bhalchandra Thakare	3,50,000	3,50,000	1.00
Vineet Arora	3,27,850	3,27,850	0.94
Nikhil Tyagi	3,27,850	3,27,850	0.94
Eraaya Lifespaces Limited	3,00,000	3,00,000	0.86
Kumar Agrawal	3,00,000	3,00,000	0.86
Black Hawk Properties Pvt Ltd	3,00,000	3,00,000	0.86
Morde Foods Pvt Ltd	3,00,000	3,00,000	0.86
Nexta Enterprises LLP	3,00,000	3,00,000	0.86
Money Plant Pictures LLP	2,50,000	2,50,000	0.72
Praveen Gupta	2,50,000	2,50,000	0.72
Rajiv Mehta	2,50,000	2,50,000	0.72
Shree Vihar Housing & Developers Pvt. Ltd.	2,00,000	2,00,000	0.57
Bikram Kandhari	1,64,000	1,64,000	0.47
Taran Kandhari	1,64,000	1,64,000	0.47
Dilip Deshlahara	1,25,000	1,25,000	0.36
Donald Venture Private Limited	1,00,000	1,00,000	0.29
Sathvik International	1,00,000	1,00,000	0.29
Karan Sanghavi	1,00,000	1,00,000	0.29
Vedant Sharad Rathi	1,00,000	1,00,000	0.29
Santosh Singhal	1,00,000	1,00,000	0.29
Deoki Nandan Singhal	1,00,000	1,00,000	0.29
Rakesh Laroia	1,00,000	1,00,000	0.29
Vinay Equity Market LLP	1,00,000	1,00,000	0.29
Vivek Mahesh Chandra Mangla	1,00,000	1,00,000	0.29
Saurav Sultania	1,00,000	1,00,000	0.29
NVS Corporate Consultancy Services Pvt. Ltd	1,00,000	1,00,000	0.29
Rita Chadha	90,000	90,000	0.26
Yoshi Envirotech Private Limited	75,000	75,000	0.21
Nidhi Gupta	75,000	75,000	0.21
Pranav Kant	75,000	75,000	0.21
Piyush Kant	75,000	75,000	0.21
Saurav Raidhani	75,000	75,000	0.21
Absolute Returns Scheme	75,000	75,000	0.21
Ajay Vijaykumar Agrawal	70,000	70,000	0.20
Amar Vijaykumar Agrawal	70,000	70,000	0.20
Rupa Ajay Agrawal	70,000	70,000	0.20
Simple Amar Agrawal	70,000	70,000	0.20
Aditya Sahay	65,500	65,500	0.19
Nitin Kumar Aggarwal	60,000	60,000	0.17
Trish Real Estate LLP	50,000	50,000	0.14
Archit Garg	50,000	50,000	0.14
Deepak Bhansali HUF	50,000	50,000	0.14
Deepak Bhansali	50,000	50,000	0.14
Mohit Goyal	50,000	50,000	0.14
Nishita Mittal	50,000	50,000	0.14
Piyush Gupta	50,000	50,000	0.14
Debashish Neogi	50,000	50,000	0.14
Amita Poddar	50,000	50,000	0.14
Sourav Choudhary	50,000	50,000	0.14
Punam Choudhary	50,000	50,000	0.14
Priya Goyal	50,000	50,000	0.14
Mahesh Raichand Shah	50,000	50,000	0.14

Suresh Kumar Jindle	45,000	45,000	0.13
Saroj Devi	40,000	40,000	0.11
Ratanlal Agarwal	35,000	35,000	0.10
Safir Anand	35,000	35,000	0.10
Aditi Saraff	35,000	35,000	0.10
Akash Soni	33,500	33,500	0.10
Vikas Dixit	33,000	33,000	0.09
Madhava	32,750	32,750	0.09
Nevil Rameshbhai Savjani HUF	32,750	32,750	0.09
Shilpaben Maheshkumar Shah	32,750	32,750	0.09
Nitish Gupta	32,750	32,750	0.09
Mehul R Parekh	32,750	32,750	0.09
Dilip Keshrimal Sanklecha	32,750	32,750	0.09
Venkatraman Subramanian	32,750	32,750	0.09
Sandeep Singh	32,750	32,750	0.09
Areeza India Strategy Partners	32,750	32,750	0.09
Desai Hemant Kumar	32,000	32,000	0.09
Mukeshkumar Mahendrabhai Tailor	32,000	32,000	0.09
Prabhudas Liladhar Advisory Services Pvt. Ltd.	30,000	30,000	0.09
Bijay Kumar	26,000	26,000	0.07
Northbay Solution LLP	25,000	25,000	0.07
Manjit Singh	25,000	25,000	0.07
Amit Mehta	25,000	25,000	0.07
Praveen Gupta	25,000	25,000	0.07
Arun Kapoor	25,000	25,000	0.07
Noida Holding Pvt Ltd	25,000	25,000	0.07
Moksha Enterprises	25,000	25,000	0.07
Trellis Clothing	25,000	25,000	0.07
Puneet Tandon	25,000	25,000	0.07
Navin Dalmia	25,000	25,000	0.07
Amit R Agarwal	24,550	24,550	0.07
Kaushik Narottam Soni	24,550	24,550	0.07
Pradip Surana	24,550	24,550	0.07
Damyanti Karsan Bhanushali	24,550	24,550	0.07
Rajeev Singh	24,550	24,550	0.07
Nirmal Gupta	23,000	23,000	0.07
Pegasus Capita	20,000	20,000	0.06
Sanjeev Kumar Singh	19,650	19,650	0.06
Harsha Bharat Sheth	19,650	19,650	0.06
Kunal Kailash Parekh	19,650	19,650	0.06
Kshma Jaswant Shah	19,650	19,650	0.06
Suresh Kumar Garg	17,000	17,000	0.05
AMICI Estate LLP	17,000	17,000	0.05
Ratnesh Mehra	17,000	17,000	0.05
Rajeev	16,350	16,350	0.05
Pratik Sanghi	16,350	16,350	0.05
Sarvesh Sanghi	16,350	16,350	0.05
ASAP Engineering	16,350	16,350	0.05
Apoorva Khandelwal HUF	16,350	16,350	0.05
Suhani Poddar	16,350	16,350	0.05
Nalin Kumar	16,350	16,350	0.05
Ritesh Sureshchand Jain	16,350	16,350	0.05
Mayank Gupta	16,350	16,350	0.05
Sharat Kumar	16,350	16,350	0.05
Mansi Dua	16,350	16,350	0.05
Vaibhav Dimri	16,350	16,350	0.05

Sunil Jasuja	16,350	16,350	0.05
Reena Rajesh Kothari	16,350	16,350	0.05
Ratilal Shah	16,350	16,350	0.05
Haresh Shah	16,350	16,350	0.05
Jitendra Shah	16,350	16,350	0.05
Jigar Shah	16,350	16,350	0.05
Tatavarthy Chinna Venkata Narasimha Rao	15,000	15,000	0.04
Divya Bhandari	13,100	13,100	0.04
Akshay Arora	13,100	13,100	0.04
Pratham Mittal	13,000	13,000	0.04
Ashish Choudhary	13,000	13,000	0.04
Vanita Goel	13,000	13,000	0.04
Namrata Natinkumar Shah	10,800	10,800	0.03
Ankit Aggarwal	10,000	10,000	0.03
Sarita Agarwal	10,000	10,000	0.03
Pawan Kumar	10,000	10,000	0.03
Narayan Agrawal	9,800	9,800	0.03
Varun Jain	8,150	8,150	0.02
Jai Tripathi Steels Pvt Ltd	8,150	8,150	0.02
Nirmala Dugar	8,150	8,150	0.02
Priyanka Agarwal	3,950	3,950	0.01
Khushbu Agrawal	3,250	3,250	0.01

*\*pre-issue holding is based on the fully paid up equity share capital i.e. Rs. 18,71,05,410/- divided into 1,87,10,541 fully paid up Equity Shares of Rs. 10/- each which includes the conversion of allotment of 50,622 partly paid up shares into fully paid up made on March 22, 2024.*

*# these percentage have been calculated on the basis of post preferential issue capital on fully diluted basis i.e. Rs. 34,91,05,410/-divided into 34,91,05,41 fully paid up Equity Shares of Rs. 10/- each.*

**Thus, there will be no change in the control or management of the Company pursuant to the proposed preferential issue. However, voting rights will change in tandem with the change in shareholding pattern of the Company.**

#### **XVIII. Lock-in Period:**

- a) The warrants to be allotted shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations.
- b) The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI ICDR Regulations.

#### **XIX. Undertakings:**

- None of the Company, its Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the equity shares have been listed on a recognized Stock Exchange(s) for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation 163(1)(h) is not applicable.

- None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

**XX. Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:** Not Applicable

**XXI. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:**

S. No.	Name(s) of the Proposed Allottees	Current Status	Post Status
1	Amicorp Capital (Mauritius) Limited	Non-Promoter, Public	Non-Promoter, Public
2	NAV Capital VCC	Non-Promoter, Public	Non-Promoter, Public
3	West Midlands Ventures Pvt Ltd	Non-Promoter, Public	Non-Promoter, Public
4	Ovata Equity Strategies Master Fund	Non-Promoter, Public	Non-Promoter, Public
5	Seabird Leasing and Finvest Private Limited	Non-Promoter, Public	Non-Promoter, Public
6	Minerva Venture Fund Limited	Non-Promoter, Public	Non-Promoter, Public
7	Resonance Opportunities Fund	Non-Promoter, Public	Non-Promoter, Public
8	Bhakti Bhalchandra Thakare	Non-Promoter, Public	Non-Promoter, Public
9	Raturaj Bhalchandra Thakare	Non-Promoter, Public	Non-Promoter, Public
10	Vineet Arora	Non-Promoter, Public	Non-Promoter, Public
11	Nikhil Tyagi	Non-Promoter, Public	Non-Promoter, Public
12	Eraaya Lifespaces Limited	Non-Promoter, Public	Non-Promoter, Public
13	Kumar Agrawal	Non-Promoter, Public	Non-Promoter, Public
14	Black Hawk Properties Pvt Ltd	Non-Promoter, Public	Non-Promoter, Public
15	Morde Foods Pvt Ltd	Non-Promoter, Public	Non-Promoter, Public
16	Nexta Enterprises LLP	Non-Promoter, Public	Non-Promoter, Public
17	Money Plant Pictures LLP	Non-Promoter, Public	Non-Promoter, Public
18	Praveen Gupta	Non-Promoter, Public	Non-Promoter, Public
19	Rajiv Mehta	Non-Promoter, Public	Non-Promoter, Public
20	Shree Vihar Housing & Developers Pvt. Ltd.	Non-Promoter, Public	Non-Promoter, Public
21	Bikram Kandhari	Non-Promoter, Public	Non-Promoter, Public
22	Taran Kandhari	Non-Promoter, Public	Non-Promoter, Public
23	Dilip Deshlahara	Non-Promoter, Public	Non-Promoter, Public
24	Donald Venture Private Limited	Non-Promoter, Public	Non-Promoter, Public
25	Sathvik International	Non-Promoter, Public	Non-Promoter, Public
26	Karan Sanghavi	Non-Promoter, Public	Non-Promoter, Public
27	Vedant Sharad Rathi	Non-Promoter, Public	Non-Promoter, Public
28	Santosh Singhal	Non-Promoter, Public	Non-Promoter, Public
29	Deoki Nandan Singhal	Non-Promoter, Public	Non-Promoter, Public
30	Rakesh Laroia	Non-Promoter, Public	Non-Promoter, Public
31	Vinay Equity Market LLP	Non-Promoter, Public	Non-Promoter, Public
32	Vivek Mahesh Chandra Mangla	Non-Promoter, Public	Non-Promoter, Public
33	Saurav Sultania	Non-Promoter, Public	Non-Promoter, Public
34	NVS Corporate Consultancy Services Pvt. Ltd	Non-Promoter, Public	Non-Promoter, Public
35	Rita Chadha	Non-Promoter, Public	Non-Promoter, Public
36	Yoshi Envirotech Private Limited	Non-Promoter, Public	Non-Promoter, Public
37	Nidhi Gupta	Non-Promoter, Public	Non-Promoter, Public
38	Pranav Kant	Non-Promoter, Public	Non-Promoter, Public
39	Piyush Kant	Non-Promoter, Public	Non-Promoter, Public
40	Saurav Raidhani	Non-Promoter, Public	Non-Promoter, Public
41	Absolute Returns Scheme	Non-Promoter, Public	Non-Promoter, Public
42	Ajay Vijaykumar Agrawal	Non-Promoter, Public	Non-Promoter, Public

43	Amar Vijaykumar Agrawal	Non-Promoter, Public	Non-Promoter, Public
44	Rupa Ajay Agrawal	Non-Promoter, Public	Non-Promoter, Public
45	Simple Amar Agrawal	Non-Promoter, Public	Non-Promoter, Public
46	Aditya Sahay	Non-Promoter, Public	Non-Promoter, Public
47	Nitin Kumar Aggarwal	Non-Promoter, Public	Non-Promoter, Public
48	Trish Real Estate LLP	Non-Promoter, Public	Non-Promoter, Public
49	Archit Garg	Non-Promoter, Public	Non-Promoter, Public
50	Deepak Bhansali HUF	Non-Promoter, Public	Non-Promoter, Public
51	Deepak Bhansali	Non-Promoter, Public	Non-Promoter, Public
52	Mohit Goyal	Non-Promoter, Public	Non-Promoter, Public
53	Nishita Mittal	Non-Promoter, Public	Non-Promoter, Public
54	Piyush Gupta	Non-Promoter, Public	Non-Promoter, Public
55	Debashish Neogi	Non-Promoter, Public	Non-Promoter, Public
56	Amita Poddar	Non-Promoter, Public	Non-Promoter, Public
57	Sourav Choudhary	Non-Promoter, Public	Non-Promoter, Public
58	Punam Choudhary	Non-Promoter, Public	Non-Promoter, Public
59	Priya Goyal	Non-Promoter, Public	Non-Promoter, Public
60	Mahesh Raichand Shah	Non-Promoter, Public	Non-Promoter, Public
61	Suresh Kumar Jindle	Non-Promoter, Public	Non-Promoter, Public
62	Saroj Devi	Non-Promoter, Public	Non-Promoter, Public
63	Ratanlal Agarwal	Non-Promoter, Public	Non-Promoter, Public
64	Safir Anand	Non-Promoter, Public	Non-Promoter, Public
65	Aditi Saraff	Non-Promoter, Public	Non-Promoter, Public
66	Akash Soni	Non-Promoter, Public	Non-Promoter, Public
67	Vikas Dixit	Non-Promoter, Public	Non-Promoter, Public
68	Madhava	Non-Promoter, Public	Non-Promoter, Public
69	Nevil Rameshbhai Savjani HUF	Non-Promoter, Public	Non-Promoter, Public
70	Shilpaben Maheshkumar Shah	Non-Promoter, Public	Non-Promoter, Public
71	Nitish Gupta	Non-Promoter, Public	Non-Promoter, Public
72	Mehul R Parekh	Non-Promoter, Public	Non-Promoter, Public
73	Dilip Keshrimal Sanklecha	Non-Promoter, Public	Non-Promoter, Public
74	Venkatraman Subramanian	Non-Promoter, Public	Non-Promoter, Public
75	Sandeep Singh	Non-Promoter, Public	Non-Promoter, Public
76	Areeza India Strategy Partners	Non-Promoter, Public	Non-Promoter, Public
77	Desai Hemant Kumar	Non-Promoter, Public	Non-Promoter, Public
78	Mukeshkumar Mahendrabhai Tailor	Non-Promoter, Public	Non-Promoter, Public
79	Prabhudas Liladhar Advisory Services Pvt. Ltd.	Non-Promoter, Public	Non-Promoter, Public
80	Bijay Kumar	Non-Promoter, Public	Non-Promoter, Public
81	Northbay Solution LLP	Non-Promoter, Public	Non-Promoter, Public
82	Manjit Singh	Non-Promoter, Public	Non-Promoter, Public
83	Amit Mehta	Non-Promoter, Public	Non-Promoter, Public
84	Praveen Gupta	Non-Promoter, Public	Non-Promoter, Public
85	Arun Kapoor	Non-Promoter, Public	Non-Promoter, Public
86	Noida Holding Pvt Ltd	Non-Promoter, Public	Non-Promoter, Public
87	Moksha Enterprises	Non-Promoter, Public	Non-Promoter, Public
88	Trellis Clothing	Non-Promoter, Public	Non-Promoter, Public
89	Puneet Tandon	Non-Promoter, Public	Non-Promoter, Public
90	Navin Dalmia	Non-Promoter, Public	Non-Promoter, Public
91	Amit R Agarwal	Non-Promoter, Public	Non-Promoter, Public
92	Kaushik Narottam Soni	Non-Promoter, Public	Non-Promoter, Public
93	Pradip Surana	Non-Promoter, Public	Non-Promoter, Public
94	Damyanti Karsan Bhanushali	Non-Promoter, Public	Non-Promoter, Public
95	Rajeev Singh	Non-Promoter, Public	Non-Promoter, Public
96	Nirmal Gupta	Non-Promoter, Public	Non-Promoter, Public
97	Pegasus Capita	Non-Promoter, Public	Non-Promoter, Public

98	Sanjeev Kumar Singh	Non-Promoter, Public	Non-Promoter, Public
99	Harsha Bharat Sheth	Non-Promoter, Public	Non-Promoter, Public
100	Kunal Kailash Parekh	Non-Promoter, Public	Non-Promoter, Public
101	Kshma Jaswant Shah	Non-Promoter, Public	Non-Promoter, Public
102	Suresh Kumar Garg	Non-Promoter, Public	Non-Promoter, Public
103	AMICI Estate LLP	Non-Promoter, Public	Non-Promoter, Public
104	Ratnesh Mehra	Non-Promoter, Public	Non-Promoter, Public
105	Rajeev	Non-Promoter, Public	Non-Promoter, Public
106	Pratik Sanghi	Non-Promoter, Public	Non-Promoter, Public
107	Sarvesh Sanghi	Non-Promoter, Public	Non-Promoter, Public
108	ASAP Engineering	Non-Promoter, Public	Non-Promoter, Public
109	Apoorva Khandelwal HUF	Non-Promoter, Public	Non-Promoter, Public
110	Suhani Poddar	Non-Promoter, Public	Non-Promoter, Public
111	Nalin Kumar	Non-Promoter, Public	Non-Promoter, Public
112	Ritesh Sureshchand Jain	Non-Promoter, Public	Non-Promoter, Public
113	Mayank Gupta	Non-Promoter, Public	Non-Promoter, Public
114	Sharat Kumar	Non-Promoter, Public	Non-Promoter, Public
115	Mansi Dua	Non-Promoter, Public	Non-Promoter, Public
116	Vaibhav Dimri	Non-Promoter, Public	Non-Promoter, Public
117	Sunil Jasuja	Non-Promoter, Public	Non-Promoter, Public
118	Reena Rajesh Kothari	Non-Promoter, Public	Non-Promoter, Public
119	Ratilal Shah	Non-Promoter, Public	Non-Promoter, Public
120	Haresh Shah	Non-Promoter, Public	Non-Promoter, Public
121	Jitendra Shah	Non-Promoter, Public	Non-Promoter, Public
122	Jigar Shah	Non-Promoter, Public	Non-Promoter, Public
123	Tatavarthy Chinna Venkata Narasimha Rao	Non-Promoter, Public	Non-Promoter, Public
124	Divya Bhandari	Non-Promoter, Public	Non-Promoter, Public
125	Akshay Arora	Non-Promoter, Public	Non-Promoter, Public
126	Pratham Mittal	Non-Promoter, Public	Non-Promoter, Public
127	Ashish Choudhary	Non-Promoter, Public	Non-Promoter, Public
128	Vanita Goel	Non-Promoter, Public	Non-Promoter, Public
129	Namrata Natinkumar Shah	Non-Promoter, Public	Non-Promoter, Public
130	Ankit Aggarwal	Non-Promoter, Public	Non-Promoter, Public
131	Sarita Agarwal	Non-Promoter, Public	Non-Promoter, Public
132	Pawan Kumar	Non-Promoter, Public	Non-Promoter, Public
133	Narayan Agrawal	Non-Promoter, Public	Non-Promoter, Public
134	Varun Jain	Non-Promoter, Public	Non-Promoter, Public
135	Jai Tripathi Steels Pvt Ltd	Non-Promoter, Public	Non-Promoter, Public
136	Nirmala Dugar	Non-Promoter, Public	Non-Promoter, Public
137	Priyanka Agarwal	Non-Promoter, Public	Non-Promoter, Public
138	Khushbu Agrawal	Non-Promoter, Public	Non-Promoter, Public

**XXII. Practicing Company Secretary's Certificate:**

The certificate from Practicing Company Secretaries, certifying that the preferential issue of warrants is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate may be accessed on the Company's website [www.hazoomultiproject.com](http://www.hazoomultiproject.com).

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

None of the Directors/ Key Managerial Personnel of the Company/ their relatives is/ are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 1 of this Notice except to the extent of their respective shareholding entitlements in the Company, if any.

The Board of Directors recommends the resolutions as set out in Item No. 1 of this notice for the issue of warrants on a preferential basis, to the proposed allottees by way of Special Resolution.

**ITEM NO.2: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENT IN CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

In view of business requirements of raising funds from time to time and to accommodate the proposed issue, the Company proposes to increase its Authorized Share Capital of the Company from existing Rs.80,50,00,000 (Rupees Eighty Crores Fifty lakhs) comprising of Rs. 30,50,00,000 equity shares capital divided into 3,05,00,000 (Three Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs. 50,00,00,000 (Rupees Fifty crores) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each to Rs.100,50,00,000 (Rupees One Hundred Crores and Fifty lakhs) comprising of Rs.50,50,00,000 (Rupees Fifty Crores and Fifty Lakhs) equity share capital divided into 5,05,00,000 (Five Crores Five Lacs) Equity Shares of Rs. 10/- each and Rs.50,00,00,000 (Rupees Fifty crore) Preference Share Capital divided into 500 (Five Hundred) Preference Shares of Rs. 10,00,000 each

Pursuant to the provisions of Section 61, the proposed increase of Authorized Share Capital of the Company requires approval of the Members. Consequent upon the increase in Authorized Share Capital of the Company, Clause V of the Memorandum of Association of the Company will require alteration so as to reflect the increase in the Authorized Share Capital. Accordingly, approval of the Members of the Company is hereby sought by way of Ordinary Resolution as set out in Item No. 2 of the Notice of EGM.

A copy of the Memorandum of Association along with the proposed amendments is available for inspection by the members at the Registered Office between 11:00 AM and 5:00 PM on all working days from Monday to Friday from the date of dispatch of this Notice till the date of EGM, except all national holidays.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives is/ are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 2 of this Notice except to the extent of their respective shareholding entitlements in the Company, if any.

The Board of Directors recommends the resolutions as set out in Item No. 2 of this notice by way of Ordinary Resolution.

**ITEM NO-3: APPROVAL OF ALTERATION IN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY**

The Board of Directors of your company has, considering the company's long-term business plan to expand its business further into different segments and to utilize the resources in more optimum ways, decided in their duly convened Board Meeting held on April 12, 2024 to amend, subject to members approval, the Object Clause of the Memorandum of Association of the Company, which will enable your Company to take certain new activities, in addition to company's existing businesses, relating to toll collection and allied businesses more particularly described in the resolution proposed for members approval.

This amendment is aiming to expand the Company's scope of operations, diversify in new business segments, and thereby augment not only the revenues but profits as well in years to come and accordingly, the Board of Directors of your Company has approved and recommended amendment to the object clause of the MOA by inserting the new clause after the existing sub clause 5 of the Clause III(A) (Main Objects) of Memorandum of Association of the Company, as detailed in the resolution stated at item No. 3 of this notice.

The proposed alteration/amendment to MOA requires the approval of the Shareholders by means of Special Resolution(s) pursuant to the provisions of the Companies Act, 2013 and relevant rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and accordingly, Board recommends the resolution set out at Item No. 3 of this notice for the approval of the members by means of passing a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice, except to the extent of their shareholding, if any.

**ITEM NO.-4: INCREASE IN LIMITS FOR SECURING THE BORROWINGS OF THE COMPANY IN TERMS OF SECTION 180(1)(a) OF THE COMPANIES ACT, 2013**

In terms of the resolution placed before the meeting of the shareholders for approval pursuant to Section 180 (1) (a) of the Companies Act, 2013, consent of the Members is required for authorizing the Board of Directors to create mortgage and / or charge on the immovable and movable properties or to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company. The Company would be borrowing monies by way of debentures, bonds, loans, hire purchase finance either in rupee or in foreign currency from Financial Institutions / Banks / Insurance Companies and other Corporate Bodies apart from working capital facilities from banks in ordinary course of business. This in turn would necessitate further creation of securities by suitable mortgages and / or charges on all or some of the immovable and movable properties of the Company, both present and future, in favour of the lenders / trustees upto an extent of Rs.1000 Crores. To create mortgage and / or charge upto the said limit, approval of the Members is required to be obtained pursuant to Section 180 (1) (a) of the Companies Act, 2013 authorizing the Board of Directors of the Company in this regard. Hence the resolution is placed before the Members for their approval.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No. 4 of the Notice, except to the extent of their shareholding, if any.

The Board recommends the Special resolutions set out in Item No. 4 of the Notice for approval by the shareholders.

**By order of the Board of  
Hazoor Multi Projects Limited**

PAWANKUMAR  
NATHMAL MALLAWAT

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PAWANKUMAR NATHMAL  
MALLAWAT  
Date: 2024.04.13 17:40:15 +05'30'

**Pawankumar Nathmal Mallawat  
Executive Director  
DIN: 01538111**

Date: April 12, 2024  
Place: Mumbai

Shareholding Pattern of the issuer before and after the preferential issue													
Category	Pre-Issue Shareholding						Warrants to be allotted	Post Issue Shareholding (Presuming full conversion of Warrants)					
	No. of fully paid up equity shares held	%	No. of Partly paid-up equity shares held	%	Total no. shares held	%		No. of fully paid up equity shares held	%	No. of Partly paid-up equity shares held	%	Total no. shares held	%
<b>A) Promoter Shareholding</b>													
A1) Indian													
a) Individuals & HUF	917,391	4.90	-	-	917,391	4.90	-	917,391	2.63	-	-	917,391	2.63
b) Body Corporates	3,030,286	16.20	-	-	3,030,286	16.18	-	3,030,286	8.68	-	-	3,030,286	8.68
c) Any Other(specify)	-	-	-	-	-	-	-	-	-	-	-	-	-
Sub Total (A){1}	3,947,677	21.10	-	-	3,947,677	21.08	-	3,947,677	11.31	-	-	3,947,677	11.30
A2) Foreign Promoters	-	-	-	-	-	-	-	-	-	-	-	-	0.00
Total Promoter Shareholding A=A1 +A2	3,947,677	21.10	-	-	3,947,677	21.08	-	3,947,677	0.00	-	-	3,947,677	19.05
<b>B) Public Shareholding</b>													
B1) Institutional Investors	3,461,782	18.50	-	-	3,461,782	18.49	4,960,450	8,422,232	24.13	-	-	8,422,232	24.12
B2) Central Govt./Stat Govt./POI	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>B3) Others</b>													
a) Individuals	7,799,783	41.69	-	-	7,799,783	41.65	6,137,850	13,937,633	39.92	-	-	13,937,633	39.91
b) Body Corporate	2,527,052	13.51	-	-	2,527,052	13.50	3,975,150	6,502,202	18.63	-	-	6,502,202	18.62
c) Others (Including NRI, Clearing Members, HUF, LLP, partnership firm)	974,247	5.21	14,459	100.00	988,706	5.28	1,126,550	2,100,797	6.02	14,459	100.00	2,115,256	6.06
Total Public Shareholding B=B1+B2+ B3	14,762,864	78.90	14,459	100.00	14,777,323	78.92	16,200,000	30,962,864	88.69	14,459	100.00	30,977,323	88.70
C) Non-Promoter - Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>18,710,541</b>	<b>100</b>	<b>14,459</b>	<b>100</b>	<b>18,725,000</b>	<b>100</b>	<b>16,200,000</b>	<b>34,910,541</b>	<b>100</b>	<b>14,459</b>	<b>100</b>	<b>34,925,000</b>	<b>100.00</b>

## Notes:

- (1) The pre-issue shareholding pattern is based on the BENPOS available as on April 05, 2024 which includes the conversion of allotment of 50,622 partly paid up shares into fully paid up made on March 22, 2024  
(2) Post shareholding structure may change depending upon any other corporate action in between.

PAWANKUMAR  
NATHMAL MALLAWAT

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NATHMAL MALLAWAT  
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