



**PRATHAM EPC
PROJECTS LIMITED**

FORMERLY PRATHAM EPC PROJECTS PVT LTD

ISO 9001 : 2015 (QMS) - ISO 14001 : 2015 (EMS) - ISO 18001 : 2007 (OHSAS)

NOTICE

PRATHAM EPC ROJECTS LIMITED

Registered Office: A-1101, Sankalp Iconic Tower, Opp. Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambli, Ahmedabad, Daskroi, Gujarat, India, 380058

CIN: L45200GJ2014PLC081119

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given to the Shareholders (the "Shareholders" or the "Members") of **PRATHAM EPC PROJECTS LIMITED** (the "Company") that the Extraordinary General Meeting ("EOGM") of the company will be held on Wednesday, 12th March, 2025 at 03:00 PM (IST) at the registered office of the company at A-1101, Sankalp Iconic Tower, Opp. Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambli, Ahmedabad, Daskroi, Gujarat, India, 380058 to transact the following business ("Notice"):-

SPECIAL BUSINESS:

ITEM NO.01

To approve the issuance of equity shares on preferential basis:

To approve the offer or invitation to subscribe to equity shares by way of preferential allotment on a private placement basis, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to (i) the provisions of Sections 23, 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force); (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations"), for the time being in force; and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time; (iv) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"); (v) any other rules / regulations / guidelines, if any, prescribed by the Securities and Exchange Board of India ("SEBI"), and (vi) the memorandum and articles of association of the company; and subject to the approvals, consent(s), permission(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications, as may be prescribed by any of them while granting any such approvals, consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the company (the "Board", which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the approval of the members of the company be and is hereby accorded to create, offer, issue and allot 4,92,611 equity shares of Rs.10/- each with a premium of Rs. 193 (INR One Hundred and Ninety Three only) ("Shares") for a consideration not exceeding an aggregate amount of Rs. 10,00,00,033 (Rupees Ten Crore and Thirty Three Only) to the following investors, each in terms of ICDR Regulations (the "Allottees") by way of preferential allotment on a private placement basis ("Preferential Allotment"), in accordance with the ICDR Regulations, Companies Act and other applicable laws and, on such terms and conditions as mentioned hereunder:



A-1101, Sankalp Iconic Tower, Opp. ISRO Colony, Vikram Nagar, Iscon Ambali Road,
Ahmedabad - 380058. Phone : +91 79 40397628 • CIN : L45200GJ2014PLC081119



info@prathamepc.com



www.prathamepc.com



Name of Allottees	Permanent Account Number (PAN)	No. of Shares	Amount @ Share	Subscription Amount (in Rs.)
Ashish Rameshchandra Kacholia	AADPK0757F	2,46,306	203	5,00,00,118/-
Himalaya Finance and Investment Company	AACFH1077Q	2,46,305	203	4,99,99,915/-

RESOLVED FURTHER THAT the relevant date for the determination for the issue price for the Shares as per the ICDR Regulations is February 10th, 2025.

RESOLVED FURTHER THAT the Preferential Allotment shall be made on the following terms and conditions:

- Each Allottee shall be required to bring in 100% of the consideration for the relevant Shares on or before the date of allotment hereof.
- The consideration for allotment of the relevant Shares shall be paid to the company from the bank account of each Allottee, respectively.
- The Shares to be issued and allotted pursuant to this resolution shall be listed and traded on the Stock Exchanges.
- Allotment of Shares shall only be made in dematerialized form.
- The Shares allotted to the Allottees shall rank pari passu inter-se with the existing equity shares of the company in all respects (including with respect to dividend and voting rights) and shall be subject to the Memorandum of Association and Articles of Association of the company and any applicable lock-in requirements in accordance with Regulation 167 of the ICDR Regulations.
- The Shares shall be allotted within a period of 15 (fifteen) days from the date of this resolution. Where the allotment of the Shares is pending on account of pendency of any approval for the preferential issue / for such allotment by any regulatory / statutory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of such approval.

RESOLVED FURTHER THAT subject to the ICDR Regulations and other applicable laws, the Board be and is hereby authorized to decide, approve, vary, modify and alter the terms and conditions of the issue of the Shares, as it may, in its sole and absolute discretion as deem fit within the scope of this approval of members and expedient and to make an offer to the Allottees through private placement offer cum application letter (in Form PAS-4 as prescribed under the Companies Act), without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 complete record of private placement offers be recorded in Form PAS-5 for the issue of invitation to subscribe to the Shares.





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RESOLVED FURTHER THAT the Directors, Chief Financial Officer and the Company Secretary of the company be and are hereby authorized severally to do all such acts, deeds, matters and things as they may in their sole and absolute discretion consider necessary, desirable or expedient for the purpose of giving effect to the above resolutions, including: (a) to make application(s) to the Stock Exchanges for obtaining in-principle approval for issuance of the subscription and listing of the Shares; (b) to file requisite documents / make declarations / filings with Ministry of Corporate Affairs, SEBI, Stock Exchanges and any other statutory authority for and on behalf of the company; (c) to represent the company before any Government / regulatory authorities; (d) to appoint any merchant bankers or other professional advisors, consultants and legal advisors, and (e) to execute and deliver any and all documents, regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings and to do or cause to be done any and all acts, things or deeds as may be necessary, appropriate or advisable solely in order to carry out the purposes and intent of, and to give effect to the foregoing resolutions, including any forms and documents that may be required to be filed with the concerned Registrar of Companies and other concerned regulatory authorities and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the Shares, utilization of issue proceeds, as may be required.”

By Order of the Board of Directors
Pratham EPC Projects Limited

PALAK
SHARMA

Digitally signed by
PALAK SHARMA
Date: 2025.02.18
16:21:42 +05'30'

Date: 18th Febuaray,2025
Place: Ahmedabad

Palak Sharma
Company Secretary
Membership Number (ACS A74543)





NOTES

1. A SHAREHOLDER/MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (EOGM) IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM. A PROXY NEED NOT BE A SHAREHOLDER/MEMBER OF THE COMPANY. The Instrument appointing proxies to be effective must be deposited at the Company's Registered Office duly completed and signed not less than 48 hours before the commencement of the EOGM.
2. A person can act as proxy on behalf of shareholders/members not exceeding 50 (fifty) and holding in aggregate not more than 10% of the total share capital of the Company. In case of a shareholder/member who is holding more than 10% of the total share capital of the Company, a single person can be appointed as proxy and such person shall not act as proxy for any other person or shareholder. The instrument appointing proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a Body Corporate, it shall be under its seal or be signed by an officer or an attorney duly authorized by it. A proxy form is annexed at the end.
3. Shareholders / Members / Proxies / Authorized Representatives are requested to bring the attendance slips sent herewith to attend the Extraordinary General Meeting (EOGM), as no attendance slips would be made available at the EOGM and they are further requested to quote their Folio Numbers / BO ID in all the correspondences.
4. Institutional / Corporate Shareholders (i.e., other than individuals, HUF, NRI, etc.) intending to appoint their authorized representative(s) to attend the meeting pursuant to the provisions of Section 113 of the Companies Act, 2013, are requested to send to the Company & to the Scrutinizer, a certified true copy of the relevant Board Resolution together with specimen signature(s) of the authorized representative(s) to attend and vote on their behalf at the meeting.
5. In case of Joint holders attending the meeting, only such joint holders who are first holders/ higher in order of names will be entitled to vote.
6. The voting rights of the shareholders / members shall be in proportion to the paid up equity share capital of the Company held by them, as on the cut-off date i.e. 05th day, March, 2025. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to vote at the venue of meeting. A person who is not a Shareholder / member as on the cut-off date should treat this Notice for information purpose only
7. Any person, who acquires shares of the company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote as provided in the Notice conveying the Meeting, which is available on the website of the Company
8. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in dematerialized form are, therefore requested to submit their PAN to the Depository Participant(s) with whom they are maintaining their dematerialized accounts.





SEBI vide its Circular dated November 3, 2021 and December 14, 2021 had mandated the submission of PAN, KYC details and nomination by holders of physical securities.

Shareholders holding shares in physical mode are requested to submit their PAN, KYC and nomination details to the Registrar and Share Transfer Agent of the Company, viz., MUFG Intime India Private Limited at 5th Floor, 506 TO 508, Amarnath Business Centre – 1 (ABC-1), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad - 380006. The forms for updating the same are available at <https://liiplweb.linkintime.co.in/KYC-downloads.html>.

In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, our Registrars are obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents.

9. In support of the 'Green Initiative' announced by the Government of India, all the shareholders holding shares in electronic form are requested to intimate their email addresses to their respective DPs and shareholders holding shares in physical form are requested to intimate their email address to the Company's Registrar and Share Transfer Agent at e-mail id: ahmedabad@linkintime.co.in mentioning the Company's name i.e. Pratham EPC Projects Limited, so as to enable the Company to send the required documents through electronic mode to their e-mail addresses.
10. Electronic copy of the Notice of the Extra Ordinary General Meeting of the Company inter-alia indicating the manner of voting along with Attendance Slip, Proxy Form is being sent to all the members whose email Ids are registered with the Company/ Depository Participant(s) for communication purposes
11. The Company or its Registrars and Transfer Agents, Accurate Securities & Registry Private Limited cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates, such changes are to be advised only to the Depository Participants
12. The Company has appointed Mrs. Viral Garachh, Practicing Company Secretary (Membership No F12558; CP No. 15293), to act as the Scrutinizer for conducting the voting process in a fair and transparent manner.
13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/ Registrar of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from the concerned Depository Participant and holding should be verified
14. With reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB as per SEBI (ICDR) Regulations, 2009 are exempted from e-voting facility to its shareholders.
15. Member/ Proxy holder shall hand over the attendance slip, duly filed in all respect, at the entrance for attending the Meeting along with a valid identity proof such as the PAN card, passport, AADHAR Card or driving license





16. Route-map to the venue of the Meeting is provided in this Notice
17. During the Period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the notice and the explanatory statement and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 4.00 p.m. on all days except Saturday, Sundays and public holidays, from the date hereof up to the date of the Meeting and at the venue of the Meeting for the duration of the Meeting.
18. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode in terms of the MCA Circular dated May 5, 2020, upon E-mail request by any Member of your Company. Members seeking to inspect such documents can send the e-mail to pratham.construction@gmail.com





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

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act"), given here under sets out all material facts relating to the special business mentioned in this EGM Notice.

ITEM NO.1

The Board of Directors of the Company at their meeting held on Tuesday, February 18th, 2025, have approved the proposal to issue Equity Shares through Preferential Allotment to selected group of people as mentioned in the resolution and also given below in the explanatory statement.

Pursuant to provisions of Section 42 and 62 of Companies Act, 2013 ("the Act") and Rules made thereunder (the 'Act') and in accordance with the provisions of Chapter V "Preferential Issue" of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations") as amended from time to time and on terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the members by way of a Special Resolution.

The Board therefore, seeks approval of the members as set out in the notice, by way of Special Resolution to issue and allot Equity Shares through Preferential Allotment to the proposed Allottees.

Necessary information or details in respect of the proposed Preferential Issue of Equity Shares in terms of Section 42 and 62 of the Companies Act, 2013 read with Rule made thereunder and Chapter V of the SEBI ICDR Regulations are as under:

1. The Object of Preferential Issue:

The Company shall utilize the proceeds from the preferential issue of the Equity Shares to finance working capital requirements of the Company and for General Corporate purpose.

2. The total number of securities, kind of securities and price at which securities is being offered:

Issuance of upto 4,92,611 (Four Lakh Ninety Two Thousand Six Hundred and Eleven Only) fully paid-up Equity Shares of the Company of face value of Rs.10/- for cash at a price of Rs. 203/- (Two Hundred and three Rupees only) per Equity Shares (Rs. 10/- Face Value and Rs. 193/- Premium).





3. Name of Proposed Allottees, Class of Person and No. of Shares proposed to be allotted to them:

Sr No.	Name of Proposed Allottees	Status/Class of Allotees (Individual/Body Corporate/Trust/HUF /LLP/AIF)	Natural Persons who are Ultimate Beneficial Owner	Category (Promoter / Public)	No. of shares to be issued
1.	Ashish Rameshchandra Kacholia	Individual	Ashish Rameshchandra Kacholia	Public	2,46,306
2.	Himalaya Finance and Investment Company	Firm	Madhulika Agarwal	Public	2,46,305

4. Particular of offer including the date of Board Meeting, maximum number of Securities to be issued and the issue price:

The Board of Directors of the Company at their meeting held on 18th February , 2025 had subject to approval of members of the Company ("members") and such other approvals as may be required, approved preferential issue of up to 4,92,611 (Four Lakh Ninety Two Thousand Six Hundred and Eleven Only) fully paid-up Equity Shares of the Company of face value of Rs. 10/- for cash price of Rs. 203/- (Two Hundred and Three Rupees Only) {(Face Value Rs. 10 /- (Rupees Ten) and premium of Rs. 193/- (One Hundred and Ninety Three Rupees only)} being charged on each equity share aggregating to not more than Rs. 10,00,00,033/- (Rupees Ten Crore and Thirty Three Rupees Only).

5. Basis or justification of the price (including premium, if any) at which the offer or invitation is being made along with report of the registered valuer & pricing of the preferential issue:

The Equity Shares of Company are listed on NSE Limited. The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164(5) of Chapter V of the SEBI ICDR Regulations. Trading data of NSE, has been considered for pricing in compliance with Regulation 164 of Chapter V of SEBI ICDR Regulations. The floor price of Rs 202.79 (Rupees Two Hundred and Two and Seventy Nine Paise) is determined as per the pricing formula prescribed under the SEBI ICDR Regulations for the preferential issue of equity shares and it is higher of the following:

- 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on NSE preceding the Relevant Date: Rs. 202.79/- per Share;
- 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on NSE preceding the Relevant Date: Rs. 176.90/- per Share





The Company has undertaken a report on valuation of Equity shares from Mr. Shivang Buch, an Independent Registered Valuer (Reg No. IBBI/RV/07/2023 15399) dated 12th February, 2024. and the price arrived is Rs. 202.79/- (Rupees Two Hundred Two and Seventy Nine Paise Only)

A copy of the report issued by the Registered Valuer is available on the website of the Company at www.prathamepc.com

The Board proposes to issue Equity Shares at a price of Rs. 203/- (Two Hundred and Three 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.

Method of determination of price as per the Articles of Association of the company: -

Not applicable as the Articles of Association of the company is silent on the determination of a floor price / minimum price of the equity shares issued on preferential basis.

6. Relevant Date with reference to which the price has been arrived:

The Relevant Date as per Chapter V of the SEBI ICDR Regulations for the determination of the price of the Equity Shares of the face value of Rs 10/- each to be issued is Tuesday, 10th February, 2025.

7. Amount which the Company intends to raise by way of issue of Equity Shares:

The Company proposes to raise upto Rs. 10,00,00,033/- (Rupees Ten Crore and Thirty Three Rupees Only) from the issue of Equity Shares.

8. Intention of Promoters, Directors, Key Managerial Personnel (KMP), Senior Management Personnel to subscribe to the Preferential offer:

None of the Promoters, Directors, Key Managerial Personnel or any of their Relatives is concerned or interested, financially or otherwise, in the proposed Special Resolution set out in this Notice for the allotment of Shares, nor do such persons intend to subscribe to the preferential issue of Shares to the Investors

9. The Proposed time within which the allotment shall be completed:

In accordance with Regulation 170 of the ICDR Regulations, the allotment of the 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), 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).





10. Confirmation regarding willful defaulter or a fraudulent borrower/fugitive if any:

The Company hereby confirms that neither the Company nor its promoters nor its Directors have been declared as willful defaulter or a fraudulent borrower by any bank or financial institution (as defined under the Company Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India. None of the Promoters and directors of the Company have been declared as fugitive economic offenders as per the Fugitive Economic Offender Act, 2018.

11. Requirements as to re-computation of price:

Since the Equity Shares of the Company are listed on recognized stock exchange for more than 90 (Ninety) trading days, the price computation and lock-in extensions, required pursuant to Regulation 164(2), 164(3) and 167(5) of (h) of SEBI ICDR Regulations are not applicable.

12. Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered Valuer:

Not applicable

13. No of persons to whom allotment on preferential basis have been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential allotment during the year.

14. The current and proposed status of the Allottee(s) post Preferential issue namely, Promoter or Non-Promoter:

Sr No.	Name of Proposed Allottees	Current Status of the Propsoed Allottees	Proposed Status of the Proposed Allottees post the Preferential issue
1	Ashish Rameshchandra	Non-Promoter	Non-Promoter
2	Himalaya Finance and Investment Company	Non-Promoter	Non-Promoter

15. Lock-in Period:

The Equity Shares shall be subject to lock-in for such period as specified under the Provisions of relevant Regulation(s) of SEBI ICDR Regulations.

The entire Pre-Preferential Allotment shareholding of the allottees shall be locked-in as specified under Regulation 167(6) of the SEBI ICDR Regulations.





16. Listing and Material Terms of the Issue:

The Company will make an application to the Stock Exchange at which the existing Equity Shares are listed for listing of Equity Shares allotted by way of preferential issue. The above shares, once allotted, shall rank pari passu with the existing Equity Shares of the Company in all respects including dividend.

17. Identity of Proposed Allottees (including natural personas who are the ultimate beneficial owners of equity shares proposed to be allotted and/or having ultimate control):

Sr No.	Name of Proposed Allottees	Category	The identity of the natural persons who are the ultimate beneficial owner of the Shares pursuant to be allotted and/or who ultimately control the proposed Allottees
1	Ashish Rameshchandra Kacholia	Non-Promoter	Not Applicable
2	Himalaya Finance and Investment Company	Non-Promoter	Madhulika Agarwal

18. The Percentage (%) of Post Preferential Issue Capital that may be held by Allottees and Change in Control, if any, consequent to the preferential issue

No. of Invest or	Name of the Investor	No. of Equity Shares to be allotted	Category	Pre-Preferential Holding		Post-Preferential Holding	
				No. of Shares	% holding	No. of Shares	% holding
1	Ashish Rameshchandra Kacholia	2,46,306	Non-Promoter	0	0	2,46,306	1.35%
2	Himalaya Finance and Investment Company	2,46,305	Non-Promoter	0	0	2,46,305	1.35%

Note:





- I. There will be no change in the Promoters neither be any change in the composition of the Board nor any change in the control of the company on account of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares allotted pursuant to this preferential issue.
- II. The Pre-issue Capital has been taken the Paid-up and Listed Capital as on Relevant Date i.e 1,77,60,000 Equity Shares of Rs. 10/- each for the calculation of pre-preferential shareholding of allottees.
- III. The Post-issue capital is derived on the assumption that the 4,92,611 Equity Shares proposed to be allotted in the present issue will be so allotted and accordingly the post issue capital after this preferential issue will be 1,82,52,611 Equity shares of face value of Rs.10/- each.

19. Shareholding pattern of the issuer before and after the preferential issue:

Please refer Annexure - A to this notice for details.

20. Practicing Company Secretary's Certificate:

A Certificate from Viral. A. Garachh, Practicing Company Secretary (ICSI Membership No.: 12558 CP No: 15293), practicing Company Secretaries certifying that the preferential issue of Equity Shares is being made in accordance with requirements of SEBI ICDR Regulations shall be placed before the Extra-ordinary General Meeting of the Shareholders. The certificate shall be made available online for inspection to the Members at the Meeting and which can be accessed at www.prathamepc.com under Investor section.

21. Principal terms of assets charged as securities:

Not Applicable

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

Except the Equity shares held before this preferential issue, no other contribution is being made by the existing promoters or directors either as part of the offer or separately in furtherance of objects.

23. Other Disclosure:

- I. The Company is in compliance with the conditions of continues listing, and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations'.
- II. The Proposed Allottees have not sold or transferred any Equity Shares during the 90(ninety) trading days preceding the relevant date;
- III. Since the present issue size of the Company does not exceed Rs. 100 Crore (Rupees One Hundred Crore), the company is not required to appoint a monitoring agency





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Accordingly the approval of the Members of the Company is hereby subject by way of Special Resolution for authorizing the Board of Directors of the Company to create, issue and allot Subscription Shares as specifically described in the resolution set out at item no 1 of this Notice.

The Board of Directors believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out in the accompanying notice for approval by the Members.

None of the other Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this special resolution as set out at Item No. 1 of this notice except and to the extent of their shareholding in the Company.

By Order of the Board of Directors
Pratham EPC Projects Limited

**PALAK
SHARMA** Digitally signed
by PALAK
SHARMA
Date: 2025.02.18
17:11:38 +05'30'

Palak Sharma
Company Secretary
Membership Number (ACS A74543)

Date: 18th Febuaray, 2025
Place: Ahmedabad

Registered Office: A-1101, Sankalp Iconic Tower, Opp. Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambli, Ahmedabad, Daskroi, Gujarat, India, 380058





Annexure-A

The Company proposes to issue Equity Shares by way of preferential issue to the Non-Promoters (Public category) for cash as per the details given herein below:

Sr. No.	Category	Pre-Issue (14/02/2025)		Post-Issue	
		No. of Shares Held	% of shareholding	No. of Shares Held	% of shareholding
A	Promoter Holding				
1	<u>Indian</u>				
	Individual	12960000.00	72.97%	12960000.00	71.00%
	Bodies Corporate				
	Sub-Total [1]	12960000.00	72.97%	12960000.00	71.00%
2	<u>Foreign Promoters</u>				
	Sub-Total [2]	-	0	-	0
	Total A=[1]+[2]	12960000.00	72.97%	12960000.00	71.00%
B	Non-Promoter Holding				
1	<u>Indian</u>				
	Institutional Investors	6800.00	0.04%	6800.00	0.04%
	Sub-Total [1]	6800.00	0.04%	6800.00	0.04%
	Non-Institutional Investors				
	(i) Private Corporate Bodies	278400.00	1.57%	278400.00	1.53%
	(ii) Directors and relatives	-	0.00%	-	0.00%
	(iii) Indian Public (Individual)	4289200.00	24.15%	4535506.00	24.85%
	(iv) Others	113600.00	0.64%	359905.00	1.97%
	Sub Total [2]	4681200.00	26.36%	5173811.00	28.35%
	Total [1] +[2]	4688000.00	26.40%	5180611.00	28.38%
2	<u>Foreign</u>				
	Institutional Investors	4400.00	0.02%	4400.00	0.02%
	Sub Total [1]	4400.00	0.02%	4400.00	0.02%
	Non-Institutional Investors				
	Individual	107600.00	0.61%	107600.00	0.59%
	Sub Total [2]	107600.00	0.61%	107600.00	0.59%
	Total [1] +[2]	112000.00	0.63%	112000.00	0.61%
	Total B =[1]+[2]	4800000.00	27.03%	5292611.00	29.00%
	Grand Total (A+B)	17760000.00	100.00%	18252611.00	100.00%



CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING

An Extra Ordinary General Meeting (“EGM”) of the Members of Pratham EPC Projects Limited will be held on Wednesday, 12th March, 2025, at 03:00 PM (IST) at the registered office of the company located at A-1101, Sankalp Iconic Tower, Opp. Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambli, Ahmedabad, Daskroi, Gujarat, India, 380058

The Notice of the EGM was dispatched to the Shareholders of the Company on 18th February, 2025, in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circular issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

This corrigendum is being issued to give notice to amend/ provide additional details as mentioned herein and pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:

1. In Item No. 01 of the agenda, 'To approve the issuance of equity shares on a preferential basis' under special business, following details/change(s)/amendment(s) should be taken care while reading the notice of EOGM:
 - (i) The PAN Number in the column mentioned against “Himalaya Finance and Investment Company” shall be substituted and read as “AACFH1077Q”
 - (ii) The term 'equity shares' should be read as 'fully paid-up equity shares' throughout the item.
2. In Annexure-A the category “Non-Promoter Holding” shall be read as “Non-Promoter, Public”
3. In explanatory statement, Item no. 1, Point No. 20 “Practicing Company Secretary’s Certificate” shall be substituted and read as under:

A Certificate from Viral. A. Garachh, Practicing Company Secretary (ICSI Membership No.: 12558 CP No: 15293), practicing Company Secretaries certifying that the preferential issue of Equity Shares is being made in

accordance with requirements of SEBI ICDR Regulations shall be placed before the Extra-ordinary General Meeting of the Shareholders. The certificate shall be made available online for inspection to the Members at the Meeting and which can be accessed using the link: <https://prathamipc.com/home/investor-relation/> or at the website of company at www.prathamipc.com under Investor section.

4. In explanatory statement, Item no. 1, Point No. 23 “Other Disclosures”, following sub-points shall be added:

- IV. Neither the Company nor any of its Promoters or Directors is a wilful defaulter.
- V. Neither the Company nor any of its Promoters or Directors is a fugitive economic offender as defined under the ICDR Regulations
- VI. The company, promoters, promoter group, directors, person(s) in control of the promoter or issuer, if applicable, or selling shareholders are not prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by the Board or any securities market regulator in any other jurisdiction or any other authority/court

5. In explanatory statement, Item no. 1, Point No. 24 “Undertaking”, shall be added:

24. Undertaking:

- I. The equity shares of the company have been listed for a period of more than 90 trading days as on the relevant date, the provisions of Regulation 164(3) of the ICDR Regulations governing re-computation of the price of shares shall not be applicable
- II. The Bank shall re-compute the price of the relevant shares to be allotted under the Preferential Allotment in terms of the provisions of ICDR Regulations where it is required to do so.
- III. If the amount payable on account of the re-computation of price is not paid within the time stipulated in ICDR Regulations, the relevant shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottees.

This Corrigendum to the EGM Notice shall form an integral part of EGM Notice, which is been circulated to the Shareholders of the Company and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum. This Corrigendum will also be made available on the website of the stock exchange i.e., NSE Limited at www.nseindia.com and on the website of the Company at <https://prathamipc.com/home/investor-relation/>. All other contents of the EGM Notice, save and except as modified or supplementary by this Corrigendum, shall remain unchanged.

For, Pratham EPC Projects Limited

PALAK
SHARMA

Digitally signed by
PALAK SHARMA
Date: 2025.02.25
15:40:38 +05'30'

Palak Sharma
Company Secretary

Date: 25th February, 2025
Place: Ahmedabad

Registered Office: A-1101, Sankalp Iconic
Tower, Opp. Vikramnagar Colony, Iscon
Cross Road, S.G. Highway, Ambli,
Ahmedabad, Daskroi, Gujarat, India,
380058

2nd CORRIGENDUM TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF PRATHAM EPC PROJECTS LIMITED WILL BE HELD ON WEDNESDAY, 12TH MARCH, 2025 AT 3.00 PM (IST) AT THE REGISTERED OFFICE OF THE COMPANY AT A-1101, SANKALP INCONIC TOWER, OPP VIKRAMNAGAR COLONY, ISCON CROSS ROAD, S.G.HIGHWAY, AMBALI, AHMEDABAD, DASKROI, GUJARAT, INDIA-380058

The Company is issuing the 2nd Corrigendum in respect of alteration of Notes of the Notices forming part of the voting. Consequently the Notice of EOGM Dated 18th February, 2025, along with subsequent 1st Corrigendum to the Notice of EOGM dated 25th February, 2025 shall be read along with this 2nd corrigendum to the Notice of EOGM.

This Corrigendum to the notice of EOGM is with respect to facilitate E-voting in place of Poll voting, in accordance with Section 108 of the Company Act, 2013 read with the applicable regulation of SEBI (LODR) Regulations, 2015, therefore the Board of Directors in its meeting dated 4th March, 2024 has approved this corrigendum to the Notice of EOGM (correction in the Notes to the Notice- Providing Evoting facility instead of poll voting) as per the query and observation received from NSE Ltd. against our in-principle application for preferential issue of Equity Shares.

The **second corrigendum** is being issued to give notice to amend/ provide additional details as mentioned herein:

1. Point 6 of notes to the notice of EGM shall be substituted and read as under :

The voting rights of the shareholders / members shall be in proportion to the paid up equity share capital of the Company held by them, as on the cut-off date i.e. 05th day, March, 2025. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to vote through electronic means and at the venue of the meeting. A person who is not a Shareholder / member as on the cut-off date should treat this Notice for information purpose only

2. Point 12 of notes to the notice of EGM shall be substituted and read as under:

The Company has appointed Ms. Viral A. Garachh, Practicing Company Secretaries, Ahmedabad (ICSI Membership Number: FCS 12558, Certificate of Practice Number: 15293), who in the opinion of the Board is a duly qualified person as a Scrutinizer and she will scrutinize the voting processes in a fair and transparent manner.

3. The below mention point (s) shall be added after point 12 and to be read under as:

12(a) The Scrutinizer shall, immediately after the conclusion of voting at AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than two days from the conclusion of meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. Thereafter, the Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.

12(b) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.prathamepc.com and on the website of CDSL – www.evotingindia.com and shall be communicated to the Stock Exchange within the time prescribed by the law.

4. Point No. 14 of notes of notice shall be substituted and read as

The Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EOGM pursuant to section 108 of the Companies Act, 2013 read with applicable regulation of SEBI (LODR) Regulation, 2015.

5. Below mentioned point shall be added after point no. 18 and read under as:

19. INSTRUCTIONS FOR REMOTE E-VOTING:

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to exercise members' right to vote at the ensuing Extraordinary General Meeting (EGM) by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL). The facility for voting through ballot paper shall be made available at the EGM, and the Shareholders/ Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot. E-voting facility will not be made available at the EGM venue. The Shareholders / Members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled

to cast their vote again. The instructions for Shareholders/ members for voting electronically are as under:

- i. The voting period begins on 9th March, 2025 at 09:00 AM (IST) and ends on 11th March, 2025 at 05:00 PM (IST). During this period shareholders' of the Company, holding shares on the cut-off date (record date) Wednesday, **March 05th, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

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

Pursuant to above said SEBI Circular, Login method for e-Voting **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 Depository	<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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.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. 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.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.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.
Individual Shareholders holding securities in demat mode with NSDL Depository	<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



	<p>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.</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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</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 22 55 33
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

Step 2 : 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 Remote e-Voting 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	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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)	<p>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.</p> <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.

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 for the relevant Pratham EPC Projects Limited on which you choose to 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.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csviral.garachh@gmail.com and cs@prathamepc.com respectively, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
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 e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India)Limited, A Wing, 25th Floor, Marathon Futurex, MafatlalMill Compounds, N M Joshi Marg, Lower Parel (East),Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

For, Pratham EPC Projects Limited

Palak Sharma
Company Secretary

Registered Office: A-1101, Sankalp Iconic Tower, Opp. Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambli, Ahmedabad, Daskroi, Gujarat, India, 380058

Date: 25th February, 2025
Place: Ahmedabad

3RD CORRIGENDUM TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF PRATHAM EPC PROJECTS LIMITED

The Company hereby issues the 3rd Corrigendum to the Notice of Extra-Ordinary General Meeting (EOGM) to be held on Wednesday, 12th March, 2025 at 3:00 PM (IST) at the registered office of the company located at A-1101, Sankalp Iconic Tower, Opp Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambali, Ahmedabad, Daskroi, Gujarat, India-380058.

This Corrigendum is issued to alter the notes of the notices forming part of the voting. Consequently, the Notice of EOGM dated 18th February, 2025, along with the subsequent 2nd corrigendum to the Notice of EOGM dated 25th February, 2025, shall be read along with these 3rd corrigendum to the Notice of EOGM.

The Board of Directors in its meeting held on 6th March, 2024 approved this corrigendum in response to the query and observation received from NSE Ltd. against our in-principle application for the preferential issue of Equity Shares. This corrigendum is with respect to the change in the issue price of shares in accordance with Regulation 164 of SEBI ICDR.

The following business shall be amended after Item No.1 of the notice dated 18th of February and shall be read as follows

Item No. 1: Change in Issue Price and Number of Shares

Pursuant to Regulation 164 of SEBI ICDR, the issue price of shares has changed from ₹203 to ₹221. The resolution shall now be read as follows:

RESOLVED THAT pursuant to the provisions of Sections 23, 42, and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory amendment(s) or modification(s) thereto or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations"), and in accordance with other applicable rules, regulations, circulars, notifications, clarifications, and guidelines issued thereon from time to time; the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"); any other rules/regulations/guidelines, if any, prescribed by the Securities and Exchange Board of India ("SEBI"); the memorandum and articles of association of the company; and subject to the approvals, consents, permissions, and/or sanctions, if any, of the appropriate authorities, institutions, or bodies as may be required, and subject to such conditions and modifications as may be prescribed by any of them while granting any such approvals, consents, permissions, and/or sanctions, and which may be agreed to by the Board of Directors of the company (the "Board," which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the approval of the members of the company be and is hereby accorded to create, offer, issue, and allot 4,52,489 equity shares of ₹10/- each with a premium of ₹211 ("Shares") for a consideration not exceeding an aggregate amount of ₹10,00,00,069 to the following investors by way of preferential allotment on a private placement basis, in accordance with the ICDR Regulations, Companies Act, and other applicable laws, on such terms and conditions as mentioned hereunder:

Name of Allottees	Permanent Account Number (PAN)	No. of Shares	Issue Price per Share (₹)	Subscription Amount (₹)
Ashish Rameshchandra Kacholia	AADPK0757F	2,26,245	221	5,00,00,145
Himalaya Finance and Investment Company	AACFH1077Q	2,26,244	221	4,99,99,924



RESOLVED FURTHER THAT the relevant date for the determination of the issue price for the Shares as per the ICDR Regulations is 10th February, 2025.

RESOLVED FURTHER THAT the preferential allotment shall be made on the following terms and conditions:

1. Each allottee shall be required to bring in 100% of the consideration for the relevant shares on or before the date of allotment hereof.
2. The consideration for the allotment of the relevant shares shall be paid to the company from the bank account of each allottee, respectively.
3. The shares to be issued and allotted pursuant to this resolution shall be listed and traded on the stock exchanges.
4. Allotment of shares shall only be made in dematerialized form.
5. The shares allotted to the allottees shall rank pari passu inter-se with the existing equity shares of the company in all respects (including with respect to dividend and voting rights) and shall be subject to the Memorandum of Association and Articles of Association of the company and any applicable lock-in requirements in accordance with Regulation 167 of the ICDR Regulations.
6. The shares shall be allotted within a period of 15 days from the date of this resolution. Where the allotment of the shares is pending on account of the pendency of any approval for the preferential issue/for such allotment by any regulatory/statutory authority, the allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT subject to the ICDR Regulations and other applicable laws, the Board be and is hereby authorized to decide, approve, vary, modify, and alter the terms and conditions of the issue of the shares, as it may, in its sole and absolute discretion as deemed fit within the scope of this approval of members and expedient, and to make an offer to the allottees through a private placement offer cum application letter (in Form PAS-4 as prescribed under the Companies Act), without being required to seek any further consent or approval of the members.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, a complete record of private placement offers be recorded in Form PAS-5 for the issue of invitation to subscribe to the shares.

RESOLVED FURTHER THAT the directors, Chief Financial Officer, and the Company Secretary of the company be and are hereby authorized severally to do all such acts, deeds, matters, and things as they may in their sole and absolute discretion consider necessary, desirable, or expedient for the purpose of giving effect to the above resolutions, including: (a) to make applications to the stock exchanges for obtaining in-principle approval for the issuance of the subscription and listing of the shares; (b) to file requisite documents/make declarations/filings with the Ministry of Corporate Affairs, SEBI, stock exchanges, and any other statutory authority for and on behalf of the company; (c) to represent the company before any government/regulatory authorities; (d) to appoint any merchant bankers or other professional advisors, consultants, and legal advisors; and (e) to execute and deliver any and all documents, regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings, and to do or cause to be done any and all acts, things, or deeds as may be necessary, appropriate, or advisable solely to carry out the purposes and intent of, and to give effect to, the foregoing resolutions, including any forms and documents that may be required to be filed with the concerned Registrar of Companies and other concerned regulatory authorities and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the shares, utilization of issue proceeds, as may be required.

It is further noted that this change should be read in all places where the issue price and number of shares were mentioned earlier, and this amendment supersedes all previous references.



PRATHAM EPC
PROJECTS LIMITED
FORMERLY PRATHAM EPC PROJECTS PVT LTD

ISO 9001 : 2015 (QMS) - ISO 14001 : 2015 (EMS) - ISO 18001 : 2007 (OHSAS)

For, Pratham EPC Projects Limited

**PALAK
SHARMA**

Digitally signed by
PALAK SHARMA
Date: 2025.03.07
18:21:30 +05'30'

Palak Sharma
Compliance officer & Company secretary

Registered Office: A-1101, Sankalp Iconic Tower,
Opp. Vikramnagar Colony, Iscon Cross Road,
S.G. Highway, Ambli, Ahmedabad, Daskroi,
Gujarat, India, 380058

Date:-07/03/2025
Place:-Ahmedabad

3RD CORRIGENDUM TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF PRATHAM EPC PROJECTS LIMITED

The Company hereby issues the 3rd Corrigendum to the Notice of Extra-Ordinary General Meeting (EOGM) to be held on Wednesday, 12th March, 2025 at 3:00 PM (IST) at the registered office of the company located at A-1101, Sankalp Iconic Tower, Opp Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambali, Ahmedabad, Daskroi, Gujarat, India-380058.

This Corrigendum is issued to alter the details of the notice issued on 18/02/2025. Consequently, the Notice of EOGM dated 18th February, 2025, along with the 1st Corrigendum sent on 25/02/2025 and 2nd corrigendum sent in 4th March, 2025 shall be read along with this 3rd corrigendum to the Notice of EOGM.

The Board of Directors in its meeting held on 7th March, 2024 approved this corrigendum in response to the query and observation received from NSE Ltd. against our in-principle application for the preferential issue of Equity Shares. This corrigendum is with respect to the change in the issue price of shares (calculated in accordance with Regulation 164 of SEBI (ICDR) Regulation, 2018) and consequent change in the number of fully paidup equity shares to be issued on pregerential basis.

1. In Item No. 01 of the agenda, 'To approve the issuance of equity shares on a preferential basis' under special business, following details/ change(s)/ amendment(s) should be taken care while reading the notice of EOGM:
 - i. Substitute 4,92,611 fully paidup equity shares with “4,52,489 fully paid up equity shares.”
 - ii. Substitute Premium of Rs. 193 with “Premium of Rs. 211”
 - iii. Substitute the an aggregate amount of Rs. 10,00,00,033 (Rupees Ten Crore and Thirty Three Only) with “the an aggregate amount of Rs. 10,00,00,069” (Rupees Ten Crore and Sixty Nine Only)”
 - iv. The table in item no. 1. Giving the details of the preferential issye shall be substituted with:

Name of Allottees	Permanent Account Number (PAN)	No. of Shares	Issue Price per Share (₹)	Subscription Amount (₹)
Ashish Rameshchandra Kacholia	AADPK0757F	2,26,245	221	5,00,00,145
Himalaya Finance and Investment Company	AACFH1077Q	2,26,244	221	4,99,99,924

2. In Item No. 01 of Explanatory statement to the notice, following details/ change(s)/ amendment(s) should be taken care while reading the notice of EOGM:

- i. Wherever 4,92,611 (Four Lakh Ninety Two Thousand Six Hundred and Eleven Only) is mentioned, it shall be substituted with **“4,52,489 (Four Lakh Fifty Two Thousand Four Hundred and Eighty Nine)”** ;
- ii. Rs. 203/- (Two Hundred and three Rupees only) shall be substituted with **“Rs. 221/- (Two Hundred and Twenty One Rupees only)”** ;
- iii. Rs. 193/- Premium shall be substituted with **“Rs. 211/- Premium”** ;
- iv. Rs. 10,00,00,033/- (Rupees Ten Crore and Thirty Three Rupees Only) shall be substituted with **“10,00,00,069/- (Rupees Ten Crore and Sixty Nine Rupees Only)”**
- v. In point no. 3 the table shall be substituted with:

Sr No.	Name of Proposed Allottees	Status/Class of Allottees (Individual/Body Corporate/Trust/HUF/LLP/AIF)	Natural Persons who are Ultimate Beneficial Owner	Category (Promoter / Public)	No. of shares to be issued
1.	Ashish Rameshchandra Kacholia	Individual	Ashish Rameshchandra Kacholia	Public	2,26,245
2.	Himalaya Finance and Investment Company	Firm	Madhulika Agarwal	Public	2,26,244

- vi. In point no. 5, wherever Rs. 202.79 appears, shall be substituted with **“Rs. 220.32”**
- vii. In point no. 18, the table shall be substituted as follows:

No. of Investor	Name of the Investor	No. of Equity Shares to be allotted	Category	Pre-Preferential Holding		Post-Preferential Holding	
				No. of Shares	% holding	No. of Shares	% holding
1	Ashish Rameshchandra Kacholia	2,26,245	Non-Promoter - Public	0	0	2,26,245	1.24%
2	Himalaya Finance and Investment Company	2,26,244	Non-Promoter - Public	0	0	2,26,244	1.24%

- In note No. 3 of point no. 18, 1,82,52,611 fully paidup Equity shares shall be substituted with 1,82,10,489 fully paidup Equity Shares
- viii. Annexure-A to the Explanatory statement shall be substituted with:

Annexure-A

The Company proposes to issue Equity Shares by way of preferential issue to the Non-Promoters (Public category) for cash as per the details given herein below:

Sr. No.	Category	Pre-Issue (14/02/2025)		Post-Issue	
		No. of Shares Held	% of shareholding	No. of Shares Held	% of shareholding
A	Promoter Holding				
1	Indian				
	Individual	12960000.00	72.97%	12960000.00	71.00%
	Bodies Corporate				
	Sub-Total [1]	12960000.00	72.97%	12960000.00	71.00%
2	Foreign Promoters				
	Sub-Total [2]	-	0	-	0
	Total A=[1]+[2]	12960000.00	72.97%	12960000.00	71.00%
B	Non-Promoter Holding				
1	Indian				
	Institutional Investors	6800.00	0.04%	6800.00	0.04%
	Sub-Total [1]	6800.00	0.04%	6800.00	0.04%
	Non-Institutional Investors				
(i)	Private Corporate Bodies	278400.00	1.57%	278400.00	1.53%
(ii)	Directors and relatives	-	0.00%	-	0.00%
(iii)	Indian Public (Individual)	4289200.00	24.15%	4515445.00	24.79%
(iv)	Others	113600.00	0.64%	339844.00	1.87%
	Sub Total [2]	4681200.00	26.36%	5173811.00	28.19%
	Total [1] +[2]	4688000.00	26.40%	5180611.00	28.23%
2	Foreign				
	Institutional Investors	4400.00	0.02%	4400.00	0.02%
	Sub Total [1]	4400.00	0.02%	4400.00	0.02%
	Non-Institutional Investors				
	Individual	107600.00	0.61%	107600.00	0.59%
	Sub Total [2]	107600.00	0.61%	107600.00	0.59%
	Total [1] +[2]	112000.00	0.63%	112000.00	0.61%
	Total B =[1]+[2]	4800000.00	27.03%	5292611.00	29.00%
	Grand Total (A+B)	17760000.00	100.00%	18252611.00	100.00%

This Corrigendum to the EGM Notice shall form an integral part of EGM Notice, which is been circulated to the Shareholders of the Company and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum and previous 1st corrigendum and 2nd corrigendum. This Corrigendum will also be made available on the website of the stock exchange i.e., NSE Limited at www.nseindia.com and on the website of the Company at <https://prathamepc.com/home/investor-relation/>. All other contents of the EGM Notice, save and except as modified or supplementary by this Corrigendum, shall remain unchanged.

For, Pratham EPC Projects Limited

Palak Sharma
Company Secretary

Date: 07th March, 2025
Place: Ahmedabad

Registered Office: A-1101, Sankalp Iconic Tower, Opp. Vikramnagar Colony, Iscon Cross Road, S.G. Highway, Ambli, Ahmedabad, Daskroi, Gujarat, India, 380058