



Sangam (India) Limited

CIN: L17118RJ1984PLC003173

Regd. Off: Atun, Chittorgarh Road, Bhilwara-311001 (Raj.) Phone: 01482-245400-06, Fax No. 01482-245450 Web: www.sangamgroup.com Email: secretarial@sangamgroup.com

Notice of Extra–Ordinary General Meeting

To
The Shareholders

Notice is hereby given that the Extra-Ordinary General Meeting of the Members of Sangam (India) Limited will be held on Saturday, November 13, 2021 at 4:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the following business:

1. Issuance of Warrants convertible into Equity Shares to Investor, Promoters and Promoter(s) group of the Company on a Preferential Basis

To consider and, if thought fit, to pass the following resolution as a **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 LODR Regulations”**), the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the uniform Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited (together, the **“Stock Exchanges”**) and in accordance with the rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by Securities and Exchange Board of India (the **“SEBI”**), Stock Exchanges, Ministry of Corporate Affairs (**“MCA”**) and/or any other competent authorities (hereinafter singly or collectively referred to as the **“Appropriate Authorities”**) and subject to necessary approvals, permissions, consents and sanctions as may be necessary from the Appropriate Authorities in this regard and further subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications as may be prescribed or imposed by the Appropriate Authorities while granting any such approvals, permissions, consents and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as **“the Board”**, which term shall include any Committee constituted by the Board to exercise its powers, including the powers conferred by this resolution), the consent and approval of the Members of the Company be and is hereby accorded to the Board and the Board be and is hereby authorised on behalf of the Company to create, offer, issue and allot on preferential basis, from time to time in one or more tranches, to the following Investor, Promoter(s) and Promoter(s) Group (**“Warrant Holders”**) of the Company, up to 57,00,000 (Fifty Seven Lacs) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up Equity Share of the Company having face value of Rs.10/- each (Rupee Ten Only) (**“Equity Share”**) each at a price (including the warrant subscription price and the warrant exercise price) of Rs. 180/- (Rupees One Hundred Eighty only) each (**“Warrants”**) payable in cash (**“Warrant Issue Price”**), aggregating up to Rs.1,030,000,000/- (Rupees One Hundred Three Crore Only) such price being not less than the minimum price (**Floor Price**) as on the relevant date determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws upon receipt of Rs. 45/- (Rupees Forty Five Only) for each Warrant, which is equivalent to 25% (twenty five per cent) of the Warrant Issue Price (**“Warrant Subscription Price”**) entitling the warrant



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holder to apply for and get allotted 1 (one) fully paid-up Equity Share of the Company of face value of Rs.10/- each against every Warrant held, in one or more tranches within a maximum period of 18 (eighteen) months from the date of allotment of Warrants, on payment of Rs. 135/- (Rupees One Hundred Thirty-five only) which is equivalent to 75% (Seventy five per cent) of the Warrant Issue Price, for each Warrant proposed to be converted, in such manner and upon such terms and conditions as may be deemed appropriate by the Board on such terms and conditions as may be determined by the Board in accordance with the SEBI (ICDR) Regulations and other applicable laws (“**Preferential Issue of Warrants**”):

Sr. No.	Name	Category (Investor/Promoter(s)/ Promoter(s) Group)	No. of Warrants Proposed
1	Smt. Madhuri Madhusudan Kela	Investor	2100000
2	Sh. Ram Pal Soni	Promoter(s)/Promoter(s) Group)	700000
3	Smt. Radha Devi Soni	Promoter(s)/Promoter(s) Group)	200000
4	Smt. Mamta Modani	Promoter(s)/Promoter(s) Group)	125000
5	Shri Niwas Modani	Promoter(s)/Promoter(s) Group)	125000
6	Sh. Anurag Soni	Promoter(s)/Promoter(s) Group)	600000
7	Smt. Archana Sodani	Promoter(s)/Promoter(s) Group)	150000
8	Smt. Antima Soni	Promoter(s)/Promoter(s) Group)	100000
9	Anjana Soni Thakur	Promoter(s)/Promoter(s) Group)	100000
10	Neelgagan Commercial Company Ltd	Promoter(s)/Promoter(s) Group)	200000
11	Sahyog Finance Limited	Promoter(s)/Promoter(s) Group)	400000
12	Sangam Fincap Limited	Promoter(s)/Promoter(s) Group)	100000
13	Sangam E-Com Limited	Promoter(s)/Promoter(s) Group)	800000
	Total		5700000

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the preferential issue of the Equity Shares pursuant to the exercise of conversion of the Warrants be Thursday, October 14, 2021 (“**Relevant Date**”) being the date 30 days prior to the date on which the meeting of Members of the Company is held to consider the Preferential Issue of Warrants and the issue price determined in accordance with SEBI (ICDR) Regulations is of Rs. 180/- per Warrant (“**Warrant Issue Price**”).



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RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants to the above warrant holder under the Preferential Issue shall be subject to the following terms and conditions:

1. The Warrant Holder shall, subject to the SEBI ICDR Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted one Equity Share against each Warrant.
2. In accordance with the provisions of Chapter V of SEBI ICDR Regulations, 25% (Twenty-Five Per Cent) of the Warrant Issue Price, shall be paid by the warrant holder on or before allotment of the Warrants and the balance consideration i.e. 75% (Seventy-Five Per Cent) of the Warrant Issue Price shall be paid by the warrant holder at the time of exercise of option to apply for fully paid-up Equity shares of Rs.10/-each of the Company, against each such Warrants held by the Warrant Holder.
3. The Warrant Holder shall be entitled to exercise his option to convert any or all of the Warrants into equity shares of the Company in one or more tranches after giving a written notice to the Company, specifying the number of Warrants proposed to be exercised along with the aggregate Warrant Exercise Price payable thereon, without any further approval from the Members of the Company prior to or at the time of conversion. The Company shall accordingly, issue and allot the corresponding number of equity shares of the Company to the Warrant Holder.
4. The Warrant Holder shall make payment of Warrant Subscription Price and Warrant Exercise Price from its own bank account into to the designated bank account of the Company.
5. In terms of Regulation 166 of the SEBI (ICDR) Regulations, the price of Warrants determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments, if applicable. 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 Warrants shall continue to be locked-in till the time such amount is paid by the Warrant Holder.
6. Upon exercise of the option by Warrant Holder(s), the Company shall issue and allot appropriate number of Equity Shares and perform all such actions as are required including to credit the same to the designated securities demat account of the Warrant Holder.
7. The Warrant Holder shall be entitled to all future corporate actions including but not limited to issue of bonus / rights, if any, and the Company shall reserve proportion of such entitlement for the Warrant Holder.
8. The tenure of Warrants shall not exceed 18 (eighteen) months from the date of allotment. If the entitlement against the Warrants to apply for the Equity Shares of the Company is not exercised by the Warrant Holder within the aforesaid period of 18 (Eighteen) months, the entitlement of the Warrant Holder to apply for Equity Shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant Holder on such Warrants shall stand forfeited.
9. The Warrants shall be issued and allotted in dematerialised form within a period of 15 (fifteen) days from the date of passing of the Special Resolution by the Members, provided that where the issue and allotment of the said Warrants is pending on account of pendency of any approval for such issue and allotment by any regulatory authority, the issue and allotment shall be completed within a period of 15 (fifteen) days from the date of such approval.
10. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and



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shall rank *pari passu* with the then existing Equity Shares of the Company, including entitlement to voting powers and dividend.

11. The Warrants by itself, until exercised and converted into equity shares, shall not give to the Warrant Holder any rights with respect to that of an Equity shareholder of the Company.
12. The Warrants issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under Chapter V of SEBI (ICDR) Regulations.
13. In the event that the Company completes any form of capital restructuring prior to the exercising of the Warrants, then, the number of Equity Shares that are issued against the exercise of each Warrant and the price payable for such Equity Shares, shall be appropriately adjusted in a manner that, to the extent permitted by applicable laws, Warrant Holder: (a) receives such number of Equity Shares that Warrant holder would have been entitled to receive; and (b) pays such consideration for such Equity Shares to the Company which Warrant holder would have been required to pay, had the Warrants been exercised immediately prior to the completion of such capital restructuring.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Warrants, 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 monies received by the Company from the warrant holder for subscription of the Warrants pursuant to the Preferential Issue shall be kept by the Company in a separate account opened by the Company for this purpose and shall be utilized by the Company in accordance with the provisions of the Act.

RESOLVED FURTHER THAT the pre-preferential allotment shareholding of the Warrant Holder, if any, in the Company shall also be subject to lock-in as per the provisions of Chapter V of SEBI (ICDR) Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolution, including without limitation to issue and allot Equity Shares upon exercise of the Warrants, to issue clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolution above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making applications to the Stock Exchanges for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (“NSDL”), Central Depository Services (India) Limited (“CDSL”) and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialised securities account of the Warrant Holder.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation to vary, modify or



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alter any of the relevant terms and conditions, including size of the Preferential Issue and consequent proportionate reduction (subject to rounding off adjustments) of the number of Warrants to be allotted to the warrant holder, provide any clarifications related to issue and allotment of Warrants, listing of equity shares on Stock Exchanges and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of Warrants and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Preferential Issue and further to authorise all such persons as may be necessary, in connection there with and incidental thereto as the Board in its absolute discretion 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 and the decision of the Board shall be final and conclusive.”

**By Order of the Board of Directors
For Sangam (India) Limited**

Sd/-

A.K. Jain

(Company Secretary)

M. No.: F-7842

Date: 16th October, 2021

**Place: Atun, Chittorgarh Road,
Bhilwara, (Raj.) 311001**

Notes:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) in respect of the business under Item No. 1 set out above and details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking re-appointment at this Annual General Meeting are annexed hereto.
2. The Extra-ordinary General Meeting (EGM) is convened through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) pursuant to General Circular numbers 14/2020, 17/2020, 20/2020 and 02/2021 dated 08.04.2020, 13.04.2020, 05.05.2020 and 13.01.2021 respectively, issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular dated 12.05.2020 and 15.01.2021 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as ‘Circulars’), which allow the companies to hold AGM/EGM through VC/OAVM, which does not require physical presence of members at a common venue. The deemed venue for the EGM shall be the Registered Office of the Company i.e. Atun, Chittorgarh Road, Bhilwara- 311001 (Rajasthan).
3. In compliance with the aforesaid Circulars, the Notice of EGM is sent only through electronic mode to those Members whose E-mail addresses are registered with the Company / Depositories / RTA as on 15th October, 2021. The EGM notice of the Company are made available on the Company’s website at www.sangamgroup.com and also on the website of the Stock Exchanges where the shares of the Company have been listed viz., BSE Limited - www.bseindia.com and National Stock Exchange of India Limited - www.nseindia.com



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4. Though a Member entitled to attend and vote at the meeting is entitled to appoint one or more proxies (proxy need not be a member of the Company to attend and vote instead of himself / herself), the facility of appointment of Proxies is not available as the EGM is convened through VC / OAVM.
5. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In case of joint holders only such joint holder who is higher in the order of names will be entitled to vote during the meeting.
7. As a part of the green initiatives the Members, who have not yet registered their E-mail addresses, are requested to register their e-mail addresses with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form. Upon such registration, all communication from the Company/RTA will be sent to the registered e-mail address.
8. Members are requested to intimate, indicating their folio number, the changes, if any, in their registered address, either to the Company's Registrar and Share Transfer Agents or to their respective Depository Participant ("DP") in case the shares are held in dematerialized form.
9. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's RTA. In respect of shares held in demat form, the nomination form may be filed with the respective DP.
10. As per Regulation 40 of SEBI (LODR) Regulations, 2015 as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. Hence, the Members holdings shares in physical form are requested to consider converting their holdings in the dematerialized form. The Members who are desirous to convert their physical holdings into dematerialized form, may contact the Depository Participant of their choice.
11. All documents referred in the accompanying Notice and Statement setting out material facts will be available for electronic inspection for Members on all working days (except Holiday) between 11.00 A.M. and 1.00 P.M. (IST) up to date of EGM.
12. The members / investors may send their complaints/ queries, if any to the Company's RTA at investor@bigshareonline.com or to the Company at secretarial@sangamgroup.com
13. CS Brij Kishore Sharma, Practicing Company Secretary (Membership No. FCS-6206) has been appointed as the Scrutinizer for the conduct of remote e-voting and e-voting process to be carried out at the EGM of the Company in a fair and transparent manner.
14. Since the EGM being held through VC/OAVM, the Route Map, Attendance Slip and proxy form are not attached to this Notice.



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15. Voting Options

E-Voting System – For e-voting and Joining Virtual meetings.

- i. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
- ii. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
- iii. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
- iv. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- v. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
- vi. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.sangamgroup.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com.
- vii. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.



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- viii. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs/EGM were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs/EGM on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

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

- (i) The voting period begins on Wednesday, 10th November, 2021. at 9.00 AM and ends on Friday, 12th November, 2021 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 05th November, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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



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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
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 e-Voting 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. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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.nsdl.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 e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 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



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	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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30



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(iii) 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:

	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) <ul style="list-style-type: none">• 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. <ul style="list-style-type: none">• 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.

- (iv) After entering these details appropriately, click on "SUBMIT" tab.
- (v) 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.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the EVSN for the relevant "Sangam (India) Limited" on which you choose to vote.
- (viii) 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.
- (ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



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- (x) 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.
- (xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiii) 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.
- (xiv) **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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; bksharma162@gmail.com and secretarial@sangamgroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.



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6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 5 (Five) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 5 (Five) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@sangamgroup.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@sangamgroup.com
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.



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

ITEM NO. 1:

In accordance with Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the “Act”) and 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 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue securities by way of preferential basis to Investor, Promoter(s) and Promoter(s) group of the Company.

This financial year started with a second wave, but the production process was fortunately not affected much. We were able to fulfil our targets and meet domestic/export demand which has grown subsequently owing to latest developments in the textile industry.

We would like to bring to your notice that Sangam (India) Limited has delivered good results in the second quarter of the financial year 2021-22. we are working towards enhancing our production capacities in order to manage the increased demand in foreign markets. The management team has already started working on the new project along with increasing present capacities. In view of the same, the company requires additional funds from owned capital as well as borrowed capital. The project implementation will be done in a phased manner and we would require the funds in phases as well.

The Preferential Issue in form of Warrants to investor, promoter(s) and promoter(s) group was considered for a speedy execution in order to help the company to build liquidity.

Implementation of the plan, which includes raising equity and business restructuring, will strengthen the balance sheet of the company. This in turn is expected to provide a strong platform for us to participate in emerging opportunities in the future.

In view of the above, the Board of Directors in its meeting held on 16th October, 2021 has approved the offer and issue up to 57,00,000 Warrants of the Company of Rs. 10/- each at a Premium of Rs. 170/- per share aggregating upto Rs. 103.00 Crore on Preferential basis to investor, promoter(s) and promoter(s) group of the company, subject to inter alia, the approval of the shareholders of the company and receipt of applicable regulatory and statutory approvals in relation thereto. Each warrant shall be convertible into One share of the Company.

The details in relation to the Preferential Issue as required under the SEBI (ICDR) Regulations and the Act read with the rules issued thereunder, are set forth below:



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

The Board of Directors at its meeting held on 16th October, 2021 had, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to 57,00,000 Warrants at a price of Rs. 180/- per Warrant aggregating upto Rs. 103 Crores (Rupees One hundred Three Cores only) to the following Investor, Promoters and Promoter(s) group for cash consideration, on a preferential basis:

Sr. No.	Name	Category (Investor/Promoter(s)/ Promoter(s) Group)	No of Warrants Proposed
1	Smt. Madhuri Madhusudan Kela	Investor	2100000
2	Sh. Ram Pal Soni	Promoter(s)/Promoter(s) Group)	700000
3	Smt. Radha Devi Soni	Promoter(s)/Promoter(s) Group)	200000
4	Smt. Mamta Modani	Promoter(s)/Promoter(s) Group)	125000
5	Shri Niwas Modani	Promoter(s)/Promoter(s) Group)	125000
6	Sh. Anurag Soni	Promoter(s)/Promoter(s) Group)	600000
7	Smt. Archana Sodani	Promoter(s)/Promoter(s) Group)	150000
8	Smt. Antima Soni	Promoter(s)/Promoter(s) Group)	100000
9	Anjana Soni Thakur	Promoter(s)/Promoter(s) Group)	100000
10	Neelgagan Commercial Company Ltd	Promoter(s)/Promoter(s) Group)	200000
11	Sahyog Finance Limited	Promoter(s)/Promoter(s) Group)	400000
12	Sangam Fincap Limited	Promoter(s)/Promoter(s) Group)	100000
13	Sangam E-Com Limited	Promoter(s)/Promoter(s) Group)	800000
	Total		57,00,000



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ii) Maximum Number of specified securities offered and the price at which security is being offered

Up to 57,00,000 Warrants of the Company, at a price of Rs. 180/- (including a premium of Rs. 170/-) per Warrants aggregating up to Rs. 103 Crore (Rupees One Hundred Three Crore only), such price being not less than the minimum price as on the Relevant Date determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

iii) Objects of the Preferential Issue and aggregate amount proposed to be raised

This financial year started with a second wave, but the production process was fortunately not affected much. We were able to fulfil our targets and meet domestic/export demand which has grown subsequently owing to latest developments in the textile industry.

We would like to bring to your notice that Sangam India Limited has delivered good results in the second quarter of the financial year 2021-22. we are working towards enhancing our production capacities in order to manage the increased demand in foreign markets. The management team has already started working on the new project along with increasing present capacities. In view of the same, the company requires additional funds from owned capital as well as borrowed capital. The project implementation will be done in a phased manner and we would require the funds in phases as well.

The Preferential Issue in form of Warrants to investor, promoter(s) and promoter(s) group was considered for a speedy execution in order to help the company to build liquidity.

Implementation of the plan, which includes raising equity and business restructuring, will strengthen the balance sheet of the company. This in turn is expected to provide a strong platform for us to participate in emerging opportunities in the future.

iv) Relevant Date

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, relevant date for determining the floor price for the Preferential Issue is 14th October, 2021, being the date 30 days prior to the date of this Extra-ordinary General Meeting (EGM) at which the proposed preferential issue will be considered.

v) 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 BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (together referred to as the "Stock Exchanges").

The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations and NSE, being the Stock Exchange with higher trading volumes for the said period, has been considered for determining the floor price in accordance with the SEBI (ICDR) Regulations In terms of the applicable provisions of the SEBI (ICDR) Regulations, the minimum floor price, at which the shares may be issued, is Rs. 179.42 per share, being higher of the following:

- a) Average of the weekly high and low of the volume weighted average price of the Equity Shares of the Company quoted on NSE, during the twenty-six (26) weeks preceding the Relevant Date, i.e. Rs. 125.51 per Equity Share; or
- b) Average of the weekly high and low of the volume weighted average price of the Equity Shares of the Company quoted on NSE, during the two (2) weeks preceding the Relevant Date i.e. Rs. 179.42 per Equity Share.



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The Board of Directors has decided to issue share warrant at a price of Rs. 180/- per warrant.

In case of frequently traded shares, the price of the equity shares to be allotted pursuant to the preferential issue shall be determined by regulation 164.

The pricing of the Warrants to be allotted on preferential basis is Rs. 180/- per Warrant which is not lower than the floor price determined as per Regulation 164 of the SEBI (ICDR) Regulations, 2018.

vi) Intent of the Promoters, directors or key managerial personnel of the Company to subscribe to the Preferential Issue; contribution being made by the Promoters or Directors either as part of the Preferential Issue or separately in furtherance of the objects

The Warrants shall be issued to proposed allottees, the Investor, Promoter(s) and Promoter(s) Group of the Company. The proposed allottees have indicated its intention to subscribe to the Preferential Issue. The Promoters or Promoter group as mentioned above will subscribe the warrants mentioned against their names, in the proposed Preferential Issue. None of the Directors or Key Managerial Personnel of the Company, except Mr. Ram Pal Soni, Mr. Shri Niwas Modani and Mr. Anurag Soni, intend to subscribe to any of the Warrants proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.

vii) Time frame within which the Preferential Issue shall be completed

As required under the SEBI ICDR Regulations, the Warrants shall be allotted by the Company within a period of 15 days from the date of passing of this Resolution, provided that where the allotment of the proposed Warrants 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. After allotment, the share warrants shall be convertible into Equity Shares of the Company within 18 months from the date of allotment of the warrant.

viii) Principal terms of assets charged as securities

Not applicable.

ix) Shareholding pattern of the Company before and after the Preferential Issue

S. No.	Category	Pre Issue		Post Preferential Issue	
		No of shares	% age of Shareholding	No of shares	% age of Shareholding
A	Promoter Holding				
	1 Indian				
	Individual	8244433	18.99	10344433	21.06
	Bodies Corporate	18440262	42.47	19940262	40.59
	Sub Total	26684695	61.45	30284695	61.65
	2 Foreign Promoter(s)	-	-	-	-
	Sub Total (A)	26684695	61.45	30284695	61.65



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B	Non- Promoter Holding					
	1	Institutions	341886	0.79	341886	0.70
	2	Non Institutions				
		Individual	3026158	6.97	5126158	10.44
		Bodies Corporate	11434305	26.33	11434305	23.28
		Trusts	50	0.00	50	0.00
		Others	1934465	4.46	1934465	3.94
	Sub Total (B)		16736864	38.55	18836864	38.35
	Grand Total (A+B)		43421559	100.00	49121559	100.00

x) 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 proposed allottees, Investors, Promoters & Promoters group of the Company. Details of shareholding of proposed allottees in the Company, prior to and after the proposed Preferential Issue, are as under:

Sr. No.	Name of Proposed Allottees	Pre-Preferential Issue as on 15th October, 2021		Post-Allotment of Equity Shares pursuant to the Preferential Issue*	
		No. of Equity Shares held	Percentage held	No. of Equity Shares held	Percentage held
1	Smt. Madhuri Madhusudan Kela	0	0.00	2100000	4.28
2	Sh. Ram Pal Soni	1453950	3.35	2153950	4.38
3	Smt. Radha Devi Soni	777761	1.79	977761	1.99
4	Smt. Mamta Modani	505404	1.16	630404	1.28
5	Shri Niwas Modani	499779	1.15	624779	1.27
6	Sh. Anurag Soni	3838665	8.84	4438665	9.04
7	Smt. Archana Sodani	460774	1.06	610774	1.24
8	Smt. Antima Soni	246050	0.57	346050	0.70
9	Smt. Anjana Soni Thakur	203750	0.47	303750	0.62
10	Neelgagan Commercial Company Ltd.	1400000	3.22	1600000	3.26



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11	Sahyog Finance Limited	232750	0.54	632750	1.29
12	Sangam Fincap Limited	2216145	5.10	2316145	4.72
13	Sangam E-Com Limited	7873087	18.13	8673087	17.66

*Assuming that the Post Allotment holding after conversion of Warrants into Equity Shares.

There shall be no change in control of the Company pursuant to the aforesaid Preferential Issue. However, the percentage of shareholding and voting rights exercised by proposed allottees, the Promoters of the Company, will change in accordance with the change in the shareholding pattern as above in Point No. ix.

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:

Sr. No.	Name of Proposed Allottees	Natural Persons who are ultimate beneficial owners of the Shares proposed to be allotted and/or who ultimately control
1	Smt. Madhuri Madhusudan Kela (PAN: ADGPK4711M)	Self
2	Sh. Ram Pal Soni (PAN: ACEPS7628E)	Self
3	Smt. Radha Devi Soni (PAN: ABYPS4155P)	Self
4	Smt. Mamta Modani (PAN: AIVPM4088P)	Self
5	Shri Niwas Modani (PAN: AEEPM7708P)	Self
6	Sh. Anurag Soni (PAN: BETPS9242G)	Self
7	Smt. Archana Sodani (PAN: ANTPS5696L)	Self
8	Smt. Antima Soni (PAN: ARAPS0443C)	Self
9	Smt. Anjana Soni Thakur (PAN: ABYPS4154N)	Self



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10	Neelgagan Commercial Company Ltd (PAN: AAACN1950D)	<p>Directors:</p> <ol style="list-style-type: none"> 1. ARCHANA SODANI (PAN: ANTPS5696L) 2. SUHAS SHAKHARAM GHANEKER (PAN: AHGPG3873Q) 3. KAILASH CHANDER JHANWAR (PAN: AAOPJ6527B) <p>Shareholders:</p> <ol style="list-style-type: none"> 1. ANURAG SONI (PAN: BETPS9242G) 2. LAXMI MANAGEMENT PVT. LTD. (PAN: AABCL3013C) 3. MUKTI CREDITS PVT.LTD. (PAN: AAACM1092K) 4. NEECO PLASTICS PVT.LTD. (PAN: AAACN0314R) 5. NIKITA CREDITS PVT.LTD. (PAN: AAACN0356R) 6. NOVELTY TIE-UP PVT. LTD. (PAN: AACCN5098G) 7. PARKVIEW INVESTMENTS PVT.LTD. (PAN: AADCP0314J) 8. RISEWELL VINTRADE PVT. LTD. (PAN: AAFCR0237A) 9. SAHYOG FINANCE. LTD. (PAN: AACCS0058D) 10. SANGAM FINCAP LTD. (PAN: AACCS0057N) 11. SANGAM GRANITES PVT.LTD. (PAN: AACCS0056P) 12. SCORPIO CREDITS PVT.LTD. (PAN: AAACS4060K) 13. SUBHBIJAY AGENCIES PVT. LTD. (PAN:AAOCS9626F) 14. SURAJ DEVELOPERS PVT.LTD. (PAN:AAACS0751P)
11	Sahyog Finance Limited (PAN: AACCS0058D)	<p>Directors:</p> <ol style="list-style-type: none"> 1. MAHESH CHAND LAKHOTIYA (PAN: AAJPL0987C) 2. HIMMAT KUMAR PAREEK (PAN:ASHPP0431B) 3. KAILASH CHANDER JHANWAR (PAN: AAOPJ6527B) <p>Shareholders:</p> <ol style="list-style-type: none"> 1. RADHA DEVI SONI (PAN:ABYPS4155P) 2. FORTUNE COMMDEAL PVT.LTD. (PAN: AABCF1721F) 3. HAWAMAHAL FINANCE PVT.LTD. (PAN: AAACH5924M) 4. KHETAN TRADELINK PVT.LTD. (PAN: AABCT0669A) 5. LAXMI LANAGEMENT PVT. LTD. (PAN: AABCL3013C) 6. NOVELTY TIE-UP PVT. LTD. (PAN: AACCN5098G) 7. RISEWELL VINTRADE PVT. LTD. (PAN: AAFCR0237A) 8. SANGAM BUSINESS CREDIT LTD. (PAN: AAACS8302E) 9. SANGAM FINCAP LTD. (PAN: AACCS0057N) 10. SANGAM SUITINGS PVT. LTD. (PAN: AACCS2398L) 11. SUBHBIJAY AGENCIES PVT. LTD. (PAN: AAOCS9626F) 12. SURVODAYA AGENCIES PVT.LTD. (PAN: AAJCS5678J) 13. VINAYAK VINIMAY PVT. LTD. (PAN: AACCV4699R) 14. ANURAG SONI (PAN: BETPS9242G) 15. ANURAG SONI HUF(PAN: AARHA4762N) 16. RAM PAL SONI HUF(PAN: AAAHR9287A)



Sangam (India) Limited

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12	Sangam Fincap Limited (PAN: AACCS0057N)	<p>Directors :</p> <ol style="list-style-type: none"> 1. SANJEEV KUMAR PATHAK (PAN: AFFPP3794J) 2. SANWAR MAL BIRLA (PAN: AORPB3704P) 3. KAILASH CHANDER JHANWAR (PAN: AAOPJ6527B) <p>Shareholders:</p> <ol style="list-style-type: none"> 1. ANURAG SONI (PAN: BETPS9242G) 2. FINWORTH INVESTMENT PVT. LTD. (PAN: AAACF2356F) 3. HAWAMAHAL FINANCE PVT.LTD. (PAN: AAACH5924M) 4. KELVIN MERCHANTS PVT.LTD. (PAN: AACCK6816H) 5. LAXMI MANAGEMENT PVT. LTD. (PAN: AABCL3013C) 6. NEECO SHIPPING CO.PVT.LTD. (PAN: AAACN0310M) 7. NOVELTY TIE-UP PVT. LTD. (PAN: AACCN5098G) 8. PISCES SECURITIES PVT. LTD. (PAN: AAACP1264G) 9. RISEWELL VINTRADE PVT. LTD. (PAN: AAFCR0237A) 10. SANGAM BUSINESS CREDIT LIMITED (PAN: AAACS8302E) 11. SANGAM E-COM LTD. (PAN: AAHCS4551N) 12. SANGAM SUITING PVT. LTD. (PAN: AACCS2398L) 13. SUBHBIJAY AGENCIES PRIVATE LIMITED (PAN: AAOCS9626F) 14. ANURAG SONI HUF (PAN: AARHA4762N) 15. RADHA DEVI SONI (PAN: ABYPS4155P) 16. RAM PAL SONI (PAN: ACEPS7628E)
13	Sangam E-Com Limited (PAN: AAHCS4551N)	<p>Directors:</p> <ol style="list-style-type: none"> 1. RAM PAL SONI (PAN: ACEPS7628E) 2. ANJANA SONI THAKUR (PAN: ABYPS4154N) 3. RAJESH BHATT (PAN: AHFPB0649C) <p>Shareholders:</p> <ol style="list-style-type: none"> 1. KRIPPPIE SONI (PAN: AJIPB1569L) 2. SH. RAM PAL SONI (PAN: ACEPS7628E) 3. INTIME REALITY PVT.LTD. (PAN: AABCI9177N) 4. SANGAM BUSINESS CREDIT LIMITED (PAN: AAACS8302E) 5. ANURAG SONI HUF (PAN: AARHA4762N)

As of 16th October, 2021, the following 4 (four) individuals and their relatives are the ultimate beneficiaries by shareholding in the corporate shareholders of the aforesaid promoter group entities of Sangam (India) Limited directly /indirectly by themselves or through their HUF; Mr. Ram Pal Soni; Mr. Anurag Soni; Ms. Radha Devi Soni and Ms. Krippie Soni. The said details of natural persons is given only for the purpose to know natural persons. However, the aforesaid Proposed Allottees will be beneficially shareholder of the equity shares that may be allotted.



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xi) Lock-in Period

The Warrants shall be locked-in for such period as specified under Regulations 167 and 168 of the SEBI ICDR Regulations.

As per the Proviso to Regulation 167(6) of the SEBI ICDR Regulations, the entire Pre-preferential allotment shareholding of proposed allottees shall be locked-in from the Relevant Date up to a period of six months from the date of allotment of warrant.

The Equity Shares to be allotted pursuant to exercise of options attached to warrants issued on a preferential basis to the promoters or the promoter group, shall be locked-in for a period of Three years from the date of trading approval granted for the equity shares allotted pursuant to exercise of the option attached to warrant.

The Equity Shares to be allotted pursuant to exercise of options attached to warrants issued on a preferential basis to the Investor other than promoters or the promoter group, shall be locked-in for a period of One Year from the date of trading approval granted for the equity shares allotted pursuant to exercise of the option attached to warrant.

xii) Undertakings: The Company undertakes that:

- a) None of the Company, its Directors or Promoter have been declared as wilful defaulter as defined under the SEBI (ICDR) Regulations.
- b) None of its Directors is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.
- c) The issuer shall re-compute the price of the specified securities in terms of the provisions of these regulations where it is required to do so.
- d) If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked-in till time such amount is paid by the allottees.

xiii) Auditors' Certificate

The certificate from Rajendra & Co., Chartered Accountant, being the Statutory Auditors of the Company 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.

xiv) Other disclosures

- a) During the period from 1st April 2021 until the date of Notice of this EGM, the Company has not made any preferential issue of Warrants.
- b) Report of the registered valuer is not required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue.
- c) Neither proposed allottees nor any other member of the promoter group of the Company have sold or transferred any Equity Shares during the six months preceding the Relevant Date.



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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 warrants to proposed allottees is being sought by way of a special resolution as set out in the said item of the Notice. Issue 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 Special Resolution of the accompanying Notice for approval by the Members of the Company.

None of the Directors, Key Managerial Personnel (KMP) or their respective relatives, other than the proposed allottees as above, are in any way, concerned or interested, financially or otherwise, except as shareholders in general in the said resolution.

**By Order of the Board of Directors
For Sangam (India) Limited**

Sd/-

A.K. Jain

(Company Secretary)

M. No.: F-7842

Date: 16th October, 2021

**Place: Atun, Chittorgarh Road,
Bhilwara, (Raj.) 311001**