

CORRECT DISCLOSURE TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING OF UNIVASTU INDIA LIMITED

HELD ON WEDNESDAY, 23rd OCTOBER, 2024

To,

Manager - Listing Compliance
National Stock Exchange of India Limited
'Exchange Plaza'. C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Subject: Correct Disclosure to the Notice of Extra-Ordinary General Meeting held on 23rd October, 2024 for UNIVASTU INDIA LIMITED (SYMBOL: UNIVASTU) (ISIN: INE562X01013)

This is for your information that the Company had issued Notice of Extra-Ordinary General Meeting dated 01st October, 2024 seeking the approval of members for certain agenda items through e-voting. The Notice of Extra-Ordinary General Meeting has already been circulated to all the Shareholders of the Company in due compliance with the provisions of the Companies Act, 2013 read with rules made thereunder and applicable provisions of SEBI regulations.

The Company through this disclosure wants to bring into notice to Stock Exchange, following changes to be made in the said Notice of Extra-Ordinary General Meeting in terms of suggestions/ comments/ received from the stock exchange. (NSE)

On and from the date hereof, the Notice of Extra-Ordinary General Meeting shall always be read in conjunction with this disclosure to the Original Notice dispatched to the members of the Company on 01st October, 2024 and Corrigendum dated 19th October, 2024.

This Correct Disclosure is dispatch on 19th December, 2024. to all the eligible shareholders and submitted to Stock Exchange as announcement on 19th December, 2024.

Further, this is for your information that Valuation report has been revised on 19.10.2024 and 30.11.2024 is available at Company website www.univastu.com ,

Though allotment is not more than 5% to any allottee, Rationale of taking Valuation report is changed as per Article of Association and the same has been revised in the Valuation report and in Explanatory Statement- Item no 1-Point no (g) and Item no 2-Point No (g) .

Revision of Valuation report does not result any change in Floor Price/Issue Price

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

Item No 1 : Issuance of equity shares to private investors by way of preferential issue:

Point (g). Basis on which the price has been arrived at along with report of the registered valuer:

- i. The Equity Shares of the Company are listed National Stock Exchange of India Limited (NSE). The Equity Shares are frequently traded in terms of the provisions of SEBI ICDR Regulations and floor price has been determined in accordance with the SEBI ICDR Regulations. In terms of the SEBI ICDR Regulations, the floor price at which the Equity Shares can be issued is INR 215.98/- (Indian Rupees Two Hundred Fifteen and Paise Ninety-Eight Only) respectively,

In case of the frequently traded shares, as per Regulation 164(1) of the SEBI (ICDR) Regulations, 2018, a Floor price of the Equity Shares in preferential issue has to be calculated as under and taken as **whichever is higher of the following:**

- a. 90 (ninety) trading days volume weighted average price (VWAP) of the related equity shares quoted on the recognized stock exchange preceding the Relevant Date which computes to i.e. Rs. 215.98/- (Indian Rupees Two Hundred Fifteen and Paise Ninety-Eight Only) per equity share;
- b. 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 203.19/- (Indian Rupees Two Hundred Three and Paise Nineteen Only) per Equity Share.

The Provisions of Regulation 166A of SEBI ICDR regulations, 2018 are not applicable since the proposed allotment is not more than 5% of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert.

iii. The Company, as required under clause of the Article of Association of Company has obtained a valuation report from an independent registered valuer Shri Hitesh Jhamb, Registered valuer (IBBI Registration No. IBBI/RV/11/2019/12355) having his office at 270 A, First Floor, Patparganj, Mayur Vihar-I, New Delhi- 110091. The price determined as per the valuation report issued by Shri Hitesh Jhamb, Registered valuer (IBBI/RV/11/2019/12355) is ₹ 215.98 (Rupees Two Hundred Fifteen and Ninety Eight Paise Only) per equity share. The said report is available on the website of the Company at <https://www.univastu.com>

The Board has fixed the floor price as Rs.216/- (Rupees Two Hundred Sixteen only) per Equity Share / per Warrant (including premium of Rs. 206/- per Equity Share / per Warrants) and the said price fixed by the Board is higher than the above prices determined in terms of the ICDR Regulation and other applicable provisions.

Point (m)- The names of the proposed allottees, the identity of the natural persons who are the ultimate beneficial owners of the Investors Equity Shares proposed to be allotted and/ or who ultimately control the proposed allottees and the percentage of post preferential offer capital that may be held by them:

Sr. No.	Name of the Proposed Investors	Ultimate Beneficial Owners ('UBO')	Maximum Amount / Up to (INR)	Pre issue shareholding		Post- issue Shareholding*	
				No. of Shares	%	No of Shares	%
1.	Preeti Aggarwal	Individual	10,800,000	-	-	50,000	0.39
2.	Pardeep Nandal	Individual	5,400,000	-	-	25,000	0.20
3.	Deepika Garg	Individual	5,400,000	-	-	25,000	0.20
4.	Manish Grover	Individual	21,600,000	-	-	100,000	0.78
5	Pankaj Passi	Individual	2,160,000	-	-	10,000	0.08
6	Monika Verma	Individual	2,592,000	-	-	12,000	0.09
7	Ritu Gupta	Individual	10,800,000	-	-	50,000	0.39
8	Vinay Makkar	Individual	3,240,000	1,000	0.008	16,000	0.13
9	Manish Mehta	Individual	10,800,000	-	-	50,000	0.39
10	Vikram Kathuri	Individual	10,800,000	-	-	50,000	0.39
11	Nishta Goel	Individual	10,800,000	-	-	50,000	0.39
12	Raj Chawla	Individual	2,160,000	1,000	0.008	11,000	0.09
13	Manish Agrawal	Individual	2,160,000	-	-	10,000	0.08
14	Srishti Jain	Individual	2,160,000	-	-	10,000	0.08
15	Mohit Dhingra	Individual	1,080,000	-	-	5,000	0.04
16	Salhydrau Industries Pvt Ltd	Mr. Gurjeet Singh Walia	6,480,000	-	-	30,000	0.24
17	Topfilings India Private Limited	Mr. Gaurav Jain	4,320,000	-	-	20,000	0.16
18	3 Dimension Capital Services Limited	Mr. Pankaj Khatan	15,120,000	-	-	70,000	0.55
19	Badjate Stock Shares Pvt Ltd	Mr. Anuj Santilal Badjate	21,600,000	-	-	100,000	0.78

*The pre-issue holding of the proposed allottees is as per the latest shareholding pattern filed to the stock exchange i.e. September 30, 2024

**The post preferential percentage of shareholding has been calculated on the basis of post preferential issue capital on fully diluted basis i.e. Rs. 12,73,96,000 divided into 1,27,39,600 Equity Shares of Rs. 10/- (Rupees Ten Only) each assuming full conversion of 6,83,000 warrants and allotment of 6,92,000 Equity Shares.

Point (r) - The current and proposed status of the allottee post the preferential issues namely, promoter or non-promoter:

The pre-issue status of the proposed investors is 'Non-Promoter and Public Category'. The post-issue status of all the proposed allottees shall continue to remain as 'Non-Promoter and Public Category'.

Item 2: Issuance of Warrants to the Proposed Allottees of the Company by way of preferential issue:

Point (g) Basis on which the price has been arrived at along with report of the registered valuer:

- i. The Equity Shares of the Company are listed National Stock Exchange of India Limited (NSE). The Equity Shares are frequently traded in terms of the provisions of SEBI ICDR Regulations and floor price has been determined in accordance with the SEBI ICDR Regulations. In terms of the SEBI ICDR Regulations, the floor price at which the Equity Shares can be issued is INR 215.98/- (Indian Rupees Two Hundred Fifteen and Paise Ninety Eight Only) respectively,

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ii. The Company, as required under clause of the Article of Association of Company has obtained a valuation report from an independent registered valuer Shri Hitesh Jhamb, Registered valuer (IBBI Registration No. IBBI/RV/11/2019/12355) having his office at 270 A, First Floor, Patparganj, Mayur Vihar-I, New Delhi- 110091. The price determined as per the valuation report issued by Shri Hitesh Jhamb, Registered valuer (IBBI/RV/11/2019/12355) is ₹ 215.98 (Rupees Two Hundred Fifteen and Ninety Eight Paise Only) per equity share. The said report is available on the website of the Company at <https://www.univastu.com>

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Point no (m) The names of the proposed allottees, the identity of the natural persons who are the ultimate beneficial owners of the Warrants proposed to be allotted and/ or who ultimately control the proposed allottees and the percentage of post preferential offer capital that may be held by them:

Sr. No.	Name of the Proposed Investors	Ultimate Beneficial Owners ('UBO')	Maximum Amount / Up to (INR)	Pre issue shareholding		Post- issue Shareholding*	
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6	Preeti Bhauka	Individual	4,320,000	-	-	20,000	0.16
7	Sakshi Bhalla	Individual	2,160,000	-	-	10,000	0.08
8	Ritu Bansal	Individual	2,160,000	-	-	10,000	0.08
9	Rakesh Zambare	Individual	2,160,000	150	0.0013	10,150	0.08
10	SBJ Management Services Private Limited	Mr. Ravi Bhatia Mrs Bhawna Bhatia	30,240,000	-	-	140,000	1.10
11	WCA Services Private Limited	Mr. Bhawna Bhatia	29,808,000	-	-	138,000	1.08
12	Flightech Solutions Private Limited	Mr. Harish	16,200,000	-	-	75,000	0.59
13	Salhydrau Industries Pvt Ltd	Mr. Gurjeet Singh Walia	4,320,000	-	-	20,000	0.16
14	SSNK Consultancy Sevices Private Limited	Mr. Shammi Khanna Mr. Sunny Raheja	10,800,000	-	-	50,000	0.39
15	SRM Value Growth Investments Pvt. Ltd.	Mr. Rakshay Jain	10,800,000	-	-	50,000	0.39

16	3 Dimension Capital Services Limited	Mr. Pankaj Khatan	6,480,000	-	-	30,000	0.24
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Assuming competition of the preferential allotment to proposed Investors.

The pre-issue holding of the proposed allottees is as per the latest shareholding pattern filed to the stock exchange i.e. September 30, 2024

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**The post preferential percentage of shareholding has been calculated on the basis of post preferential issue capital on fully diluted basis i.e. Rs. 12,73,96,000 divided into 1,27,39,600 Equity Shares of Rs. 10/- (Rupees Ten Only) each assuming full conversion of 6,83,000 warrants and allotment of 6,92,000 equity shares.

All other particulars and details remain unchanged. **This disclosure shall be read in conjunction with the Notice dated 01st October, 2024 together with explanatory statement and corrigendum dated 19th October, 2024. As the EGM has already been held on 23rd October, 2024.** Management has decided to provide shareholders the opportunity who have voted prior to the receipt of these information and in order to follow the same correct disclosure is dispatched on 19.12.2024 to all the eligible shareholders and the same has been submitted as announcement to stock exchange in order to follow the guidance provided by NSE to provide shareholders the best opportunity who have voted prior to receipt of these information.

Date: 19.12.2024

Place: Pune

For and on behalf of Univastu India Limited

SD/-

**Sakshi Tiwari
Company Secretary & Compliance Officer
Membership No: ACS67056**