

GOLKONDA ALUMINIUM EXTRUSIONS LIMITED
(Formerly known as Alumeco India Extrusion Limited)

CIN: L74999DL1988PLC330668

Regd. Office: A-2/78-B, Keshav Puram, New Delhi - 110 035, India

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NOTICE OF POSTAL BALLOT THROUGH E-VOTING

Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of The Companies (Management & Administration) Rules, 2014

To,

The Members of **Golkonda Aluminium Extrusions Limited**,

Notice is hereby given that pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act"), Rule 20 and 22 of the Companies (Management and Administration Rules), 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings (SS-2) read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Act and the Rules made thereunder on account of the threat posed by COVID -19" and the General Circular No. 33/2020 dated September 28, 2020 the General Circular No. 39/2020 dated December 31, 2020 in relation to extension of the framework provided in the aforementioned circulars up to June 30, 2021, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and all other applicable rules framed under the Act, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter to the extent applicable and any other applicable laws and regulations, the resolution appended below are proposed to be passed by the Members as Special Resolution by way of Postal Ballot (remote e-voting).

Due to difficulty in dispatch of the Notice along with the Explanatory Statement and Postal Ballot Form by post or courier, on account of threat posed by COVID-19 pandemic situation and as permitted under the MCA Circulars, the Company is sending the Notice in electronic form only. In compliance with Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice.

The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts and related particulars pertaining to the aforesaid Special Businesses is annexed to this Postal Ballot Notice for your consideration.

Members are requested to carefully read the instructions forming part of Postal Ballot Notice and communicate their Assent or Dissent for the aforesaid Special Business before 05:00 P.M. on Thursday, 24 June, 2021. Assent or Dissent of the members on the resolutions mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circulars.

The Board of Directors of the Company has appointed Mr. Vikas Kumar Verma, Managing Partner of M/s Vikas Verma & Associates, New Delhi, having Membership Number F9192, to act as the Scrutinizer for conducting the Postal Ballot (remote e-voting) process in a fair and transparent manner.

In compliance with the provisions of Section 108, 110 and other applicable provisions of the Act, read with the Rule 20 and 22 of the said Rules and Regulation 44 Listing Regulations, the Company is providing e-voting facility to all the Members of the Company. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited to enable the Members to cast their votes electronically.

Upon completion of the e-voting process, the Scrutinizer will submit his report to the Chairman of the Company and the result of the Postal Ballot will be announced on Friday, 25 June, 2021 by 05:00 P.M. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date of e-voting i.e., Thursday, 24 June, 2021.

The said result along with the Scrutinizer's Report will be uploaded on the Company's website <http://www.gael.co.in/> and on the website of Central Depository Services (India) Limited e-voting website: <http://www.evotingindia.com/> and will be communicated to the stock exchange where the equity shares of the Company is listed.

SPECIAL BUSINESS:

ISSUANCE OF 15,50,000 EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER AND NON- PROMOTER CATEGORY

To consider and, if thought fit, to give Assent / Dissent to the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to 23(1)(b), 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, 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-enactments thereof for the time being in force), Memorandum and Articles of Association of the Company, 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 (the “SEBI Listing Regulations”), as amended from time to time, the listing agreements entered into by the Company with BSE Limited on which the equity shares of the Company having Face Value of Rs.10/- each (“Equity Shares”) are listed, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended (the “SEBI SAST Regulations”) and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), BSE Limited (“Stock Exchange”) and/or

any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities"), wherever applicable and subject to such approvals, consents and permissions as may be necessary or required and subject to such conditions as may be applicable (including any alterations, modifications, corrections, changes and variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents as the case may be required) by any other regulatory authorities which may be agreed to and/or accepted by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall be deemed to include any duly constituted / to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board") **to create, offer, issue, and allot up to 15,50,000 (Fifteen Lakh Fifty Thousand) Equity Shares of the Face Value of Rs.10/- (Rupees Ten Only) each fully paid up at an Issue Price of Rs.10/- (Rupees Ten Only) per share aggregating up to Rs.1,55,00,000 (Rupees One Crore Fifty - Five Lakh Only), for cash,** on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws and in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 or any other applicable provisions of law as may be prevailing as on date, to the below-mentioned persons belonging to the Promoter and Non-Promoter Category, in the manner as follows:

S. No.	Name of proposed allottee	Category	Number of Shares
1.	Hari Prakash Agrawal	Promoter	3,00,000
2.	Veena Gupta	Non-Promoter	2,50,000
3.	Vijay Kumar Gupta	Non-Promoter	5,00,000
4.	Ashish Kumar Gupta	Non-Promoter	5,00,000
Total			15,50,000

RESOLVED FURTHER THAT the Equity Shares proposed to be allotted in terms of this resolution shall be subject to the following:

- The Equity Shares to be allotted to the Proposed Allottees shall be under lock-in for such period as may be prescribed by the SEBI ICDR Regulations, 2018;
- The Equity Shares so allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations, 2018 except to the extent and in the manner permitted thereunder;
- Allotment shall only be made in dematerialized form;
- The 'Relevant Date' for the purpose of determining the minimum issue price of the Equity Shares proposed to be allotted to the above mentioned allottee is Tuesday, 25 May, 2021 i.e., being the date, which is 30 days prior to the last date of E-Voting i.e., Thursday, 24 June, 2021;

- The allotment of Equity Shares is proposed to be completed within a maximum period of 15 days from the date of passing this resolution, provided that where the allotment is pending on account of pendency of any approval by any regulatory authority, or the Central Government then, the allotment shall be completed within 15 days from the date of receipt of such approval;
- The Equity Shares proposed to be issued shall rank pari passu with the existing Equity Shares of the Company in all respects and that the Equity Shares so allotted shall be entitled to the dividend declared, if any, including other corporate benefits, if any, for which the book closure or the record date falls subsequent to the allotment of Equity Shares.
- The issue and allotment of Equity Shares be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to the provision of the Companies Act 2013, the name of the subscriber be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Subscriber inviting the Subscriber to subscribe to the Equity Shares, as per the draft tabled at the Meeting and duly initialed by the Chairman for the purpose of identification and consent of the Company is hereby accorded to the issuance of the same to the Subscriber to the Equity shares.

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

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things and perform such actions as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose, authorize any person including to seek listing, apply for in principle and listing approval of the Equity Shares to be issued and allotted to the above mentioned allottee and to modify, accept and give effect to any modifications in the terms and conditions of the issue(s) as may be they deem fit, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange as appropriate and utilization of proceeds of the Preferential Issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any one or more Directors/ Key Managerial Personnel / Officers of the Company.

RESOLVED FURTHER THAT all action(s) taken by the Board or Committee(s) thereof, any Director(s)/Company Secretary or Officer(s) or any other authorized signatory/ies of the Company in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors
For Golkonda Aluminium Extrusions Limited**

**Date: May 23, 2021
Place: New Delhi**

**Sd/-
Anand Bharti
Whole Time Director
DIN: 02469989**

Notes:

1. Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 setting out material facts concerning the resolutions are annexed hereto.
2. Due to difficulty in dispatch of the Notice along with the Explanatory Statement and Postal Ballot Form by post or courier, on account of threat posed by COVID-19 pandemic situation and as permitted under the MCA Circulars, the Company is sending the Notice in electronic form only.
3. In compliance with Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. For this purpose, the Company has engaged Central Depository Services (India) Limited for facilitating e-voting to enable the Members to cast their votes electronically.
4. This notice is being sent to all the members whose names appear in the Register of Members/Records of Depositories as on the close of working hours on Friday, 21 May, 2021 i.e., “the cut-off date”. Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on Friday, 21 May, 2021.
5. The members who have registered their e-mail id either with the Depositories or with the Company are being sent Postal Ballot Notice through e-mail only.
6. The members can vote on resolutions through remote e-voting facility only. Assent or Dissent of the members on the resolutions mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circulars.

7. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting out material facts are available electronically for inspection via a secured platform without any fee by the members. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of e-voting. Members seeking to inspect such documents can send an email to cs@gael.co.in.

8. The e-voting facility shall be available during the following period:

Commencement of e-voting: 10:00 A.M. (IST) on Wednesday, 26 May, 2021.

End of e-voting: 05:00 P.M. (IST) on Thursday, 24 June, 2021.

The e-voting shall not be allowed beyond the aforesaid date and time and e-voting module shall be disabled by Central Depository Services (India) Limited for voting thereafter.

9. The e-Voting Event Number, User ID and Password for e-voting are being sent only by e-mail, to those Members who have registered their e-mail ID's.

10. The Scrutinizer will make a report of the total votes cast in favor or against and invalid votes, if any, to the Chairman / Managing Director of the Company or in his absence to any other Director authorized by the Board, who shall countersign the same.

11. Based on the Scrutinizer's Report, the result of Postal Ballot will be declared by the Chairman / Managing Director or in his absence by Company Secretary on Friday, 25 June, 2021.

12. The result will be placed on the Company's website www.gael.co.in and on Central Depository Services (India) Limited website www.evotingindia.com. The result will also be forwarded to the Stock Exchange(s), where the Company's shares are listed.

13. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date of e-voting i.e., Thursday, 24 June, 2021.

14. Members are requested to carefully read the '**Instructions for e-voting**' mentioned hereunder:

- i. The voting period begins on Wednesday, 26 May, 2021 at 10:00 A.M. and ends on Thursday, 24 June, 2021 at 5:00 P.M. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 21 May, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. The shareholders should log on to the e-voting website i.e. www.evotingindia.com.
- iii. Click on "Shareholders" module.
- iv. 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.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- v. Next enter the Image Verification as displayed and Click on Login.
- vi. 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.
- vii. If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. 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.
- x. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN of the GOLKONDA ALUMINIUM EXTRUSIONS LIMITED.
- xii. 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.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- xiv. 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.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvii. 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.
- xviii. Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

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**Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)**

The following Statement sets out all material facts relating to the Special Resolution mentioned in the accompanying Notice:

The preferential issue of up-to 15,50,000 Equity Shares at an issue price of Rs.10/- per share to the persons belonging to Promoter & Non - Promoter category has been earlier approved by Board of Director of the Company at their meeting held on Thursday, 8 April, 2021 which has been put forth for shareholder's approval via postal ballot notice dated Tuesday, 13 April, 2021.

However, in the said notice, the details of pre and post issue shareholding of the proposed allottees has been inadvertently missed out. The Preferential Issue Committee of the Board of Directors of the Company has rectified and re-approved notice vide their meeting held on Sunday, 23 May, 2021 and deemed it fit to obtain fresh shareholders' approval to curb out practical difficulties in obtaining requisite approval from the stock exchange(s) and other relevant authorities.

Thus, shareholders' approval via Special Resolution is sought to issue and allot up to 15,50,000 Equity Shares at an issue price of Rs.10/- per share to the persons belonging to Promoter & Non - Promoter category in terms of Chapter V of SEBI (ICDR) Regulations and applicable provisions of Companies Act, 2013.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR) Regulations are set forth below:

I. Objects of the Issue:

The proceeds of the preferential issue shall be utilized to meet the funding requirements of the Company for redeeming outstanding 10% Cumulative Redeemable Optionally Convertible Preference Shares ("CROCPS") of the Company.

II. Particulars of the offer including the maximum number of specified securities to be issued:

Preferential issue of up to 15,50,000 Equity Shares at an issue price of Rs.10/- per share or such other higher price as may be determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations.

III. The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

None of the Promoters, Directors or Key Managerial Personnel ('KMP') of the Company, except as following, have any intention to subscribe to the offer:

S. No.	Name of proposed allottee	Category	Number of Shares
1.	Hari Prakash Agrawal	Promoter	3,00,000

IV. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue is likely to be as follows:

Category	Pre issue Shareholding		Proposed Issue of Equity Shares	Post Issue Shareholding	
	No. of Shares	%		No. of Shares	%
(A) Promoter Shareholding					
(1) Indian					
(a) Individuals & HUF	22,50,030	60.49	3,00,000	25,50,030	48.39
(b) Bodies Corporate	-	-	-	-	-
Sub Total (A)(1)	22,50,030	60.49	3,00,000	25,50,030	48.39
(2) Foreign promoters	-	-	-	-	-
Total Promoter shareholding A=A1+A2	22,50,030	60.49	3,00,000	25,50,030	48.39
(B) Public Shareholding					
B1) Institutional Investors	645	0.02	-	645	0.01
B2) Central Govt./Stat Govt./POI	-	-	-	-	-
B3) Non-Institutional Investors	-	-	-	-	-
Individuals	12,50,524	33.62	12,50,000	25,00,524	47.45
Body Corporate	1,10,430	2.97	-	1,10,430	2.10
Others (Including NRI)	1,07,880	2.90	-	1,07,880	2.05
Total Public Shareholding B=B1+B2+B3	14,69,479	39.51	12,50,000	27,19,479	51.61
C) Non-Promoter - Non-Public	-	-	-	-	-
Grand Total (A+B+C)	37,19,509	100	15,50,000	52,69,509	100

V. Proposed time limit within which the allotment shall be complete:

As required under the SEBI ICDR Regulations, the Equity Shares 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 Equity Shares 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.

VI. The identity of the natural persons who are the ultimate beneficial owners of the equity shares proposed to be allotted and / or who ultimately control the proposed allottee(s) and the percentage of post preferential issue capital that may be held by them:

Sr. No.	Name of the Proposed Allottees	Ultimate Beneficial Owner	Pre-Issue Shareholding		Allotment of Equity Shares	Post Issue Shareholding	
			No. of shares	%		No. of shares	%
1	Hari Prakash Agrawal	Not Applicable	6,00,030	16.13	3,00,000	9,00,030	17.08
2	Veena Gupta	Not Applicable	30	0.00081	2,50,000	2,50,030	4.74
3	Vijay Kumar Gupta	Not Applicable	30	0.00081	5,00,000	5,00,030	9.49
4	Ashish Kumar Gupta	Not Applicable	1,500	0.04033	5,00,000	5,01,500	9.52

VII. Consequential Changes in the Voting Rights and Change in Management:

There shall be no change in control of the Company pursuant to the issue of Equity Shares.

VIII. Lock-in Period:

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

IX. Issue price and Relevant Date:

The price of equity shares to be issued is fixed at Rs.10/- (Rupees Ten Only) per equity share for preferential issue. The shares of the Company are infrequently traded on the BSE Limited, hence the price is determined in compliance with Regulation 165 of SEBI (ICDR) Regulations, 2018 for Preferential Issues taking into account valuation parameters including book value, comparable trading multiples and such other parameters as are customary for valuation of shares.

A certificate from Independent Valuer confirming the minimum price for preferential issue as per preferential issue guidelines of SEBI (ICDR) Regulations, 2018 along with the calculation thereof is obtained and the same is available for inspection at the Registered Office of the Company.

X. Undertakings:

- None of the Company, its Directors or Promoters are categorized as willful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the Equity Shares have been listed for a period of more than twenty-six weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

- No member of the promoter group of the Company have sold or transferred any Equity Shares during the six months preceding the Relevant Date.

XI. Auditor's Certificate:

The certificate from M/s Kapoor Jain & Associates, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate is available at the website of the Company, till the declaration of results of the Postal Ballot i.e., Friday, 25 June, 2021.

XII. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution:

Except for Mr. Hari Prakash Agrawal and his relatives, none of the other Directors or key managerial personnel or their relatives are in any way concerned or interested, financially or otherwise, in the above referred resolution.

The Board of Directors recommends the resolution as set out in this notice for the issue of equity shares on a preferential basis, to the persons belonging to the promoter and non-promoter category by way of Special Resolution.

**By order of the Board of Directors
For Golkonda Aluminium Extrusions Limited**

**Date: May 23, 2021
Place: New Delhi**

**Sd/-
Anand Bharti
Whole Time Director
DIN: 02469989**