

SARNIMAL INVESTMENT LIMITED

Regd. Off: 406, 4th Floor, Arunachal Building, Barakhamba Road, Delhi-110001

CIN: L65100DL1981PLC012431

Date: 02nd May 2025

To,
Metropolitan Stock Exchange of India Limited (MSE),
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai - 400 070

Symbol: SARNIMAL

ISIN: INE464R01022

Dear Sir/Madam

Subject: Notice of Extra Ordinary General Meeting and Book Closure

- 1) Extra Ordinary General Meeting of the Members of **SARNIMAL INVESTMENT LIMITED** will be held on Monday, 26th May, 2025 at 10:30 A.M. at, "S-524, F/F, School Block, Vikas Marg, Shakarpur Delhi-110092".
- 2) Register of members and share transfer books will be closed from Sunday 18th May, 2025 to 26th May, 2025 (both the days inclusive).
- 3) The remote e-voting period begins on Thursday, 22nd May, 2025 (9:00 A.M.) and ends on Sunday, 25th May 2025 (5:00 P.M.)

Copy of notice of Extra Ordinary General Meeting is enclosed herewith.

Thanking you.

Yours faithfully,

For SARNIMAL INVESTMENT LIMITED



PARUL KUMAR
(Additional Director)
DIN: 10264303

Enclosure: As above

SARNIMAL INVESTMENT LIMITED

Regd. Off: 406, 4th Floor, Arunachal Building, Barakhamba Road, Delhi-110001

CIN: L65100DL1981PLC012431

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting of the members of **SARNIMAL INVESTMENT LIMITED ("the Company")** will be held on **Monday, May 26, 2025 at 10.30 AM** at the registered office of the Company at **S-524, First Floor, School Block, Vikas Marg, Shakarpur, Delhi - 110092** to transact the following business:

Item No. 1: Further Issue of Equity Shares on Preferential basis

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 Section 23(1)(b), Section 42 and Section 62(1)(c) of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (as applicable) ("SEBI (ICDR) Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date ("SEBI (LODR) Regulations") and the Foreign Exchange Management Act, 1999 as in force and subject to other applicable rules, regulations and guidelines of Securities and Exchange Board of India ("SEBI") and/or the stock exchanges and the enabling provisions of the memorandum and articles of association of the Company and subject to requisite approvals, consents, permissions and/ or sanctions of regulatory and other appropriate authorities, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/ or sanctions and which may be agreed to, by the board of directors of the Company ("the Board", which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose); the consent and approval of the members of the Company be and is hereby granted to create, offer, issue and allot on a preferential and private placement basis, upto 50,00,000 (Fifty lakhs) equity shares of the face value of Rs. 1/- each (hereinafter referred to as **"Equity Shares"**), at an issue price of Rs. 1 per equity share or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the following proposed allottees, belonging to the non-promoter public category (hereinafter referred to as **"Proposed Allottee"**):

SN	Name of the Proposed Allottee	Category	Number of Equity Shares
1	Mr. Ankit Garg	Public	20,00,000
2	Mr. Mukesh Kumar Gupta	Public	15,00,000
3	Mr. Rama Nand Gupta	Public	15,00,000
Total			50,00,000

Resolved further that aforesaid issue and allotment of Equity Shares shall be subject to the conditions prescribed under the Companies Act, 2013 and the SEBI (ICDR) Regulations including the following:



- a. An amount equivalent to 100% of the total consideration for the Equity Shares will be payable at the time of subscription to the Equity Shares, as prescribed by Regulation 169 of the SEBI (ICDR) Regulations.
- b. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottee.
- c. The Equity Shares shall be locked in as per the provisions of the SEBI (ICDR) Regulations relating to preferential issue.
- d. The Equity Shares to be allotted shall be in dematerialized form only.
- e. The Equity Shares shall rank pari-passu in all respects including as to dividend with the existing fully paid-up equity shares of face value INR 1/- each of the Company.
- f. The Equity Shares will be listed and traded on the stock exchange, where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.
- g. The Equity Shares shall be issued and allotted by the Company to the Proposed Allottee within a period of 15 (Fifteen) days from the date of passing of the shareholders' resolution. Provided that where any approval of permission of regulatory authority for the allotment is pending, the period of 15 days shall be counted from the date of such approval or permission.


Resolved further that as per the SEBI (ICDR) Regulations, the "Relevant Date" for the purpose of determining the issue price of aforesaid Equity Shares shall be April 25, 2025.

Resolved further that for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue and allotment of the Equity Shares, including but not limited to seeking listing of the Equity Shares on the relevant stock exchange, making application to the relevant depository for admission of the Equity Shares as appropriate, and to resolve and settle all questions and difficulties that may arise in relation to the proposed preferential issue, offer and allotment of any of the said Equity Shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Resolved further that the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it to any committee of the Board, any other director(s) or officer(s) of the Company or other authorized persons to give effect to the aforesaid resolution.

Resolved further that all actions taken by the Board or a committee of the Board, any other director(s) or officer(s) of the Company or any other authorized persons 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."

For and on behalf of
SARNIMAT INVESTMENT LIMITED


Parul Kumar
(Additional Director)
DIN: 10264303

Place: Delhi
Date: 02nd May 2025

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING (THE MEETING/EGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIS / HER AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. AS PER THE PROVISIONS OF SECTION 101 OF THE COMPANIES ACT, 2013 & SECRETARIAL STANDARD -2, NOTICE OF THE EGM IS BEING SENT IN ELECTRONIC MODE TO THOSE MEMBERS WHOSE E-MAIL ADDRESSES ARE REGISTERED WITH THE COMPANY/ DEPOSITORY PARTICIPANT(S). MEMBERS (PHYSICAL / DEMAT) WHO HAVE NOT REGISTERED THEIR EMAIL ADDRESSES WITH THE COMPANY CAN GET THE SAME BY REQUESTING TO OUR REGISTRAR AND SHARE TRANSFER AGENT I.E., SKYLINE FINANCIAL SERVICE PRIVATE LIMITED ("RTA") AT INFO@SKYLINERTA.COM AND TO THE COMPANY AT www.sarnimal.com.
3. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTYEIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.
4. A PERSON CAN ACT AS PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER, HOLDING MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.

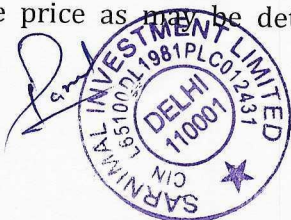
EXPLANATORY STATEMENT IN RESPECT OF THE BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Statement pursuant to Section 102 of the Companies Act, 2013 and other applicable provisions, sets out all material facts relating to the business mentioned under each item of the accompanying Notice:

Item No. 1

To augment the fund requirements of the Company, your Company intends to raise funds through preferential issue of securities. Since your Company is a listed company, the proposed issue of Equity Shares would be made in terms of the provisions of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements), Regulations, 2018, and other applicable provisions, if any. In terms of the provisions of the Companies Act, 2013 and the rules made thereunder and the aforesaid SEBI Regulation, the relevant disclosures/details are given below:

- I. **Instrument and Numbers:** Your Board proposes to issue on preferential and private placement basis,
 - a. upto 50,00,000 (Fifty lakhs) equity shares of the face value of Rs. 1/- each (hereinafter referred to as "**Equity Shares**"), at an issue price of Rs. 1 per equity share or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the



following proposed allottees, belonging to the non-promoter public category (hereinafter referred to as **"Proposed Allottee"**):

SN	Name of the Proposed Allottee	Category	Number of Equity Shares
1	Mr. Ankit Garg	Public	20,00,000
2	Mr. Mukesh Kumar Gupta	Public	15,00,000
3	Mr. Rama Nand Gupta	Public	15,00,000

II. Pending Preferential Issue: Presently there has been no preferential issue pending or in process except as proposed in this notice.

III. Relevant Date: As per SEBI (ICDR) Regulations, 2018, the relevant date for the purpose of determination of issue price for the proposed preferential issue of securities is April 25, 2025.

IV. Issue Price and Valuation Report: 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 in preferential issues has to be calculated as (a) 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 prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date; whichever is higher. Provided that if the Articles of Association of the issuer provide for a method of determination, which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.

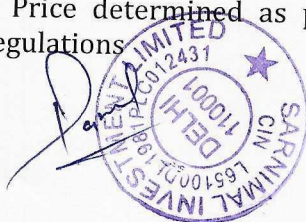
The shares of the Company are listed and traded on the BSE Limited (BSE) only. As per the trading volume data available on BSE, the shares of the Company are frequently traded at BSE.

As per regulation 166A of the SEBI (ICDR) Regulations, 2018, any preferential issue, which may result in a change in control or allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price. Provided that the floor price, in such cases, shall be higher of the floor price determined under sub regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

Articles of Association of the Company does not provide for any particular method of determination which results in a floor price higher than that determined under SEBI ICDR Regulations. Since the proposed allotment would be for more than 5% of the post issue fully diluted Equity Share Capital of the Company to the Allottee and the Allottees acting in concert, the pricing of the Equity Shares to be allotted shall be the higher of the following parameters:

i. Price determined as per provisions of the Regulation 164(1) of the SEBI ICDR Regulations (in case of frequently traded shares): Or

ii. Price determined as per provisions of the Regulation 166A(1) of the SEBI ICDR Regulations



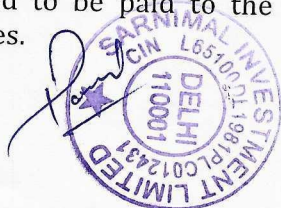
It is proposed that the Equity Shares shall be issued at an issue price per equity share of Rs. 1 or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018. Accordingly, the proposed issue price shall be more than the price determined under Regulation 164(1) and Regulation 166A of the SEBI (ICDR) Regulations, 2018.

Since the Proposed Preferential Allotment is not expected to 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, the Company is not required to obtain a valuation report from an independent registered valuer and consider the same for determining the price. Further, given that the equity shares of the Company have been listed for a period of more than 90 (ninety) trading days prior to the relevant date, the Company is not required to re-compute the issue price as per Regulation 164(3) the SEBI ICDR Regulations, and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations. If the Company is required to re-compute the price then it shall undertake such recomputation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI ICDR Regulations, the Warrants proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

Since there is no capitalization of profit, right issue, bonus issue, re-classification of shares or any other corporate action in the Company during last more than one year, there is no adjustment in pricing, required to be made, in terms of Regulation 166 of the SEBI (ICDR) Regulations, 2018.

Further as per the Regulation 166 (2) of the SEBI (ICDR) Regulations, 2018, the effect on the price of the equity shares of the issuer due to material price movement and confirmation of reported event or information may be excluded as per the framework specified under sub-regulation (11) of regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for determination of the price for a preferential issue in accordance with regulations 164, 164A, 164B or 165 of these regulations. In this regard according to the circular No SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/51 dated 21st May 2024, the framework for considering unaffected price shall be applicable to top 100 listed entities with effect from 1st June, 2024. Since, the Company is not in top 100 listed entities as on the Valuation Date, the aforesaid circular is not applicable in this case.

- V. Justification for allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** Not Applicable
- VI. Re-computation of Price:** The Company shall re-compute the issue price of the Equity Shares, in terms of the provision of the SEBI (ICDR) Regulations, 2018, where it is required to do so; and that if any amount payable on account of the re-computation of issue price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the Equity Shares allotted under preferential issue shall continue to be locked- in till the time such amount is paid by the allottees.
- VII. Payment:** In terms of the provisions of Regulation 169(1) of the SEBI (ICDR) Regulations, 2018; full consideration of Equity Shares shall be paid by the Proposed Allottees at the time of allotment of such Equity Shares. Accordingly, the entire consideration for Equity Shares is required to be paid to the Company before allotment of Equity Shares to the Proposed Allottees.



VIII. Identity & particulars of proposed allottee and pre & post issue holding of the proposed allottee: Present preferential issue of Equity Shares is proposed to be made to the following non-Promoter category persons. The identity and the pre-issue & post issue shareholding of the proposed allottee is shown in the table below:

S. No	Category	Pre Issue Equity Shareholding		Proposed Allotment of Equity Shares (No. of Shares)	Post-issue Equity Shareholding	
		No. of Shares held	%		No. of Shares held	%
A.	Promoters' Holding					
	Indian Promoters					
1	Individual	0	0.00	0	0	0.00
2	Body Corporate	0	0.00	0	0	0.00
3	Others	0	0.00	0	0	0.00
	Sub Total	0	0.00	0	0	0.00
1	Foreign Promoters	0	0.00	0	0	0.00
	Sub Total	0	0.00	0	0	0.00
	Total Promoters Holding (A)	0	0.00	0	0	0.00
B.	Non Promoters' Holding					
1	Institutional Investors	0	0.00	0	0	0.00
2	Non-Institution:					
	Body Corporate	63,65,000	14.15	0	63,65,000	12.74
	Individuals	3,48,04,000	77.37	50,00,000	3,98,04,000	79.64
	HUF	38,11,000	8.48	0	38,11,000	7.62
	Others (including NRIs, Trusts, Clearing Members & IEPF)	0	0.00	0	0	0.00
	Total Non-Promoters Holding (B)	4,49,80,000	100.00	50,00,000	4,99,80,000	100.00
	Grand Total (A+B)	4,49,80,000	100.00	50,00,000	4,99,80,000	100.00

The Company has obtained the Permanent Account Numbers and the Demat account number of all the Proposed Allottees. As, there is no pre-preferential holding of the Proposed Allottees, the provisions relating to holding of entire pre-preferential in demat form and lock-in of entire pre-preferential holding is not applicable.

Proposed Allottees have not sold or transferred any shares of the Company during the 90 trading days preceding the Relevant Date.

Neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees have been directly or



indirectly debarred or prohibited to access the capital market or have been restrained by any regulatory authority from, directly or indirectly, for acquiring the said securities.

Further, neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees have not been declared as willful defaulter or a fraudulent borrower as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015 by the Banks. Accordingly, disclosure as per Schedule VI of the SEBI (ICDR) Regulations, 2018 is not applicable.

Neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees is a fugitive economic offender as defined under section 12 of the Fugitive Economic Offenders Act, 2018.

Neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees have any direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognized stock exchange.

- IX. Change in control, if any, upon preferential issue:** Consequent to the proposed preferential issue of Equity Shares; there shall not be any change in control or change in management of the Company.

The preferential issue shall not attract an obligation to make an open offer for shares of the Company under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

- X. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:** There shall not be any change in the status and category of any of the these Proposed Allottees even after the preferential issue and they shall remain as part of the same category, as mentioned in the special resolution, as below:

SN	Name of the Proposed Allottee	Category	Number of Equity Shares
1	Mr. Ankit Garg	Public	20,00,000
2	Mr. Mukesh Kumar Gupta	Public	15,00,000
3	Mr. Rama Nand Gupta	Public	15,00,000

- XI. Dues toward SEBI, Stock Exchange or Depositories:** There is no outstanding dues payable to Dues toward SEBI, Stock Exchange or Depositories.

- XII. Lock-in Period:** The lock-in of the Equity Shares shall be as per the applicable provisions of the SEBI (ICDR) Regulations, 2018.

The Equity Shares allotted on a preferential basis to public category persons shall be locked-in for a period of six months from the date of trading approval of the stock exchanges.

As, there is no pre-preferential holding of the Proposed Allottees, the provisions relating to lock-in of entire pre-preferential holding is not applicable.

The issuer shall ensure that equity shares purchased by the allottees between the relevant date and allotment of Equity shares forms part of the pre-preferential allotment



shareholdings and same shall be subject to lock-in as per provisions of Regulation 167(6) of SEBI (ICDR) Regulations, 2018.

Intention of promoters/directors/key management persons or senior management to subscribe: There has been no intention of any of the promoters, directors, key management persons or senior management to subscribe to in the present preferential issue.

XIII. Pre-issue & Post-issue Shareholding Pattern of the Issuer Company: Pre-issue and post issue shareholding pattern of the Company is as below:

S. No	Category	Pre Issue Equity Shareholding		Proposed Allotment of Equity Shares (No. of Shares)	Post-issue Equity Shareholding	
		No. of Shares held	%		No. of Shares held	%
A.	Promoters' Holding					
	Indian Promoters					
1	Individual	0	0.00	0	0	0.00
2	Body Corporate	0	0.00	0	0	0.00
3	Others	0	0.00	0	0	0.00
	Sub Total	0	0.00	0	0	0.00
1	Foreign Promoters	0	0.00	0	0	0.00
	Sub Total	0	0.00	0	0	0.00
	Total Promoters Holding (A)	0	0.00	0	0	0.00
B.	Non Promoters' Holding					
1	Institutional Investors	0	0.00	0	0	0.00
2	Non-Institution:					
	Body Corporate	63,65,000	14.15	0	63,65,000	12.74
	Individuals	3,48,04,000	77.37	50,00,000	3,98,04,000	79.64
	HUF	38,11,000	8.48	0	38,11,000	7.62
	Others (including NRIs, Trusts, Clearing Members & IEPF)	0	0.00	0	0	0.00
	Total Non-Promoters Holding (B)	4,49,80,000	100.00	50,00,000	4,99,80,000	100.00
	Grand Total (A+B)	4,49,80,000	100.00	50,00,000	4,99,80,000	100.00

Allotment of Equity Shares pursuant to the Preferential Issue would be within the Authorized Share Capital of the Company. The Company is and post preferential issue would be, in compliance with the conditions for continuous listing of equity shares as specified in the



listing agreement with the stock exchanges, where the equity shares of the issuer 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 SEBI.

- XIV. Objects and purpose of the Preferential Issue:** The Company intends to utilize the proceeds raised through the issue ("Issue Proceeds"/ "Gross Proceeds") towards the objects of this preferential issue. The details of the Issue Proceeds are as below:

SN	Type of Securities to be Issued	Number of Securities	Issue Price (Per Security) in Rs.	Amount to be raised from preferential issue (Rs. In lakhs)	Amount (Rs. In lakhs) to be received on allotment of Equity Share
1	Equity Shares	50,00,000	1	50	50

The details of the objects of the Preferential Issue (hereinafter collectively referred to as "Objects"), are as below:

SN	Particulars	Amount (Rs. In lakhs)	% of total Issue Proceeds
1	Repayment of loans *	37.5	75
2	General corporate purposes**	12.5	25
	Total	50	100.00

* Repayment of loans shall include repayment of bank loan settled through as one time settlement (OTS).

**In accordance with the policies set up by our Board, we have flexibility in utilizing the remaining proceeds, not exceeding 25% of the amount raised by our Company through this Issue, for general corporate purpose including but not restricted to, meeting operating expenses, business promotion, investment or financing to subsidiaries and meeting exigencies, which our Company in the ordinary course of business may not foresee or any other purposes as approved by our Board of Directors, subject to compliance with the necessary provisions of the Companies Act.

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 Broad Range of intended use of the Gross Proceeds of the Issue is as under:

SN	Particulars	Amount (Rs. In lakhs)	Tentative timelines for utilization of issue proceeds from the date of receipt of funds
1	Repayment of loans	37.5	By June 10 2025
2	General corporate purposes	12.5	By June 10 2025



	Total	50	
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Note: 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: The present Preferential Issue is for Equity Shares. As estimated by our management, the entire proceeds received from the issue would be utilized for the all the above-mentioned objects, in phases and in one or more tranches, as per the company's business requirements latest by June 10 2025.

If the proceeds are not utilized (in full or in part) for the objects stated above during the period stated above due to any such factors, the remaining proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirement and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws.

Interim Use of Issue 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 Agency: In terms of Regulation 162A of the SEBI ICDR Regulations, since the proposed issue Proceed is less than Rs. 100 crores, appointment of Monitoring Agency is not applicable.

XV. Proposed time of Allotment: The allotment of the Equity Shares in the present preferential issue will be made within a period of 15 days from the date of passing of the Special Resolution by the members. Provided that where any approval of permission of regulatory authority for the allotment is pending, the period of 15 days shall be counted from the date of such approval or permission.

XVI. Undertaking with regard to re-computation of issue price: In terms of SEBI (ICDR) Regulations, 2018, the Company shall re-compute the price of the Equity Shares, in terms of the provision of the SEBI (ICDR) Regulations, 2018, where it is required to do so; and that if any amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the Equity Shares under preferential issue shall continue to be locked-in till the time such amount is paid by the allottee.

XVII. Certificate of the Practicing Company Secretary: A certificate from Ms. Divya Rani, Practicing Company Secretary, certifying that the preferential issue is being made in accordance with the requirements of Chapter V of 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 <https://www.sarnimalinvestmentltd>.



As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, and rules made thereunder and Chapter V of



the SEBI (ICDR) Regulations, 2018 and other applicable provisions. The Board of Directors believes that the proposed preferential issue and allotment of Equity Shares is in the best interest of the Company and its members. Your directors, therefore, recommend the resolution for your approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise in the Special Resolution as set out at Item No. 1 this Notice.

**By Order of the Board of Directors
For Sarnimal Investment Limited**

**Parul Kumar
(Additional Director)
DIN: 10264303**

Place: Delhi

Date: 02nd May 2025

ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the 1st Extra Ordinary General Meeting of the Company being held on Monday, 26th May, 2025 at 10:30 A.M at, "**S-524, F/F, SCHOOL BLOCK, VIKAS MARG, SHAKARPUR DELHI 110092**" at and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

- Note:** 1. The copy of Annual Report may please be brought to the Meeting Hall.
2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
3. Please note that no gifts will be distributed at the meeting.

ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the 1st Extra Ordinary General Meeting of the Company being held on Monday, 26th May, 2025 at 10:30 A.M at, "**S-524, F/F, SCHOOL BLOCK, VIKAS MARG, SHAKARPUR DELHI 110092**" at and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

- Note:** 1. The copy of Annual Report may please be brought to the Meeting Hall.
2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
3. Please note that no gifts will be distributed at the meeting.

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies

(Management and Administration) Rules, 2014]

CIN: L65100DL1988PLC012431

Name of the company: SARNIMAL INVESTMENT LIMITED

Correspondence office: S-524, F/F, School Block, Vikas Marg, Shakarpur Delhi 110092

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

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

1. Name:	Address:
E-mail Id:	Signature:

or failing him

1. Name:	Address:
E-mail Id:	Signature:

or failing him

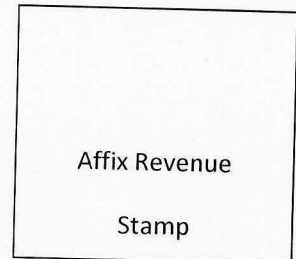
1. Name:	Address:
E-mail Id:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the company, to be held on Monday, 26th May, 2025 at 10:30 A.M. at, "S-524, F/F, School Block, Vikas Marg, Shakarpur Delhi 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions
SPECIAL BUSINESS	
3	Further issue of equity Shares on Preferential basis

Signed this day of..... 2025.

Signature of shareholder



Signature of Proxy holder(s)

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

BALLOT FORM

1. Name(s) of Shareholder(s) / Beneficial Owner
Including joint-holders, if any :

2. Registered Address of the Sole /
First named Shareholder :

3. Registered Folio No. / Client ID No. :

4. No. of Shares held :

5. I/we hereby exercise my/our vote in respect of the Resolution/s to be passed through postal ballot for the business stated in the Notice of the Company by sending my/our assent/dissent to the said Resolution by placing Tick () mark at the appropriate box below:

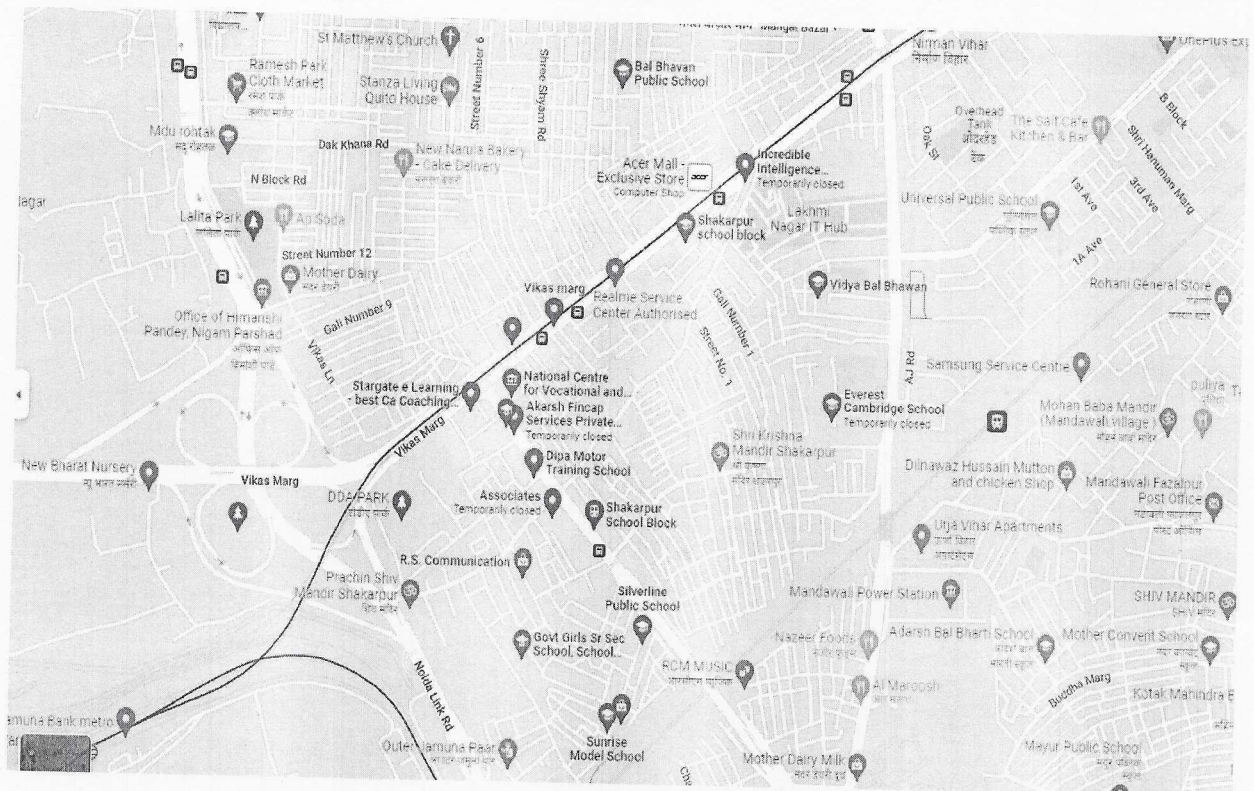
S. No.	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Special Resolution	Further Issue of Equity Shares on Preferential basis		

Place:

Date:
Beneficial Owner

Signature of the Shareholder /

ROAD MAP



<https://www.google.com/maps/search/-524,+f%2Ff,+school+block,+vikas+marg,+sjakarpur+delhi+east+delhi+dl+110092+in/@28.6295452,77.2762172,16z/data=!3m1!4b1>