

STELLANT SECURITIES (INDIA) LIMITED

CIN: L67190MH1991PLC064425

Regd. Off.: 305, Floor 3, Plot-208,
Regent Chambers, Jamnalal Bajaj Marg,
Nariman Point, Mumbai– 400021.
Mobile No.8898231554
Email Id: sellaidspublication@yahoo.in
Website: www.stellantsecurities.com

Date: November 14, 2025

To,
The Listing Department,
Bombay Stock Exchange Limited,
P J Towers, Dalal Street,
Mumbai 400 001
BSE SCRIP CODE: 526071

Dear Sir/ Madam,

Sub: Notice of Extra Ordinary general meeting

Pursuant to Regulation 30, 31A (3) and other applicable Regulations of Securities Exchange board of India (Listing Obligations and Disclosures requirements) Regulations, 2015, as amended time to time, please find enclosed the Notice of the Extra Ordinary General Meeting of the members of the Company is scheduled to be held on Wednesday, December 10,2025 at the registered office of the Company and date of events for your reference.

Particulars	Details
Cut Off date for dispatch of notice	Friday, November 7, 2025
Cut Off date for E - Voting	Wednesday, December 03, 2025
Remote e- Voting Start Date	Sunday, December 07, 2025
Remote e- Voting Start Time	09.00 A.M.
Remote e- Voting End Date	Tuesday, December 09, 2025
Remote e- Voting End Time	05.00 P.M
Date of EGM	December 10, 2025
EGM Start Time	09.00 A.M.

This is for your information and records. Kindly acknowledge the receipt of the same.

Thanking you,
For Stellant Securities (India)Limited

Mangala Rathod
Whole Time Director (DIN: 02170580)

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

(Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended)

Dear Members,

NOTICE of is hereby given that the Extra-Ordinary General Meeting (EGM) of the members of Stellant Securities (India) Ltd will be held on Wednesday December 10, 2025 at 9:00 am at the registered office of the Company situated at 305, Plot - 208, Regent Chambers, 3rd Floor, Jammalal Bajaj Marg, Nariman Point, Mumbai, Maharashtra, 400021 to transact the business mentioned below:

Special Business:

Item No. 1

To Increase the Authorized Share Capital of the Company and consequent alteration to the Capital Clause of the Memorandum of Association

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 7,00,00,000/- (Rupees Seven Crore Only) by creation of additional 20,00,000 (Twenty Lakh) equity shares of Rs. 10/- (Rupees Ten only) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V:

“V. The Authorized Share Capital of the Company is Rs. 7,00,00,000 (Rupees Seven Crore Only) divided into 70,00,000 Equity Shares of Rs. 10/- (Rupees Ten Only).”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director be and are hereby severally authorized to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

Item No.2

Issuance up to 7,05,882 Warrants Convertible into equity on a preferential issue basis to the Promoters for cash.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Companies Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreement entered into with BSE Limited where the shares of the Company are listed (“Stock Exchange”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“Takeover Regulations”) as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Reserve Bank of India (“RBI”), Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, RBI, Stock Exchange, and any other relevant statutory, regulatory, governmental authorities or departments,

institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, up to **7,05,882** (Seven Lakh Five Thousand Eight Hundred Eighty Two) Fully Convertible Warrants (“Warrants”) each convertible into 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten Only) each (“the Equity Shares”), to the ‘Promoters’, on preferential basis, in one or more tranches, at an issue price of Rs 340/- (Rupees Three Hundred Forty Only) each, which is a price higher than the price as determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to Rs. 23,99,99,880 (Rupees Twenty-Three Crores Ninety Nine Lacs Ninety Nine Thousand Eight Hundred Eighty only) for cash, on such further terms and conditions as detailed herein below to the below mentioned persons (“Proposed Allottees”):

Sr. No.	Name of the Proposed Allottees	Category	Warrants Quantity
1	Mangla Subhash Rathod	Promoter	352941
2	Subhash Rathod	Promoter	352941

RESOLVED FURTHER THAT the 'Relevant Date', as per the provisions of Chapter V of the SEBI ICDR Regulations for the purpose of determining the minimum issue price of the Warrants proposed to be allotted to the above mentioned allottees is Tuesday, November 11, 2025, i.e. being the date, which is 30 days prior to the date of passing of this resolution being, December 10, 2025.

RESOLVED FURTHER THAT the aforesaid issue of Warrants shall be subject to the following terms and conditions:

- i. The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) 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 exercised. The Company shall accordingly issue and allot the corresponding number of Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to the Warrant holders;
- ii. In accordance with Chapter V of SEBI (ICDR) Regulation, an amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s);
- iii. The respective Warrant holder shall make payment of the Warrant price from their own bank account into the designated bank account of the Company.
- iv. In the event that a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by the Company;
- v. The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;
- vi. Apart from the said right of adjustment mentioned in (e) above, the Warrants by themselves, until exercise of the conversion option and allotment of Equity Shares, do not give the Warrant holder thereof any rights akin to those of shareholder(s) of the Company;
- vii. The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchanges in accordance with the SEBI Listing Regulations and all other applicable laws, rules and regulations;
- viii. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects, including dividend, with the existing Equity Shares of the Company;
- ix. The allotment of Warrants pursuant to this resolution shall be completed within a period of 15 days from the passing of this resolution, provided that, where the allotment pursuant to this resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval(s);
- x. The allotment of the Equity Shares pursuant to the exercise of Warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the allottees;
- xi. The Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations from time to time;
- xii. The pre-preferential shareholding of the proposed allottees under this resolution shall not be sold, transferred, pledged or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, except to the extent and in the manner permitted thereunder.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, 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, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to the offer, issue, allotment, listing and to finalize and execute all deeds, documents and writings as may be necessary, proper, desirable or expedient as it may deem fit without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any committee constituted by Board of the Company or to any Director of the Company or to any other officer(s) or employee(s) of the Company or to any person, individual or firm as it may consider appropriate in order to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects.”

Item No. 03

Issuance of up to 25, 57, 730 Equity Shares on a preferential issue basis to the Non-Promoter Public Category Group for cash.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Sections 23, 42 and 62 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof for the time being in force) (“Act”) and the enabling provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI (ICDR) Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR), Regulations”) and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (Takeover) Code”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India (“GOI”), Reserve Bank of India (“RBI”) and the provisions of the Foreign Exchange Management Act, 1999, the Registrar of Companies (“ROC”), Ministry of Corporate Affairs (“MCA”), Securities and Exchange Board of India (“SEBI”) and the Stock Exchanges where the shares of the Company are listed (“Stock Exchange”) and/or any other competent authorities (hereinafter referred to as ‘Applicable Regulatory Authorities’) to the extent applicable, the Listing Agreement entered into by the Company with the Stock Exchange and subject to the approval(s), consent(s), permission(s) and/or sanction(s), if any, of the statutory, regulatory, appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred on the Board by this resolution or any person authorized by the Board or its committee for such purpose), approval of the shareholders of the Company be and is hereby accorded to create offer, issue and up to 25, 57, 730 (Twenty Five Lakh Fifty Seven Thousand Seven Hundred Thirty) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each at a price of Rs. 290/- (Rupees Two Hundred Ninety only) per equity share (including a premium of Rs.280/- [Rupees Two Hundred Eighty only] aggregating up to Rs. **74,17,41,700** (Rupees Seventy Four Crores Seventeen Lacs Forty One Thousand Seven Hundred only) (“Consideration”), to the below mentioned Investor (“Proposed Allottees”) by way of a preferential issue on a private placement basis (“Preferential Issue”), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (hereinafter referred to as the “Floor Price”), for cash (“Preferential Allotment”), pursuant to the such terms and conditions, as determined by the Board, in accordance with the SEBI ICDR Regulations, and other applicable laws:

Details of the Proposed Allottees:

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares proposed to be allotted	Current Status / Category	Proposed Status / Category	Consideration
1.	ALTIUS FINSERV PRIVATE LIMITED	517241	Public	Public	14,99,99,890
2.	AMAN DOOMRA	17241	Public	Public	49,99,890

3.	ANIL KUMAR PUROHIT	17241	Public	Public	49,99,890
4.	NEHA PUROHIT	17241	Public	Public	49,99,890
5.	SONAL SINGHVI	8620	Public	Public	24,99,800
6.	INDEED ADVISORY PRIVATE LIMITED	206896	Public	Public	5,99,99,840
7.	JAGDISH CHANDER AGAL	34482	Public	Public	99,99,780
8.	AMEET MALLANI	17241	Public	Public	49,99,890
9.	SURENDRA FISCAL SERVICES PRIVATE LTD	172413	Public	Public	4,99,99,770
10.	GX VENTURES LLP	8620	Public	Public	24,99,800
11.	PUNEET ARORA	68965	Public	Public	1,99,99,850
12.	RG FAMILY TRUST	172413	Public	Public	4,99,99,770
13.	RICHA SACHDEVA	41379	Public	Public	1,19,99,910
14.	SAHIL KUMAR	41379	Public	Public	1,19,99,910
15.	SANDEEP KUMAR	20689	Public	Public	59,99,810
16.	SANTOSH HYBRID SEEDS COMPANY PRIVATE LIMITED	34482	Public	Public	99,99,780
17.	SPV FINSERVE PRIVATE LIMITED	68965	Public	Public	1,99,99,850
18.	SUNNY BANSAL	18965	Public	Public	54,99,850
19.	UNIWORTH FINLEASE LIMITED	34482	Public	Public	99,99,780
20.	VASM CONSULTANTS PRIVATE LIMITED	103448	Public	Public	2,99,99,920
21.	VINEET NARAYAN AGARWAL	34482	Public	Public	99,99,780
22.	SAHIL KAKKAR	5172	Public	Public	14,99,880
23.	Dimpal Abhinandan Jain	17241	Public	Public	49,99,890
24.	Dinesh Kailash Sancheti	17241	Public	Public	49,99,890
25.	YBRA VENTURES LLP	34482	Public	Public	99,99,780
26.	SAHIL HUF	8620	Public	Public	24,99,800
27.	ANJANA RANI	3448	Public	Public	9,99,920
28.	ASQUARE VENTURES	10344	Public	Public	29,99,760
29.	SAURABH BAFNA	6034	Public	Public	17,49,860
30.	RITU GARG	6896	Public	Public	19,99,840

31.	SHIVAM ARORA	5172	Public	Public	14,99,880
32.	APEX VENTURE	68965	Public	Public	1,99,99,850
33.	NAVIN KUMAR GUPTA	68965	Public	Public	1,99,99,850
34.	RUCHI GUPTA	68965	Public	Public	1,99,99,850
35.	Nalin Vrajlal Shah	51724	Public	Public	1,49,99,960
36.	NVS Brokerage Private Limited	86206	Public	Public	2,49,99,740
37.	Sandeep Singh	34482	Public	Public	99,99,780
38.	Ten Eighty Investments	34482	Public	Public	99,99,780
39.	Pradip Ratanchand Surana	34482	Public	Public	99,99,780
40.	Khushboo Siddharth Nahar	34482	Public	Public	99,99,780
41.	Bima Pay Technology Private Limited	34482	Public	Public	99,99,780
42.	PARISHMA RITESH JAIN	34482	Public	Public	99,99,780
43.	SMART HORIZON OPPORTUNITY FUND	34482	Public	Public	99,99,780
44.	SHAVETA CHOPRA	12068	Public	Public	34,99,720
45.	DADUJIE FUTURE IMPEX	10344	Public	Public	29,99,760
46.	REEMA ENTERPRISES	17241	Public	Public	49,99,890
47.	MANISH AGARWAL	5172	Public	Public	14,99,880
48.	ANEES ALNASIR GILANI	17241	Public	Public	49,99,890
49.	SHIFALI MEHTA	103448	Public	Public	2,99,99,920
50.	NOIDA HOLDINGS PRIVATE LIMITED	34482	Public	Public	99,99,780

RESOLVED FURTHER THAT the equity shares to be issued and allotted to the proposed Allottee shall be fully paid up and rank pari passu with the existing equity shares of the Company, in all respects 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.

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be and is hereby fixed as Tuesday, November 11, 2025, being the date 30 days prior to the date of passing of this resolution i.e. December 10, 2025.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of equity shares under preferential allotment to the Proposed Allottee shall be subject to the following terms and conditions, apart from others, as prescribed under applicable laws:

- i. The Proposed Allottee shall be required to bring in 100% of the consideration, for the Equity Shares to be allotted, on or prior to the date of allotment thereof, from their respective bank account;
- ii. The Equity Shares to be issued and allotted 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 of Association and Articles of Association of the Company.
- iii. The price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
 - iv. The Equity Shares shall be allotted by the Company to the Proposed Allottee in dematerialized form within a period of 15 (Fifteen) days from the date of receipt of Members' approval, provided that, where the issue and allotment of the said Equity Shares is pending on account of the pendency of approval of any Regulatory Authority (including, but not limited to, BSE and/or SEBI) or the Government of India, the issue and allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of the last of such approvals.
 - v. 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 ICDR Regulations and any other applicable law for the time being in force.
 - vi. The Equity Shares to be allotted to the Proposed Allottee shall be listed on the stock exchange 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.
 - vii. The Equity Shares so offered, issued and allotted to the Proposed Allottee are being issued for cash consideration.
 - viii. The Equity Shares so offered, issued and allotted shall not exceed the number of equity shares as approved herein above.

RESOLVED FURTHER THAT the Board is authorized to take necessary steps for listing the equity shares, issued and allotted to the Proposed Allottee on Bombay Stock Exchange Limited (BSE) where the securities of the Company are listed, as per SEBI (LODR) Regulations, 2015 and other applicable laws and regulations.

RESOLVED FURTHER THAT the Board is 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 the Board is authorized to make an offer to the proposed allottee through a private placement offer cum application letter (In the format of 'Form PAS-4') immediately after passing of this resolution, with a stipulation that allotment would be made only upon receipt of in-principle approval from the stock exchange.

RESOLVED FURTHER THAT pursuant to the provisions of SEBI ICDR Regulations, 2018 and other applicable laws, the Board is authorized to decide, approve, vary, modify and alter the terms and conditions of the issue of the Shares, as it may, in its sole and absolute discretion deem fit within the scope of this approval of Members and expedient and to make an offer to the Allottee through private placement offer cum application letter in Form PAS- 4 as prescribed under the Companies Act, 2013, without being required to seek any further Consent or Approval of the Members.

RESOLVED FURTHER THAT the members of the company take note of the Certificate issued by the Practicing Company Secretary, certifying that the proposed issue of equity shares on a preferential basis is being made in accordance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, 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, 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 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, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchange for obtaining of in principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI (ICDR) Regulations and the SEBI (LODR) Regulations 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 discretion, 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.

RESOLVED FURTHER THAT all actions taken by the Board in connection with the above, and all incidental and ancillary things done are hereby specifically approved and ratified.”

By order of the Board of Directors
For Stellant Securities (India) Ltd
Sd/-

Place: Mumbai
Date: 14.11.2025

Mangala Rathod
Whole Time Director (DIN: 02170580)

Registered Office: 305, Plot - 208, Regent Chambers,
3rd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400021
E-mail ID: sellaidpublication@yahoo.in
Website: www.stellantsecurities.com
Phone No.: 022-22021824
CIN: L67190MH1991PLC064425

NOTES AND INSTRUCTIONS:

1. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013, in respect of the Special Businesses as set out under Item No. 1 to 3 of the above notice is annexed hereto.
2. Electronic copy of all documents referred to the accompanying Notice of the EGM will be available for inspection by the Shareholders in electronic mode on the website of the Company at www.stellantsecurities.com.
3. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY INSTEAD OF HIMSELF HERSELF AND A PROXY NEED NOT BE A MEMBER.
4. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
5. Corporate members intending to send their authorized representatives to attend the Extra Ordinary General Meeting (EGM) pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution together with their specimen signatures authorizing their representative(s) to attend and vote on their behalf at the EGM to the registered email at sellaidspublication@yahoo.in with a copy mumbai@in.mpms.mufg.com.
6. As permitted under the MCA Circulars, the Company is sending the Notice electronically to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company's Registrar and Share Transfer Agent i.e., MUFG Intime India Pvt. Ltd.
7. Members whose shareholding(s) are in electronic mode are requested to inform any changes relating to address, bank mandate and Electronic Clearing Services (ECS) details to their respective Depository Participants and in case of physical shares, to the Company's Registrar & Share Transfer Agent M/s. MUFG Intime India Pvt. Ltd by mail at mumbai@in.mpms.mufg.com together with a valid proof of address.
8. For the convenience of shareholders, attendance slip is annexed to the proxy form. Shareholders are Requested to affix their signatures at the space provided and hand over the attendance slip at the entrance of the place of meeting Proxy / Representative of shareholder should mark on the attendance slip as "Proxy" or "Representative" as the case may be shareholders are also requested not to bring with them any Person who is not a shareholder.
9. Members are requested to send their queries to the Company, if any, on accounts and operations of the Company at least seven days before the meeting so that the same could be suitably answered at the meeting.
10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, for assistance in this regard.
11. In line with measures of Green Initiative taken by the Ministry of Corporate Affairs (vide circular nos.17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively) and Companies Act, 2013 also provides for sending notice of the meeting and other shareholder correspondences through electronic mode Members holding shares in physical mode are requested to register their e-mail ID's with MUFG Intime India Pvt. Ltd by mail at mumbai@in.mpms.mufg.com and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs).
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
13. The Company has designated an exclusive e-mail id viz. mumbai@in.mpms.mufg.com to enable Investors to register their complaints, if any.
14. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

15. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended, from time to time) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), (as amended, from time to time), and MCA circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Securities Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the EGM will be provided by CDSL.
16. The Company has appointed M/s.Vineeta Patel & Co; Practicing Company Secretary, (Cop No: 19111 Membership ACS 37699) to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.
17. The Scrutinizer will submit her report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the EGM shall be announced by the Chairman or any other person authorized by her immediately after the results are declared with 2 working days.
18. The Scrutinizer, after scrutinizing the votes cast at the meeting through e-voting and through remote e-voting will, not later than two working days of conclusion of the meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.stellantsecurities.com and will be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office immediately after the declaration of the result by the Chairman or any person authorized by him in writing and on the website of CDSL at www.evotingcdslindia.com and the results shall simultaneously be communicated to the Bombay Stock Exchange.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i)The voting period begins on 07th December, 2025 and ends on 09th December, 2025. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 03rd December, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii)Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii)Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv)In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility

provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) 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.
- 4) Next, enter the Image Verification as displayed and click on Login.
- 5) If you are holding shares in demat form and have logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user, follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/RTA or contact the 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. <ul style="list-style-type: none"> • 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.

(vi) After entering these details appropriately, click on the “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach the ‘Password Creation’ menu, wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that the company opts for e-voting through the CDSL platform. It is strongly recommended not to share your password with any

other person and to take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant 251114003 on which you choose to vote.
- (x) 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 the option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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”; to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on the “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any are uploaded, which will be made available to the scrutinizer for verification.
- (xvii) Additional Facility for Non-Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and signature of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote.
 - The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
 - It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA), which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; sellaidspublication@yahoo.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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 the Company/RTA email id.
2. For Demat shareholders -Please update your email ID & mobile no with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email ID & mobile no with your respective Depository Participant (DP), which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll-free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr.

Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

EXPLANATORY STATEMENT
(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 1

Presently, the Authorized Share Capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten only) each, the Board of Directors at its meeting held on November 14, 2025 have recommended to increase the Authorized Share Capital to Rs. 7,00,00,000/- (Rupees Seven Crore only) by creation of additional ₹ 2,00,00,000 (Two Crore) Authorized Share Capital divided into 20,00,000 equity shares of Rs. 10/- (Rupees Ten only). The increase in the Authorized Share Capital as aforesaid would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company by substituting with the following:

“V. The Authorized Share Capital of the Company is Rs. 7,00,00,000 (Rupees Seven Crore Only) divided into 70,00,000 Equity Shares of Rs. 10/- (Rupees Ten Only).”

The increase in the Authorized Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company require members' approval in terms of Sections 13 and 61 of the Companies Act, 2013.

Accordingly, approval of members is sought for passing the ordinary resolution set out at Item No. 1 of this EGM Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives, are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this EGM Notice.

The Board of Directors commend the Ordinary Resolution set out at Item No. 1 of this EGM Notice for approval by the members.

Item No. 2

The Board of Directors of the Company (“Board”) in its meeting held on November 14, 2025, subject to necessary approval(s), have approved the proposal for raising of funds by way of preferential issue of 7,05,882 (Seven Lakh Five Thousand Eight Hundred Eighty Two) convertible warrants (“Warrants”), which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (eighteen) months, at an issue price of Rs. 340/- (Rupees Three Hundred Forty only) including premium of Rs. 330/- (Rupees Three Hundred Thirty Only) per warrant aggregating up to Rs **23,99,99880/-** (Rupees Twenty-Three Crores Ninety Nine Lacs Ninety Nine Thousand Eight Hundred Eighty only), for cash with a right to the warrant holders to apply for and be allotted 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten only) each of the Company (“Equity shares”) to the below mentioned allottee(s) (“Proposed allottees”) in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations.

Sr. No.	Name of the Proposed Allottees	No. of Warrants up to	Investment amount up to (Rs.)	Current Status / Category	Proposed Status / Category
1	Mangla Subhash Rathod	3,52,941	11,99,99,940	Promoter	Promoter
2	Subhash Rathod	3,52,941	11,99,99,940	Promoter	Promoter
	Total	7,05,882	23,99,99880		

The Proposed Allottees have also confirmed their eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”), to subscribe to the Warrants to be issued pursuant to the Preferential Issue.

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board at its meeting held on November 14, 2025.

The approval of the members of the Company is accordingly being sought by way of a ‘Special Resolution’ under Sections 42, and 62(1)I and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and in accordance with Regulation 160 of the SEBI (ICDR), Regulations, 2018 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“SEBI (ICDR) Regulations”) are as follows:

1. Objects of the Preferential Issue:

Company is currently involved in the business of investment in listed companies and providing advisory services to listed companies. Proceeds from the issue will enable the Company to continue its growth trajectory and make further investments in potential Companies.

Company has recently started the business of dealing in gold bullions where in it acquires gold directly from various agencies and does the retail sale of it to potential companies. Company proposes to deploy a portion of the proceeds towards expansion of its efforts in bullion trading.

The Main Object Clause of the Memorandum of Association of the Company enables us to undertake the existing activities and the activities for which the funds are being raised through the present Preferential Issue. Further, we confirm that the activities which is carried out by the Company till date is in accordance with the Object Clause of our Memorandum of Association.

The fund requirements and deployment of the proceeds of the Preferential Issue is based on the internal management estimates and it may change subject to range gap which shall not exceed +/- 10% of the amount specified for that object of size of the Preferential Issue depending upon future circumstances since the same is dependent on a variety of factors such as financial, market and sectorial conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule utilization of the net proceeds at the discretion of the Board, subject to compliance with applicable laws, in accordance with NSE Circular No. NSE/CML/2022/56 dated December 13, 2022.

2. Monitoring of Utilization of Funds

Since the issue size for the issue of warrants does not exceed Rs. 100 Crore, the Company is not required to appoint a Monitoring agency to monitor the issue in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, 2018.

3. The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered, and the price at which securities are being offered, number of securities to be issued, and pricing:

The resolution set out in the accompanying notice authorizes the Board to offer, issue, and allot up to **7,05,882** (Seven Lakh Five Thousand Eight Hundred Eighty-Two) convertible warrants into Equity Shares of Rs. 10/- (Rupees Ten Only) each, on a preferential basis to the proposed allottee(s), for cash at a price of Rs. 340/- (Rupees Three Hundred Forty only) including premium of Rs. 330/- (Rupees Three Hundred Thirty Only) per warrant aggregating up to Rs 23,99,99880/- (Rupees Twenty-Three Crores Ninety Nine Lacs Ninety Nine Thousand Eight Hundred Eighty only).

4. Particulars of the Preferential Issue, including the date of passing of the Board resolution:

The Board, at its meeting held on November 14, 2025 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to **7,05,882** (Seven Lakh Five Thousand Eight Hundred Eighty Two) Convertible Warrants to the Proposed Allottees, each at a price of Rs. 340/- (Rupees Three Hundred and Forty only), aggregating up to Rs 23,99,99880/- (Rupees Twenty-Three Crores Ninety Nine Lacs Ninety Nine Thousand Eight Hundred Eighty only), for a cash consideration, by way of a preferential issue.

5. Issue Price, Relevant Date, and the Basis or justification on which the price has been arrived at or the offer/invitation is being made:

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

As per the provisions of the SEBI (ICDR) Regulations, the warrants will be issued at a price of Rs. 340/- (Rupees Three Hundred Forty only) (rounded off) per warrant, which is more than the higher of the following:

- a. the average of the 90 trading days of the volume weighted average price of the Company’s shares quoted on the

Stock Exchange is Rs. 238.98/- (BSE, being the Stock Exchange with higher trading volumes for the said period) preceding the “Relevant Date”; or

b. the average of the 10 trading days of the volume weighted average prices of the Company’s shares quoted on the Stock Exchange is Rs. 285.84/- (BSE, being the Stock Exchange with higher trading volumes for the said period) preceding the “Relevant Date”.

The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as the minimum issue price for the issue of Warrants. A certificate has been obtained from M/s R K Khandelwal & Co, Practicing Chartered Accountant (Membership Number 117966), certifying compliance with the Floor Price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulation.

The Relevant Date, as per the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, for the determination of the issue price of Warrants is Tuesday, November 11, 2025.

As the proposed allotment is of more than five per cent of the Post-Issue Fully Diluted Share Capital of the Company to the proposed allottees, a Valuation Report from an Independent Registered Valuer is required to be obtained by the Company, pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Therefore, the Company has obtained the Valuation Report from an Independent Registered Valuer, namely N V Subbarao Kesavarapu, Registered Valuer IBBI Reg. No.: IBBI/RV/02/2019/12292 having office at Flat. No. 201, Pratima Arcade, Karnataka Bank Building, K P H B Phase 6, Kukatpally, Hyderabad, Telangana- 500072 for the issue price as Rs. 152.38/- in accordance with Regulation 166A of SEBI (ICDR) Regulations, 2018. The valuation report of the Independent Registered Valuer pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, can also be accessed on the company website on the following link: www.stellantsecurities.com.

Accordingly, the minimum issue price for preferential basis shall be Rs. 285.84/- each, which is higher than the prices as computed above. However, the Company has decided to issue the Warrants at an Issue Price of Rs. 340/- (Rupees Three Hundred Forty only) each.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and do not contain any article that provides for the determination of price in case of preferential issue.

6. The class or classes of persons to whom the allotment is proposed to be made:

The Preferential Issue of Warrants is proposed to be made to the persons belonging to the Promoter category.

7. Name and Address of Valuer who performed Valuation:

N V Subbarao Kesavarapu, Registered Valuer IBBI Reg. No.: IBBI/RV/02/2019/12292 Address: Flat. No. 201, Pratima Arcade, Karnataka Bank Building, K P H B Phase 6, Kukatpally, Hyderabad, Telangana, 500072, E-Mail: knvsubbarao@gmail.com, Contact no.: +91-8499800661. As the proposed allotment is more than five per cent of the post-issue fully diluted share capital of the Company to the proposed allottees, a valuation report from an Independent Registered Valuer is obtained pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

8. Maximum number of securities to be issued

The resolution set out in the accompanying notice authorizes the Board to raise funds aggregating upto 23,99,99,880 (Rupees Twenty-Three Crores Ninety Nine Lacs Ninety Nine Thousand Eight Hundred Eighty only) by way of issuance of upto 7,05,882 (Seven Lakh Five Thousand Eight Hundred Eighty Two) Warrants to the Proposed Allottees, each at a price of Rs. 340/- (Rupees Three Hundred Forty only). Minimum amount of Rs 85/- per Warrant, which is equivalent to 25% (twenty-five percent) of the Warrants Issue Price, shall be paid at the time of subscription and allotment of each Warrant. The warrant holder will be required to make further payments of Rs. 255/- per Warrant, which is equivalent to 75% of the Warrants Issue Price at the time of exercise of the right attached to Warrant(s) to subscribe to equity shares.

9. Amount which the Company intends to raise by way of such securities:

Up to 23,99,99,880 (Rupees Twenty-Three Crores Ninety Nine Lacs Ninety Nine Thousand Eight Hundred Eighty only)

10. Principal terms of Assets charged as securities:

Not Applicable

11. Intention/ Contribution of promoters/directors / key managerial personnel or senior management to subscribe to the offer:

Promoters of the Company intends to subscribe to the proposed issue or furtherance of objects.

12. Material terms of raising such securities

The material terms for the Preferential Issue of Warrants to the Proposed Allottees are set out below:

- a. The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations, and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) 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 exercised. The Company shall accordingly issue and allot the corresponding number of Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to the Warrant holders;
- b. In accordance with Chapter V of SEBI (ICDR) Regulation, an amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant, and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s);
- c. The respective Warrant holder shall make payment of Warrant price from their own bank account into the designated bank account of the Company.
- d. The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants. If a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by the Company;
- e. The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations, and laws, as applicable from time to time;
- f. Apart from the said right of adjustment mentioned I(e) above, the Warrants shall not carry any voting rights until they are converted into equity shares, and the Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to those of an equity shareholder of the Company;
- g. The right attached to the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice ("Conversion Notice") to the Company specifying the number of Warrants proposed to be converted and the date designated as the specified conversion date ("Conversion Date"). The Company shall accordingly, without any further approval from the Members, allot the corresponding number of equity shares in dematerialized form on the Conversion Date mentioned in the Conversion Notice, subject to receipt of the relevant Warrant Exercise Amount by the Warrant holder to the designated bank account of the Company;
- h. The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchanges in accordance with the SEBI Listing Regulations and all other applicable laws, rules, and regulations;
- i. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company, shall rank pari passu with the then existing equity shares of the Company in all respects, including dividend and voting rights.;
- j. The allotment of Warrants pursuant to this resolution shall be completed within a period of 15 days from the passing of this resolution, provided that, where the allotment pursuant to this resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval(s) or permission;
- k. The allotment of the Equity Shares pursuant to the exercise of Warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the allottees;
- l. The Warrants allotted and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations;
- m. The pre-preferential shareholding of the proposed allottees under this resolution shall not be sold, transferred, pledged, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, except to the extent and in the manner permitted thereunder;

13. The shareholding pattern of the Company before the proposed issue and after the proposed issue of Warrants is as follows:

The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in Annexure A, forming part of this Notice.

14. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of Warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

15. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There shall be no change in the management or control of the Company pursuant to this issue and allotment of warrants.

16. No. Of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price: Not Applicable

17. Valuation for consideration other than cash: Not Applicable

18. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed:

Not Applicable

19. Lock-in:

The Warrants allotted pursuant to this resolution, and the resultant equity shares to be issued and allotted upon exercise of the right attached to the Warrants as above, shall be subject to a lock-in for such period as per the provisions of Chapter V of the SEBI ICDR Regulations.

20. Listing:

The Company will make an application to the Stock Exchange(s) where the existing equity shares of the Company are already listed, for listing of the equity shares arising upon conversion of the Warrants. Such equity shares, once allotted upon conversion, shall rank pari-passu with the then existing equity shares of the Company in all respects, including dividend and voting rights.

21. Certificate:

As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from a Practicing Chartered Accountant certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations, 2018. The certificate of Practicing Chartered Accountant can also be accessed on the company website on the following link: www.stellantsecurities.com.

22. Undertakings:

The Company hereby undertakes that:

- a. The Company is eligible to make the Preferential Issue to the Proposed Allottees under Chapter V of the SEBI (ICDR) Regulations;
- b. As the equity shares of the Company have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI (ICDR) Regulations governing re-computation of the price of Equity Shares and lock-in extensions, required pursuant to Regulations 167(5) of the SEBI (ICDR) Regulations and the disclosures and undertakings required pursuant to Regulation 163(1)(g) and (h) of the SEBI (ICDR) Regulations are not applicable. However, the Company undertakes to recompute the price of the equity shares on conversion issued on a preferential basis in terms of the SEBI (ICDR) Regulations, 2018, where it is required to do so;
- c. The Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations, the Warrants shall continue to be locked-in till the time such amount is paid by the allottee;
- d. No person belonging to the promoters/promoter group has previously subscribed to any warrants of the Company but has failed to exercise them;
- e. The proposed allottee has not sold or transferred any Equity Shares during the 90 trading days preceding the relevant

date;

f. All the Warrants held by the proposed allottee in the Company are in dematerialized form only.

23. Disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

It is hereby confirmed that neither the Company nor its promoters or directors is a wilful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with Schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

24. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of warrants proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter:

Sr. No.	Name of the proposed allottee	Pre issue Category	Name of the natural persons who are the ultimate beneficial owners	Pre issue Shareholding		No. of Convertible Warrants to be allotted	Post Issue Shareholding*		Post Issue Category
				No of share	%		No of share	%	
1	Mangla Subhash Rathod	Promoter	NA	10,42,855	28.17	352941	13,95,796	20.04	Promoter
2	Subhash Rathod	Promoter	NA	13,79,855	37.27	352941	17,32,796	24.88	Promoter
Total				24,22,710	65.44	7,05,882	31,28,592	44.91	

The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date. The Proposed Allottees have further confirmed that they are eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

In accordance with the provisions of Sections 42 and 62 the Companies Act, 2013, read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the members for the issue and allotment of the said warrants to the Proposed Allottees is being sought by way of a special resolution as set out in said item no. 2 of the notice.

Except Mrs. Mangla Rathod and her immediate relative, none other director and/or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in this special resolution as set out in Item No. 2 of this Notice.

The Board of Directors of the Company believes that the proposed issue is in the best interest of the Company and therefore the Board recommends the Special Resolution as set out in Item No. 2 in the accompanying notice for approval by the Members.

Item No. 3

The Board of Directors of the Company ("Board") in its meeting held on November 14, 2025, subject to necessary approval(s), have approved the proposal for raising of funds by way of preferential issue upto 25, 57, 730 (Twenty-Five Lakh Fifty-Seven Thousand Seven Hundred Thirty) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each at a

price of Rs. 290/- (Rupees Two Hundred Ninety only) per equity share (including a premium of Rs.280/- (Rupees Two Hundred Eighty only) aggregating up to Rs. **74,17,41,700** (Rupees Seventy Four Crores Seventeen Lacs Forty One Thousand Seven Hundred only), for cash to the below mentioned allottee(s) (“Proposed allottees”) in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations or other applicable laws in this regard through offer letter and/or circular and/or information memorandum and/or private placement memorandum and/or such other documents / writings, on such terms and conditions and in such manner, as the Board may, in its absolute discretion think fit (the “Preferential Issue”).

The details of the Proposed Allottees and the maximum number of equity shares of the Company proposed to be allotted are set forth in the table below:

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares proposed to be allotted	Current Status / Category	Proposed Status / Category	Consideration
1.	ALTIUS FINSERV PRIVATE LIMITED	517241	Public	Public	14,99,99,890
2.	AMAN DOOMRA	17241	Public	Public	49,99,890
3.	ANIL KUMAR PUROHIT	17241	Public	Public	49,99,890
4.	NEHA PUROHIT	17241	Public	Public	49,99,890
5.	SONAL SINGHVI	8620	Public	Public	24,99,800
6.	INDEED ADVISORY PRIVATE LIMITED	206896	Public	Public	5,99,99,840
7.	JAGDISH CHANDER AGAL	34482	Public	Public	99,99,780
8.	AMEET MALLANI	17241	Public	Public	49,99,890
9.	SURENDRA FISCAL SERVICES PRIVATE LTD	172413	Public	Public	4,99,99,770
10.	GX VENTURES LLP	8620	Public	Public	24,99,800
11.	PUNEET ARORA	68965	Public	Public	1,99,99,850
12.	RG FAMILY TRUST	172413	Public	Public	4,99,99,770
13.	RICHA SACHDEVA	41379	Public	Public	1,19,99,910
14.	SAHIL KUMAR	41379	Public	Public	1,19,99,910
15.	SANDEEP KUMAR	20689	Public	Public	59,99,810
16.	SANTOSH HYBRID SEEDS COMPANY PRIVATE LIMITED	34482	Public	Public	99,99,780
17.	SPV FINSERVE PRIVATE LIMITED	68965	Public	Public	1,99,99,850
18.	SUNNY BANSAL	18965	Public	Public	54,99,850
19.	UNIWORTH FINLEASE LIMITED	34482	Public	Public	99,99,780
20.	VASM CONSULTANTS PRIVATE LIMITED	103448	Public	Public	2,99,99,920
21.	VINEET NARAYAN AGARWAL	34482	Public	Public	99,99,780

22.	SAHIL KAKKAR	5172	Public	Public	14,99,880
23.	Dimpal Abhinandan Jain	17241	Public	Public	49,99,890
24.	Dinesh Kailash Sancheti	17241	Public	Public	49,99,890
25.	YBRA VENTURES LLP	34482	Public	Public	99,99,780
26.	SAHIL HUF	8620	Public	Public	24,99,800
27.	ANJANA RANI	3448	Public	Public	9,99,920
28.	ASQUARE VENTURES	10344	Public	Public	29,99,760
29.	SAURABH BAFNA	6034	Public	Public	17,49,860
30.	RITU GARG	6896	Public	Public	19,99,840
31.	SHIVAM ARORA	5172	Public	Public	14,99,880
32.	APEX VENTURE	68965	Public	Public	1,99,99,850
33.	NAVIN KUMAR GUPTA	68965	Public	Public	1,99,99,850
34.	RUCHI GUPTA	68965	Public	Public	1,99,99,850
35.	Nalin Vrajlal Shah	51724	Public	Public	1,49,99,960
36.	NVS Brokerage Private Limited	86206	Public	Public	2,49,99,740
37.	Sandeep Singh	34482	Public	Public	99,99,780
38.	Ten Eighty Investments	34482	Public	Public	99,99,780
39.	Pradip Ratanchand Surana	34482	Public	Public	99,99,780
40.	Khushboo Siddharth Nahar	34482	Public	Public	99,99,780
41.	Bima Pay Technology Private Limited	34482	Public	Public	99,99,780
42.	PARISHMA RITESH JAIN	34482	Public	Public	99,99,780
43.	SMART HORIZON OPPORTUNITY FUND	34482	Public	Public	99,99,780
44.	SHAVETA CHOPRA	12068	Public	Public	34,99,720
45.	DADUJIE FUTURE IMPEX	10344	Public	Public	29,99,760
46.	REEMA ENTERPRISES	17241	Public	Public	49,99,890
47.	MANISH AGARWAL	5172	Public	Public	14,99,880
48.	ANEES ALNASIR GILANI	17241	Public	Public	49,99,890
49.	SHIFALI MEHTA	103448	Public	Public	2,99,99,920
50.	NOIDA HOLDINGS PRIVATE LIMITED	34482	Public	Public	99,99,780

The Proposed Allottees have also confirmed their eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”), to subscribe to the Warrants to be issued pursuant to the Preferential Issue.

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI (ICDR) Regulations, 2018, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board at its meeting held on November 14, 2025.

The approval of the members of the Company is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and in accordance with Regulation 160 of the SEBI (ICDR), Regulations, 2018 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), as amended from time to time.

Disclosure as required under rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“SEBI (ICDR) Regulations”) are as follows:

1. Objects of the Preferential Issue:

Company is currently involved in the business of investment in listed companies and providing advisory services to listed companies. Proceeds from the issue will enable the Company to continue its growth trajectory and make further investments in potential Companies.

Company has recently started the business of dealing in gold bullions where in it acquires gold directly from various agencies and does the retail sale of it to potential companies. Company proposes to deploy a portion of the proceeds towards expansion of its efforts in bullion trading.

The Main Object Clause of the Memorandum of Association of the Company enables us to undertake the existing activities and the activities for which the funds are being raised through the present Preferential Issue. Further, we confirm that the activities which is carried out by the Company till date is in accordance with the Object Clause of our Memorandum of Association.

The fund requirements and deployment of the proceeds of the Preferential Issue is based on the internal management estimates and it may change subject to range gap which shall not exceed +/- 10% of the amount specified for that object of size of the Preferential Issue depending upon future circumstances since the same is dependent on a variety of factors such as financial, market and sectorial conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule utilization of the net proceeds at the discretion of the Board, subject to compliance with applicable laws, in accordance with NSE Circular No. NSE/CML/2022/56 dated December 13, 2022

2. Monitoring of Utilization of Funds

Since the issue size for the issue of warrants does not exceed Rs. 100 Crore, the Company is not required to appoint a Monitoring agency to monitor the issue in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, 2018.

3. The total/maximum number of securities to be issued / particulars of the offer / Kinds of securities offered, and the price at which securities are being offered, number of securities to be issued, and pricing:

The resolution set out in the accompanying notice authorizes the Board to offer, issue, and allot up to issue upto 25, 57, 730 (Twenty-Five Lakh Fifty-Seven Thousand Seven Hundred Thirty) fully paid-up Equity Shares of Rs. 10/- (Rupees Ten only) each at a price of Rs. 290/- (Rupees Two Hundred Ninety only) per equity share (including a premium of Rs.280/- (Rupees Two Hundred Eighty only) aggregating up to Rs. **74,17,41,700** (Rupees Seventy-Four Crores Seventeen Lacs Forty-One Thousand Seven Hundred only).

4. Particulars of the Preferential Issue, including the date of passing of the Board resolution:

The Board, at its meeting held on November 14, 2025 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to issue upto 25, 57, 730 (Twenty-Five Lakh Fifty-Seven Thousand Seven Hundred Thirty) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each at a price of Rs. 290/- (Rupees Two Hundred Ninety only) per equity share (including a premium of Rs.280/- (Rupees Two Hundred Eighty only) aggregating

up to Rs. **74,17,41,700** (Rupees Seventy- Four Crores Seventeen Lacs Forty- One Thousand Seven Hundred only).

5. Issue Price, Relevant Date, and the Basis or justification on which the price has been arrived at or the offer/invitation is being made:

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

As per the provisions of the SEBI (ICDR) Regulations, the Equity Shares will be issued at a price of Rs. 290/- (Rupees Two Hundred Ninety only) (rounded off) per Equity Share, which is more than the higher of the following:

c. the average of the 90 trading days of the volume weighted average price of the Company's shares quoted on the Stock Exchange is Rs. 238.98/- (BSE, being the Stock Exchange with higher trading volumes for the said period) preceding the "Relevant Date"; or

d. the average of the 10 trading days of the volume weighted average prices of the Company's shares quoted on the Stock Exchange is Rs. 285.84/- (BSE, being the Stock Exchange with higher trading volumes for the said period) preceding the "Relevant Date".

The higher minimum issue price arrived at after calculating in the aforesaid manner has been considered as the minimum issue price for the issue of Equity Shares. A certificate has been obtained from M/s R K Khandelwal & Co, Practicing Chartered Accountant (Membership Number 117966), certifying compliance with the Floor Price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulation.

The Relevant Date, as per the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, for the determination of the issue price of Equity Shares is Tuesday, November 11, 2025

As the proposed allotment is of more than five per cent of the Post-Issue Fully Diluted Share Capital of the Company to the proposed allottees, a Valuation Report from an Independent Registered Valuer is required to be obtained by the Company, pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Therefore, the Company has obtained the Valuation Report from an Independent Registered Valuer, namely N V Subbarao Kesavarapu, Registered Valuer IBBI Reg. No.: IBBI/RV/02/2019/12292 having office at Flat. No. 201, Pratima Arcade, Karnataka Bank Building, K P H B Phase 6, Kukatpally, Hyderabad, Telangana- 500072 for the issue price as Rs. 152.38/- in accordance with Regulation 166A of SEBI (ICDR) Regulations, 2018. The valuation report of the Independent Registered Valuer pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 can also be accessed on the company website on the following link: www.stellantsecurities.com.

Accordingly, the minimum issue price for preferential basis shall be Rs. 285.84/- each, which is higher than the prices as computed above. However, the Company has decided to issue the Equity Shares at an Issue Price of Rs. 290/- (Rupees Two Hundred Ninety only).

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and do not contain any article that provides for the determination of price in case of preferential issue.

6. The class or classes of persons to whom the allotment is proposed to be made

Non-Promoter in Public Category

7. Name and Address of Valuer who performed Valuation:

N V Subbarao Kesavarapu, Registered Valuer IBBI Reg. No.: IBBI/RV/02/2019/12292 Address: Flat. No. 201, Pratima Arcade, Karnataka Bank Building, K P H B Phase 6, Kukatpally, Hyderabad, Telangana, 500072, E-Mail: knvsubbarao@gmail.com, Contact no.: +91-8499800661. As the proposed allotment is more than five per cent of the post-issue fully diluted share capital of the Company to the proposed allottees, a valuation report from an Independent Registered Valuer is obtained pursuant to Regulation 166A of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

8. Maximum number of securities to be issued

The resolution set out in the accompanying notice authorizes the Board to raise funds aggregating upto Rs. **74,17,41,700** (Rupees Seventy Four Crores Seventeen Lacs Forty One Thousand Seven Hundred only) by issuance upto 25, 57, 730

(Twenty Five Lakh Fifty Seven Thousand Seven Hundred Thirty) fully paid up Equity Shares of Rs. 10/- (Rupees Ten only) each at a price of Rs. 290/- (Rupees Two Hundred Ninety only) per equity share (including a premium of Rs.280/- (Rupees Two Hundred Eighty only) each on preferential basis.

9. Amount which the Company intends to raise by way of such securities:

Up to Rs. **74,17,41,700** (Rupees Seventy-Four Crores Seventeen Lacs Forty One Thousand Seven Hundred only)

10. Principal terms of Assets charged as securities:

Not Applicable

11. Intention/ Contribution of promoters/directors / key managerial personnel or senior management to subscribe to the offer:

None of the existing Promoters, Directors, or Key Managerial Personnel or Senior Management of the Company intends to subscribe to the proposed issue or furtherance of objects.

12. The shareholding pattern of the Company before the proposed issue and after the proposed issue of Equity Shares is as follows:

The shareholding pattern of the Company before and after considering all the preferential issues under this Notice is provided in Annexure A, forming part of this Notice.

13. Proposed time schedule/ time frame within which the allotment/ preferential issue shall be completed:

In accordance with Regulation 170 of the ICDR Regulations, the allotment of the Equity Shares shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body / the Central Government, the issue and allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).

14. Change in control, if any, in the Company that would occur consequent to the preferential offer/issue:

There shall be no change in the management or control of the Company pursuant to this issue and allotment of Equity Shares.

15. No. Of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price: Not Applicable.

16. Valuation for consideration other than cash: Not Applicable.

17. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer OR where the specified securities are issued on a preferential basis for consideration other than cash, the valuation of the assets in consideration for which the equity shares are issued shall be done by an independent valuer, which shall be submitted to the stock exchanges where the equity shares of the issuer are listed: Not Applicable.

18. Lock-in:

The equity shares to be allotted shall be subject to 'lock-in' for a period of 6 months from the date of grant of trading approvals by the Stock Exchanges as per Regulation 167 and 168 of Chapter V of the ICDR Regulations.

The entire pre-preferential allotment shareholding of any of the Proposed Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of grant of trading approvals by the Stock Exchanges as per Regulation 167(6) of Chapter V of the ICDR Regulations.

19. Listing:

The Company shall make an application to BSE on which the existing equity shares of the Company are listed, for listing and trading of the aforementioned Equity Shares. The aforesaid Equity Shares, once issued and allotted, shall rank pari passu with the then existing Equity Shares of the Company in all respects, including dividend.

20. Certificate:

As required in Regulation 163(2) of the SEBI (ICDR) Regulations, a certificate from a Practicing Chartered Accountant certifying that the issue is being made in accordance with the requirements of the SEBI (ICDR) Regulations, 2018. The certificate of Practicing Chartered Accountant can also be accessed on the company website on the following link: www.stellantsecurities.com.

21. Undertakings:

The Company hereby undertakes that:

- a. None of the Company, its Directors or Promoters has been declared as a wilful 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 Issue to the Proposed Allottees under Chapter V of the ICDR Regulations;
- c. As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of ICDR Regulations governing re-computation of the price of shares shall not be applicable;
- d. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the equity shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid by the Proposed Allottees.
- e. None of the company or its promoters or whole-time directors violates the provisions of Regulation 24 of the SEBI Delisting Regulations, 2009.

22. Disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or a fraudulent borrower:

It is hereby confirmed that neither the Company nor its promoters or directors is a wilful defaulter or a fraudulent borrower as per Regulation 163(1)(i) of Chapter V read with Schedule VI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, none of its Directors or Promoters is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

23. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of warrants proposed to be allotted and/ or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue and the Current and proposed status of the allottee(s) post preferential issues namely, promoter:

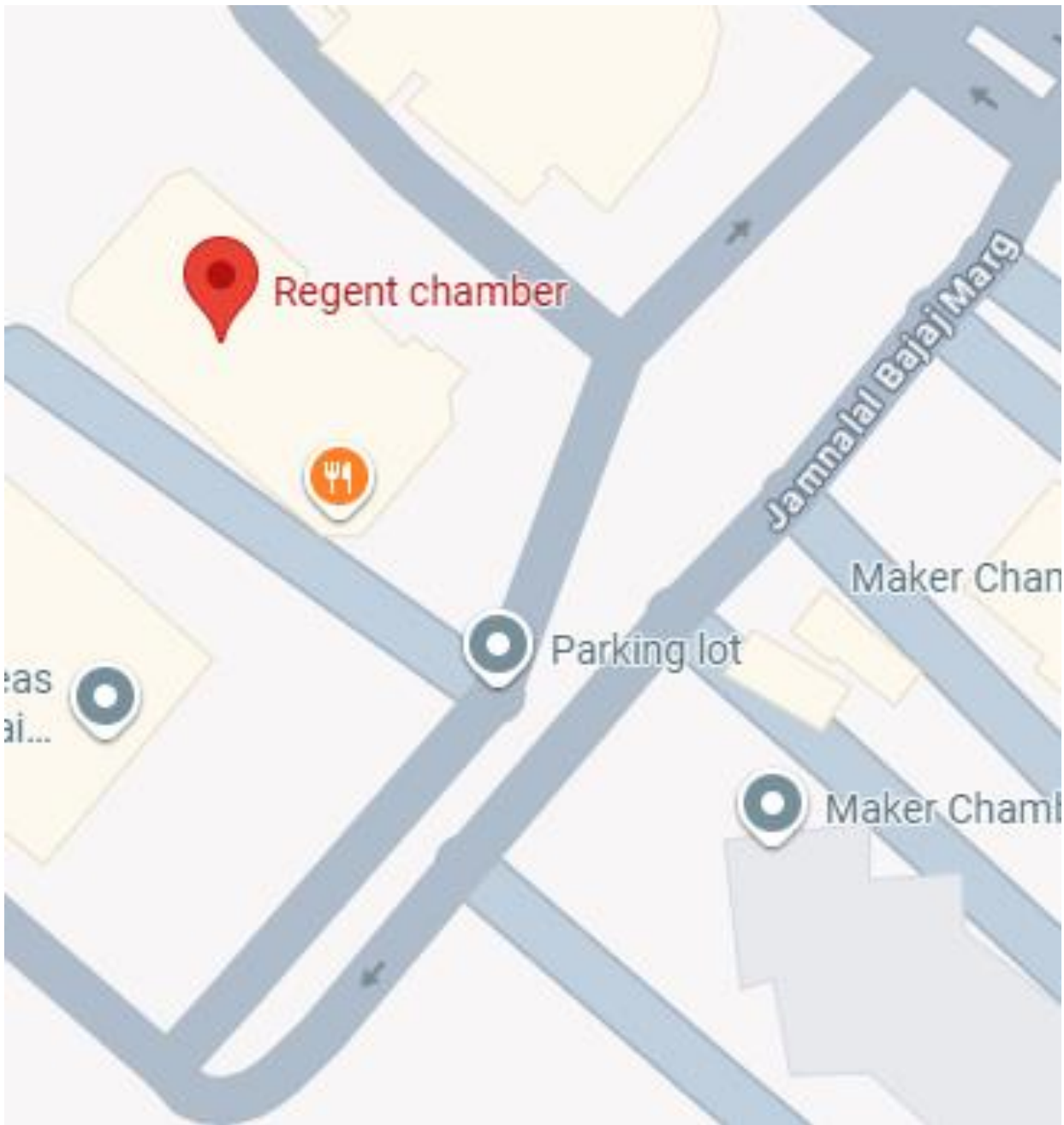
The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date. The Proposed Allottees have further confirmed that they are eligible under SEBI ICDR Regulations to undertake the Preferential Issue.

In accordance with the provisions of Sections 42 and 62 of the Companies Act, 2013, read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the members for the issue and allotment of the said warrants to the Proposed Allottees is being sought by way of a special resolution as set out in said item no. 3 of the notice.

Except Mrs. Mangla Rathod and her immediate relative, none other director and/or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in this special resolution as set out in Item No. 3 of this Notice.

The Board of Directors of the Company believes that the proposed issue is in the best interest of the Company and therefore the Board recommends the Special Resolution as set out in Item No. 3 in the accompanying notice for approval by the Members.

ROUTE MAP



Landmark: Status Restaurant

ANNEXURE A

Sr. No	Category of Shareholders	Pre-Preferential Allotment shareholding (as on 30.09.2025)		Issue of Equity Shares	Issue of Warrants	Post-Preferential Allotment shareholding assuming full allotment of Equity Shares and full conversion of Warrants	
		No. of Shares	% holding			No. of Shares	% holding
A.	PROMOTERS						
1	INDIAN						
a.	Individual / HUF	24,22,710	65.44	0	7,05,882	31,28,592	44.91
b.	Central Government	-	-			-	-
c.	State Government(s)	-	-			-	-
d.	Bodies Corporate	-	-			-	-
e.	Banks / Financial Institutions	-	-			-	-
f.	Any Other	-	-			-	-
	Sub-Total (A)(1)	24,22,710	65.44	0.00	0.00	31,28,592	44.91
2	FOREIGN	-	-			-	-
a.	Individuals	-	-			-	-
b.	Bodies Corporate	-	-			-	-
c.	Banks / Financial Institutions	-	-			-	-
d.	Any Other	-	-			-	-
	Sub-Total (A)(2)	-	-			-	-
	TOTAL SHAREHOLDING OF PROMOTERS (A) = (A)(1) + (A)(2)	24,22,710	65.44	0	0	31,28,592	44.91
B.	PUBLIC SHAREHOLDING						
1	Institutions	-	-			-	-
a.	Mutual Funds	-	-			-	-

b.	Banks / Financial Institutions	93110	2.51	0	0	93110	1.34
c.	Central Government	-	-			-	-
d.	State Government(s)	-	-			-	-
e.	Venture Capital Funds	-	-			-	-
f.	Insurance Companies	-	-			-	-
g.	FIs	-	-			-	-
h.	Foreign Venture Capital Funds	-	-			-	-
i.	Others	12842	0.35	8620	0	21462	0.31
	Sub-Total (B)(1)	105952	2.86	8620	0	114572	1.64
2	Non-Institutions						
a.	Bodies Corporate (Indian)	32030	0.87	1512057	0	1544087	22.17
b.	Individuals	839373	22.67	864640	0	1704013	24.46
c.	Others						
i.	Non-Resident Indians	34112	0.92	0	0	34112	0.49
ii.	Clearing Members	36843	1	0	0	36843	0.53
iii.	Trusts	0	0	172413	0	172413	2.48
iv.	NBFC	0	0	0	0	0	0
v.	Investor Education and Protection Fund	231380	6.25			231380	3.32
	Sub-Total (B)(2)	1173738	31.71	2549110	0	3722848	53.44
	Total Public Shareholding (B) = (B)(1) + (B)(2)	1279690	34.57	2557730	0	3837420	55.09
C.	SHARES HELD BY CUSTODIAN FOR GDRs AND ADRs	0	0	0	0	0	0
	GRAND TOTAL (A+B+C)	37,02,400	100.01	25,57,730	7,05,882	69,66,012	100

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules 2014]

Stellant Securities (India) Ltd
CIN: L67190MH1991PLC064425

Registered Office: 305, Plot - 208, Regent Chambers, 3rd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021

Name of the Member(s)	
Registered Address	
Email ID	
Folio No.	

I/We, being the member(s) of Stellant Securities (India) Ltd hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____ or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-ordinary General Meeting of the Company, to be held on Wednesday, December 10, 2025 at 9:00 am at 305, Plot - 208, Regent Chambers, 3rd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Item No.	Resolutions	For/ Against
ORDINARY BUSINESS		
1	Increase in authorized share capital of the Company from Rs. 5,00,00,000/- (Rupees Five Crore Only) divided into 50,00,000 Equity Shares of Rs. 10/- each to Rs. 700,00,000/- (Rupees Seven Crores Only) divided into 70,00,000 equity shares of Rs. 10/- each, subject to alteration in Memorandum of Association of the Company.	
2	Issuance of 7,05,882 warrants convertible into equity shares of face value of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 340/- (Rupees Three Hundred Forty Only) (including premium of Rs. 330/-) per Convertible Warrant into equity aggregating to Rs. 23,99,99,880 (Rupees Twenty-Three Crores Ninety-Nine Lacs Ninety-Nine Thousand Eight Hundred Eighty only) in one or more tranches, as the case may be, on preferential basis (" Preferential Issue ") to the Promoters	

3	Issuance of 25,57,730 Equity Shares of face value of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 290/- (Rupees Two hundred and Ninety Only) (including premium of Rs. 280/-) per share aggregating to Rs. 74,17,41,700 (Rupees Seventy-Four Crores Seventeen Lacs Forty-One Thousand Seven Hundred only), as the case may be, on preferential basis (" Preferential Issue ") to the public investors.	
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Signed thisday of2025 Signature of shareholder.....

Affix a
1 Rupee
Revenue
Stamp

Signature of first proxy holder Signature of second proxy holder Signature of third proxy holder

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. Members/Proxies should bring their attendance slips duly completed for attending the Meeting.
4. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ATTENDANCE SLIP

Stellant Securities (India) Ltd
CIN: L67190MH1991PLC064425

Registered Office: 305, Plot - 208, Regent Chambers, 3rd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021

Folio No.	
No. of Shares	

Name and Address of Registered Shareholder
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I certify that I am a registered shareholder / proxy for the registered shareholder of the Company, hereby record my presence at the Extra-ordinary General Meeting of the Company on Wednesday, December 10, 2025 at 9:00 am at 305, Plot - 208, Regent Chambers,, 3rd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai 400021

Signature

Note: Please complete this and hand it over at the entrance of the hall.