

CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING

CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF SHERA ENERGY LIMITED TO BE HELD ON MONDAY, THE 11TH DAY OF NOVEMBER, 2024 AT 12:15 P.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM):

The Notice of the EGM (“EGM Notice”) dated 12th October, 2024 was dispatched via email to the Shareholders of the Company on 18th October, 2024 in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India and all other applicable provisions.

We draw the attention of all the members of the Company towards the said EGM Notice. This corrigendum is being issued to give notice to amend the details as mentioned below and pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Pursuant to this Corrigendum, the members of the Company are hereby informed and requested to note that:

- The following proposed allottees whose name is mentioned in the table of list of allottees in the EGM Notice issued on October 12, 2024 has been disqualified for the present preferential issue under Regulation 159(1) of the SEBI (ICDR) Regulations, 2018:

S. No.	Name of Allottee	Category	No. of shares proposed to be allotted	Total Consideration (in Rs.)
11	SUNIL R PARIKH	Non-Promotor	10,000	18,40,000

Due to such disqualification, the said names have been removed from the list of proposed allottees. It is now being proposed to allot such Equity Shares to the below mentioned proposed allotted:

S. No.	Name of Allottee	Category	No. of shares proposed to be allotted	Total Consideration (in Rs.)
11	ABHISHEK FATEHPURIYA	Non-Promotor	10,000	18,40,000

The shareholders are requested to note the corrections in the notice of Extra Ordinary General Meeting of the company for the Financial Year 2024-25.

Kindly note that this corrigendum to the notice is issued by order of the board to all the members of the Company and National Stock Exchange of India Limited (“NSE”) as well as others entitled thereto pursuant to section 101 of the Companies Act, 2013. Thus, the notice shall always be read in conjunction with this corrigendum.

All other contents of the Notice of Shareholders remain same as before.

The corrigendum to the Notice of Extra Ordinary General Meeting is being uploaded at the company’s website at <https://www.sheraenergy.com>

We regret the inconvenience caused to the members and all other concerned in this regard.

For the sake of utmost clarity and have better understanding, the revised resolution at item no.1 along with the explanatory statement of the same are reproduced after incorporating the above changes as follows:

SPECIAL BUSINESS:

Item No. 1:

TO CONSIDER AND APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS WHICH SHALL RANK PARI-PASSU WITH THE EXISTING SHARES OF FACE VALUE OF RS. 10/- EACH TO THE PERSONS BELONGING TO PUBLIC, PROMOTER AND PROMOTER GROUP CATEGORY

To consider and, if thought fit, to give assent/dissent to the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 23(1)(b), 42, Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“the Act”) and in accordance with the relevant provisions of the Memorandum of Association and Articles of Association of the Company and in accordance with the provisions of Chapter V (Preferential Issue) as contained in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 as amended and the rules/regulations/guidelines /notifications/circulars issued thereunder and any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”) and subject to such conditions and modifications as might be prescribed while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder) and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent of members of the Company be and is hereby accorded to create, offer, issue and allot from time to time, in one or more tranches on preferential basis (Preferential Issue) to the following promoter, promoter group and non-promoter categories of persons of the Company upto maximum of 17,41,000 (Seventeen Lakhs and Forty One Thousand) equity shares of face value of Rs. 10/- (Rupees Ten Only) each, at a price of Rs. 184/- per equity share (including a premium of Rs. 174/- per Equity Share) or such price not less than the price to be calculated in accordance with Chapter V of SEBI (ICDR) Regulations, aggregating to Rs. 32,03,44,000/- (Rupees Thirty Two Crores and Three Lakh and Forty Four Thousand Only).”

S. NO.	NAME OF PROPOSED ALLOTTEE	CATEGORY	NO. OF EQUITY SHARES	Total Amount (in Rs.)
1.	ALISHA SHEIKH	PROMOTER GROUP	6000	1104000
2.	ISHA SHEIKH	PROMOTER GROUP	8000	1472000
3.	PIYUSH SHARMA	PUBLIC-DIRECTOR	5000	920000
4.	SAHIL SHEIKH	PROMOTER GROUP	85000	15640000
5.	SHIVANI SHEIKH	PROMOTER	175000	32200000
6.	SHEIKH NASEEM	PROMOTER	320000	58880000
7.	KAPIL GADIA	Public	15000	2760000
8.	SUDHIR GARG	Public	32000	5888000
9.	RAVI CHOUDHARY	Public	5000	920000
10.	TARUN WADHWA	Public	25000	4600000
11.	ABHISHEK FATEHPURIYA	Public	10000	1840000
12.	SANDEEP KUMAR JAIN	Public	3000	552000
13.	CHANDRA SHEKHAR	Public	3000	552000
14.	SOMYANSH KHANDELWAL	Public	15000	2760000
15.	SHIV KRIPA PIPES PRIVATE LIMITED	Public	10000	1840000
16.	PRANSHU GUPTA	Public	6000	1104000
17.	PURUSHOTTAM DASS KARNANI HUF	Public	3000	552000
18.	VARSHA KARNANI	Public	3000	552000
19.	KOMAL KARNANI	Public	3000	552000
20.	KAMAL KUMAR CHANDWAR	Public	15000	2760000
21.	NIRMALA CHANDWAR	Public	15000	2760000
22.	NEHA CHANDWAR	Public	15000	2760000
23.	RISHIKA SABLAWAT	Public	15000	2760000
24.	VIVEK JAGWAYAN HUF	Public	15000	2760000
25.	LEENA GUPTA	Public	15000	2760000
26.	RUTVI CHAUDHARY	Public	15000	2760000
27.	AAGAM CHANDWAR	Public	15000	2760000
28.	KARAN ASHIA	Public	1000	184000
29.	BINA SHARMA	Public	1000	184000
30.	VIKAS SHAH	Public	2000	368000
31.	KBG CAPITAL & HOLDING PRIVATE LIMITED	Public	170000	31280000
32.	KAMLESH KUMAWAT	Public	1000	184000
33.	ASHOK KUMAR KUMAWAT	Public	1000	184000
34.	HARVIR SINGH	Public	1000	184000
35.	SANDEEP KUMAR	Public	1000	184000
36.	KIRAN DEVI SHARMA	Public	2000	368000
37.	RICHHPAL YADAV	Public	1000	184000
38.	KEERTI SINGH	Public	1000	184000
39.	BHANWAR LAL	Public	1000	184000
40.	NEERAJ KUMAR	Public	1000	184000
41.	ASHISH BARGOTI	Public	8000	1472000
42.	GAURAV BARGOTI	Public	8000	1472000
43.	NIKITA KUMAWAT	Public	1000	184000

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44.	MOHAN LAL YADAV	Public	2000	368000
45.	MOMENTUM BIOTECH PRIVATE LIMITED	Public	240000	44160000
46.	KESHAV ELECTRICALS PRIVATE LIMITED	Public	242000	44528000
47.	VIVEK MOR	Public	5000	920000
48.	HOLANI VENTURE CAPITAL FUND-HOLANI VENTURE CAPITAL FUND-I	Public	55000	10120000
49.	RAJENDRA SHARMA	Public	60000	11040000
50.	AASHI SHARMA	Public	35000	6440000
51.	NATHU RAM	Public	35000	6440000
52.	ANAND AJMERA	Public	5000	920000
53.	SHIVANI MOR	Public	5000	920000
54.	SUMANT KUMAR PRAJAPAT	Public	2000	368000
55.	SUNITA JANGIR	Public	1000	184000
56.	SULOCHANA SHARMA	Public	1000	184000
	TOTAL		17,41,000	32,03,44,000

“RESOLVED FURTHER THAT the pricing of the Equity Shares allotted will be in accordance with SEBI (ICDR) Regulations with reference to the “Relevant date”. The ‘Relevant Date’ for the purpose of calculating the price of Equity Shares to be issued in terms hereof shall be 11th October, 2024, being the date 30 days prior to 11th November, 2024 **i.e., the date of passing of special Resolution** to approve the proposed preferential issue.

“RESOLVED FURTHER THAT without prejudice to the generality of the above, the Issue of Equity Shares shall be subject to following terms:

- I. That the said Equity Shares shall be issued and allotted by the Company to Proposed Allottees within a period of 15 (Fifteen) Days from the date of passing of this resolution provided that where the allotment of the said Equity Shares is pending on account of delay of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 (Fifteen) days from the date of such approval.
- II. The Equity Shares to be so allotted shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company.
- III. The Equity Shares allotted shall be subject to a lock in for such period as specified under Chapter V of SEBI (ICDR) Regulations relating to Preferential Issue and the Equity Shares so offered, issued and allotted will be listed on stock exchanges where the existing Equity Shares are listed subject to the receipt of necessary regulatory permissions and approvals, as the case may be.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to do all such acts, matters, deeds and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, issuing clarifications on the offer, issue and allotment of the Equity Shares and listing of Equity Shares at the Stock Exchange as per the terms and conditions

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of SEBI (LODR) Regulations and other applicable Guidelines, Rules and Regulations, to execute the necessary documents and enter into contracts, arrangements, documents (including appointment of agencies, intermediaries and advisors for the Preferential Issue), resolving all questions or doubts that may arise with respect to the offer, issue and allotment of Equity Shares, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the shareholders of the company and that the decision of the Board shall be final and conclusive.”

“RESOLVED FURTHER THAT subject to SEBI Regulations and other applicable laws, the Board be and is hereby authorized to decide and approve terms and conditions of the issue of above-mentioned Equity Shares and to vary, modify or alter any of the terms and conditions, including size of the issue, as it may deem expedient.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director (s) or officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary fillings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any Merchant bankers or other Professional Advisors, Consultants and Legal advisors to give effect to the aforesaid resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013:

Item No: 1:

The Board of Directors of the Company (“Board”) at its meeting held on Saturday 12th October, 2024, subject to the approval of the members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, have decided/approved the proposal for raising of fund by issuance of upto 17,41,000/- (Seventeen Lakhs and Forty One Thousand) Equity Shares of face value of Rs. 10/- each at a price of Rs. 184/- (Rupees One Hundred Eighty Four Only) per Equity Shares including premium of Rs. 174/- (Rupees One Hundred and Seventy Four Only) aggregating a consideration not exceeding Rs 32,03,44,000/- (Rupees Thirty Two Crores and Three Lakh and Forty Four Thousand Only) to Specified Investors on preferential issue basis in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”).

Pursuant to the above transaction, there would be no change in the management or control or would not result in transfer of ownership of the Company to Specified Investors (collectively called the "Investors").

List of specified investors to which the Equity Shares to be offered is provided here under:

S. NO.	NAME OF PROPOSED ALLOTTEE	CATEGORY	NO. OF EQUITY SHARES
1.	ALISHA SHEIKH	PROMOTER GROUP	6000
2.	ISHA SHEIKH	PROMOTER GROUP	8000
3.	PIYUSH SHARMA	PUBLIC-DIRECTOR	5000
4.	SAHIL SHEIKH	PROMOTER GROUP	85000
5.	SHIVANI SHEIKH	PROMOTER	175000
6.	SHEIKH NASEEM	PROMOTER	320000
7.	KAPIL GADIA	Public	15000
8.	SUDHIR GARG	Public	32000
9.	RAVI CHOUDHARY	Public	5000
10.	TARUN WADHWA	Public	25000
11.	ABHISHEK FATEHPURIYA	Public	10000
12.	SANDEEP KUMAR JAIN	Public	3000
13.	CHANDRA SHEKHAR	Public	3000
14.	SOMYANSH KHANDELWAL	Public	15000
15.	SHIV KRIPA PIPES PRIVATE LIMITED	Public	10000
16.	PRANSHU GUPTA	Public	6000
17.	PURUSHOTTAM DASS KARNANI HUF	Public	3000
18.	VARSHA KARNANI	Public	3000
19.	KOMAL KARNANI	Public	3000
20.	KAMAL KUMAR CHANDWAR	Public	15000
21.	NIRMALA CHANDWAR	Public	15000
22.	NEHA CHANDWAR	Public	15000
23.	RISHIKA SABLAWAT	Public	15000
24.	VIVEK JAGWAYAN HUF	Public	15000
25.	LEENA GUPTA	Public	15000
26.	RUTVI CHAUDHARY	Public	15000
27.	AAGAM CHANDWAR	Public	15000
28.	KARAN ASHIA	Public	1000
29.	BINA SHARMA	Public	1000
30.	VIKAS SHAH	Public	2000
31.	KBG CAPITAL & HOLDING PRIVATE LIMITED	Public	170000
32.	KAMLESH KUMAWAT	Public	1000
33.	ASHOK KUMAR KUMAWAT	Public	1000
34.	HARVIR SINGH	Public	1000
35.	SANDEEP KUMAR	Public	1000
36.	KIRAN DEVI SHARMA	Public	2000
37.	RICHHPAL YADAV	Public	1000
38.	KEERTI SINGH	Public	1000
39.	BHANWAR LAL	Public	1000
40.	NEERAJ KUMAR	Public	1000
41.	ASHISH BARGOTI	Public	8000
42.	GAURAV BARGOTI	Public	8000
43.	NIKITA KUMAWAT	Public	1000

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44.	MOHAN LAL YADAV	Public	2000
45.	MOMENTUM BIOTECH PRIVATE LIMITED	Public	240000
46.	KESHAV ELECTRICALS PRIVATE LIMITED	Public	242000
47.	VIVEK MOR	Public	5000
48.	HOLANI VENTURE CAPITAL FUND- HOLANI VENTURE CAPITAL FUND-I	Public	55000
49.	RAJENDRA SHARMA	Public	60000
50.	AASHI SHARMA	Public	35000
51.	NATHU RAM	Public	35000
52.	ANAND AJMERA	Public	5000
53.	SHIVANI MOR	Public	5000
54.	SUMANT KUMAR PRAJAPAT	Public	2000
55.	SUNITA JANGIR	Public	1000
56.	SULOCHANA SHARMA	Public	1000
	TOTAL		17,41,000

It may be noted that;

1. All equity shares of the Company are already made fully paid up as on date. Further, all equity shares to be allotted by way of preferential issue shall be made fully paid up at the time of the allotment;
2. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the SEBI thereunder;
3. The Company has obtained the Permanent Account Numbers of the proposed allottees.
4. The Proposed Allottees have represented and declared to the Company that they have not sold nor transferred any equity Shares of the Company during the 90 trading days preceding the relevant date.

In terms of Section 102 of the Act, this Statement sets out all the material facts in respect of aforementioned business. As required under Section 42 and 62(1)(c) of the Act read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, necessary information and details in respect of the proposed Preferential Issue of Equity Shares are as under:

1) Particulars of the Preferential Issue including date of passing of Board resolution

The Board of Directors at its meeting held on Saturday, 12th October, 2024, subject to the approval of the Members and such other approvals as may be required, approved the issuance 17,41,000 Equity Shares at a price of Rs. 184/- per Equity Share (at a premium of Rs. 174/- per Equity Share), aggregating upto Rs. 32,03,44,000/- to the proposed allottees, for cash consideration, by way of a preferential issue on a private placement basis.

2) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued

upto 17,41,000 (Seventeen Lakhs and Forty One Thousand) Equity Shares of face value of Rs. 10/- each at a price of Rs. 184/- (Rupees One Hundred and Eighty Four Only) per Equity Shares including premium of Rs. 174/- (Rupees One Hundred and Seventy Four Only) aggregating upto a consideration not exceeding Rs 32,03,44,000/- (Rupees Thirty Two Crores and Three Lakh and Forty Four Thousand Only) such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

3) Objects of the Issue:

Considering raising funds through preferential issue to be most cost and time effective way for raising additional capital the Board of Directors of the Company proposed to raise upto **Rs. 32,03,44,000/- (Rupees Thirty Two Crores Three Lakhs Forty Four Thousand Only)** through issue of Equity shares on preferential basis to the promoter/ non-promoter group/entities, for cash, on a preferential basis.

Utilization of Proceeds

The Company proposes to utilise the proceeds of the issue towards the following objects:

S. No.	Particulars	Total estimated amount to be utilized (Rs.)
1	Investment in Subsidiary Company i.e. Shera Metal Private Limited for expansion of manufacturing capacities;	13,00,00,000/-
2	Investment in Subsidiary Company i.e. Shera Zambia Limited for expansion of manufacturing capacities	10,00,00,000/-
3	Working Capital requirement of the Company	9,03,44,000/-
	TOTAL	32,03,44,000/-

4) Basis on which the price has been arrived at and justification for the price (including premium, if any):

The equity shares of the company are listed on National Stock Exchange of India Limited and are frequently traded in accordance with regulation 164 of the ICDR Regulations and NSE being the only Stock Exchange where the Equity Shares of the Company are listed, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. The floor price of Rs. 184/- is determined as per the pricing formula prescribed under the SEBI ICDR Regulations for the preferential issue of Equity Shares and it is higher of the following:

- a. 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 183.50 per Equity Share
- b. 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 177.37 per Equity Share.

Since the Proposed Preferential Issue shall not result in a change in control, or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to any of the Proposed Allottee or to allottee(s) acting in concert with any other Allottee(s), the Company is not required to obtain a valuation report from an independent registered valuer and consider the same for determining the price.

5) Relevant Date with reference to which the price has been arrived at:

In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential issue of equity shares is Friday, October 11, 2024, being the date thirty days prior to the date of Extraordinary General Meeting (EGM), i.e. Monday, November 11, 2024.

6) The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Issue of Equity Shares is proposed to be allotted to the following allottees:

S. NO.	NAME OF PROPOSED ALLOTTEE	CATEGORY	NO. OF EQUITY SHARES
1.	ALISHA SHEIKH	PROMOTER GROUP	6000
2.	ISHA SHEIKH	PROMOTER GROUP	8000
3.	PIYUSH SHARMA	PUBLIC-DIRECTOR	5000
4.	SAHIL SHEIKH	PROMOTER GROUP	85000
5.	SHIVANI SHEIKH	PROMOTER	175000
6.	SHEIKH NASEEM	PROMOTER	320000
7.	KAPIL GADIA	Public	15000
8.	SUDHIR GARG	Public	32000
9.	RAVI CHOUDHARY	Public	5000
10.	TARUN WADHWA	Public	25000
11.	ABHISHEK FATEHPURIYA	Public	10000
12.	SANDEEP KUMAR JAIN	Public	3000
13.	CHANDRA SHEKHAR	Public	3000
14.	SOMYANSH KHANDELWAL	Public	15000
15.	SHIV KRIPA PIPES PRIVATE LIMITED	Public	10000
16.	PRANSHU GUPTA	Public	6000
17.	PURUSHOTTAM DASS KARNANI HUF	Public	3000
18.	VARSHA KARNANI	Public	3000
19.	KOMAL KARNANI	Public	3000
20.	KAMAL KUMAR CHANDWAR	Public	15000
21.	NIRMALA CHANDWAR	Public	15000
22.	NEHA CHANDWAR	Public	15000
23.	RISHIKA SABLAWAT	Public	15000
24.	VIVEK JAGWAYAN HUF	Public	15000
25.	LEENA GUPTA	Public	15000
26.	RUTVI CHAUDHARY	Public	15000
27.	AAGAM CHANDWAR	Public	15000
28.	KARAN ASHIA	Public	1000
29.	BINA SHARMA	Public	1000
30.	VIKAS SHAH	Public	2000
31.	KBG CAPITAL & HOLDING PRIVATE LIMITED	Public	170000
32.	KAMLESH KUMAWAT	Public	1000

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33.	ASHOK KUMAR KUMAWAT	Public	1000
34.	HARVIR SINGH	Public	1000
35.	SANDEEP KUMAR	Public	1000
36.	KIRAN DEVI SHARMA	Public	2000
37.	RICHHPAL YADAV	Public	1000
38.	KEERTI SINGH	Public	1000
39.	BHANWAR LAL	Public	1000
40.	NEERAJ KUMAR	Public	1000
41.	ASHISH BARGOTI	Public	8000
42.	GAURAV BARGOTI	Public	8000
43.	NIKITA KUMAWAT	Public	1000
44.	MOHAN LAL YADAV	Public	2000
45.	MOMENTUM BIOTECH PRIVATE LIMITED	Public	240000
46.	KESHAV ELECTRICALS PRIVATE LIMITED	Public	242000
47.	VIVEK MOR	Public	5000
48.	HOLANI VENTURE CAPITAL FUND-HOLANI VENTURE CAPITAL FUND-I	Public	55000
49.	RAJENDRA SHARMA	Public	60000
50.	AASHI SHARMA	Public	35000
51.	NATHU RAM	Public	35000
52.	ANAND AJMERA	Public	5000
53.	SHIVANI MOR	Public	5000
54.	SUMANT KUMAR PRAJAPAT	Public	2000
55.	SUNITA JANGIR	Public	1000
56.	SULOCHANA SHARMA	Public	1000
	TOTAL		17,41,000

7) Intent of the Promoters, directors or key managerial personnel of the Company to subscribe to the Preferential Issue:

None of the Promoters, Directors or Key Managerial Personnel or their relatives intend to subscribe to any Equity Shares pursuant to the Preferential Issue, other than, Mrs. Shivani Sheikh, Mr. Sheikh Naseem Promoter and Director; Ms. Alisha Sheikh, Ms. Isha Sheikh and Mr. Sahil Sheikh, Promoter Group and Mr. Piyush Sharma Director.

8) Proposed time frame within which the Preferential Issue shall be completed:

As required under the SEBI ICDR Regulations, the Equity Shares shall be allotted by the Company within a maximum period of 15 days from the date of passing of this resolution provided that where the allotment of the proposed equity shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

9) Principal terms of assets charged as securities:

Not applicable.

10) Shareholding pattern of the Company before and after the Preferential Issue:

Pre and Post Preferential Issue Shareholding Pattern of the Company:

Sr · No.	Category of Shareholder(s)	Pre-Issue		Post-Issue	
		No. of Shares Held	% of share holding	No. of Shares Held	% of share holding
A	Promoters & Promoter Group Holding				
1	Indian				
a	Individual	8768475	38.48	9362475	38.16
b	Any Other (Bodies Corporate)	5720667	25.10	5720667	23.32
	Total Promoters & Promoter Group Holding (A)	14489142	63.58	15083142	61.48
B	Non-Promoters Holding				
1	Institutional Investors				
a	Mutual Funds	0	0	0	0
b	Alternate Investment Funds	15000	0.06	70000	0.29
c	Foreign Portfolio Investors / foreign body corporate	4000	0.01	4000	0.01
d	Financial Institutions/ Banks	0	0	0	0
e	Insurance Companies	0	0	0	0
	Sub-Total (B)(1)	19000	0.07	74000	0.30
2	Central Government/ State Government				
	Sub-Total (B)(2)	0	0	0	0
3	Non-Institutions				
a	Individuals				
i	Individual shareholders holding nominal share capital upto Rs. 2 lakhs	4342850	19.06	4529850	18.47
ii	Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs	1635205	7.17	1845205	7.52
b	NBFCs registered with RBI	-	-	-	-
c	Any other, specify				
	Foreign Companies	-	-	-	-
	Director & KMP & their relatives	225000	0.99	232000	0.94
	Hindu Undivided Family	515150	2.26	533150	2.17
	Non-Resident Indians	155000	0.68	165000	0.67
	Clearing Member	250000	1.10	250000	1.02
	Firms	0	0	0	0
	Trusts	0	0	0	0
	Body Corporate	1157000	5.08	1819000	7.41
	Sub-Total (B)(3)	8280205	36.34	9374205	38.22
	Total Public Shareholding (B)	8299205	36.42	9448205	38.52
	Total (A)+(B)	22788347	100	24529347	100

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NOTES:

- As on 11th October, 2024
- This percentage has been calculated on the basis of post preferential capital assuming full allotment of shares as proposed.

The table shows the expected shareholding pattern of the Company upon assumption of the allotment and assumes that holding of all other shareholders shall remain the same post issue as they were on the date on which the pre issue shareholding pattern was prepared.

11) Name and address of valuer who performed valuation:

Since the Proposed Preferential Issue shall not result in a change in control, or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to any of the Proposed Allottee or to allottee(s) acting in concert with any other Allottee(s), the Company is not required to obtain a valuation report from an independent registered valuer and consider the same for determining the price.

12) Amount which the Company intends to raise by way of such securities:

The Company intends to raise an amount of upto Rs. 32,03,44,000/- (Rupees Thirty Two Crores Three Lakhs Forty Four Thousand Only) by way of issue of Equity Shares.

13) Material terms of the proposed Preferential Issue of the Equity Shares:

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights. The other material terms of the proposed preferential issue of the Equity Shares are stipulated in the special resolutions and explanatory note as set out at Item No. 1 of this Notice.

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

During the year, no preferential allotment has been made to any person as of the date of this Notice.

15) Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the Company consequent to the Preferential Issue:

The Equity Shares are proposed to be allotted to non-promoter persons. No change in control or management of the Company is contemplated consequent to the proposed preferential issue of Equity Shares. The pre and post issue holding of the proposed allottees of Equity Shares are as under:

Sr No	Name of Investor	Category	Pre- Preferential Issue as on October 11, 2024		No. of Equity Shares to be allotted	Post Allotment of Equity Shares/ securities pursuant to the Preferential Allotment		Ultimate Beneficial Owner
			No. of Equity Shares held	% Held		No. of Equity Shares held	% Held	



1.	ALISHA SHEIKH	PROMOTE R GROUP	0	0.00%	6000	6000	0.02%	Self
2.	ISHA SHEIKH	PROMOTE R GROUP	200000	0.88%	8000	208000	0.85%	Self
3.	PIYUSH SHARMA	PUBLIC- DIRECTOR	208000	0.91%	5000	213000	0.87%	Self
4.	SAHIL SHEIKH	PROMOTE R GROUP	482141	2.12%	85000	567141	2.31%	Self
5.	SHIVANI SHEIKH	PROMOTE R	716000	3.14%	175000	891000	3.63%	Self
6.	SHEIKH NASEEM	PROMOTE R	7369334	32.34%	320000	7689334	31.35%	Self
7.	KAPIL GADIA	Public	44000	0.19%	15000	59000	0.24%	Self
8.	SUDHIR GARG	Public	9000	0.04%	32000	41000	0.17%	Self
9.	RAVI CHOUDHARY	Public	0	0.00%	5000	5000	0.02%	Self
10.	TARUN WADHWA	Public	44000	0.19%	25000	69000	0.28%	Self
11.	ABHISHEK FATEHPURIYA	Public	0	0.00%	10000	10000	0.04%	Self
12.	SANDEEP KUMAR JAIN	Public	0	0.00%	3000	3000	0.01%	Self
13.	CHANDRA SHEKHAR	Public	3000	0.01%	3000	6000	0.02%	Self
14.	SOMYANSH KHANDELWAL	Public	0	0.00%	15000	15000	0.06%	Self
15.	SHIV KRIPA PIPES PRIVATE LIMITED	Public	0	0.00%	10000	10000	0.04%	@
16.	PRANSHU GUPTA	Public	0	0.00%	6000	6000	0.02%	Self
17.	PURUSHOTTAM DASS KARNANI	Public	5000	0.02%	3000	8000	0.03%	@
18.	VARSHA KARNANI	Public	0	0.00%	3000	3000	0.01%	Self
19.	KOMAL KARNANI	Public	1000	0.00%	3000	4000	0.02%	Self
20.	KAMAL KUMAR CHANDWAR	Public	0	0.00%	15000	15000	0.06%	Self
21.	NIRMALA CHANDWAR	Public	0	0.00%	15000	15000	0.06%	Self
22.	NEHA CHANDWAR	Public	0	0.00%	15000	15000	0.06%	Self
23.	RISHIKA SABLAUWAT	Public	1000	0.00%	15000	16000	0.07%	Self
24.	VIVEK JAGWAYAN HUF	Public	1000	0.00%	15000	16000	0.07%	@
25.	LEENA GUPTA	Public	2000	0.01%	15000	17000	0.07%	Self
26.	RUTVI CHAUDHARY	Public	0	0.00%	15000	15000	0.06%	Self
27.	AAGAM CHANDWAR	Public	0	0.00%	15000	15000	0.06%	Self
28.	KARAN ASHIA	Public	0	0.00%	1000	1000	0.00%	Self
29.	BINA SHARMA	Public	0	0.00%	1000	1000	0.00%	Self
30.	VIKAS SHAH	Public	0	0.00%	2000	2000	0.01%	Self

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31.	KBG CAPITAL & HOLDING PRIVATE LIMITED	Public	0	0.00%	170000	170000	0.69%	@
32.	KAMLESH KUMAWAT	Public	4000	0.02%	1000	5000	0.02%	Self
33.	ASHOK KUMAR KUMAWAT	Public	0	0.00%	1000	1000	0.00%	Self
34.	HARVIR SINGH	Public	6000	0.03%	1000	7000	0.03%	Self
35.	SANDEEP KUMAR	Public	0	0.00%	1000	1000	0.00%	Self
36.	KIRAN DEVI SHARMA	Public	0	0.00%	2000	2000	0.01%	Self
37.	RICHHPAL YADAV	Public	0	0.00%	1000	1000	0.00%	Self
38.	KEERTI SINGH	Public	0	0.00%	1000	1000	0.00%	Self
39.	BHANWAR LAL	Public	0	0.00%	1000	1000	0.00%	Self
40.	NEERAJ KUMAR	Public	0	0.00%	1000	1000	0.00%	Self
41.	ASHISH BARGOTI	Public	44000	0.19%	8000	52000	0.21%	Self
42.	GAURAV BARGOTI	Public	0	0.00%	8000	8000	0.03%	Self
43.	NIKITA KUMAWAT	Public	0	0.00%	1000	1000	0.00%	Self
44.	MOHAN LAL YADAV	Public	0	0.00%	2000	2000	0.01%	Self
45.	MOMENTUM BIOTECH PRIVATE LIMITED	Public	108000	0.47%	240000	348000	1.42%	@
46.	KESHAV ELECTRICALS PRIVATE LIMITED	Public	11000	0.05%	242000	253000	1.03%	@
47.	VIVEK MOR	Public	0	0.00%	5000	5000	0.02%	Self
48.	HOLANI VENTURE CAPITAL FUND-HOLANI VENTURE CAPITAL FUND-I	Public	15000	0.07%	55000	70000	0.29%	@
49.	RAJENDRA SHARMA	Public	0	0.00%	60000	60000	0.24%	Self
50.	AASHI SHARMA	Public	0	0.00%	35000	35000	0.14%	Self
51.	NATHU RAM	Public	0	0.00%	35000	35000	0.14%	Self
52.	ANAND AJMERA	Public	1000	0.00%	5000	6000	0.02%	Self
53.	SHIVANI MOR	Public	0	0.00%	5000	5000	0.02%	Self
54.	SUMANT KUMAR PRAJAPAT	Public	0	0.00%	2000	2000	0.01%	Self
55.	SUNITA JANGIR	Public	0	0.00%	1000	1000	0.00%	Self
56.	SULOCHNA SHARMA	Public	0	0.00%	1000	1000	0.00%	Self

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@ Details of Ultimate Beneficial Owners who ultimately control aforementioned proposed allottees.

Sr. No.	Name of proposed allottee	Ultimate Beneficial owner who ultimately controls the Allottees
1	SHIV KRIPA PIPES PRIVATE LIMITED	ASHISH MANGAL
2	PURUSHOTTAM DAS KARNANI HUF	PURUSHOTTAM DAS KARNANI
3	VIVEK JAGWAYAN HUF	VIVEK JAGWAYAN
4	KBC CAPITAL & HOLDING PVT LTD	MR. RAJESH GOYAL MR. PRAMESH GOYAL MR. LOKESH GOYAL MS. RADHIKA GOYAL MS. PRIYANKA GOYAL MS. REKHA GOYAL
5	MOMENTUM BIOTECH PRIVATE LIMITED	PRAMOD KUMAR SHARMA ASHOK KUMAR KUMAWAT
6	KESHAV ELECTRICALS PRIVATE LIMITED	NAND KISHORE SHARMA RAJENDRA KUMAR AGARWAL
7	HOLANI VENTURE CAPITAL FUND-I	As this is Alternate Investment Fund, requirement of ultimate beneficial owner not required (Reg 163(1)(f) of ICDR)

16) The change in control, if any, in the Company that would occur consequent to the Preferential Issue, and the percentage of post preferential issue capital that may be held by the allottee:

There will be no change in control in the Company consequent to the completion of the Preferential Issue to the Investor.

17) Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects:

Except contribution of Rs. 11,02,16,000/- (Rupees Eleven Crore Two Lakhs Sixteen Thousand Only) by way of issue of equity shares by Mrs. Shivani Sheikh, Mr. Sheikh Naseem Promoter and Director; Ms. Alisha Sheikh, Ms. Isha Sheikh and Mr. Sahil Sheikh, Promoter Group and Mr. Piyush Sharma Director, no contribution is being made by Promoter or Directors of the Company as part of the Preferential Issue as above.

18) Valuation and Justification for the allotment proposed to be made for consideration other than cash

Not Applicable.

19) Lock-in Period:

- The equity shares to be allotted on a preferential basis shall be locked-in for such period and upto the extent as specified under Regulations 167 of the SEBI ICDR Regulations.

- The entire pre-preferential allotment shareholding of the above allottees, if any, shall be locked in from the Relevant Date up to a period 90 trading days from the date allotment of Shares as per the SEBI ICDR Regulations.

20) Listing:

The equity shares proposed to be issued under this preferential issue will be listed on the Stock Exchange at which the existing shares are listed i.e. National Stock Exchange of India Limited subject to the receipt of necessary regulatory permissions and approvals as the case may be.

21) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter/public:

Status of proposed allottees of Equity Shares:

Sr. No.	Name of the Proposed Allottee	Current Status	Proposed Status
1.	ALISHA SHEIKH	PROMOTER GROUP	PROMOTER GROUP
2.	ISHA SHEIKH	PROMOTER GROUP	PROMOTER GROUP
3.	PIYUSH SHARMA	PUBLIC-DIRECTOR	PUBLIC-DIRECTOR
4.	SAHIL SHEIKH	PROMOTER GROUP	PROMOTER GROUP
5.	SHIVANI SHEIKH	PROMOTER	PROMOTER
6.	SHEIKH NASEEM	PROMOTER	PROMOTER
7.	KAPIL GADIA	Public	Public
8.	SUDHIR GARG	Public	Public
9.	RAVI CHOUDHARY	Public	Public
10.	TARUN WADHWA	Public	Public
11.	ABHISHEK FATEHPURIA	Public	Public
12.	SANDEEP KUMAR JAIN	Public	Public
13.	CHANDRA SHEKHAR	Public	Public
14.	SOMYANSH KHANDELWAL	Public	Public
15.	SHIV KRIPA PIPES PRIVATE LIMITED	Public	Public
16.	PRANSHU GUPTA	Public	Public
17.	PURUSHOTTAM DASS KARNANI	Public	Public
18.	VARSHA KARNANI	Public	Public
19.	KOMAL KARNANI	Public	Public
20.	KAMAL KUMAR CHANDWAR	Public	Public
21.	NIRMALA CHANDWAR	Public	Public
22.	NEHA CHANDWAR	Public	Public
23.	RISHIKA SABLAWAT	Public	Public
24.	VIVEK JAGWAYAN HUF	Public	Public
25.	LEENA GUPTA	Public	Public
26.	RUTVI CHAUDHARY	Public	Public
27.	AAGAM CHANDWAR	Public	Public
28.	KARAN ASHIA	Public	Public
29.	BINA SHARMA	Public	Public
30.	VIKAS SHAH	Public	Public
31.	KBG CAPITAL & HOLDING PRIVATE LIMITED	Public	Public

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32.	KAMLESH KUMAWAT	Public	Public
33.	ASHOK KUMAR KUMAWAT	Public	Public
34.	HARVIR SINGH	Public	Public
35.	SANDEEP KUMAR	Public	Public
36.	KIRAN DEVI SHARMA	Public	Public
37.	RICHHPAL YADAV	Public	Public
38.	KEERTI SINGH	Public	Public
39.	BHANWAR LAL	Public	Public
40.	NEERAJ KUMAR	Public	Public
41.	ASHISH BARGOTI	Public	Public
42.	GAURAV BARGOTI	Public	Public
43.	NIKITA KUMAWAT	Public	Public
44.	MOHAN LAL YADAV	Public	Public
45.	MOMENTUM BIOTECH PRIVATE LIMITED	Public	Public
46.	KESHAV ELECTRICALS PRIVATE LIMITED	Public	Public
47.	VIVEK MOR	Public	Public
48.	HOLANI VENTURE CAPITAL FUND-HOLANI VENTURE CAPITAL FUND-I	Public	Public
49.	RAJENDRA SHARMA	Public	Public
50.	AASHI SHARMA	Public	Public
51.	NATHU RAM	Public	Public
52.	ANAND AJMERA	Public	Public
53.	SHIVANI MOR	Public	Public
54.	SUMANT KUMAR PRAJAPAT	Public	Public
55.	SUNITA JANGIR	Public	Public
56.	SULOCHNA SHARMA	Public	Public

22) Undertakings:

- a) Save and except the preferential issue as proposed in the resolution as set in the accompanying Notice, the Company has not made any other issue or allotment of securities on preferential basis during the current financial year 2024-2025.
- b) Neither the Company nor any of its Directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.
- c) Neither the Company nor any of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- d) The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees.
- e) The Company is eligible to make the Preferential Issue to its Investor under Chapter V of the SEBI ICDR Regulations.
- f) As the Equity Shares have been listed for a period of more than ninety 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. However, the Company shall recompute the price of the Subscription Shares to be allotted under the preferential allotment in terms of the provisions of ICDR Regulations if it is required to do so, including pursuant to Regulation 166 of the ICDR Regulations, if required. If the amount payable on account of the re-computation of price is not paid within the time stipulated in ICDR Regulations, the Subscription Shares to be allotted under the preferential issue shall continue to be locked-in till the time such amount is paid.

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- g) The Regulation 166A of the Chapter V of SEBI ICDR Regulations is not applicable as the Proposed Preferential Issue shall not result in a change in control, or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to any of the Proposed Allottee or to allottee(s) acting in concert with any other Allottee(s).
- h) The Proposed Allottees have not sold any equity shares during 90 trading days preceding the Relevant Date.
- i) The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Allotment in terms of the provisions of SEBI ICDR Regulations where it is required to do so.
- j) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottees.
- k) The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

23) Company Secretary's Certificate:

The certificate from M/s S.K. Joshi & Associates, Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: www.sheraenergy.com .

24) Other disclosures:

- a. The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- b. During the period from April 1, 2024 until the date of Notice of this Extraordinary General Meeting, the Company has not made any preferential issue of Equity Shares
- c. Since the Proposed Preferential Issue shall not result in a change in control, or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to any of the Proposed Allottee or to allottee(s) acting in concert with any other Allottee(s), the Company is not required to obtain a valuation report from an independent registered valuer and consider the same for determining the price.
- d. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of Equity Shares under the Preferential Issue is for a cash consideration.
- e. The investors have confirmed that it has not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date. Investors has further confirmed that the Investors shall be an entity eligible under SEBI ICDR Regulations to undertake the preferential issue.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares to Investor is being sought by way of a special resolution as set out in the said item no. 1 of the Notice. Issue

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of the Equity Shares pursuant to the Preferential Issue would be within the Authorised Share Capital of the Company.

The Board of Directors believes that the proposed Preferential issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 1 of the accompanying Notice for approval by the Members of the Company as a Special Resolution. Except Mrs. Shivani Sheikh, Mr. Sheikh Naseem, Ms. Alisha Sheikh, Ms. Isha Sheikh Mr. Sahil Sheikh and Mr. Piyush Sharma Director, None of the Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No. 1 of this notice except and to the extent of their shareholding in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

**BY THE ORDER OF BOARD OF DIRECTORS
FOR SHERA ENERGY LIMITED**

SD/-

JYOTI GOYAL

COMPANY SECRETARY & COMPLIANCE OFFICER

PLACE: JAIPUR

DATE: 05.11.2024

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