

CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING

Taylormade Renewables Limited (“Company”) had issued a notice dated 21.04.2023 for convening an Extra-Ordinary General Meeting of the members of the Company (EGM Notice) on Thursday, May 18, 2023 at 11:00 A.M.at 705, SHAPATH - II S.G. Road, Opp. Rajpath Club, Bodakdev, Ahmedabad, Gujarat, 380054. The Notice of the EGM was dispatched to the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars 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. TO AMEND THE RESOLUTION TO ISSUE EQUITY SHARES AS FOLLOWS:-

To issue Equity Shares on Preferential issue basis

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 other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), 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-enactment(s) thereof for the time being in force) 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, as amended (the ‘SEBI Listing Regulations’), the listing agreement entered into by the Company with BSE Limited (‘Stock Exchange’) on which the Equity Shares having face value of Rs. 10/- each of the Company (‘Equity Shares’) are listed 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’) and/ or any other competent authorities, whether in India or abroad (hereinafter referred to as ‘Applicable Regulatory Authorities’) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), is hereby authorized to accept, the consent and approval of the members of the Company (‘Members’) be and is hereby accorded to the Board to create, issue, offer and allot 5,79,728 (Five Lakh Seventy Nine Thousand Seven Hundred Twenty Eight only) Equity Shares of face value of Rs.10/- (Rupees Ten only) each at a price of Rs. 243/- (Rupees Two Hundred Forty Three only) per Equity Share including premium of Rs. 233/- (Rupees Two Hundred Thirty Three only) each , on a preferential basis (‘Preferential Issue’ for cash The list of the proposed allottees along with their category (i.e. whether Promoter or Non – Promoter) and number of shares proposed to be allotted are given below:

Sr. No.	Name of Proposed Allottee	Maximum number of shares	Category
1	Patel Purv Deepakkumar	20,000	Public
2	Patel Babalbhai	20,000	Public
3	Prashant Sheth	20,000	Public
4	Sudha Sanjay Joshi	20,000	Public
5	Jyotsna Rameshbhai Patel	20,000	Public
6	Jayesh Champaklal Bhavsar	20,000	Public
7	Ritu Behal	40,000	Promoter Group
8	Banjul Ashok Shah	10,000	Public
9	Batukbhai Parshottambhai Domadiya	40,000	Public
10	MehulChoksi	91,152	Public
11	Arunoday Singh	20,576	Public
12	Vinay Kumar Singh	5,000	Public
13	Sushila Singh	10,000	Public
14	Bharti D Chandra	20,000	Public
15	VajaVandana Chandravan	44,000	Public
16	Reshma KalpeshVora	24,000	Public
17	Pragneshkumar Manikantbhai Joshi	25,000	Public
18	Sarthak Jayeshbhai Patel	10,000	Public
19	RashmiMalav	14,000	Public
20	Amey Anil Pandya	25,000	Public
21	Aksha Anil Pandya	10,000	Public
22	Shekhar Ratilal Adroja	20000	Public
23	Chetnaben P Upadhyay	10,000	Public
24	Amit Verma	10,000	Public
25	Hasumatiben J Bhalakiya	5,000	Public
26	Sachin Sadanand Shetty	6,000	Public
27	Daizam Aggrawal	5,000	Public
28	Indresh V. Shah	10,000	Public
29	Manisha Rajesh Thakur	5,000	Public
Total		5,79,728	

“RESOLVED FURTHER THAT, in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the minimum issue price for the Preferential Allotment of the Equity Shares is Tuesday, April 18, 2023, being the date 30 days prior to the date of this Extraordinary General Meeting which is scheduled on Thursday, May 18, 2023 and the minimum issue price has been determined accordingly in terms of the applicable provisions of the ICDR Regulations.

“RESOLVED FURTHER THAT, without prejudice to the generality of the above resolution, the issue of the Equity Shares to Proposed Allottees under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws and regulations;

a) The full consideration in respect of Equity Shares shall be paid by the Proposed Allottees at the time of allotment of Equity Shares and the consideration must be paid from respective Proposed Allottees' bank account.

b) The Equity Shares proposed to be allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company bearing **ISIN: INE459Z01017** in all respects (including voting powers and the right to receive dividend) from the date of allotment thereof, 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.

c) The Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the Stock Exchange subject to receipt of necessary permissions and approvals.

d) The Equity Shares shall be allotted in dematerialized form 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 Shares 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.

e) The Subscription Shares to be allotted to the Proposed allottees shall be listed on the stock exchanges where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

"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 this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, 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 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 utilisation of proceeds of the 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, as it may deem fit in its absolute direction, to any Committee of the Board or any one or more Director(s)/Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution."

2. TO AMEND ITEM 1 AND 2 AS FOLLOWS:

The Board of Directors of the Company (“Board”) at its meeting held on April 21, 2023, subject to the approval of the members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, have decided/approved the proposal for raising of fund by issuance of

1. Upto 5,79,728 (Five Lakh Seventy Nine Thousand Seven Hundred Twenty Eight only) Equity Shares of face value of Rs. 10/- each at a price of Rs. 243/- (Rupees Two Hundred Forty Three Only) aggregating upto a consideration not exceeding Rs.1,40,873,904 /- (Rupees Fourteen Crore Eight Lakh Seventy Three Thousand Nine Hundred Four Only)

to Specified Investors on preferential issue basis in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”).

Pursuant to the above transaction, there would be no change in the management or control or would not result in transfer of ownership of the Company to Specified (collectively called the "Investors").

2. TO AMEND POINT 1 OF EXPLANATORY STATEMENT AS FOLLOWS:

The Board of Directors at its meeting held on April 21, 2023 has passed the resolution, subject to the approval of the members and such other approvals as may be required, to issue upto 5,79,728 (Five Lakh Seventy Nine Thousand Seven Hundred Twenty Eight only) Equity Shares of face value of Rs. 10/- each at a price of Rs. 243/- (Rupees Two Hundred Forty Three Only) each aggregating to not exceeding Rs.1,40,873,904 /- (Rupees Fourteen Crore Eight Lakh Seventy Three Thousand Nine Hundred Four Only) and upto 5,42,000 (Five Lakh Forty Two Thousand only) fully convertible warrants (“Warrants”), each convertible into, or exchangeable into equivalent number of fully paid up equity shares of the Company of face value of Rs.10/- (Rupees Ten Only) each at a price of Rs. 243.00/- (Rupees Two Hundred Forty Three Only) each payable in cash aggregating upto Rs. 13,17,06,000 /- (Rupees Thirteen Crore Seventeen Lakh Six Thousand Only) to the Investors, for cash consideration, by way of a preferential issue on a private placement basis.

3. To amend point 2(a) of Explanatory statement as follows:

a) Upto 5,79,728 (Five Lakh Seventy Nine Thousand Seven Hundred Twenty Eight only) Equity Shares of face value of Rs. 10/- each at a price of Rs. 243/- (Rupees Two Hundred Forty Three Only) each, (including premium of Rs. 233/- per share), being not less than the price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, aggregating to not exceeding Rs.1,40,873,904 /- (Rupees Fourteen Crore Eight Lakh Seventy Three Thousand Nine Hundred Four Only).

4. To amend point 4 of Explanatory Statement as follows:

The equity shares of the company are listed on BSE Limited and are frequently traded in accordance with regulation 164 of the ICDR Regulations and BSE being the only Stock Exchange where the Equity Shares of the Company are listed, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. The floor price of Rs.238.68/- is determined as per the pricing

formula prescribed under the SEBI ICDR Regulations for the preferential issue of Equity Shares and Warrants and it is higher of the following:

- a. 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 94.44/- per Equity Share/Warrant
- b. 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 238.68/- per Equity Share/Warrant

c. Report of independent registered valuer: Considering that the allotment shall be more than 5% of the post issue fully diluted share capital of the Company, the Company has taken valuation report dated 15th May, 2023 issued by CA Jainam Shah, Registered Valuer (IBBI Registration No. IBBI/RV/07/2020/13500), in accordance with Regulation 166A of the ICDR Regulations (“Valuation Report”). The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company’s website at the link: <http://trlindia.com/financial-information/>

5. Point 7 of the Explanatory Statement is modified as follows:

The preferential Issue of Equity Shares is proposed to be made to investors under the class/ category as mentioned below:

Sr. No.	Name of Proposed Allottee	Maximum number of shares	Category
1	Patel Purv Deepakkumar	20,000	Public
2	Patel Babalbhai	20,000	Public
3	Prashant Sheth	20,000	Public
4	Sudha Sanjay Joshi	20,000	Public
5	Jyotsna Rameshbhai Patel	20,000	Public
6	Jayesh Champaklal Bhavsar	20,000	Public
7	Ritu Behal	40,000	Promoter Group
8	Banjul Ashok Shah	10,000	Public
9	Batukbhai Parshottambhai Domadiya	40,000	Public
10	Mehul Choksi	91,152	Public
11	Arunoday Singh	20,576	Public
12	Vinay Kumar Singh	5,000	Public
13	Sushila Singh	10,000	Public
14	Bharti D Chandra	20,000	Public
15	VajaVandana Chandravan	44,000	Public
16	Reshma KalpeshVora	24,000	Public
17	Pragneshkumar Manikantbhai Joshi	25,000	Public
18	Sarthak Jayeshbhai Patel	10,000	Public
19	RashmiMalav	14,000	Public
20	Amey Anil Pandya	25,000	Public
21	Aksha Anil Pandya	10,000	Public
22	Shekhar Ratilal Adroja	20000	Public
23	Chetnaben P Upadhyay	10,000	Public
24	Amit Verma	10,000	Public

25	Hasumatiben J Bhalakiya	5,000	Public
26	Sachin Sadanand Shetty	6,000	Public
27	Daizam Aggrawal	5,000	Public
28	Indresh V. Shah	10,000	Public
29	Manisha Rajesh Thakur	5,000	Public
Total		5,79,728	

6. Point 13 of the Explanatory Statement is modified as follows:

The Company intends to raise an amount of upto Rs.1,40,873,904 /- (Rupees Fourteen Crore Eight Lakh Seventy Three Thousand Nine Hundred Four Only) by way of issue of Equity Shares and an amount of Rs. 13,17,06,000/- (Rupees Thirteen Crore Seventeen Lakh Six Thousand Only) by way of issue of warrants.

7. Point 16 of the Explanatory Statement is modified as follows:

The Equity Shares are proposed to be allotted to Promoter and Non-Promoter persons. No change in control or management of the Company is contemplated consequent to the proposed preferential issue of Equity Shares. The pre and post issue holding of the proposed allottees of Equity Shares are as under:

Name of the Proposed allottee	Category	Present pre-issue shareholding		Post issue shareholding*		Ultimate Beneficial owners
		Pre-issue holding	% of Total Equity capital	Post issue holding	% of Total equity capital	
Patel Purv Deepakkumar	Public	Nil	Nil	20,000	0.18	N.A.
Patel Babalbhai	Public	Nil	Nil	20,000	0.18	N.A.
Prashant Sheth	Public	Nil	Nil	20,000	0.18	N.A.
Sudha Sanjay Joshi	Public	Nil	Nil	20,000	0.18	N.A.
Jyotsna Rameshbhai Patel	Public	Nil	Nil	20,000	0.18	N.A.
Jayesh Champaklal Bhavsar	Public	Nil	Nil	20,000	0.18	N.A.
Ritu Behal	Promoter Group	Nil	Nil	40,000	0.36	N.A.
Banjul Ashok Shah	Public	Nil	Nil	10,000	0.09	N.A.
Batukbhai Parshottambhai Domadiya	Public	Nil	Nil	40,000	0.36	N.A.
Mehul Choksi	Public	Nil	Nil	91,152	0.82	N.A.
Arunoday Singh	Public	Nil	Nil	20,576	0.19	N.A.
Vinay Kumar Singh	Public	Nil	Nil	5,000	0.05	N.A.
Sushila Singh	Public	Nil	Nil	10,000	0.09	N.A.
Bharti D Chandra	Public	Nil	Nil	20,000	0.18	N.A.
Vaja Vandana Chandravan	Public	Nil	Nil	44,000	0.40	N.A.
Reshma Kalpesh Vora	Public	Nil	Nil	24,000	0.22	N.A.
Pragneshkumar	Public	Nil	Nil	25,000	0.23	N.A.

Manikantbhai Joshi						
Sarthak Jayeshbhai Patel	Public	Nil	Nil	10,000	0.09	N.A.
Rashmi Malav	Public	Nil	Nil	14,000	0.13	N.A.
Amey Anil Pandya	Public	Nil	Nil	25,000	0.23	N.A.
Aksha Anil Pandya	Public	Nil	Nil	10,000	0.09	N.A.
Shekhar Ratilal Adroja	Public	Nil	Nil	20000	0.18	N.A.
Chetnaben P Upadhyay	Public	Nil	Nil	10,000	0.09	N.A.
Amit Verma	Public	Nil	Nil	10,000	0.09	N.A.
Hasumatiben J Bhalakiya	Public	Nil	Nil	5,000	0.05	N.A.
Sachin Sadanand Shetty	Public	Nil	Nil	6,000	0.05	N.A.
Daizam Aggrawal	Public	Nil	Nil	5,000	0.05	N.A.
Indresh V. Shah	Public	Nil	Nil	10,000	0.09	N.A.
Manisha Rajesh Thakur	Public	Nil	Nil	5,000	0.05	N.A.

The warrants are proposed to be allotted Non-Promoter persons. No change in control or management of the Company is contemplated consequent to the proposed preferential issue of warrants and resultant Equity Shares being allotted. The pre and post issue holding of the proposed allottees of Warrants are as under:

Name of the Proposed allottee	Category	Present pre-issue shareholding		Post issue shareholding*		Ultimate Beneficial owners
		Pre-issue holding	% of Total Equity capital	Post issue holding	% of Total equity capital	
Nishi Bhogar	Public	Nil	Nil	2,90,000	2.62	N.A.
Pragneshkumar Manikantbhai Joshi	Public	Nil	Nil	120,000	1.08	N.A.
Patel Shivamkumar	Public	Nil	Nil	66,000	0.60	N.A.
Patel Ruchikaben Shivamkumar	Public	Nil	Nil	66,000	0.60	N.A.

-Mr. Dharam Gor and Mrs. Neera Gor, the promoters of the Company currently holds 7,00,000 warrants, which, upon exercise of the rights attached thereto are convertible into equivalent number of equity shares of the Company

* A maximum of 11,21,728 Equity Shares will be allotted including conversion of convertible Warrants, considering conversion of all the Warrants on the last day of the 18 months tenure. Shareholding structure is assuming full conversion of Warrants and and full allotment of Equity Shares.

Note: The above Shareholding may undergo change if the existing warrants gets converted into equity shares before the allotment and conversion of securities proposed to be issued under this resolution.

8. STATUS OF PROPOSED ALLOTTEES OF EQUITY SHARES AS MENTIONED IN POINT 21 OF THE EXPLANATORY STATEMENT IS MODIFIED AS FOLLOWS:

Sr. No.	Name of Specified Investors	Current Status	Proposed Status
1	Patel Purv Deepakkumar	-	Public
2	Patel Babalbhai	-	Public
3	Prashant Sheth	-	Public
4	Sudha Sanjay Joshi	-	Public
5	Jyotsna Rameshbhai Patel	-	Public
6	Jayesh Champaklal Bhavsar	-	Public
7	RituBehal	-	Promoter Group
8	Banjul Ashok Shah	-	Public
9	Batukbhai Parshottambhai Domadiya	-	Public
10	Mehul Choksi	-	Public
11	Arunoday Singh	-	Public
12	Vinay Kumar Singh	-	Public
13	Sushila Singh	-	Public
14	Bharti D Chandra	-	Public
15	VajaVandana Chandravan	-	Public
16	Reshma KalpeshVora	-	Public
17	Pragneshkumar Manikantbhai Joshi	-	Public
18	Sarthak Jayeshbhai Patel	-	Public
19	Rashmi Malav	-	Public
20	Amey Anil Pandya	-	Public
21	Aksha Anil Pandya	-	Public
22	Shekhar Ratilal Adroja	-	Public
23	Chetnaben P Upadhyay	-	Public
24	Amit Verma	-	Public
25	Hasumatiben J Bhalakiya	-	Public
26	Sachin Sadanand Shetty	-	Public
27	Daizam Aggrawal	-	Public
28	Indresh V. Shah	-	Public
29	Manisha Rajesh Thakur	-	Public

9. Annexure A to the notice of EGM as amended as follows:

Annexure - A - Pre and Post Preferential Issue Shareholding Pattern of the Company

SrNo	Category of Shareholder(s)	Pre-Issue (as on April 21,2023)		Post-Issue (Post exercise of Warrants Into Equity Shares)*	
		No. of Shares held	%of share holding	No. of Shares held	%of share holding
A	Promoters & Promoter Group Holding				
1	Indian				
a)	Individual	61,91,544	63.02%	62,31,544	56.93%
	Sub-Total(A)(1)	61,91,544	63.02%	62,31,544	56.93%
2	Foreign				
a)	Individual	0	0.000%	0	0.000%
b)	Bodies Corporate	0	0.000%	0	0.000%
	Sub-Total(A)(2)	0	0.000%	0	0.000%
	Total Promoters & Promoter Group Holding(A)	61,91,544	63.02%	62,31,544	56.93%
B	Non-Promoters Holding				
1	Institutional Investors	0	0.000%	0	0.000%
a)	Mutual Funds	0	0.000%	0	0.000%
b)	Alternate Investment Funds	0	0.000%	0	0.000%
c)	Foreign Port folio Investors/ foreign body corporate	0	0.000%	0	0.000%
d)	Financial Institutions/ Banks	0	0.000%	0	0.000%
e)	Insurance Companies	0	0.000%	0	0.000%
	Sub-Total(B)(1)	0	0.000%	0	0.000%
2	Central Government/ State Government	0	0.000%	0	0.000%
	Sub-Total(B)(2)	0	0.000%	0	0.000%
3	Non-Institutions				
a)	Individuals				
i)	Individual share holder sholding nominal share capital uptoRs.2 lakhs	843500	8.58%	953500	8.71%
ii)	Individual shareholders holding nominal share capital in excess of Rs.2 lakhs	2224090	22.63%	3195818	29.20%
b)	NBFCs registered with RBI	0	0.000%	0	0.000%
c)	Any other, specify				
	Foreign National	0	0.000%	0	0.000%
	Hindu Undivided Family	28000	0.28%	28000	0.25%
	Non-Resident Indians	56,000	0.57%	56,000	0.51%
	Clearing Member	48000	0.33%	48000	0.44%
	Body Corporate	433714	4.41%	433714	3.96%

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	Sub-Total (B) (3)	36,33,304	36.98%	47,15,032	43.07%
	Total Public Shareholding(B)	36,33,304	36.98%	47,15,032	43.07%
	Total(A)+(B)	98,24,848	100.000%	10,946,576	100.000%
C	Shares held by custodians for ADR and GDR	0	0.000%	0	0.000%
	Total(A)+(B)+(C)	98,24,848	100.000%	10,946,576	100.000%

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already 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 is also be made available on website of the Bombay stock exchange i.e. BSE and on the website of the Company at www.trlindia.com. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

**BY ORDER OF THE BOARD,
FOR, TAYLORMADE RENEWABLES LIMITED**

**PLACE :AHMEDABAD
DATE:15.05.2023**

**GOR DHARMENDRA SHARAD
DIN- 00466349
MANAGING DIRECTOR**