

**ATV
PROJECTS
INDIA
LIMITED**



(An ISO 9001:2015 Certified Company)

REGISTERED OFFICE :
1201, 12TH FLOOR, WINDFALL BUILDING,
SAHAR PLAZA COMPLEX, ANDHERI - KURLA ROAD,
J.B. NAGAR, ANDHERI (E), MUMBAI - 400 059.
TEL.: 91-22-67418212 / 66969449
E-mail ID : atvprojects@ymail.com
CIN:- L99999MH1987PLC042719

Date: 04.08.2025

To,
The Department of Corporate Service
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Respected Sir,

**Sub: Corrigendum relating to notice of an Annual General Meeting of the Company
scheduled to be held on Saturday 16th August,2025**

With reference to the captioned subject, this is to inform you that the Company is issuing a Corrigendum in continuation of and in conjunction with the AGM Notice and shall form an integral part of the Annual General Meeting ("AGM"). The AGM of the Members of ATV Projects India Limited is scheduled to be held on Saturday, August 16, 2025 at 11.00 a.m. through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility.

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, please find enclosed Corrigendum to the Notice of an Annual General Meeting of the Company.

This is for your kind information & records.

Thanking you,
Yours faithfully,
For ATV PROJECTS INDIA LIMITED

SARADA PATRO
COMPANY SECRETARY

Encl.: A/a

CORRIGENDUM TO THE NOTICE OF THE ANNUAL GENERAL MEETING

This Corrigendum is being issued in continuation of Annual General Meeting (AGM) notice dated July 19, 2025 scheduled to be held on Saturday, August 16, 2025 at 11.00 A.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). The notice of AGM was dispatched to the shareholders of the Company on July 22, 2025 electronically, in due compliance with the provisions of the Companies Act, 2013, as amended, and the rules made thereunder (the “Companies Act”), read with circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (“SEBI”), to transact the business stated therein.

This Corrigendum to the AGM Notice (“Corrigendum”) is issued in respect of Item No. 8 of the AGM notice and Explanatory Statement thereto to provide certain clarifications/additional details/amendment pursuant to suggestions/comments received from BSE.

The issue price has been changed to Rs. 40.80/- (Rupees Forty and Paise Eighty Only) per warrant from earlier mentioned price Rs. 41.50/- (Rupees Forty-One and paise Fifty only). The registered valuer has issued an addendum dated 31.07.2025 to the valuation report dated July 17, 2025 as directed by BSE. The updated report is available for members to inspect and can be accessed on the Company’s website: [https:// www.atvprojects.co.in](https://www.atvprojects.co.in).

This corrigendum should be read in continuation of and in conjunction with the AGM Notice and shall form an integral part of the AGM Notice. All other contents of the AGM Notice, save and except as modified by this communication, shall remain unchanged.

To clarify, this corrigendum is being issued to reflect the changes in the value of the warrant. Accordingly, there are consequential changes in the resolution and the explanatory statement with respect to the Issue of Convertible Warrants on Preferential basis. Hence the amended resolution at Item No. 8 & its explanatory statement is as stated hereunder.

Issue of Convertible Warrants on Preferential Basis to a Promoter.

To consider and, if thought fit, to pass the following resolution as **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other rules

and regulations made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), ('the Act'), the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ('ICDR Regulations'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the listing agreement entered into by the Company with BSE Limited, the applicable provisions of the Foreign Exchange Management Act, 1999, if any, including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof, and the Rules and Regulations made thereunder, as amended, and subject to other applicable Rules/ Regulations /Guidelines /Notifications/Circulars and clarifications issued thereunder, if any, from time to time by the Government of India, Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India (SEBI) and/or any other competent authorities to the extent applicable, and subject to all necessary approval(s), consent(s), permission(s) and/or sanction(s), if any, of any third parties, statutory or regulatory authorities including BSE Limited ('Stock Exchange'), as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include any duly constituted Committee of the Board of Directors to exercise its powers including powers conferred under this resolution) approval of the Members of the Company be and is hereby granted to the Board, to offer, issue and allot from time to time in one or more tranches up to 25,00,000 (Twenty Five Lacs Only) Convertible Warrants of the Company of the face value of Rs. 10/- each ('Warrants) at a price of Rs. 40.80/- (Rupees Forty & Paisa Eighty Only) each ('Issue Price') including premium of Rs. 30.80/- (Rupees Thirty and Paisa Eighty Only) each aggregating to Rs. 10,20,00,000/- (Rupees Ten Crore Twenty Lakhs Only) to promoter ("Proposed Allottee") as per the provisions of the ICDR Regulations, by way of preferential issue on private placement basis for cash in accordance with the terms as mentioned herein below and on such other terms and conditions as the Board may, in its absolute discretion think fit and without requiring any further approval or consent from the Members, subject to applicable laws and regulations, including the provisions of Chapter V of the ICDR Regulations and the ICDR Regulations and the Act".

<i>Sr. No.</i>	<i>Name of the Proposed Allottee</i>	<i>Category</i>	<i>Maximum no. of Warrants to be allotted</i>	<i>Maximum Amount to be raised (In Rs.)</i>
1	Mahalaxmi Import Export Pvt Ltd	Promoters	25,00,000	Rs. 10,20,00,000/-

“RESOLVED FURTHER THAT the Company hereby notes and takes on record that in accordance with the provisions of Regulation 161 of the ICDR Regulations ,the “Relevant Date” for the purpose of calculating the minimum price for the issue of Convertible Warrants of the Company is determined to be July 17, 2025 being the date that is 30 (thirty) days prior to the date of the AGM, and the minimum price for the preferential issue on the aforesaid Relevant Date pursuant to Regulations 164 of the ICDR Regulations is Rs. 40.70/- (Rupees Forty and Paise Seventy Only) and the company has fixed Rs. 40.80/- (Rupees Forty & Paise Eighty only) per warrant;”

“RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Convertible Warrants pursuant to the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a) An amount equivalent to 25% of the Warrant Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% of the Warrant Price shall be payable by the Warrant holder against each Warrant at the time of conversion of warrants into Equity Shares pursuant to exercise of the right attached to Warrants. The amount paid against Warrants shall be adjusted/set-off against the issue price for the resultant Equity Shares;
- b) The Proposed Allottee shall be required to remit 25% of the issue price for the Convertible Warrants to be allotted on or before the date of allotment from their respective bank account to the designated bank account of the Company.
- c) Each Warrant held by the Proposed Allottee shall entitle each of them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten Only) at any time after the date of allotment but on or before the expiry of 18 (Eighteen) months from the date of allotment of warrants (the “Warrant Exercise Period”);
- d) The Warrants, being allotted to the Proposed Allottee and the Convertible Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock in, for promoters for 18 months from the date of trading approval;
- e) The pre-preferential Equity holding in the Company of the proposed allottee shall be subject to lock-in as specified for a period of 90 trading days from the date of allotment of warrants.
- f) The Warrants shall be allotted in dematerialized form within a period of 15 (Fifteen) days from the date of passing of this shareholders’ resolution, provided that where the allotment of warrants is subject to receipt of any approval(s) or permission(s) from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval or permission;

- g) The price determined above and the number of Equity Shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;
- h) The Equity Shares so allotted on exercise of the warrants under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in for promoters for 18 months from the date of trading approval;
- i) The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be converted along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Convertible Warrants in dematerialized form as per SEBI ICDR Regulations.
- j) The Equity Shares to be allotted on exercise of the Warrants shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company;
- k) In the event the Warrant holder does not exercise the option to pay balance 75% on Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid to the Company at the time of subscription of the Warrants shall stand forfeited;
- l) The said Warrants by themselves until exercise of conversion option and Equity Shares so allotted, does not give to the Warrant holder any rights with respect to that of the Warrant holders of the Company.
- m) The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of Equity Shares by way of capitalization of profits or reserves, upon demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of Equity Shares or such other similar events or circumstances requiring adjustments as permitted under SEBI (ICDR) Regulations and all other applicable regulations from time to time.
- n) The Equity Shares arising from the exercise of the Convertible Warrants will be listed on Stock Exchange subject to the receipt of necessary regulatory permissions and approvals, as the case may be, and shall inter-alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority;"

“RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such number of Convertible Warrants of the Company as may be required to be issued and allotted upon exercise of the option by the warrant holder.”

“RESOLVED FURTHER THAT pursuant to the provisions of SEBI ICDR Regulations, 2018 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 warrants, as it may, in its sole and absolute discretion deem fit within the scope of this approval of Members and to record the name and details of the Proposed Allottee in Form PAS-5.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to, do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Convertible Warrants and Issue of Convertible Warrants on conversion of warrants, to issue certificates/ clarifications on the issue and allotment of Convertible Warrants effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Convertible Warrants including deciding the size and timing of any tranche of the Convertible Warrants), entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance, listing and trading of Convertible Warrants issued), including making applications to BSE Limited for obtaining of listing and trading approval, filing of requisite documents with the Registrar of Companies, (“ROC”), National Securities Depository Limited (“NSDL”), Central Depository Services (India)Limited (“CDSL”) and/or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the credit of such Convertible Warrants to the respective demat account of the Proposed Allottee, and to delegate all or any of the powers conferred on it by this resolution to any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution;”

“RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the above resolutions are hereby approved, ratified and confirmed in all respects.”

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The Board of Directors of the Company, at its Meeting held on 19th July, 2025, has approved the proposal for fund raising up to an amount of **Rs. 10,20,00,000/- (Rupees Ten Crore Twenty Lakh Only) by issuing 25,00,000 convertible warrants** on a preferential basis through private placement to the existing promoter of the Company subject to approval of the Members of the Company.

Necessary information or details in respect of the proposed Preferential Allotment of the Convertible Warrants in terms of Sections 42 and 62(1)(c) of the Companies Act, 2013 read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") are furnished as under:

1. Particulars of the offer including date of passing of Board resolution, kind of Securities offered, maximum number of securities to be issued and the Issue Price

The Board of Directors of the Company vide resolution passed in its Meeting held on July 19, 2025 has proposed to issue up to 25,00,000 (Twenty Five Lakhs Only) Convertible Warrants of the Company having face value of Rs. 10/- (Rupees Ten) **each at a price of Rs. 40.80/- (Rupees Forty & Paise Eighty Only) per share (including premium of Rs. 30.80/- (Rupees Thirty and Paise Eighty Only per Warrant))** aggregating up to Rs. 10,20,00,000/- (Rupees Ten Crore Twenty Lakhs Only) to the following Investor falling under Promoter category on preferential basis on the terms and conditions as contained in the resolution set out at Item No. 8.

Sr. No.	Name of the Proposed Allottee	Category	Maximum no. of Convertible Warrants to be allotted	Issue Price (Rs.)	Maximum Funds to be raised (Rs.)
1	Mahalaxmi Import Export Pvt. Ltd.	Promoters	25,00,000	Rs. 40.80/-	Rs. 10,20,00,000/-
		Total	25,00,000	Rs. 40.80/-	Rs. 10,20,00,000/-

2) Objects of the Issue:

The Company shall utilize the proceeds from the preferential issue of Convertible Warrants as under:

Sr. No.	Particulars	Amount Up to (Rs.)	Tentative Time Frame for utilization
1	Funding capital expenditure requirements	Rs. 2,60,00,000/-	Within 24 Months
2	Augment working capital needs of the Company	Rs. 2,50,00,000/-	Within 24 Months
3	For general corporate purposes	Rs. 5,10,00,000/-	Within 24 Months

Till such time the issue proceeds are fully utilized, the Company shall keep the same in deposits, mutual funds and/or other shorts terms funds.

3) The total/maximum number of securities to be issued/particulars of the offer/Kinds of securities offered and the price at which security is being offered number of securities to be issued and pricing:

The resolution set out in the accompanying notice authorizes the Board to create, offer, issue, and allot from time to time, in one or more tranches up to 25,00,000 (Twenty Five Lakhs) Fully Convertible Warrants (“Convertible Warrants”) for cash at an issue price of Rs. 40.80/- (Forty Rupees & Eighty Paise Only), (including a premium of Rs. 30.80/- (Rupees Thirty and Paise Eighty Only) per warrant) with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up Equity Share of face value of Rs. 10/- (Rupees Ten) each of the Company (“Equity Shares”) within a period of 18 (Eighteen) months from the date of allotment of the Warrants, aggregating to **Rs. 10,20,00,000/-** (Rupees Ten Crore Twenty Lakh Only).

4) Relevant Date:

In accordance with the provisions of Regulation 161 of the ICDR Regulations, the “Relevant Date” for the purpose of calculating the minimum price for the issuance of Convertible Warrants of the Company is determined to be 17th July, 2025 being the date that is 30 (thirty) days prior to the date of the Annual General Meeting i.e. Saturday, 16 August 2025.

5) Basis on which the price has been arrived at and justification for the price (including premium, if any):

The Equity Shares of the Company are listed on BSE Limited. The Equity shares of the Company are frequently traded, the price is determined pursuant to Regulation 164 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Accordingly, trading volumes at BSE for the period set out below has been considered for the purpose of computation of the minimum price for issuance Convertible Warrants of the Company.

In accordance with the provisions of Regulations 164 and 166A of the ICDR Regulations, the minimum price for issuance of Convertible Warrants of the Company of Rs. 40.70/- has been arrived at, being higher of the following:

- i. 90 trading day's volume weighted average price (VWAP) of the Convertible Warrants of the Company quoted on BSE Limited during the last 90 days preceding the relevant date i.e. 17.07.2025: Rs. 37.07/-
- ii. 10 trading day's volume weighted average price (VWAP) of the Convertible Warrants of the Company quoted on BSE Limited during the last 10 days preceding the relevant date i.e. 17.07.2025: Rs. 40.70/-

6) Name and Address of Valuer who performed Valuation:

Rajshree Padia-- Registered Valuer - Reg. No: IBBI/RV/05/2019/11668
Address: B 603, Sparsh, Technopolis Knowledge Park, MIDC,
Andheri East, Mumba- 400 059
Email: rajshreecs@hotmail.com
Mobile: 9819164904

As the proposed allotment to promoter increases from 0.78% pre issue to 5.24% after post issue fully diluted share capital of the Company, a valuation report from an independent registered valuer is obtained pursuant to Regulation 166A(1) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The copy of the valuation report shall be available for electronic inspection by the Members at the AGM and is also available on the website of the Company at <https://www.atvprojects.co.in>

The pricing for issuance of the Convertible Warrants as per the resolutions set out at Item No. 8 is Rs. 40.80/- (Rupees Forty Paise Eighty Only) each, which is not lower than the minimum price determined in accordance with the applicable provisions of the ICDR Regulations.

7) Amount which the Company intends to raise by way of such securities:

An amount upto Rs. 10,20,00,000/- (Rupees Ten Crore Twenty Lakh Only), is proposed to be raised by the Company by way of issuance of Convertible Warrants as per the resolutions set out at Item No. 8.

8) Intent of the Promoters, Directors or Key Managerial Personnel of the Company to subscribe to the Preferential Allotment:

M/s. Mahalaxmi Import Export Private Limited Promoter Group Entity intend to subscribe to Convertible Warrants of the Company under the preferential allotment. No other, Directors or Key Managerial Personnel intend to subscribe to the Warrants.

9) Time frame within which the Preferential Allotment shall be completed:

The Convertible Warrants shall be allotted within a period of 15 days from the date of passing of the Special Resolution by the Members, provided that where the allotment of equity is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

10) Name of the proposed allottees, class and percentage of post Preferential Issue capital that may be held by them:

Sr. No.	Name of the Proposed Allottee	Category	Pre-issue Equity Capital (as of July 17, 2025)		Number of warrants proposed to be allotted (Rs. 70/- each)	Post-issue diluted Equity Shares presuming full conversion of warrants	
			Shares	%		Shares	%
1.	MAHALAXMI IMPORT EXPORT PVT. LTD.	Promoter	4,16,453	0.78%	25,00,000	29,16,453	5.24

11) Confirmation of Eligibility.

The Proposed Allottee to the Convertible Warrants hereby confirm that they have not sold or transferred their shares during the period of 90 days preceding the relevant date.

12) The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter

The Proposed Allottee to the Convertible Warrants as per resolution set out at Item No. 8 belongs to Promoter Category and shall be continued to be categorized as Promoters upon issuance and allotment of Convertible Warrants.

13) Shareholding pattern of the Company before and after the Preferential Allotment:

The shareholding pattern of the Company before and after the Preferential Allotment of Convertible Warrants of the Company is as given below:

Sr. No.	Particulars	Pre-issue (as of July 18, 2025 Benpos Date)		Post issue of convertible warrant into Equity Shares	
A	PROMOTER SHARE HOLDING				
1	Indian Promoters:				
(a)	Individuals/HUF	1,27,64,226	24.03	1,27,64,226	22.95
(b)	Bodies Corporate	15,48,942	2.92	40,48,942	7.28
	Sub Total of Indian Promoters	1,43,13,168	26.95	1,68,13,168	30.23

2	Foreign Promoters:				
	Individuals/HUF	Nil	Nil	Nil	Nil
	Bodies Corporate	Nil	Nil	Nil	Nil
	Sub Total of Foreign Promoters	Nil	Nil	Nil	Nil
	Total Shareholding of Promoter and Promoter Group (A)	1,43,13,168	26.95	1,68,13,168	30.23
B	PUBLIC SHARE HOLDING				
1	Institutions (Domestic)				
(a)	Mutual fund	2,28,377	0.43	2,28,377	0.41
(b)	NBFCs registered with RBI	126	0	126	0
(c)	Financial Institutions/ Bank	71,358	0.13	71,358	0.13
(d)	Alternate Investment Funds	Nil	Nil	Nil	Nil
(e)	Insurance companies	9,47,556	1.78	9,47,556	1.70
(f)	Provident fund /pension fund	Nil	Nil	Nil	Nil
(g)	Overseas Body Corporate	Nil	Nil	Nil	Nil
(h)	Sovereign Wealth fund	Nil	Nil	Nil	Nil
(i)	Asset Reconstruction companies	Nil	Nil	Nil	Nil
(j)	Others	250	0	250	0
	Sub Total of Institution(B)(1)	12,47,667	1.96	12,47,667	2.24
2	Institutions (Foreign)				
(a)	Foreign Direct Investment	Nil	Nil	Nil	Nil
(b)	Foreign Venture Capital Investors	Nil	Nil	Nil	Nil
(c)	Sovereign Wealth Funds	Nil	Nil	Nil	Nil
(d)	Foreign Portfolio Investors Category I	Nil	Nil	Nil	Nil
(e)	AEGIS INVESTMENT FUND PCC(AANCA5102B)	Nil	Nil	Nil	Nil
(f)	Foreign Portfolio Investors Category II	Nil	Nil	Nil	Nil
(g)	Overseas Depositories (holding DRs) (balancing figure)	Nil	Nil	Nil	Nil
	Sub Total of Institution(B)(2)	Nil	Nil	Nil	Nil
3	Central Government/State Government(s)	350	0	350	0
	President of India	Nil	Nil	Nil	Nil
	Sub Total (B)(3)	350	0	350	0
4	Non-Institutions:	Nil	Nil	Nil	Nil
(a)	Associate companies / Subsidiaries	Nil	Nil	Nil	Nil
(b)	Directors and their relatives (excluding independent directors and nominee directors)	Nil	Nil	Nil	Nil
(c)	Key Managerial Personnel	Nil	Nil	Nil	Nil
(d)	Individual share capital upto Rs. 2 Lac	2,38,28,005	44.86	2,38,28,005	42.84
(e)	Individual share capital in excess of Rs. 2 Lac	61,39,622	11.56	61,39,622	11.04

(f)	Bodies Corporate	53,14,951	10.01	53,14,951	9.56
(g)	Foreign Nationals	794	0	794	0
(h)	Foreign Companies	4,87,542	0.92	4,87,542	0.88
(i)	Clearing Members	17,554	0.03	17,554	0.03
(j)	IEPF	0	0	0	0
(k)	Non Resident Indian (NRI)	8,43,120	1.59	8,43,120	1.52
(l)	Trust	100	0	100	0
(m)	Unclaimed Shares	0	0	0	0
(n)	Others	7,434	0.01	7,434	0.01
(o)	Hindu Undivided family (HUF)	9,17,118	1.73	9,17,118	1.65
	Sub Total of Non Institution (B)(4)	3,75,56,240	70.70	3,75,56,240	67.53
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)+(B)(4)	3,88,04,257	73.05	3,88,04,257	69.77
	Grand Total (A+B)	5,31,17,425	100.00	5,31,17,425	100.00

14) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential Allotment:

The Identity of the natural persons who are the ultimate beneficial owners of the Convertible Warrants proposed to be allotted and/or who ultimately control the proposed allottee, the percentage of post preferential issue capital that may be held by them is given below.

Name of the Proposed Allottee	Category (Promoter / Non - Promoter)	Permanent Account Number (PAN)	Name of the natural person who is the ultimate beneficial owner of the Warrants proposed to be issued	Permanent Account Number (PAN) of the beneficial owners of proposed allottee	No. of securities (Warrants) to be allotted
Mahalaxmi Import Export Pvt. Ltd.	Promoter	AACCM0835G	Mahesh Chaturvedi	ACIPC1668C	25,00,000

There shall be no change in management or control of the Company pursuant to the aforesaid issue of Warrants and Convertible Warrants of the Company.

15) Justification for offer being made for consideration other than cash together with the valuation report of the Registered Valuer:

Not applicable.

16) Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price:

The Company has not made any other allotment on preferential basis during the current financial year.

17) Lock-in Period:

a) The Convertible Warrants as per resolution set out at Item No. 8 shall be locked-in as prescribed under the ICDR Regulations from time to time.

b) The pre-preferential allotment shareholding of the proposed allottees, if any, in the Company shall also be subject to lock-in as per the provisions of the ICDR Regulations.

18) Practicing Company Secretary's Certificate:

The certificate from M/s ND & Associates (COP:4741) Practicing Company Secretaries, having its office at 279/18 Shantikunj, Road No. 31, Sion East, Mumbai- 400022 certifying that the Preferential Allotment is being made in accordance with the requirements contained in the ICDR Regulations shall be available for electronic inspection by the Members at the AGM and is also available on the website of the Company at www.atvprojects.co.in

19) Material terms of the proposed Preferential Issue of the Convertible Warrants:

The material terms of the proposed preferential issue of the Convertible Warrants are stipulated in the special resolutions as set out at Item No. 8 respectively of this Notice.

20) Listing:

The Company will make an application to BSE Limited, at which the existing Convertible Warrants are presently listed, for seeking in-principle approval for issuance of the Convertible Warrants.

The Equity Shares resulting on Conversion of Warrants shall be listed at BSE Limited.

21) Principal terms of assets charged as securities:

Not applicable.

22) Other disclosures:

a) Neither the Company nor its Directors or Promoters have been declared as willful defaulter or fraudulent borrower as defined under the ICDR Regulations. None of its Directors or Promoters is a fugitive economic offender as defined under the ICDR Regulations;

b) The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI (ICDR) Regulations;

- c) The Convertible Warrants shall be allotted in dematerialized form to the proposed allottees;
- d) The Company has no outstanding dues to SEBI, the Stock Exchange or the depositories;
- e) The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI;
- f) The Company undertakes to re-compute the price of the Convertible Warrants in terms of the provisions of the SEBI (ICDR) Regulations where it is required to do so and that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the Convertible Warrants shall continue to be locked in till the time such amount is paid by the allottees.
- g) The proposed allottees have not sold or transferred any Equity Shares of the Company during the 90 trading days preceding the relevant date.
- h) The Company is in compliance with the conditions for continuous listing of Convertible Warrants as specified in the listing agreement with the Stock Exchange and the Listing Regulations, as amended and circulars and notifications issued by SEBI thereunder;
- i) Issue of the Equity Shares on Conversion of Warrants shall be well within the Authorized Share Capital of the Company.
- j) The proposed preferential issue is not being made to any body corporate incorporated in, or a national of, a country which shares a land border with India In terms of the provisions of Section 23 (1)(b), Section 62(1)(c) of the Companies Act, 2013 as amended including rules notified thereunder ("Act"), Regulation 160(b) of Chapter V of ICDR Regulations, the proposed issue and Convertible Warrants as per resolution set out at Item No. 8 requires prior approval of the Members of the Company by way of a Special Resolution.

The Board believes that the proposed issue of Convertible Warrants is in the best interest of the Company and its Members and therefore, recommends the resolutions set out at Item No. 8 to the Members for their approval as Special Resolutions.

As required by Section 102(3) of the Companies Act, 2013, the documents with regard to the preferential issue shall be available for inspection at the Registered Office of the Company during business hours from 10:00 A.M. to 5:00 P.M on all working days.

None of the Directors / Key Managerial Personnel(s) of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 8, except to the extent of their shareholding interest, if any, in the Company.

**By Order of the Board of Directors
FOR ATV Projects India Limited**

Sd/-
Sarada Patro
Company Secretary

Date: 02.08.2025

Place: Mumbai

Registered Office:

ATV Projects India Limited

1201, 12thFloor, Wind Fall Building

Sahar Plaza Complex, Andheri-Kurla Road

Andheri (East) Mumbai 400059.