

Jolly Plastic Industries Limited

(CIN : L70100GJ1981PLC004932)

Regd. Office: 426, 4th floor, Patel Avenue, Near Gurudwara, SG Road, Bodakdev, Ahmedabd - 380054

Corporate Office: S-524, F/F, School Block, Vikas Marg, Shakarpur, Delhi-110092

NOTICE

NOTICE IS HEREBY GIVEN THAT EXTRA ORDINARY GENERAL MEETING ("EOGM" OR "EGM") OF THE MEMBERS OF JOLLY PLASTIC INDUSTRIES LIMITED (THE "COMPANY") WILL BE HELD ON MONDAY, 16th FEBRUARY 2026, AT 11.00 AM., AT THE REGISTERED OFFICE OF THE COMPANY AT 426, 4TH FLOOR, PATEL AVENUE, NEAR GURUDWARA, SG ROAD, BODAKDEV, AHMEDABAD, GUJARAT - 380054, TO TRANSACT THE FOLLOWING BUSINESSES:

SPECIAL BUSINESS:

ITEM NO: 1A: TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF CAPITAL 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 an Ordinary Resolution:*

"RESOLVED THAT pursuant to the provisions of Section 13, 61(1)(a) and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the Members of the Company be and is hereby accorded to increase and alter the Authorized Share Capital of the Company from existing ₹ 12,00,00,000 (Rupees Twelve Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of face value ₹ 10 each aggregating to ₹10,00,00,000/- (Rupees Ten Crores Only) and 20,00,000 (Twenty Lakhs) preference shares of ₹ 10 each aggregating ₹ 2,00,00,000/- (Rupees Two Crores Only) to ₹ 27,00,00,000 (Rupees Twenty-Seven Crores) divided into 2,50,00,000 (Two Crore Fifty Lakhs) equity shares of face value ₹ 10 each aggregating to ₹25,00,00,000/- (Rupees Twenty-Five Crores Only) and 20,00,000 (Twenty Lakhs) preference shares of ₹ 10 each aggregating to ₹2,00,00,000/- (Rupees Two Crores Only) by addition of Equity Share Capital of ₹15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore Fifty Lakhs) equity shares of ₹10 each, and such equity shares shall rank pari-passu with the existing equity shares of the Company and thereby to alter the authorized share capital clause of the Memorandum of Association and that all the shares shall rank pari-passu to the existing Equity shares of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, consent of the Members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following Clause 5:

"5. THE SHARE CAPITAL OF THE COMPANY IS ₹ 27,00,00,000 DIVIDED INTO 2,50,00,000 EQUITY SHARES OF ₹ 10/- EACH AND 20,00,000 PREFERENCE SHARES OF ₹ 10/- EACH."

“RESOLVED FURTHER THAT consent of the members be and is hereby accorded for **adoption of new format of e-Memorandum of Association (e-MOA) as prescribed by Companies Act, 2013**, by substituting, inserting and superseding Clauses in the existing Memorandum of Association with new one, wherever necessary.

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (“the Board”) be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, proper, expedient or incidental or desirable, and to settle any question, difficulty or doubt that may arise in this regard and also to delegate all or any of the powers herein vested in the Board to any Director(s) or any other Key Managerial Personnel or the Officer(s) of the Company as may be required in order to give effect to the aforesaid Resolution.”.

ITEM NO: 1B: TO ADOPT NEW FORMAT OF e-ARTICLES OF ASSOCIATION BY THE COMPANY.

- *To consider and if thought fit, to pass, the following resolution as **Special Resolution**:*

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of members of the Company be and is hereby accorded to alter the Articles of Association of the Company by adopting the new format of e-Articles of Association (e-AOA) as prescribed by Companies Act, 2013, in substitution and supersession of the existing 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 (“the Board”) be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, proper, expedient or incidental or desirable, and to settle any question, difficulty or doubt that may arise in this regard and also to delegate all or any of the powers herein vested in the Board to any Director(s) or any other Key Managerial Personnel or the Officer(s) of the Company as may be required in order to give effect to the aforesaid Resolution.”.

ITEM NO: 2: TO ISSUE EQUITY SHARES ON PREFERENTIAL BASIS TO BHAUM DIGITAL VENTURES PRIVATE LIMITED VIA SWAP OF SHARES PURSUANT TO THE SHARE PURCHASE AGREEMENT DATED 21ST JANUARY 2026.

- *To consider and if thought fit, to pass, the following resolution as **Special Resolution**:*

“RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable

rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the 'SEBI ICDR Regulations') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'SEBI Listing Regulations'), the Listing Agreement entered into by the Company with BSE Limited ('Stock Exchange') on which the Equity Shares having face value of ₹ 10/- each of the Company ('Equity Shares') are listed and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the 'SEBI SAST Regulations') and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India ('SEBI') and/ or any other competent authorities, whether in India or abroad (hereinafter referred to as 'Applicable Regulatory Authorities') from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), is hereby authorized to accept, the consent and approval of the members of the Company ('Members') be and is hereby accorded to issue 354 equity shares of our company against every 10 equity shares of Sahaj Retail Limited via a share swap ratio based on the valuation of the equity shares of each of the Company and to create, issue, offer and allot up-to 1,77,00,000 Equity Shares of face value of ₹ 10/- (Rupees Ten only) each at a price of ₹10 /- (Rupees Ten Only) per Equity Share at Nil premium on preferential basis ('Preferential Allotment Price') aggregating to ₹ 17,70,00,000 (Seventeen Crores Seventy Lakhs Only) to Bhaum Digital Ventures Private Limited, against the purchase of 500,000 Equity shares of Sahaj Retail Limited (a wholly owned subsidiary of Bhaum Digital Ventures Private Limited) through a Share Purchase Agreement ("SPA") and the price of such equity shares to be issued on preferential basis is not less than the price determined in accordance with Chapter V, Regulation 165 of the SEBI ICDR Regulations (hereinafter referred to as the "Floor Price"), for infrequently traded shares and the details of the proposed allottee along with their category and number of equity shares proposed to be allotted on a preferential basis ("Preferential Allotment") towards consideration other than cash (are given below:

S. No	Name of Proposed Allottee	Maximum number of shares	Category
1	Bhaum Digital Ventures Private Limited	1,77,00,000	Non-Promoter*
Total		1,77,00,000	

**The proposed issue and allotment of equity shares have resulted in the trigger of Open Offer Obligations and post open offer the allottee shall be classified as the promoter of the Company.*

RESOLVED FURTHER THAT the Equity Shares so allotted shall rank pari-passu with the existing equity shares of the Company and the allotment shall be made in such form and manner and upon such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations or other applicable laws as may be prevailing at the relevant time.

RESOLVED FURTHER THAT the “Relevant Date” for this proposed issue of Equity Shares in accordance with the SEBI ICDR Regulations shall be Friday, 16th January 2026, being the date 30 days prior to the date of passing of the Resolution by the Members of the Company for the proposed issue of Equity Shares on preferential basis.

RESOLVED FURTHER THAT, without prejudice to the generality of the above resolution, the issue of the Equity Shares to Proposed Allottee under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws and regulations:

- a) The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the proposed allottee from the relevant Stock Exchange in accordance with the Listing Regulations and all other applicable laws, rules and regulations.
- b) This is a preferential issue involving consideration other than cash (i.e. swap of shares pursuant to the purchase of 500,000 Equity Shares of M/s. Sahaj Retail Limited - a wholly owned subsidiary of M/s. Bhaum Digital Venture Private Limited, BDVPL or “Seller”).
- c) The Equity Shares proposed to be allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company bearing **ISIN: INE289M01016** in all respects (including voting powers and the right to receive dividend) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- d) The Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the Stock Exchange subject to receipt of necessary permissions and approvals.
- e) The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions in compliance with SEBI SAST Regulations, 2011
- f) The Equity shares to be allotted to M/s. Bhaum Digital Ventures Private Limited shall be listed on the stock exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members;

RESOLVED FURTHER THAT the Board at its meeting held on Wednesday, 21st January, 2026, has approved the acquisition of 100% shareholding of M/s. Sahaj Retail Limited (“SRL”) (a wholly owned subsidiary of Bhaum Digital Ventures Private Limited) which is engaged in the business of delivery of retail services under its channel distribution network viz. franchisee called “Sahaj Mitr” (SM) with field resources along with providing various Government to Citizen services as well as Non-Government Services in the area of Financial Inclusion, E Learning and E Governance initiatives to the rural and

semi-urban areas in various States of India through its own IT Platform, website/ Sahaj portal and /or through its Mobile App in the Sahaj Centre run by the SMS. Our Company is expected to benefit from the Company's/group's established digital infrastructure, extensive SM channel network, and strong presence in rural and semi-urban markets, which will enable expansion of its service portfolio and deeper market penetration supported by the Company's existing financial reserves that will create long-term value and offer complementary advantages to both sides.

RESOLVED FURTHER THAT pursuant to the preferential allotment of the equity shares of our Company, BDVPL would become a majority shareholder with an aggregate of 72.61% of the expanded voting share capital of our Company, and would re-classify itself as a Promoter.

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be 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 Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange as appropriate and utilisation of proceeds of the issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby further authorized to do all such acts, deeds and things, as it may in its absolute discretion, deem necessary including Compliance Officer, Advisors, Consultants or Representatives, being incidental to the above.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any Committee of the Board or any one or more Director(s)/Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution."

Registered Office:

Office No. 426, 4th floor, Patel Avenue, Nr.
Gurudwara, S.G Road, Bodakdev,
Ahmedabad- 380054, Gujarat

By order of the Board,
For Jolly Plastic Industries Limited

Sd/-
Sandhya Yadav
Company Secretary & Compliance Officer

Date: 21st January 2026

Place: Ahmedabad, Gujarat

Jolly Plastic Industries Limited

(CIN : L70100GJ1981PLC004932)

Regd. Office: 426, 4th floor, Patel Avenue, Near Gurudwara, SG Road, Bodakdev, Ahmedabd - 380054

Corporate Office: S-524, F/F, School Block, Vikas Marg, Shakarpur, Delhi-110092

NOTES: -

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), and the Secretarial Standards on General Meetings (The SS-2) relating to Special Business, setting out material facts concerning the business under Item Nos. 1 and 2 of the accompanying Notice, is annexed hereto and forms part of this Notice.
2. **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 HIM SELF / HER SELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
3. **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 <https://www.jollyplasticindustriesltd.in/>.**
4. **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.**
5. **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.**
6. Register of members and share transfer books will be closed from Monday 09th February, 2026 to Monday 16th February, 2026 (both the days inclusive).
7. Members are requested to please notify immediately any change in their addresses to the company.
8. Members/proxies should bring the attendance slip duly filled in for attending the meeting.
9. Mr. Sandeep Kumar Singh, Chartered Accountant in whole time practice (Membership No: 511685), Proprietor of Sandeep Kumar Singh & Co., Chartered Accountants (FRN: 035528N), has been appointed as Scrutinizer for voting process at the General Meeting.
10. Shareholders seeking any information with regard to accounts are requested to write well in advance so as to reach the company at least 7 days prior to the extra ordinary general meeting to enable the management to keep the information ready at the EGM.
11. The members are requested to: -
 - a. Intimate changes if any in their address to the company or to the Registrar and Share

transfer agent of the company, Skyline Financial Services (P) ltd. At D-153A, Okhla Industrial Area, Phase-I, Delhi 110020, Ph-011-30857575.

- b. Quote folio number in all their correspondence with the company.
 - c. Bring their copies of attendance slip at the venue for the EGM.
12. Member holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. Quoting their folio number(s) to company's share transfer agent.
13. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing the representatives to attend and vote at the general meeting.

VOTING THROUGH ELECTRONIC MEANS:

In terms of the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the SEBI Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice of EGM through electronic voting system, to members holding shares as on Tuesday, 10th February, 2026, being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by CDSL or to vote at the EGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Friday, 13th February 2026 at 10:00 AM., ends on Sunday, 15th February 2026 at 05:00 PM. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 15th January 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 09th February 2026.

How do I vote electronically using CDSL e-Voting system?

The way to vote electronically on CDSL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access through Depositories CDSL / NSDL e-Voting system in case of individual shareholders holding shares in demat mode. I. In terms of SEBI circular 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 above said 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
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<p>Individual Shareholders holding securities in Demat mode with CDSL Depository.</p>	<p>1) 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 eVoting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2) 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 eVoting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & 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>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting 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 NSDL Depository</p>	<p>1) 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: https://eservices.nsd.com 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 eVoting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see eVoting 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-</p>

	<p>Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS" "Portal" or Click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ 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 & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>It 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 & 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.

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

A) Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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.
- 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 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

Particulars	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit 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 OR 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.

- 7) After entering these details appropriately, click on "SUBMIT" tab.

8) 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.

9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

10) Click on the EVSN of the Company for casting your vote.

11) 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.

12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

13) 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.

14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

16) 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.

17) There is also an optional provision to upload BR / POA if any uploaded, which will be made available to scrutinizer for verification.

18) 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 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.

- 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.

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

- The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
- 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.
- 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.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 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.
- Shareholders who would like to express their views/ask questions may register themselves as a speaker. The shareholders who do not wish to speak during the AGM but have queries may send their queries in email of the Company. These queries will be replied to by the company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

General Instructions:

- a. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairperson of the Company.

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://www.jollyplasticindustriesltd.in/> within two (2) working days of passing of the resolutions at the EGM of the Company and communicated to the BSE Limited.

Jolly Plastic Industries Limited

(CIN : L70100GJ1981PLC004932)

Regd. Office: 426, 4th floor, Patel Avenue, Near Gurudwara, SG Road, Bodakdev, Ahmedabd - 380054

Corporate Office: S-524, F/F, School Block, Vikas Marg, Shakarpur, Delhi-110092

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

ITEM NO: -1: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY AND ADOPTION OF NEW FORMATS OF E-MEMORANDUM OF ASSOCIATION AND E-ARTICLES OF ASSOCIATION.

The Present Authorized Share Capital of the Company is ₹ 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,20,00,000 equity shares of ₹10/- (Rupees Ten each).

In order to accommodate the shares to be allotted on preferential basis and future requirement, if any, the Board of Directors at their meeting held on 21st January, 2026 have decided to increase the existing Authorized Share Capital of the Company from ₹ 12,00,00,000 (Rupees Twelve Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of face value ₹ 10 each aggregating to ₹10,00,00,000/- (Rupees Ten Crores Only) and 20,00,000 (Twenty Lakhs) preference shares of ₹ 10 each aggregating ₹ 2,00,00,000/- (Rupees Two Crores Only) to ₹ 27,00,00,000 (Rupees Twenty-Seven Crores) divided into 2,50,00,000 (Two Crore Fifty Lakhs) equity shares of face value ₹ 10 each aggregating to ₹25,00,00,000/- (Rupees Twenty-Five Crores Only) and 20,00,000 (Twenty Lakhs) preference shares of ₹ 10 each aggregating to ₹2,00,00,000/- (Rupees Two Crores Only) by addition of Equity Share Capital of ₹15,00,00,000/- (Rupees Fifteen Crores Only) divided into 150,00,000 (One Crore Fifty Lakhs) equity shares of ₹10 each, and such equity shares shall rank pari-passu with the existing equity shares of the Company, subject to shareholder's approval.

It is therefore proposed to increase the Authorized Share Capital of the Company by the addition of 1,50,00,000 (One Crore Fifty Lakhs Only) additional equity shares of ₹ 10/- each ranking pari-passu with the existing Equity Shares in all respects as per the Memorandum of Association of the Company.

As per the provisions of Sections 13 & 61 of the Companies Act, 2013, approval of the shareholders by way of an ordinary resolution is required to be accorded for increasing the Authorized Share Capital of the Company alteration of capital clause of the Memorandum of Association.

As per new provisions of Companies Act, 2013, all companies have to maintain its Memorandum of Association in e-Memorandum of Association (e-MOA) format which INC-33.

As per new provisions of Companies Act, 2013 all companies have to maintain its Articles of Association in e-Articles of Association (e-AOA) format which is INC-34. As per provisions of

Section 14 of Companies Act, 2013 approval of shareholders by way of a special resolution is required to be accorded for the same.

A draft copy in word file of the Memorandum of Association and Articles of Association of the Company duly amended will be available for inspection by the shareholders of the company.

Accordingly, the Board recommends the resolutions set out at Item No. 1A & B seeking approval of the Members for increasing the Authorized Share Capital of the Company and consequential amendment to the Memorandum of Association of the Company by way of Ordinary Resolution and adoption of new format of e-Articles of Association by way of Special Resolution.

None of the Directors/Key Managerial Personnel and their relatives are interested or concerned financially or otherwise in the said resolution.

ITEM NO-2: TO ISSUE EQUITY SHARES ON PREFERENTIAL BASIS TO M/S. BHAUM DIGITAL VENTURES PRIVATE LIMITED VIA SWAP OF SHARES PURSUANT TO THE SHARE PURCHASE AGREEMENT

The Board of Directors at their meeting held on Wednesday, 21st January, 2026 has approved to invite/offer, issue and allot up to 1,77,00,000 Equity Shares of face value of ₹ 10/- (Rupees Ten only) each at a price of ₹10 /- (Rupees Ten Only) per Equity Share at Nil premium on preferential basis ('Preferential Allotment Price') aggregating to ₹ 17,70,00,000 (Seventeen Crores Seventy Lakhs Only) to Bhaum Digital Ventures Private Limited, against the purchase of Equity shares of Sahaj Retail Limited (a wholly owned subsidiary of Bhaum Digital Ventures Private Limited) through a Share Purchase Agreement ("SPA").

Section 42 of the Act read with Rule 9 of the Companies [Share Capital and Debentures] Rules, 2014 ("Rules) framed thereunder, *inter alia*, requires a company to obtain the prior approval of the shareholders, by way of a Special Resolution for issuance of equity shares through Preferential Issue.

Accordingly, the approval of the Members is being sought, by way of a Special Resolution, to offer and issue equity shares of face value ₹ 10/- (Indian Rupees Ten Only) each, at the issue price of ₹ 10/- (Rupees Ten only) each to Bhaum Digital Ventures Private Limited

A statement of disclosures and the terms of issue of the equity shares are as under:

Issue size, number of equity shares to be issued and nominal value of each share	The Issue of 1,77,00,000 Equity Shares of face value of ₹ 10/- (Rupees Ten only) each at a price of ₹10 /- (Rupees Ten Only) per Equity Share at Nil premium
Nature of shares	Equity shares.

Objectives of the issue	Through the proposed acquisition of all of the equity shares of Sahaj Retail Limited- a wholly owned subsidiary of BDVPL, our Company is expected to benefit from the Company's/group's established digital infrastructure, extensive SM channel network, and strong presence in rural and semi-urban markets, which will enable expansion of its service portfolio and deeper market penetration supported by the Company's existing financial reserves that will create long-term value and offer complementary advantages to both sides.
Manner of issue of shares	To be issued all at once.
Issue Price	Equity Shares will be issued at an issue price of ₹ 10 /- each in accordance with the valuation arrived in compliance with SEBI ICDR Regulations, 2018.
Basis of Issue Price	Equity Shares will be issued at an issue price of ₹ 10 (Ten Only)/- each which is not less than the fair market value as per the valuation report obtained from the Registered Valuer.
Terms of issue and rate of dividend on each share	The new equity shares will be issued for consideration other than cash and pursuant to the Share Purchase Agreement.
Transferability	The Equity Shares shall be transferable, subject to provisions of Articles of Association and applicable regulations, including Foreign Direct Investment and FEMA regulations/guidelines.
Rank	The equity shares to be allotted shall rank pari-passu in all respects with the then existing equity shares of the Company and shall be subject to the Memorandum and Articles of Association of the Company.

In accordance with the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, the approval of the members for issue of Equity Shares to the Investor is being sought by way of a special resolution as set out in the said item no. 2 of the Notice.

None of the Directors or the Key Managerial Personnel of the Company and/or their relatives are concerned or interested in the said resolution, other than to the extent of their shareholding in the Company. The Directors or Key Managerial Personnel of the Company or

their relatives may be deemed to be concerned or interested in the proposed resolution to the extent of Equity Shares that may be subscribed by the companies/ institutions in which they are Directors or Members.

The Information pertaining to the proposed preferential allotment in terms of the Chapter V of SEBI (ICDR) Regulations, 2018 and Companies Act, 2013 and subsequent amendments there to is as stated below:

(i) Object of the Preferential Issue

S. No	Particulars	Amount in ₹
1.	The proposed preferential issue of 1,77,00,000 equity shares having a face value of ₹ 10/- each at an issue price of ₹ 10/- per share, is part of the purchase consideration payable for the acquisition of 5,00,000 equity shares of Sahaj Retail Limited (a wholly owned subsidiary of M/s. Bhaum Digital Ventures Private Limited).	17,70,00,000

The consideration for the acquisition shall be settled otherwise than in cash, by way of allotment of equity shares of the Company, as detailed in Item No. 2 of this Notice and the accompanying Explanatory Statement, and is subject to compliance with the applicable provisions of the SEBI (ICDR) Regulations and receipt of requisite approvals from the Stock Exchange

(ii) Maximum number of specified securities to be issued

The resolution set out in the accompanying notice authorises the Board to create, offer, issue, and allot up to 1,77,00,000 equity shares having face value of ₹ 10/- each of the Company at an issue price of ₹ 10/- per share, aggregating to ₹ 17,70,00,000 (Rupees Seventeen Crores Seventy Lakhs Only) on preferential basis to the Proposed Allottee for consideration other than cash.

(iii) Intent of the promoters directors, key managerial personnel or senior management of the issuer to subscribe to the offer;

The proposed preferential issue for consideration other than cash is result of the acquisition of Equity Shares of SRL from M/s. Bhaum Digital Ventures Private Limited through a Share Purchase Agreement dated 21st January 2026.

None of the Directors or Key Managerial Personnel or the Senior Management of the Company intends to subscribe Equity Shares proposed to be issued under the Preferential Allotment.

(iv) Shareholding Pattern of the Issuer before and after Preferential Issue

The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in an **Annexure A** forming part of this Notice.

(v) Time frame within which the preferential issue shall be completed:

The allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s) in accordance with SEBI SAST Regulations, 2011

(vi) The 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 allottee(s) and the percentage of Post Preferential Issue that may be held by them:

S. No.	Name	Pre-issue shareholding structure	Equity shares to be allotted	Post Equity Issue Shareholding	% of Post Preferential Issue	Name of the ultimate beneficial owners
1	Bhaum Digital Ventures Private Limited	Nil	1,77,00,000	1,77,00,000	72.61	Mr. Sudipta Guha, Director of Pranshu Trustee Private Limited, Trustee of Srihari Foundation

(vii) Relevant Date

The Relevant Date, as per the provisions of Chapter V of the SEBI (ICDR) Regulations for determination of the issue price of Equity Shares is Friday 16th January 2026, 30 days prior to the date of passing of the Special Resolution in the Extraordinary General Meeting.

(viii) Pending preferential issue:

Presently there has been no preferential issue pending or in process except as proposed in this Notice.

(xi) Basis on which the price has been arrived and Valuation Report:

In case of the infrequently traded as per Regulation 165 of the SEBI ICDR Regulation the price determined by the issuer shall take into the account the valuation parameter including book value, comparable trading multiples, and such other parameter as are customary for valuation of shares of such companies Provided that the issuer shall submit a certificate stating that the issuer is in compliance of this regulation obtained from independent registered valuer to the stock exchange.

Report of independent registered valuer: Considering that the allotment shall be more than 5% of the post issue fully diluted share capital of the Company, the price of ₹ 10/- (Rupees Ten

Only) of the Equity Shares to be issued and allotted to the proposed allottees has been determined taking into account the valuation report dated 21st January, 2026, issued by Mr. Anil Kumar Dubey, Registered Valuer (IBBI Registration No. IBBI/RV/03/2019/12411), in accordance with Regulation 165 of the ICDR Regulations ("Valuation Report"). The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company's website at the link: <https://www.jollyplasticindustriesltd.in/>.

The Board proposes to issue Equity Shares at a price of ₹ 10/- (Rupees Ten Only) per Equity Share, which is not less than the floor price determined in accordance with SEBI ICDR Regulations. The Board found it justified considering current scenario of the Company etc.

(xii) Amount at which the Company intends to raise by way of such issue of equity share in preferential basis

The shares are being allotted for consideration other than cash as part of the consideration payable for the acquisition as mentioned in point (i) above.

(xiii) Name and Address of the valuer who performed valuation:

The valuation of the equity shares of the Company has been conducted by Mr. Anil Kumar Dubey, Registered Valuer (SFA) bearing Registration Number IBBI/RV/03/2019/12411. The Office of the Registered Valuer is situated at 13, Crooked Lane, Ajit Sen Bhawan ,4th floor, Kolkata-700069.

(xiv) Undertaking by the issuer in terms of the provision of these regulations:

- 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
- None of the Company, its Promoters or Directors are categorized as willful defaulter or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) of ICDR Regulations is not applicable.
- None of the Company's Directors or Promoters are fugitive economic offenders as defined under ICDR Regulations.
- The Company does not have any outstanding dues to the SEBI, stock exchanges or the depositories.
- None of the allottees have sold or transferred any equity shares during the 90 trading days preceding the relevant date.
- The Equity Shares held by the proposed allottee in the Company are in dematerialised form only.

(xv) SEBI Takeover code

In accordance with the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, (SEBI Takeover Code) the proposed allottee would be under obligation to give an open offer to the public.

In the present case, the proposed allottee will attract SEBI Takeover Code and therefore is under obligation to give open offer to the public along with making certain disclosures to Stock Exchanges.

(xvi) Lock-in Period:

- The Equity Shares to be allotted shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations 167.
- The entire pre-preferential allotment shareholding, if any, of the proposed allottee, shall be locked in as per Chapter V of the SEBI ICDR Regulations 167.

XII) Auditor Certificate:

Certificate from the Statutory Auditors / Practicing Company Secretary confirming that the proposed issue of equity shares is being made in accordance with the SEBI (ICDR) Regulations, 2018 is obtained and the same will be made available for inspection on request.

XIII) Control:

Pursuant to the consummation of the aforesaid transaction, M/s. Bhaum Digital Ventures Private Limited will acquire majority of equity and voting rights in the expanded equity and voting share capital of the target Company and BDVPL will be classified itself as Promoter.

XIV) Certificate from Practising Company Secretary

The certificate from M/s. Divya Rani, 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: <https://www.jollyplasticindustriesltd.in/>.

Registered Office:

Office No. 426, 4th floor, Patel Avenue,
Nr. Gurudwara, S.G Road, Ahmedabad,
Bodakdev- 380054, Gujarat

Date: 21st January 2026

Place: Ahmedabad, Gujarat

By order of the Board,
For, Jolly Plastic Industries Limited

Sd/-
Sandhya Yadav
Company Secretary & Compliance Officer

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 Extra-Ordinary General Meeting of the Company being held on Monday 16th February 2026 at 11.00 AM. at 426, 4th floor, Patel Avenue, Gurudwara, SG Road, Bodakdev, Ahmedabad, Gujarat, 380054 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: L70100GJ1981PLC004932

Name of the Company: JOLLY PLASTIC INDUSTRIES LIMITED

Corporate Office: S-524, F/F, School Block Vikas Marg, Shakarpur, Delhi 110092

Reg. Off.: 426, 4th floor, Patel Avenue, Gurudwara, S.G Road, Bodakdev, Ahmedabad, Gujarat, 380054

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 being held on Monday 16th February 2026 at 11.00 AM. at 426, 4th floor, Patel Avenue, Gurudwara, SG Road, Bodakdev, Ahmedabad, Gujarat, 380054”and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	RESOLUTIONS
SPECIAL BUSINESS	
1A	Increase in Authorized Share Capital of the Company and Alteration of Capital clause of Memorandum of Association of Company
1B	Adoption of new format of E-Articles of Association by the Company
2	Issue Equity shares on Preferential Basis to Bhaum Digital Ventures Private Limited via swap of shares

Signed this day of..... 2025

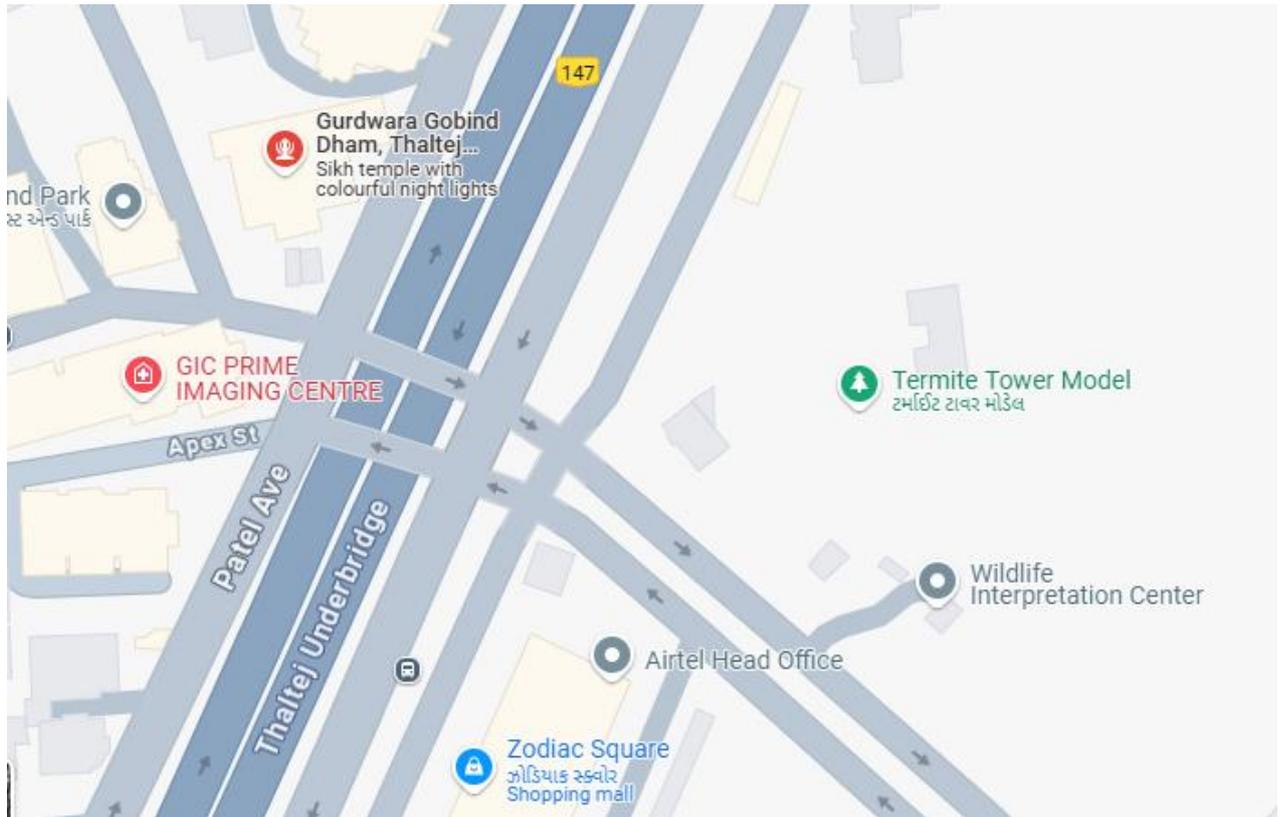
Signature of shareholder

Signature of Proxy holder(s)



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

ROAD MAP



https://www.google.com/maps/search/426,+4th+floor,+Patel+Avenue,+Gurudwara,+S.G+Road,Bo+dakdev,+Ahmedabad,+Gujarat,+380054/@23.0469552,72.5152223,18.25z?entry=tту&g_ep=EgoyMDI1MDcwOS4wIKXMDSoASAFQAw%3D%3D

ANNEXURE -A

S.no.	Category	Pre-Issue		Proposed Issue	Post-Issue	
		No. of shares Held	% of Shareholding		No. of shares Held	% of Shareholding
A.	Promoters Holding					
1	Indian					
	Individual	3,000	0.04	Nil	-	-
	Body Corporate Bhaum Digital Ventures Private Limited	-	-	1,77,00,000	1,77,00,000	72.61
	Sub Total	3,000	0.04		1,77,00,000	72.61
2	Foreign Promoters	-	-	-	-	
	Sub Total (A)	3,000	0.04		1,77,00,000	72.61
B.	Non-promoters' holding/Public					
1	Institutional investors	-	-		-	
2	Non-institution					
	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	10,24,850	15.35	-	10,24,850	4.21
	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	24,48,150	36.67	-	24,48,150	10.04
	Non Resident Indians (NRIs)	250	0.00		250	0.00
	Bodies Corporate	30,72,450	46.02	-	30,72,450	12.60
	Individuals (Reclassified into Promoter Category)	-	-	-	3,000	0.01
	Directors and relatives	-	-	-	-	-
	Any others (including HUF Firm)	1,27,700	1.92	-	1,27,700	0.52
	Sum Total (including Promoter and Non-Promoter Holding)	66,76,400	100%		2,43,76,400	100%

*The Proposed preferential issue to M/s. Bhaum Digital Ventures Private Limited ("Acquirer") shall trigger the open offer process pursuant to Regulations 3(1) and 4 of SEBI SAST Regulations, 2011 ('the Regulations') requiring the Public Announcement ('PA') of the said Regulations and shall re-classify itself as a Promoter of the Company.