

TIRUPATI FORGE LIMITED
(CIN: L27320GJ2012PLC071594)

Registered Office: Plot No. 1-5, Survey No. 92/1, Near Shan Cement, Hadamtala Industrial Area,
Taluka:Kotda San, Gani, Rajkot-360311, Gujarat

Email: info@tirupatiforge.com **Website:** www.tirupatiforge.com

CORRIGENDUM TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting (EGM) of the Shareholders of Tirupati Forge Limited is being convened on Saturday, November 16, 2024 at 12:00 p.m. IST at the Registered Office of the Company at Plot No. 1-5, Survey No. 92/1, Near Shan Cement, Hadamtala Industrial Area, Taluka:Kotda San, Gani, Rajkot-360311, Gujarat. The Notice of the EGM ("EGM Notice") was dispatched to the Shareholders of the Company on October 23, 2024, in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India, respectively.

In continuation to the Notice dated October 18, 2024, please consider the below additions and/ or modifications in the explanatory statement pertaining to Item No. 2 and 3 contained in the EGM Notice.

This Corrigendum shall form an integral part of and should be read in conjunction with the Notice of EGM dated October 18, 2024 and is also being uploaded on the website of the Company at www.tirupatiforge.com and on the website of Stock Exchanges (www.nseindia.com).

All other contents of the EGM Notice save and except as amended/clarified by this Corrigendum, shall remain unchanged.

The amendments to the Notice of Extra-Ordinary General Meeting are as follows: -

1. Attention is drawn of all the members of the Company to the EGM Notice dated October 18, 2024, towards **explanatory statement to Item No.2 and 3 on page no. 22, in point no. 1, relating to "Objects of the preferential issue"**, wherein we have mentioned the objects of Preferential Issue as "To fund the Expansion of existing capacity, capital assets acquisition, acquisition/purchase of land, plant and machinery and other fixed assets, to fund the future growth opportunities, to meet the enhanced working capital requirements and general corporate purpose and further Strengthen the Company's Capital Base." Hence, the same is elaborated in detail.

Therefore, the information on **page no. 22, in point no. 1, relating to "Objects of the preferential issue"**, shall be read as follows:

To fund the Expansion of existing capacity, assets acquisition, acquisition/purchase of plant and machinery and other fixed assets for purchase of new plant and machinery and other fixed assets for the purpose increasing its existing production capacity of its business for manufacturing, to meet the enhanced working capital requirements and general corporate purpose.

2. Attention is drawn of all the members of the Company to the EGM Notice dated October 18, 2024, towards **explanatory statement to Item No.2 and 3 on page no. 22, in point no. 5 relating to "Undertaking as to re-computation of price and lock-in of specified securities"**, wherein the information mentioned shall be replaced.

Therefore, the information on page no. 22, in point no. 5 relating to **"Undertaking as to re-computation of price and lock-in of specified securities"** shall be read as follows:

The Equity Shares of the Company are listed on National Stock Exchange of India Limited ("NSE") (referred to as the "Stock Exchange"). The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations and, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. Pursuant to the provisions of Regulation 164(1) of ICDR Regulations, the floor price shall not be less than higher of 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company and 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on the National Stock Exchange of India Limited ("NSE"). Therefore, the Board has decided to fix the issue price for Equity Shares and Warrants is Rs. 32/- per Equity Share which is not lower than the floor price determined in accordance with Chapter V of the SEBI ICDR Regulations.

Since the Proposed Preferential Issue shall not result in a change in control, or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to any

of the Proposed Allottee or to allottee(s) acting in concert with any other Allottee(s), the Company is not required to obtain a valuation report from an independent registered valuer and consider the same for determining the price.

3. Attention is drawn of all the members of the Company to the EGM Notice dated October 18, 2024, towards **explanatory statement to Item No.2 and 3 on page no. 31, in point no. 15**, sub point iii **relating to "Undertaking"**, wherein inadvertently we mention that "None of the proposed allottees in the Company held any pre-preferential shares in the Company;" Hence, the same is corrected.

Therefore, the information on **page no. 31, in point no. 15, sub point iii relating to "Undertaking"**, shall be read as follows:

iii. The entire pre-preferential shares in the Company held by the proposed allottees are locked in on or before relevant date;

4. Attention is drawn of all the members of the Company to the EGM Notice dated October 18, 2024, towards **explanatory statement to Item No.2 and 3 on page no. 31, in point no. 15**, sub point iv, **relating to "Undertaking"**, wherein inadvertently we mention that "Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year;" Hence, the same is corrected.

Therefore, the information on **page no. 31, in point no. 15, sub point iv relating to "Undertaking"**, shall be read as follows:

iii. Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year; however, the Company has received trading approval of 56,80,000 equity shares from NSE on June 27, 2024 which has been allotted on February 06, 2024 i.e. during the previous financial year.

5. Attention is drawn of all the members of the Company to the EGM Notice dated October 18, 2024, towards **explanatory statement to Item No.2 and 3 on page no. 32, in point no. 16 relating to "Certificate from Practising Company Secretary"**, wherein inadvertently we missed to mention the full link of path of PCS Certificate hosted on the website of the Company. Hence, the same is corrected.

Therefore, the information on **page no. 32, in point no. 16 relating to "Certificate from Practising Company Secretary"** shall be read as follows:

Mr. Manish Buchasia, proprietor of M/s. M.S. Buchasia & Associates, Company Secretaries, Ahmedabad, the Practising Company Secretary has certified that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2018. A copy of the certificate is kept for inspection at the Registered Office of the Company during the business hours and also available on the website of the Company at <https://www.tirupatiforge.com/file/2023-24/PCS%20Certificate.pdf>

Registered Office

Plot No. 1-9, Survey No. 92/1,
Near Shan Cement, Hadamtala Industrial Area,
Taluka: Kotda Sangani Hadamtala,
Rajkot 360311, Gujarat.
Tel. No.: +91 2827 270512
E-mail: info@tirupatiforge.com
Website: www.tirupatiforge.com

**For and on the behalf of the Board of Directors,
TIRUPATI FORGE LIMITED**

Hitesh
Gordhanbhai
Thummar

Digitally signed by Hitesh
Gordhanbhai Thummar
Date: 2024.11.13 18:48:28
+05'30'

Sd/-

**HITESHKUMAR G. THUMMAR
CHAIRMAN AND MANAGING DIRECTOR
DIN: 02112952**

Place: Rajkot

Date: November 11, 2024