

NOTICE

NOTICE is hereby given to the Shareholders (the “Shareholders” or the “Members”) of Sharp Chucks and Machines Limited (“Company” / “SCML”), that an (Serial No. EGM/01/2026-27) Extra-Ordinary General Meeting (“EGM”) of the Company will be held on Wednesday, May 06, 2026 at 12:30 PM IST. through Video Conferencing / Other Audio-Visual Means to transact the following special business:

1. To consider and approve increase in the Authorised Share Capital of the Company and amendment of Clause V 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 pursuant to the provisions of Section 61 read with Section 64 of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment(s) thereof) and any other applicable provisions of the Act and the rules made thereunder and the Articles of Association of the Company, the Authorised Share Capital of the Company be and is hereby increased from Rs. 17,50,00,000/- (Rupees Seventeen Crore Fifty Lakh) divided into 1,75,00,000 (One Crore Seventy-Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 21,00,00,000/- (Rupees Twenty-One Crore) divided into 2,10,00,000 (Two Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each by creation of 35,00,000 (Thirty-Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each ranking pari passu with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof), clause (V) of the Memorandum of Association of the Company be and is hereby amended by substituting with the following clause:

V. The Authorized Share Capital of the Company is Rs. 21,00,00,000/- (Rupees Twenty-One Crore) divided into 2,10,00,000 (Two Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each with power to increase and reduce the capital of the Company and to divide the shares into several classes and to attach thereto respectively such rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be provided by the Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include a Committee thereof authorised for the purpose) be and is hereby authorised to take all such steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval



of the Members or otherwise and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to sign and execute all necessary forms, documents and papers as may be deemed necessary and expedient in connection with the aforesaid matter and to do such acts and deeds required to give effect to the aforesaid resolutions.”

2. To consider and approve Issue of Equity Shares of the Company to certain identified persons/entities on Preferential Basis:

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

“RESOLVED THAT pursuant to Section 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, each as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI (ICDR) Regulations”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI Listing Regulations”) and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India (“SEBI”) and the stock exchange where the shares of the Company are listed (“Stock Exchange”), or any other authority / body and enabling provisions in the Memorandum and Articles of Association of the Company and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals / sanctions / permissions and / or consents, if any, and which may be agreed by the board of directors of the Company (hereinafter referred to as “Board” which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), consent of the members of the Company be and is hereby accorded to the Board, to create, issue, offer and allot, from time to time, in one or more tranches, up to 26,37,000 (Twenty Six Lakh Thirty Seven Thousand) Equity Shares having a face value of Rs. 10 each at a price of Rs. 142.5/- per Equity Share (including a premium of Rs. 132.5/- per Equity Share), aggregating up to Rs. 37,57,72,500/- (Rupees Thirty-Seven Crore Fifty-Seven Lakh Seventy-Two Thousand Five Hundred only) to the proposed allottees (as mentioned below) on preferential basis for cash and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations and SEBI Takeover Regulations or other applicable laws and on such terms and conditions as the Board may, in its absolute discretion think fit and without requiring any



SHARP CHUCKS AND MACHINES LIMITED

GSTIN : 03AACCS0690M1ZB
CIN: L27106PB1994PLC014701

Formerly SHARP CHUCKS AND MACHINES PVT.LTD.
Regd. Office : A- 12, Industrial Development Colony, Jalandhar - 144 012 (Pb.)
E-mail : dispatch@sharpchucks.com accounts@sharpchucks.com

Tel. 0181-2610341 , 2611763
Telefax : 0181-2610344
Website : www.sharpchucks.com

further approval or consent from the members. ("**Preferential Issue of Equity Shares**").

Sr No	Name of Proposed Allottee(s) of Equity Shares	Category	No. of Equity Shares to be Allotted
1.	Swati Ajay Didwania	Non-Promoter	8000
2.	Deepali Sachin Ajmera	Non-Promoter	8000
3.	Surendra Shantilal Mehta	Non-Promoter	8000
4.	Soham Viral Gala	Non-Promoter	8000
5.	Praful Damji Dharod	Non-Promoter	8000
6.	Vikas Kothari	Non-Promoter	8000
7.	Parth Ashish Mehta	Non-Promoter	8000
8.	Yash J Jain	Non-Promoter	8000
9.	Bhadreshchimanlal Desai	Non-Promoter	8000
10.	Anjana Rajnikant Patel	Non-Promoter	8000
11.	Sulaja Chandrashekhar Gaonkar	Non-Promoter	8000
12.	Chandrashekhar Maruti Gaonkar	Non-Promoter	8000
13.	Rishi Mandial	Non-Promoter	8000
14.	Bhavin Kishor Shah	Non-Promoter	8000
15.	Amish Rambhia HUF	Non-Promoter	8000
16.	Heena Rambhia	Non-Promoter	8000
17.	Aarti Piyush Shah	Non-Promoter	8000
18.	Sandeep Sadashiv Sawardekar	Non-Promoter	8000
19.	Nitin Baliram Sawardekar	Non-Promoter	8000
20.	Aman Girish Chandra Gupta	Non-Promoter	8000
21.	Hetal Jayant Shah	Non-Promoter	8000
22.	Prabha Jayant Shah	Non-Promoter	8000
23.	Ketan Jayant Shah	Non-Promoter	8000
24.	Ketan Jayant Shah HUF	Non-Promoter	8000
25.	Aniket Manish Shah HUF	Non-Promoter	8000
26.	Mansi Sankil Gala	Non-Promoter	8000
27.	Neelam Veera	Non-Promoter	8000
28.	Manoj Jain	Non-Promoter	10000
29.	Rajat Jain	Non-Promoter	10000
30.	Abha Sajjankumar Damani	Non-Promoter	140000
31.	Varsha Anish Shah	Non-Promoter	35000
32.	Varun Shrikant Sadekar	Non-Promoter	35000
33.	Infinity Devcon Private Limited	Non-Promoter	35000
34.	Priyanka Tiwari	Non-Promoter	16000
35.	Ashok Kumar Agrawal	Non-Promoter	16000



MANUFACTURERS & EXPORTERS OF
"SHARP" PRECISION SELF CENTERING LATHE CHUCKS, DRILL CHUCKS,
INDEPENDENT CHUCKS & CUSTOMISED CASTING

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36.	Deeposhree Nag	Non-Promoter	35000
37.	Nikunj Chawla	Non-Promoter	16000
38.	Niraj Prafulchandra Shah	Non-Promoter	16000
39.	Harsheel Shah	Non-Promoter	35000
40.	Nishita Kunal Ojha	Non-Promoter	16000
41.	Ruchi Gulati	Non-Promoter	16000
42.	Lav Nigam	Non-Promoter	16000
43.	Neeta Santosh	Non-Promoter	25000
44.	Avishek Prasad	Non-Promoter	14000
45.	Prashant Arya	Non-Promoter	16000
46.	Shrradha P Bansal	Non-Promoter	14000
47.	Rehmat Ali Nazim Ali Sayed	Non-Promoter	10000
48.	Kunal Dalsukhbhai Jagani	Non-Promoter	11000
49.	Yashvant Dalsukhbhai Jagani	Non-Promoter	11000
50.	Sangita Chandreshbhai Ajani	Non-Promoter	15000
51.	Ratanpreet Singh Rajpal	Non-Promoter	15000
52.	Teena B Gala	Non-Promoter	15000
53.	Nitya B Gala	Non-Promoter	15000
54.	Bhaven Gala HUF	Non-Promoter	15000
55.	Dhara Dharod	Non-Promoter	15000
56.	Amit Lapasiya	Non-Promoter	15000
57.	Keyur Gala	Non-Promoter	14000
58.	Sonal Shah	Non-Promoter	14000
59.	Raj Trading	Non-Promoter	14000
60.	Jitendra Nagda	Non-Promoter	15000
61.	Prasant Nagda	Non-Promoter	15000
62.	Parth Nagda	Non-Promoter	15000
63.	Ushma Shah	Non-Promoter	15000
64.	Anil Pisal	Non-Promoter	15000
65.	Anuradha Loya	Non-Promoter	15000
66.	Vijay Doshi	Non-Promoter	15000
67.	Prakash Solanki	Non-Promoter	15000
68.	Gaddameedi Srikanth Reddy	Non-Promoter	15000
69.	Ayyagari Rama Bhima Subrahmanya Sarma	Non-Promoter	15000
70.	Guntur Venkata Subbarao	Non-Promoter	15000
71.	Mandadapu Ganga Bhavani	Non-Promoter	15000
72.	Aashirwad Agency	Non-Promoter	15000
73.	Rahul Mahajan	Non-Promoter	15000
74.	Jatinkumar Vithalbhai Vadalia	Non-Promoter	18000
75.	Kajal Jatinkumar Vadaliya	Non-Promoter	18000



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76.	Meghaben Rahulbhai Vadaliya	Non-Promoter	18000
77.	Rahul Vithalbhai Vadaliya	Non-Promoter	18000
78.	Deepak Radhesh Singhania	Non-Promoter	18000
79.	Pradeep Sekhri	Non-Promoter	18000
80.	Jeetal Gada	Non-Promoter	18000
81.	Narendra Gada	Non-Promoter	18000
82.	Urvashi Pranav Shah	Non-Promoter	19000
83.	Salem Stainless Steel Suppliers Private Limited	Non-Promoter	20000
84.	Shashi Mishra	Non-Promoter	20000
85.	Pratik Mahendra Mehta HUF	Non-Promoter	20000
86.	Kaushik Gajendraray Busa HUF	Non-Promoter	20000
87.	Jyotibala Gajendraray Busa	Non-Promoter	20000
88.	Keerthi Teja Ravuri	Non-Promoter	20000
89.	Siddharth Deepak Thakur	Non-Promoter	20000
90.	Qazi Shaheerul Hasan	Non-Promoter	20000
91.	Pallavi R Pandhi	Non-Promoter	22000
92.	Ansh Paragbhai Kalola	Non-Promoter	25000
93.	Nishita S Parmar	Non-Promoter	25000
94.	Manju Guglia	Non-Promoter	25000
95.	Asha Suresh Lala	Non-Promoter	30000
96.	AVP Ventures LLP	Non-Promoter	30000
97.	Akash Singh Panwar	Non-Promoter	47000
98.	Virajsingh Rajendrasingh Dobhal	Non-Promoter	47000
99.	Mohammed Sabir Khan	Non-Promoter	47000
100.	Surender Jain	Non-Promoter	47000
101.	Amish Vinodbhai Gariba	Non-Promoter	55000
102.	Danishmand Mohamed Ali Merchant	Non-Promoter	63000
103.	Karim Ramjan Minsariya	Non-Promoter	95000
104.	Neha Rajkumar Lulla	Non-Promoter	142000
105.	Sunnybhai Pravinchandra Thakker	Non-Promoter	18000
106.	Rushi Hasmukhlal Thakkar	Non-Promoter	18000
107.	Priti Bhaveshbhai Tanna	Non-Promoter	18000
108.	Prakash Dhirajlal Tanna	Non-Promoter	18000
109.	Murlidhar Mohanlal Lakhia Ni HUF	Non-Promoter	23000
110.	The Golden Bird India Fund LP	Non-Promoter	110000
111.	Ansh Partner	Non-Promoter	40000
112.	Profusion Investment Trust-Profusion all Weather Fund	Non-Promoter	35000
113.	Paras Shah	Non-Promoter	145000
114.	Ali Haider	Non-Promoter	7000



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115.	Suyash Surana	Non-Promoter	10000
116.	Hina Khan	Non-Promoter	25000
117.	Bharat Mansinghka	Non-Promoter	9000
118.	Ankit Sharma	Non-Promoter	17000

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations the “Relevant Date” for the purpose of calculating the floor price for the issue of Equity Shares be and is hereby fixed as Monday, April 06, 2026 being the weekday 30 days prior to the date of Extraordinary General Meeting i.e. Wednesday, May 06, 2026.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable law, consent of the Members of the Company is hereby accorded to record the name and details of the Proposed Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottees through Letter of Offer/Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and ICDR Regulations containing the terms and conditions (“Offer Document”) after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchange and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the following terms and conditions:

- I. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange subject to receipt of necessary regulatory permissions and approvals.
- 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, 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 Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- IV. The Investor shall be required to bring in the entire consideration for the Equity Shares to be allotted to such Investor, on or before the date of allotment thereof.
- V. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Investor.



- VI. The Equity Shares shall be allotted in dematerialized form only within a maximum period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.

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

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the 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(s) as appropriate and utilisation 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 Listing 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 direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.



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

3. To approve Issue of Equity Warrants of the Company to certain identified promoters and non-promoter persons/entities on Preferential Basis:

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

“RESOLVED THAT pursuant to Section 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, each as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI (ICDR) Regulations”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI Listing Regulations”) and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India (“SEBI”) and the stock exchange where the shares of the Company are listed (“Stock Exchange”), or any other authority / body and enabling provisions in the Memorandum and Articles of Association of the Company, the provisions of the Foreign Exchange Management Act, 1999 (the “FEMA”) and rules and regulations framed thereunder as amended, (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force) and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals/ sanctions / permissions and / or consents, if any, and which may be agreed by the board of directors of the Company (hereinafter referred to as “Board” which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), consent of the members of the Company be and is hereby accorded to the Board, to create, issue, offer and allot, from time to time, in one or more tranches, up to 30,63,000 (Thirty Lakh Sixty Three Thousand) equity warrants (“Warrants”) at a price of Rs. 142.5/- per Warrant (including a premium of Rs.132.5/- per Warrant), aggregating up to Rs. 43,64,77,500/- (Rupees Forty-Three Crore Sixty-Four Lakh Seventy-Seven Thousand Five Hundred Only) with a right to the warrant holders to apply for and be allotted equivalent number of equity shares of the face value of Rs. 10/- within a period of 18 (Eighteen) months from the date of allotment of the Warrants, to the proposed allottees as mentioned below on preferential basis for cash and in such



form and manner and in accordance with the provisions of SEBI (ICDR) Regulations and SEBI Takeover Regulations or other applicable laws and on such terms and conditions as the Board may, in its absolute discretion think fit and without requiring any further approval or consent from the members ("**Preferential Issue of Warrants**"). Upon issue of Warrants in accordance herewith, an amount equivalent to Rs. 10,91,19,375 of the total issue i.e. 25% of the issue price size shall be called upfront from the proposed allottees.

Sr No	Name of Proposed Allottee(s) of Convertible Warrants	Category	No. of Convertible warrants to be Allotted
1.	Ajay Sikka	Promoter	500000
2.	Gopika Sikka	Promoter	500000
3.	Monica Bhatia	Non-Promoter	500000
4.	Sweta Abhishek Lath	Non-Promoter	410000
5.	Ankita Bajaj	Non-Promoter	30000
6.	Chirag Arora	Non-Promoter	25000
7.	Radhika Bajaj	Non-Promoter	30000
8.	Rahil Anil Arora	Non-Promoter	25000
9.	Tarshe Enterprises	Non-Promoter	20000
10.	Avani Ronak Keniya	Non-Promoter	45000
11.	Sonali Nemin Savadia	Non-Promoter	40000
12.	Bharat Mehta	Non-Promoter	100000
13.	The Golden Bird Investment Trust-I	Non-Promoter	100000
14.	Divine Comex Enterprises Private Limited	Non-Promoter	200000
15.	Chandrakant Shirodkar	Non-Promoter	90000
16.	Sheetal Shah	Non-Promoter	90000
17.	S V Enterprises	Non-Promoter	175000
18.	Rajiv Mehta	Non-Promoter	90000
19.	Ketan Kirtikumar Shah	Non-Promoter	32000
20.	Sachin Dagha	Non-Promoter	16000
21.	Shobha Businesses LLP	Non-Promoter	45000

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations the "Relevant Date" for the purpose of calculating the floor price for the issue of Warrants be and is hereby fixed as Monday, April 06, 2026 being the weekday 30 days prior to the date of Extraordinary General Meeting i.e. Wednesday, May 06, 2026.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable law, consent of the Members of the Company is hereby accorded to record the name and details of the Proposed Allottees in Form PAS-5



and the Board be and is hereby authorized to make an offer to the Proposed Allottees through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and ICDR Regulations containing the terms and conditions ("Offer Document") after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchange and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of the 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/- each to the warrant holders.
- II. 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. 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 Company.
- IV. 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.
- V. Apart from the said right of adjustment mentioned in (iv) 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 that of shareholder(s) of the Company.
- VI. The proposed warrants shall be issued and allotted by the Company to proposed allottee within a period of 15 (fifteen) days from the date of passing of this resolution provided that where the issue and allotment of the proposed warrants is pending on account of pendency of any approval for such issue and allotment by any regulatory authority, the issue and allotment shall be completed within a period of 15 (fifteen) days from the date receipt of last of such approvals, if any.



- 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 Exchange in accordance with the Listing Regulations and all other applicable laws, rules and regulations.
- VIII. The warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, upon demerger / realignment, rights issue or undertakes consolidation / sub-division / re-classification of equity shares or such other similar events or circumstances requiring adjustments as permitted under SEBI (ICDR) Regulations and all other applicable regulations from time to time.
- IX. The allotment of the Equity Shares pursuant to exercise of warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the respective allottee.
- X. 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 then existing Equity Shares of the Company.
- XI. The warrants and 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.

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

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the 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 warrants and thereafter allotment of Equity Shares further to exercise of the warrants, effecting



any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the warrants including deciding the size and timing of any tranche of the warrants), entering into contracts, arrangements, memorandum, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants) 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 in-principle and listing approval of the warrants, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India)Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the warrants and Equity Shares (to be issued on exercise of the warrants) with the depositories, viz. NSDL and CDSL and for the credit of such warrants / Shares to the respective dematerialized securities account of the proposed allottees 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 Listing 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 direction, to any committee of the Board or any one or more Director(s)/ Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.

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

4. To consider and approve the appointment of Mr. Gurdeep Singh (DIN: 07499896) as Non-Executive, Non- Independent Director of the Company:

To consider and, if thought fit, to pass the following resolution as **an Ordinary Resolution:**

“RESOLVED THAT pursuant to Section 152, 161 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory



modification(s) or amendment(s) thereto or reenactment(s) thereof for the time being in force) and applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Gurdeep Singh (DIN: 07499896), who was appointed as an Additional Director of the Company by the Board of Directors in terms of Section 161(1) of the Act and in respect of whom the Company has received notice in writing under Section 160 of the Act, from a Member, proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Non-Independent Director of the Company, liable to retire by rotation, with effect from April 06, 2026.

RESOLVED FURTHER THAT Mr. Gurdeep Singh (DIN: 07499896) shall be entitled to receive sitting fees for attending the meetings of Board and/ or Committees thereof, as recommended by the Nomination & Remuneration Committee and approved by the Board from time to time.

RESOLVED FURTHER THAT the Board of Director(s) (including its Committee thereof) and/ or Key Managerial Personnel(s) of the Company, be and are hereby severally authorized to settle any question, difficulty or doubt that may arise with regards to the aforesaid resolution and to do all such acts, deeds and things as may be necessary, proper, expedient or incidental for giving effect to this resolution as it may in its absolute discretion deem necessary, proper or desirable.”

By order of the Board of Directors
For Sharp Chucks and Machines Limited

Sd/-
Ajay Sikka
Managing Director
DIN: 00665858

Registered Office:
A-12 Industrial Development
Colony, Jalandhar, Punjab, India,
144012
CIN: L27106PB1994PLC014701

Date: April 06, 2026
Place: Jalandhar



Notes:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Extra Ordinary General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 9/2024 dated September 19, 2024 (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities Exchange Board of India (“SEBI Circular”) prescribing the procedures and manner of conducting the General Meeting through VC/OVAM. In terms of the said circulars, the Extra Ordinary General Meeting (“EGM”) of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the EGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per notes.
2. In line with the aforesaid MCA Circulars and SEBI Circular, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Member may note that Notice has been uploaded on the website of the Company at www.sharpchucks.com. The Notice can also be accessed from the website of the Stock Exchange i.e., National Stock Exchange of India Limited at www.nseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com.
3. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 (“Act”) is annexed hereto.
4. Pursuant to the aforesaid MCA circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.



5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. The Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
7. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
8. **Process and manner for members opting for voting through electronic means:**
 1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) 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 venue voting on the date of the EGM will be provided by NSDL.
 2. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e., Wednesday, April 29, 2026, shall be entitled to avail the facility of remote e-voting as well as venue voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 3. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off



date i.e., Wednesday, April 29, 2026, shall be entitled to exercise his/her vote either electronically i.e., remote e-voting or venue voting system on the date of the EGM by following the procedure mentioned in this part.

4. The remote e-voting will commence on Sunday, May 03, 2026 at 09:00 a.m. and will end on Tuesday, May 05, 2026 at 05:00 p.m. during this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e., Wednesday, April 29, 2026 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
5. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
6. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Wednesday, April 29, 2026.
7. The Company has appointed CS Sunnykumar Narwani, Practising Company Secretary, Partner of VTSN and Associates LLP (Membership No. ACS: 38196; CP No: 27211), to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the EGM, in a fair and transparent manner.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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 advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nSDL.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System My easi Tab and then user your existing my easi username & password.
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 & New System Myeasi 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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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. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.



Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**



6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.



7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to CS Sunnykumar Narwani at sunny@pcsvta.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Aman Goyal at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cssharpchucks@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cssharpchucks@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**



3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.



3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at csssharpchucks@gmail.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote evoting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
8. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending EGM & e-Voting from the NSDL e-Voting System, you can write an email to evoting@nsdl.com or call at 022 - 4886 7000.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.

Item No. 1:

To consider and approve increase in the Authorised Share Capital of the Company and amendment of Clause V of the Memorandum of Association.

The present Authorised Share Capital of the Company is Rs. 17,50,00,000/- (Rupees Seventeen Crore Fifty Lakh) divided into 1,75,00,000 (One Crore Seventy-Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each. In order to facilitate the preferential issue of equity shares and warrants and for meeting future requirements, if any, it is proposed to increase the Authorised Share Capital to Rs. 21,00,00,000/- (Rupees Twenty-One Crore) divided into 2,10,00,000 (Two Crore Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each. The increase in the Authorised Share Capital as aforesaid would entail consequential alteration of the existing Clause V of the Memorandum of Association of the Company.

It is also proposed to authorize the Board of Directors of the Company including any Committee thereof to complete all the formalities in connection with the increase of authorised share capital.

The increase in the Authorised 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, Articles of Association of the Company and any other applicable statutory and regulatory requirements.

None of the Directors / Key Managerial Personnel / their relatives are in any way concerned or interested, financially or otherwise in the resolutions.

The Board recommends this resolution as set out in Item no. 1 of the Notice for your approval as an **Ordinary Resolution**.

Item No. 2 & 3:

To consider and approve Issue of Equity Shares of the Company to certain identified persons/entities on Preferential Basis and to approve Issue of Equity Warrants of the Company to certain identified promoters and non-promoter persons/entities on Preferential Basis:

The Board has explored various options and proposed to raise funds by way of issue of Equity Shares and Equity Warrants on preferential basis, for the purpose as detailed below. The Board of Directors of the Company ("Board") in their meeting held on Monday, April 06, 2026 subject to necessary approval(s), have approved the proposal for raising of funds by way of issue of up to 26,37,000 Equity Shares having a face value of Rs. 10/- each at a price of Rs. 142.5/- per Equity Share (Including a premium of Rs. 132.5/- per Equity Share) aggregating



SHARP CHUCKS AND MACHINES LIMITED

GSTIN : 03AACCS0690M1ZB
CIN: L27106PB1994PLC014701

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up to Rs. 37,57,72,500 and up to 30,63,000 Convertible Warrants (“Warrants”) at a price of Rs. 142.5/- per warrant (Including a premium of Rs. 132.5/- per Convertible Warrant (“Warrant Issue Price”) aggregating up to Rs. 43,64,77,500/- with a right to the warrant holders to apply for and be allotted equivalent number of equity share of the face value of Rs. 10/- of the Company within a period of 18 (Eighteen) months from the date of allotment of the Warrants and to the proposed allottees as mentioned below on preferential basis for cash and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations.

Sr No	Name of Proposed Allottee(s)	Category	No. of Equity Shares to be Allotted	No of Warrants to be Allotted
1.	Swati Ajay Didwania	Non-Promoter	8000	-
2.	Deepali Sachin Ajmera	Non-Promoter	8000	-
3.	Surendra Shantilal Mehta	Non-Promoter	8000	-
4.	Soham Viral Gala	Non-Promoter	8000	-
5.	Praful Damji Dharod	Non-Promoter	8000	-
6.	Vikas Kothari	Non-Promoter	8000	-
7.	Parth Ashish Mehta	Non-Promoter	8000	-
8.	Yash J Jain	Non-Promoter	8000	-
9.	Bhadreshchimanlal Desai	Non-Promoter	8000	-
10.	Anjana Rajnikant Patel	Non-Promoter	8000	-
11.	Sulaja Chandrashekhar Gaonkar	Non-Promoter	8000	-
12.	Chandrashekhar Maruti Gaonkar	Non-Promoter	8000	-
13.	Rishi Mandial	Non-Promoter	8000	-
14.	Bhavin Kishor Shah	Non-Promoter	8000	-
15.	Amish Rambhia HUF	Non-Promoter	8000	-
16.	Heena Rambhia	Non-Promoter	8000	-
17.	Aarti Piyush Shah	Non-Promoter	8000	-
18.	Sandeep Sadashiv Sawardekar	Non-Promoter	8000	-
19.	Nitin Baliram Sawardekar	Non-Promoter	8000	-
20.	Aman Girish Chandra Gupta	Non-Promoter	8000	-
21.	Hetal Jayant Shah	Non-Promoter	8000	-
22.	Prabha Jayant Shah	Non-Promoter	8000	-
23.	Ketan Jayant Shah	Non-Promoter	8000	-
24.	Ketan Jayant Shah HUF	Non-Promoter	8000	-
25.	Aniket Manish Shah HUF	Non-Promoter	8000	-
26.	Mansi Sankil Gala	Non-Promoter	8000	-
27.	Neelam Veera	Non-Promoter	8000	-
28.	Manoj Jain	Non-Promoter	10000	-
29.	Rajat Jain	Non-Promoter	10000	-
30.	Abha Sajjankumar Damani	Non-Promoter	140000	-



MANUFACTURERS & EXPORTERS OF
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INDEPENDENT CHUCKS & CUSTOMISED CASTING

SHARP CHUCKS AND MACHINES LIMITED

GSTIN : 03AACCS0690M1ZB
CIN: L27106PB1994PLC014701

Formerly SHARP CHUCKS AND MACHINES PVT.LTD.

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31.	Varsha Anish Shah	Non-Promoter	35000	-
32.	Varun Shrikant Sadekar	Non-Promoter	35000	-
33.	Infinity Devcon Private Limited	Non-Promoter	35000	-
34.	Priyanka Tiwari	Non-Promoter	16000	-
35.	Ashok Kumar Agrawal	Non-Promoter	16000	-
36.	Deeposhree Nag	Non-Promoter	35000	-
37.	Nikunj Chawla	Non-Promoter	16000	-
38.	Niraj Prafulchandra Shah	Non-Promoter	16000	-
39.	Harsheel Shah	Non-Promoter	35000	-
40.	Nishita Kunal Ojha	Non-Promoter	16000	-
41.	Ruchi Gulati	Non-Promoter	16000	-
42.	Lav Nigam	Non-Promoter	16000	-
43.	Neeta Santosh	Non-Promoter	25000	-
44.	Avishek Prasad	Non-Promoter	14000	-
45.	Prashant Arya	Non-Promoter	16000	-
46.	Shrradha P Bansal	Non-Promoter	14000	-
47.	Rehmat Ali Nazim Ali Sayed	Non-Promoter	10000	-
48.	Kunal Dalsukhbhai Jagani	Non-Promoter	11000	-
49.	Yashvant Dalsukhbhai Jagani	Non-Promoter	11000	-
50.	Sangita Chandreshbhai Ajani	Non-Promoter	15000	-
51.	Ratanpreet Singh Rajpal	Non-Promoter	15000	-
52.	Teena B Gala	Non-Promoter	15000	-
53.	Nitya B Gala	Non-Promoter	15000	-
54.	Bhaven Gala HUF	Non-Promoter	15000	-
55.	Dhara Dharod	Non-Promoter	15000	-
56.	Amit Lapasiya	Non-Promoter	15000	-
57.	Keyur Gala	Non-Promoter	14000	-
58.	Sonal Shah	Non-Promoter	14000	-
59.	Raj Trading	Non-Promoter	14000	-
60.	Jitendra Nagda	Non-Promoter	15000	-
61.	Prasant Nagda	Non-Promoter	15000	-
62.	Parth Nagda	Non-Promoter	15000	-
63.	Ushma Shah	Non-Promoter	15000	-
64.	Anil Pisal	Non-Promoter	15000	-
65.	Anuradha Loya	Non-Promoter	15000	-
66.	Vijay Doshi	Non-Promoter	15000	-
67.	Prakash Solanki	Non-Promoter	15000	-
68.	Gaddameedi Srikanth Reddy	Non-Promoter	15000	-
69.	Ayyagari Rama Bhima Subrahmanya Sarma	Non-Promoter	15000	-



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70.	Guntur Venkata Subbarao	Non-Promoter	15000	-
71.	Mandadapu Ganga Bhavani	Non-Promoter	15000	-
72.	Aashirwad Agency	Non-Promoter	15000	-
73.	Rahul Mahajan	Non-Promoter	15000	-
74.	Jatinkumar Vithalbhai Vadalia	Non-Promoter	18000	-
75.	Kajal Jatinkumar Vadaliya	Non-Promoter	18000	-
76.	Meghaben Rahulbhai Vadaliya	Non-Promoter	18000	-
77.	Rahul Vithalbhai Vadaliya	Non-Promoter	18000	-
78.	Deepak Radhesh Singhania	Non-Promoter	18000	-
79.	Pradeep Sekhri	Non-Promoter	18000	-
80.	Jeetal Gada	Non-Promoter	18000	-
81.	Narendra Gada	Non-Promoter	18000	-
82.	Urvashi Pranav Shah	Non-Promoter	19000	-
83.	Salem Stainless Steel Suppliers Private Limited	Non-Promoter	20000	-
84.	Shashi Mishra	Non-Promoter	20000	-
85.	Pratik Mahendra Mehta HUF	Non-Promoter	20000	-
86.	Kaushik Gajendraray Busa HUF	Non-Promoter	20000	-
87.	Jyotibala Gajendraray Busa	Non-Promoter	20000	-
88.	Keerthi Teja Ravuri	Non-Promoter	20000	-
89.	Siddharth Deepak Thakur	Non-Promoter	20000	-
90.	Qazi Shaheerul Hasan	Non-Promoter	20000	-
91.	Pallavi R Pandhi	Non-Promoter	22000	-
92.	Ansh Paragbhai Kalola	Non-Promoter	25000	-
93.	Nishita S Parmar	Non-Promoter	25000	-
94.	Manju Guglia	Non-Promoter	25000	-
95.	Asha Suresh Lala	Non-Promoter	30000	-
96.	AVP Ventures LLP	Non-Promoter	30000	-
97.	Akash Singh Panwar	Non-Promoter	47000	-
98.	Virajsingh Rajendrasingh Dobhal	Non-Promoter	47000	-
99.	Mohammed Sabir Khan	Non-Promoter	47000	-
100.	Surender Jain	Non-Promoter	47000	-
101.	Amish Vinodbhai Gariba	Non-Promoter	55000	-
102.	Danishmand Mohamed Ali Merchant	Non-Promoter	63000	-
103.	Karim Ramjan Minsariya	Non-Promoter	95000	-
104.	Neha Rajkumar Lulla	Non-Promoter	142000	-
105.	Sunnybhai Pravinchandra Thakker	Non-Promoter	18000	-
106.	Rushi Hasmukhlal Thakkar	Non-Promoter	18000	-
107.	Priti Bhaveshbhai Tanna	Non-Promoter	18000	-
108.	Prakash Dhirajlal Tanna	Non-Promoter	18000	-



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109.	Murlidhar Mohanlal Lakhia Ni HUF	Non-Promoter	23000	-
110.	The Golden Bird India Fund LP	Non-Promoter	110000	-
111.	Ansh Partner	Non-Promoter	40000	-
112.	Profusion Investment Trust-Profusion all Weather Fund	Non-Promoter	35000	-
113.	Paras Shah	Non-Promoter	145000	-
114.	Ali Haider	Non-Promoter	7000	-
115.	Suyash Surana	Non-Promoter	10000	-
116.	Hina Khan	Non-Promoter	25000	-
117.	Bharat Mansinghka	Non-Promoter	9000	-
118.	Ankit Sharma	Non-Promoter	17000	-
119.	Ajay Sikka	Promoter	-	500000
120.	Gopika Sikka	Promoter	-	500000
121.	Monica Bhatia	Non-Promoter	-	500000
122.	Sweta Abhishek Lath	Non-Promoter	-	410000
123.	Ankita Bajaj	Non-Promoter	-	30000
124.	Chirag Arora	Non-Promoter	-	25000
125.	Radhika Bajaj	Non-Promoter	-	30000
126.	Rahil Anil Arora	Non-Promoter	-	25000
127.	Tarshe Enterprises	Non-Promoter	-	20000
128.	Avani Ronak Keniya	Non-Promoter	-	45000
129.	Sonali Nemin Savadia	Non-Promoter	-	40000
130.	Bharat Mehta	Non-Promoter	-	100000
131.	The Golden Bird Investment Trust-1	Non-Promoter	-	100000
132.	Divine Comex Enterprises Private Limited	Non-Promoter	-	200000
133.	Chandrakant Shirodkar	Non-Promoter	-	90000
134.	Sheetal Shah	Non-Promoter	-	90000
135.	S V Enterprises	Non-Promoter	-	175000
136.	Rajiv Mehta	Non-Promoter	-	90000
137.	Ketan Kirtikumar Shah	Non-Promoter	-	32000
138.	Sachin Dagha	Non-Promoter	-	16000
139.	Shobha Businesses LLP	Non-Promoter	-	45000

In terms of Section 62 (read with section 42 of the Companies Act, 2013 and Rules made thereunder (the 'Act'), and in accordance with the provisions of Chapter V "Preferential Issue" of the SEBI (ICDR) Regulations as amended, and on the terms and conditions and formalities as stipulated in the Act and the SEBI (ICDR) Regulations, the Preferential Issue requires approval of the Members by way of a special resolution. The Board therefore, seeks approval of the Members for the resolutions as set out in the notice, by way of a special resolution.



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The issue and allotment of Equity Shares shall be on the terms and conditions, as mentioned below:

1. The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange subject to receipt of necessary regulatory permissions and approvals.
2. 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, 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.
3. The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
4. The Investor shall be required to bring in the entire consideration for the Equity Shares to be allotted to such Investor, on or before the date of allotment thereof.
5. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Investor.
6. The Equity Shares shall be allotted in dematerialised form only within a maximum period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.

The following disclosures for the issue of equity shares and convertible warrants on preferential basis are made in accordance with the provisions of Section 62 and The Companies (Prospectus and Allotment of Securities) Rules, 2014 and SEBI (ICDR) Regulations:

i. The objects of the preferential issue:

The Company intends to utilize the proceeds raised through the Preferential Issue ("Issue Proceeds") towards the following objects:

- 1. Capital Expenditure for Business Expansion** - The Company intends to utilize a portion of the net proceeds from the preferential issue towards capital expenditure for business expansion, including but not limited to acquisition of plant and machinery, equipment, technological upgradation, infrastructure development, and other fixed assets. These investments are expected to augment the Company's production capacity, improve operational efficiency, and support its long-term growth strategy.



2. General Corporate Purpose - An amount of up to 25% (twenty-five percent) of the issue proceeds shall be utilized towards general corporate purposes and expenses related to this issue. This includes, but is not limited to, meeting general corporate exigencies, contingencies, administrative and operational costs, and other purposes as permitted under applicable laws, as may be determined by the Board from time to time.

The proceeds raised through the Preferential Issue (“Issue Proceeds”) shall be used as follows:

Purpose	Total estimated amount to be utilised for each of the Objects*	Tentative Timeline for utilization	Till funds are utilized, disclose the mode in which funds will be kept
Capital Expenditure for Business Expansion	61,00,00,000	Within 12 months from the date of receipt of funds	Deposited in Schedule Commercial Bank, in Cash credit / Fixed Deposit accounts
General Corporate Purpose	20,22,50,000		

*Considering 100% subscription of equity shares and equity warrants including conversion of warrants into equity shares within the stipulated time.

Given that the Preferential Issue is also for convertible warrants, the Issue Proceeds of warrants shall be received by the Company within 18 (eighteen) months from the date of allotment of the Warrants in terms of Chapter V of the SEBI ICDR Regulations, and as estimated by our management, the entire Issue Proceeds would be utilized for the all the aforementioned Objects, in phases, as per the Company’s business requirements and availability of Issue Proceeds, within 12 months from the date of receipt of funds (as set out herein).

The above stated fund requirements are based on internal management estimates and have not been appraised by any bank, financial institution or any other external agency. They are based on current circumstances of our business. The Company may have to revise its estimates from time to time on account of various factors beyond its control, such as financial, market and sectoral conditions, competitive environment, business performance and strategy and interest or exchange rate fluctuations. Consequently, the funding requirements of our Company and deployment schedules are subject to revision in the future at the discretion of the management, however the same will be done in compliance with applicable laws.

ii. The total number of shares or other securities to be issued:

The Board, pursuant to its resolution dated Monday, April 06, 2026 subject to necessary approval(s), have approved the proposal for raising of funds by way of



issue of up to 26,37,000 Equity Shares having a face value of Rs. 10/- each at a price of Rs. 142.5/- per Equity Share (Including a premium of Rs. 132.5/- per Equity Share) aggregating up to Rs. 37,57,72,500/- and up to 30,63,000 Convertible Warrants ("Warrants") at a price of Rs. 142.5/- per warrant ("Warrant Issue Price") aggregating up to Rs. 43,64,77,500 /-.

iii. amount which the company intends to raise by way of such securities

Amount to be raised by issue of Equity Shares is up to Rs. 37,57,72,500/- and Warrants is up to Rs. 43,64,77,500/- and by aggregating up to Rs. 81,22,50,000/-

iv. The price or price band at which the allotment is proposed:

Issue Price is fixed at Rs. 142.5/- per Equity Share and same Rs. 142.5 Per Convertible Warrant.

v. Basis on which the price has been arrived at:

The equity shares of Company are listed on SME Platform of National Stock Exchange of India Limited i.e. NSE EMERGE PLATFORM (Stock Exchange) and are frequently traded in accordance with the SEBI (ICDR) Regulations.

Hence, in case of the frequently traded shares which have been listed on a recognised stock exchange for a period of 90 trading days or more as on the relevant date, as per Regulation 164(1) and Regulation 166A of the SEBI (ICDR) Regulations, 2018, the price of the equity shares and convertible warrants to be allotted pursuant to the preferential issue shall be not less than the higher of the following:

- (i) The 90 (ninety) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 135.06 per equity share.
- (ii) The 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 138.49 per equity share.
- (iii) Price determined through the valuation report from an independent registered valuer; As required under Regulation 166A(1) of the SEBI ICDR Regulations given that the Preferential Issue results in allotment of more than 5% of the post-Issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, the Company has obtained a valuation report from CA Sejal Agrawal, Director of Procurve Valux Private Limited, Registered Valuer having IBBI Registration No. IBBI/RV-E/02/2025/218 having office at E- 716 Ganesh Glory 11, Nr BSNL Office 100 Ft JG Gota, Ahmedabad, Daskroi, Gujarat, India, 382481 and the price determined by such independent registered valuer, in the Valuation Report, is Rs. 138.49/- per share.



In terms of the provisions of Regulation 164(1) and Regulation 166A of the SEBI ICDR Regulations, the minimum price at which the equity shares may be issued computes to Rs. 138.49/- each as per the above-mentioned pricing formula. Further, method of determination of price as per the Articles of Association of the Company is not applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis.

In view of the above factors, the Board of Directors of the Company decided to issue these securities to be allotted on preferential basis to the proposed allottees at Rs. 142.50/- being not less than the floor price computed in accordance with Chapter V of the SEBI ICDR Regulations.

Further, given that the equity shares of the Company have been listed for a period of more than 90 (ninety) trading days prior to the relevant date, the Company is not required to re-compute the issue price as per Regulation 164(3) the SEBI ICDR Regulations, and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations.

If the Company is required to re-compute the price then it shall undertake such re-computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI ICDR Regulations, the equity shares and warrants proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

vi. The relevant date on the basis of which price has been arrived at:

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares and Equity Warrants is Monday, April 06, 2026, being the 30 days prior to the date of Extraordinary General Meeting i.e. May 06, 2026.

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

The Preferential Issue of equity shares is proposed to be made to the Proposed Allottees belonging to Non-Promoter (Public) category and Preferential Issue of equity warrants is proposed to be made to the Proposed Allottees, belonging to Promoter as well as Non-Promoter (Public) category.

viii. Intent of the promoters, directors, key managerial personnel or senior management of the Company to subscribe to the offer:



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The preferential issue of equity warrants is, inter-alia, being made to certain proposed allottee(s) who are promoters of the Company, as set out in the list of Proposed Allottees under Resolution No. 3.

Save and except the Promoters forming part of the Proposed Allottees in Resolution No. 3, none of the other Promoters, members of the Promoter Group, Directors, Key Managerial Personnel, or Senior Management of the Company intend to subscribe to the offer of equity shares and/or equity warrants.

ix. The proposed time within which the allotment shall be completed:

Under Regulation 170 of the SEBI (ICDR) Regulations, Preferential Allotment of the Equity Shares and Equity Warrants is required to be completed within a period of 15 (fifteen) days from the date of passing of the special resolution of the shareholders of the Company or within the statutory time limits prescribed by the regulatory authorities subject to all the necessary approvals being in place. If any approval or permissions by any regulatory or statutory authority or the Central Government for allotment is pending, the period of 15 (fifteen) days shall commence from the date of such approval or permission being obtained.

x. The percentage (%) of Post Preferential Issue Capital that may be held by allottees and Change in Control, if any, consequent to the Preferential Issue:

Sr No	Name of Proposed Allottee	Category	Pre-Preferential Issue as on April 06, 2026		No. of Equity Shares / Warrants to be Allotted	Post Allotment of Equity Shares pursuant to the Preferential allotment (Assuming conversion of warrants proposed to be issued)	
			No. of Equity Shares Held	% Held		No. of Equity Shares	Percentage (%)
Below is the list of Proposed Allottee(s) of 26,37,000 Equity Shares							
1.	Swati Ajay Didwania	Non-Promoter	-	-	8000	8000	0.04
2.	Deepali Sachin Ajmera	Non-Promoter	-	-	8000	8000	0.04
3.	Surendra Shantilal Mehta	Non-Promoter	-	-	8000	8000	0.04
4.	Soham Viral Gala	Non-Promoter	-	-	8000	8000	0.04
5.	Praful Damji Dharod	Non-Promoter	-	-	8000	8000	0.04
6.	Vikas Kothari	Non-Promoter	-	-	8000	8000	0.04
7.	Parth Ashish Mehta	Non-Promoter	-	-	8000	8000	0.04
8.	Yash J Jain	Non-	-	-	8000	8000	0.04



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		Promoter					
9.	Bhadreshchimanlal Desai	Non-Promoter	-	-	8000	8000	0.04
10.	Anjana Rajnikant Patel	Non-Promoter	-	-	8000	8000	0.04
11.	Sulaja Chandrashekhar Gaonkar	Non-Promoter	-	-	8000	8000	0.04
12.	Chandrashekhar Maruti Gaonkar	Non-Promoter	-	-	8000	8000	0.04
13.	Rishi Mandial	Non-Promoter	-	-	8000	8000	0.04
14.	Bhavin Kishor Shah	Non-Promoter	-	-	8000	8000	0.04
15.	Amish Rambhia HUF	Non-Promoter	1000	0.01	8000	9000	0.04
16.	Heena Rambhia	Non-Promoter	-	-	8000	8000	0.04
17.	Aarti Piyush Shah	Non-Promoter	-	-	8000	8000	0.04
18.	Sandeep Sadashiv Sawardekar	Non-Promoter	-	-	8000	8000	0.04
19.	Nitin Baliram Sawardekar	Non-Promoter	-	-	8000	8000	0.04
20.	Aman Girish Chandra Gupta	Non-Promoter	-	-	8000	8000	0.04
21.	Hetal Jayant Shah	Non-Promoter	-	-	8000	8000	0.04
22.	Prabha Jayant Shah	Non-Promoter	-	-	8000	8000	0.04
23.	Ketan Jayant Shah	Non-Promoter	-	-	8000	8000	0.04
24.	Ketan Jayant Shah HUF	Non-Promoter	-	-	8000	8000	0.04
25.	Aniket Manish Shah HUF	Non-Promoter	-	-	8000	8000	0.04
26.	Mansi Sankil Gala	Non-Promoter	-	-	8000	8000	0.04
27.	Neelam Veera	Non-Promoter	-	-	8000	8000	0.04
28.	Manoj Jain	Non-Promoter	-	-	10000	10000	0.05
29.	Rajat Jain	Non-Promoter	-	-	10000	10000	0.05
30.	Abha Sajjankumar Damani	Non-Promoter	25000	0.17	140000	165000	0.82
31.	Varsha Anish Shah	Non-Promoter	-	-	35000	35000	0.17
32.	Varun Shrikant Sadekar	Non-Promoter	-	-	35000	35000	0.17



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33.	Infinity Devcon Private Limited	Non-Promoter	-	-	35000	35000	0.17
34.	Priyanka Tiwari	Non-Promoter	-	-	16000	16000	0.08
35.	Ashok Kumar Agrawal	Non-Promoter	-	-	16000	16000	0.08
36.	Deeposhree Nag	Non-Promoter	-	-	35000	35000	0.17
37.	Nikunj Chawla	Non-Promoter	-	-	16000	16000	0.08
38.	Niraj Prafulchandra Shah	Non-Promoter	-	-	16000	16000	0.08
39.	Harsheel Shah	Non-Promoter	-	-	35000	35000	0.17
40.	Nishita Kunal Ojha	Non-Promoter	-	-	16000	16000	0.08
41.	Ruchi Gulati	Non-Promoter	-	-	16000	16000	0.08
42.	Lav Nigam	Non-Promoter	17000	0.12	16000	33000	0.16
43.	Neeta Santosh	Non-Promoter	-	-	25000	25000	0.12
44.	Avishek Prasad	Non-Promoter	1000	0.01	14000	15000	0.07
45.	Prashant Arya	Non-Promoter	10000	0.07	16000	26000	0.13
46.	Shrradha P Bansal	Non-Promoter	-	-	14000	14000	0.07
47.	Rehmat Ali Nazim Ali Sayed	Non-Promoter	-	-	10000	10000	0.05
48.	Kunal Dalsukhbhai Jagani	Non-Promoter	-	-	11000	11000	0.05
49.	Yashvant Dalsukhbhai Jagani	Non-Promoter	-	-	11000	11000	0.05
50.	Sangita Chandreshbhai Ajani	Non-Promoter	-	-	15000	15000	0.07
51.	Ratanpreet Singh Rajpal	Non-Promoter	-	-	15000	15000	0.07
52.	Teena B Gala	Non-Promoter	-	-	15000	15000	0.07
53.	Nitya B Gala	Non-Promoter	-	-	15000	15000	0.07
54.	Bhaven Gala HUF	Non-Promoter	-	-	15000	15000	0.07
55.	Dhara Dharod	Non-Promoter	-	-	15000	15000	0.07
56.	Amit Lapasiya	Non-Promoter	-	-	15000	15000	0.07
57.	Keyur Gala	Non-Promoter	-	-	14000	14000	0.07
58.	Sonal Shah	Non-	-	-	14000	14000	0.07



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		Promoter					
59.	Raj Trading	Non-Promoter	-	-	14000	14000	0.07
60.	Jitendra Nagda	Non-Promoter	-	-	15000	15000	0.07
61.	Prasant Nagda	Non-Promoter	-	-	15000	15000	0.07
62.	Parth Nagda	Non-Promoter	-	-	15000	15000	0.07
63.	Ushma Shah	Non-Promoter	-	-	15000	15000	0.07
64.	Anil Pisal	Non-Promoter	-	-	15000	15000	0.07
65.	Anuradha Loya	Non-Promoter	-	-	15000	15000	0.07
66.	Vijay Doshi	Non-Promoter	-	-	15000	15000	0.07
67.	Prakash Solanki	Non-Promoter	-	-	15000	15000	0.07
68.	Gaddameedi Srikanth Reddy	Non-Promoter	-	-	15000	15000	0.07
69.	Ayyagari Rama Bhima Subrahmanya Sarma	Non-Promoter	-	-	15000	15000	0.07
70.	Guntur Venkata Subbarao	Non-Promoter	-	-	15000	15000	0.07
71.	Mandadapu Ganga Bhavani	Non-Promoter	-	-	15000	15000	0.07
72.	Aashirwad Agency	Non-Promoter	-	-	15000	15000	0.07
73.	Rahul Mahajan	Non-Promoter	-	-	15000	15000	0.07
74.	Jatinkumar Vithalbai Vadalia	Non-Promoter	-	-	18000	18000	0.09
75.	Kajal Jatinkumar Vadaliya	Non-Promoter	-	-	18000	18000	0.09
76.	Meghaben Rahulbhai Vadaliya	Non-Promoter	-	-	18000	18000	0.09
77.	Rahul Vithalbai Vadaliya	Non-Promoter	-	-	18000	18000	0.09
78.	Deepak Radhesh Singhania	Non-Promoter	-	-	18000	18000	0.09
79.	Pradeep Sekhri	Non-Promoter	-	-	18000	18000	0.09
80.	Jeetal Gada	Non-Promoter	-	-	18000	18000	0.09
81.	Narendra Gada	Non-Promoter	-	-	18000	18000	0.09
82.	Urvashi Pranav Shah	Non-Promoter	2000	0.01	19000	21000	0.10
83.	Salem Stainless Steel Suppliers Private Limited	Non-Promoter	1000	0.01	20000	21000	0.10



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84.	Shashi Mishra	Non-Promoter	-	-	20000	20000	0.10
85.	Pratik Mahendra Mehta HUF	Non-Promoter	-	-	20000	20000	0.10
86.	Kaushik Gajendraray Busa HUF	Non-Promoter	-	-	20000	20000	0.10
87.	Jyotibala Gajendraray Busa	Non-Promoter	-	-	20000	20000	0.10
88.	Keerthi Teja Ravuri	Non-Promoter	-	-	20000	20000	0.10
89.	Siddharth Deepak Thakur	Non-Promoter	-	-	20000	20000	0.10
90.	Qazi Shaheerul Hasan	Non-Promoter	-	-	20000	20000	0.10
91.	Pallavi R Pandhi	Non-Promoter	-	-	22000	22000	0.11
92.	Ansh Paragbhai Kalola	Non-Promoter	-	-	25000	25000	0.12
93.	Nishita S Parmar	Non-Promoter	-	-	25000	25000	0.12
94.	Manju Guglia	Non-Promoter	-	-	25000	25000	0.12
95.	Asha Suresh Lala	Non-Promoter	-	-	30000	30000	0.15
96.	AVP Ventures LLP	Non-Promoter	-	-	30000	30000	0.15
97.	Akash Singh Panwar	Non-Promoter	-	-	47000	47000	0.23
98.	Virajsingh Rajendrasingh Dobhal	Non-Promoter	-	-	47000	47000	0.23
99.	Mohammed Sabir Khan	Non-Promoter	-	-	47000	47000	0.23
100.	Surender Jain	Non-Promoter	-	-	47000	47000	0.23
101.	Amish Vinodbhai Gariba	Non-Promoter	-	-	55000	55000	0.27
102.	Danishmand Mohamed Ali Merchant	Non-Promoter	-	-	63000	63000	0.31
103.	Karim Ramjan Minsariya	Non-Promoter	-	-	95000	95000	0.47
104.	Neha Rajkumar Lulla	Non-Promoter	-	-	142000	142000	0.70
105.	Sunnybhai Pravinchandra Thakker	Non-Promoter	-	-	18000	18000	0.09
106.	Rushi Hasmukhlal Thakkar	Non-Promoter	-	-	18000	18000	0.09
107.	Priti Bhaveshbhai Tanna	Non-Promoter	-	-	18000	18000	0.09
108.	Prakash Dhirajlal	Non-	-	-	18000	18000	0.09



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	Tanna	Promoter					
109.	Murlidhar Mohanlal Lakhia Ni HUF	Non-Promoter	-	-	23000	23000	0.11
110.	The Golden Bird India Fund LP	Non-Promoter	-	-	110000	110000	0.54
111.	Ansh Partner	Non-Promoter	-	-	40000	40000	0.20
112.	Profusion Investment Trust-Profusion all Weather Fund	Non-Promoter	-	-	35000	35000	0.17
113.	Paras Shah	Non-Promoter	-	-	145000	145000	0.72
114.	Ali Haider	Non-Promoter	-	-	7000	7000	0.03
115.	Suyash Surana	Non-Promoter	-	-	10000	10000	0.05
116.	Hina Khan	Non-Promoter	-	-	25000	25000	0.12
117.	Bharat Mansinghka	Non-Promoter	-	-	9000	9000	0.04
118.	Ankit Sharma	Non-Promoter	-	-	17000	17000	0.08

Below is the list of Proposed Allottee(s) of 30,63,000 Fully Convertible Equity Warrants

119.	Ajay Sikka	Promoter	63,08,740	43.52	500000	500000	33.71
120.	Gopika Sikka	Promoter	17,84,620	12.31	500000	500000	11.31
121.	Monica Bhatia	Non-Promoter	-	-	500000	500000	2.48
122.	Sweta Abhishek Lath	Non-Promoter	-	-	410000	410000	2.03
123.	Ankita Bajaj	Non-Promoter	-	-	30000	30000	0.15
124.	Chirag Arora	Non-Promoter	-	-	25000	25000	0.12
125.	Radhika Bajaj	Non-Promoter	-	-	30000	30000	0.15
126.	Rahil Anil Arora	Non-Promoter	-	-	25000	25000	0.12
127.	Tarshe Enterprises	Non-Promoter	-	-	20000	20000	0.10
128.	Avani Ronak Keniya	Non-Promoter	-	-	45000	45000	0.22
129.	Sonali Nemin Savadia	Non-Promoter	-	-	40000	40000	0.20
130.	Bharat Mehta	Non-Promoter	-	-	100000	100000	0.50
131.	The Golden Bird Investment Trust-1	Non-Promoter	-	-	100000	100000	0.50
132.	Divine Comex Enterprises Private Limited	Non-Promoter	-	-	200000	200000	0.99
133.	Chandrakant	Non-	-	-	90000	90000	0.45



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	Shirodkar	Promoter					
134.	Sheetal Shah	Non-Promoter	-	-	90000	90000	0.45
135.	S V Enterprises	Non-Promoter	-	-	175000	175000	0.87
136.	Rajiv Mehta	Non-Promoter	-	-	90000	90000	0.45
137.	Ketan Kirtikumar Shah	Non-Promoter	-	-	32000	32000	0.16
138.	Sachin Dagha	Non-Promoter	-	-	16000	16000	0.08
139.	Shobha Businesses LLP	Non-Promoter	-	-	45000	45000	0.22

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

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

The Company has not made any other issue or allotment of securities on preferential basis during the financial year 2026-27.

xii. Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

As the proposed preferential allotment is to be made for cash, the said provision will not be applicable.

xiii. The Shareholding pattern of the Company before and after the allotment of securities under the preferential issue:

Sr. No	Category	Pre-Issue Shareholding		Post Allotment of Equity Shares and Equity Warrants pursuant to the Preferential allotment (Assuming conversion of all warrants i.e. warrants proposed to be issued)	
		No. of shares	Percentage (%)	No. of shares	Percentage (%)
A. Promoter Holding					
1	Indian				
	Individual	92,30,542	63.67	1,02,30,542	50.65
	Bodies Corporate	-	-		
	Sub Total	92,30,542	63.67	1,02,30,542	50.65
2	Foreign Promoters	-	-		



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	Sub Total (A)	92,30,542	63.67	1,02,30,542	50.65
B. Non promoters' holding					
1	Institutional Investors				
	Alternate Investment Funds	11,000	0.08	11,000	0.06
	Foreign Portfolio Investors	-	-	1,10,000	0.55
2	Non-Institution				
	NRI	27,000	0.19	27000	0.13
	Foreign Nationals	-	-	-	-
	Foreign Companies	-	-	-	-
	Public (Including Any Other - Firm, HUF, Trust etc.)	52,28,250	36.06	98,18,250	48.61
	Sub Total (B)	52,66,250	36.33	99,66,250	49.35
	Grand Total	1,44,96,792	100.00	2,01,96,792	100.00

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

Sr No	Name of Proposed Allottee (s)	Current status of proposed allottee	Proposed status of allottee post the preferential issue
1.	Swati Ajay Didwania	Non-Promoter	Non-Promoter
2.	Deepali Sachin Ajmera	Non-Promoter	Non-Promoter
3.	Surendra Shantilal Mehta	Non-Promoter	Non-Promoter
4.	Soham Viral Gala	Non-Promoter	Non-Promoter
5.	Praful Damji Dharod	Non-Promoter	Non-Promoter
6.	Vikas Kothari	Non-Promoter	Non-Promoter
7.	Parth Ashish Mehta	Non-Promoter	Non-Promoter
8.	Yash J Jain	Non-Promoter	Non-Promoter
9.	Bhadreshchimanlal Desai	Non-Promoter	Non-Promoter
10.	Anjana Rajnikant Patel	Non-Promoter	Non-Promoter
11.	Sulaja Chandrashekhar Gaonkar	Non-Promoter	Non-Promoter
12.	Chandrashekhar Maruti Gaonkar	Non-Promoter	Non-Promoter
13.	Rishi Mandial	Non-Promoter	Non-Promoter
14.	Bhavin Kishor Shah	Non-Promoter	Non-Promoter
15.	Amish Rambhia HUF	Non-Promoter	Non-Promoter
16.	Heena Rambhia	Non-Promoter	Non-Promoter
17.	Aarti Piyush Shah	Non-Promoter	Non-Promoter
18.	Sandeep Sadashiv Sawardekar	Non-Promoter	Non-Promoter
19.	Nitin Baliram Sawardekar	Non-Promoter	Non-Promoter
20.	Aman Girish Chandra Gupta	Non-Promoter	Non-Promoter
21.	Hetal Jayant Shah	Non-Promoter	Non-Promoter
22.	Prabha Jayant Shah	Non-Promoter	Non-Promoter
23.	Ketan Jayant Shah	Non-Promoter	Non-Promoter
24.	Ketan Jayant Shah HUF	Non-Promoter	Non-Promoter



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25.	Aniket Manish Shah HUF	Non-Promoter	Non-Promoter
26.	Mansi Sankil Gala	Non-Promoter	Non-Promoter
27.	Neelam Veera	Non-Promoter	Non-Promoter
28.	Manoj Jain	Non-Promoter	Non-Promoter
29.	Rajat Jain	Non-Promoter	Non-Promoter
30.	Abha Sajjankumar Damani	Non-Promoter	Non-Promoter
31.	Varsha Anish Shah	Non-Promoter	Non-Promoter
32.	Varun Shrikant Sadekar	Non-Promoter	Non-Promoter
33.	Infinity Devcon Private Limited	Non-Promoter	Non-Promoter
34.	Priyanka Tiwari	Non-Promoter	Non-Promoter
35.	Ashok Kumar Agrawal	Non-Promoter	Non-Promoter
36.	Deeposhree Nag	Non-Promoter	Non-Promoter
37.	Nikunj Chawla	Non-Promoter	Non-Promoter
38.	Niraj Prafulchandra Shah	Non-Promoter	Non-Promoter
39.	Harsheel Shah	Non-Promoter	Non-Promoter
40.	Nishita Kunal Ojha	Non-Promoter	Non-Promoter
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43.	Neeta Santosh	Non-Promoter	Non-Promoter
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45.	Prashant Arya	Non-Promoter	Non-Promoter
46.	Shrradha P Bansal	Non-Promoter	Non-Promoter
47.	Rehmat Ali Nazim Ali Sayed	Non-Promoter	Non-Promoter
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68.	Gaddameedi Srikanth Reddy	Non-Promoter	Non-Promoter
69.	Ayyagari Rama Bhima Subrahmanya Sarma	Non-Promoter	Non-Promoter
70.	Guntur Venkata Subbarao	Non-Promoter	Non-Promoter
71.	Mandadapu Ganga Bhavani	Non-Promoter	Non-Promoter
72.	Aashirwad Agency	Non-Promoter	Non-Promoter



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75.	Kajal Jatinkumar Vadaliya	Non-Promoter	Non-Promoter
76.	Meghaben Rahulbhai Vadaliya	Non-Promoter	Non-Promoter
77.	Rahul Vithalbhai Vadaliya	Non-Promoter	Non-Promoter
78.	Deepak Radhesh Singhania	Non-Promoter	Non-Promoter
79.	Pradeep Sekhri	Non-Promoter	Non-Promoter
80.	Jeetal Gada	Non-Promoter	Non-Promoter
81.	Narendra Gada	Non-Promoter	Non-Promoter
82.	Urvashi Pranav Shah	Non-Promoter	Non-Promoter
83.	Salem Stainless Steel Suppliers Private Limited	Non-Promoter	Non-Promoter
84.	Shashi Mishra	Non-Promoter	Non-Promoter
85.	Pratik Mahendra Mehta HUF	Non-Promoter	Non-Promoter
86.	Kaushik Gajendraray Busa HUF	Non-Promoter	Non-Promoter
87.	Jyotibala Gajendraray Busa	Non-Promoter	Non-Promoter
88.	Keerthi Teja Ravuri	Non-Promoter	Non-Promoter
89.	Siddharth Deepak Thakur	Non-Promoter	Non-Promoter
90.	Qazi Shaheerul Hasan	Non-Promoter	Non-Promoter
91.	Pallavi R Pandhi	Non-Promoter	Non-Promoter
92.	Ansh Paragbhai Kalola	Non-Promoter	Non-Promoter
93.	Nishita S Parmar	Non-Promoter	Non-Promoter
94.	Manju Guglia	Non-Promoter	Non-Promoter
95.	Asha Suresh Lala	Non-Promoter	Non-Promoter
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99.	Mohammed Sabir Khan	Non-Promoter	Non-Promoter
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102.	Danishmand Mohamed Ali Merchant	Non-Promoter	Non-Promoter
103.	Karim Ramjan Minsariya	Non-Promoter	Non-Promoter
104.	Neha Rajkumar Lulla	Non-Promoter	Non-Promoter
105.	Sunnybhai Pravinchandra Thakker	Non-Promoter	Non-Promoter
106.	Rushi Hasmukhlal Thakkar	Non-Promoter	Non-Promoter
107.	Priti Bhaveshbhai Tanna	Non-Promoter	Non-Promoter
108.	Prakash Dhirajlal Tanna	Non-Promoter	Non-Promoter
109.	Murlidhar Mohanlal Lakhia Ni HUF	Non-Promoter	Non-Promoter
110.	The Golden Bird India Fund LP	Non-Promoter	Non-Promoter
111.	Ansh Partner	Non-Promoter	Non-Promoter
112.	Profusion Investment Trust-Profusion all Weather Fund	Non-Promoter	Non-Promoter
113.	Paras Shah	Non-Promoter	Non-Promoter
114.	Ali Haider	Non-Promoter	Non-Promoter
115.	Suyash Surana	Non-Promoter	Non-Promoter
116.	Hina Khan	Non-Promoter	Non-Promoter
117.	Bharat Mansinghka	Non-Promoter	Non-Promoter
118.	Ankit Sharma	Non-Promoter	Non-Promoter
119.	Ajay Sikka	Promoter	Promoter



MANUFACTURERS & EXPORTERS OF
"SHARP" PRECISION SELF CENTERING LATHE CHUCKS, DRILL CHUCKS,
INDEPENDENT CHUCKS & CUSTOMISED CASTING

SHARP CHUCKS AND MACHINES LIMITED

GSTIN : 03AACCS0690M1ZB
CIN: L27106PB1994PLC014701

Formerly SHARP CHUCKS AND MACHINES PVT.LTD.
Regd. Office : A- 12, Industrial Development Colony, Jalandhar - 144 012 (Pb.)
E-mail : dispatch@sharpchucks.com accounts@sharpchucks.com

Tel. 0181-2610341 , 2611763
Telefax : 0181-2610344
Website : www.sharpchucks.com

120.	Gopika Sikka	Promoter	Promoter
121.	Monica Bhatia	Non-Promoter	Non-Promoter
122.	Sweta Abhishek Lath	Non-Promoter	Non-Promoter
123.	Ankita Bajaj	Non-Promoter	Non-Promoter
124.	Chirag Arora	Non-Promoter	Non-Promoter
125.	Radhika Bajaj	Non-Promoter	Non-Promoter
126.	Rahil Anil Arora	Non-Promoter	Non-Promoter
127.	Tarshe Enterprises	Non-Promoter	Non-Promoter
128.	Avani Ronak Keniya	Non-Promoter	Non-Promoter
129.	Sonali Nemin Savadia	Non-Promoter	Non-Promoter
130.	Bharat Mehta	Non-Promoter	Non-Promoter
131.	The Golden Bird Investment Trust-1	Non-Promoter	Non-Promoter
132.	Divine Comex Enterprises Private Limited	Non-Promoter	Non-Promoter
133.	Chandrakant Shirodkar	Non-Promoter	Non-Promoter
134.	Sheetal Shah	Non-Promoter	Non-Promoter
135.	S V Enterprises	Non-Promoter	Non-Promoter
136.	Rajiv Mehta	Non-Promoter	Non-Promoter
137.	Ketan Kirtikumar Shah	Non-Promoter	Non-Promoter
138.	Sachin Dagha	Non-Promoter	Non-Promoter
139.	Shobha Businesses LLP	Non-Promoter	Non-Promoter

xv. Lock-In Period:

The Equity Shares and warrants to be allotted shall be subject to lock-in for such period as specified under the provisions of relevant Regulation(s) of SEBI (ICDR) Regulations.

The pre preferential holding of the proposed allottees, if any, shall be locked in, under Regulation 167(6) of the SEBI (ICDR) Regulations.

xvi. The identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them:

Sr. No	Name of Proposed Allottee	Identity of Natural Person who are the Ultimate Beneficial Owner of the Shares proposed to be issued	Pre- Preferential Issue as on April 06, 2026		No. of Equity Shares/Warrants to be allotted	Post Allotment of Equity Shares/Warrants pursuant to the Preferential allotment	
			No. of Equity Shares/Warrants Held	% Held		No. of Equity Shares	Percentage (%)
1.	Amish Rambhia HUF	Amish Jayantilal Rambhia	1000	0.01	8000	9000	0.04



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2.	Ketan Jayant Shah HUF	Ketan Jayant Shah	-	-	8000	8000	0.04
3.	Aniket Manish Shah HUF	Aniket Manish Shah	-	-	8000	8000	0.04
4.	Infinity Devcon Private Limited	Ustab Ganguly	-	-	35000	35000	0.17
5.	Bhaven Gala HUF	Bhaven VasANJI Gala	-	-	15000	15000	0.07
6.	Raj Trading	Kewal Rashmin Chheda	-	-	14000	14000	0.07
7.	Aashirwad Agency	Karishma Deepakkumar Dhamejani	-	-	15000	15000	0.07
8.	Salem Stainless Steel Suppliers Private Ltd	P Shantilal Jain	1000	0.01	20000	21000	0.10
9.	Pratik Mahendra Mehta HUF	Pratik Mahendra Mehta	-	-	20000	20000	0.10
10.	Kaushik Gajendraray Busa HUF	Kaushik Gajendraray Busa	-	-	20000	20000	0.10
11.	AVP Ventures LLP	Ankit Shamji Patel Ankit Ambalal Chamaria	-	-	30000	30000	0.15
12.	Murlidhar Mohanlal Lakhia Ni HUF	Murlidhar Mohanlal Lakhiani	-	-	23000	23000	0.11
13.	The Golden Bird India Fund LP	Rohit Jain	-	-	110000	110000	0.54
14.	Ansh Partner	Niket Nilesh Shah	-	-	40000	40000	0.20
15.	Profusion Investment Trust-Profusion all Weather Fund	Satyan Mohan Wadhwa	-	-	35000	35000	0.17
16.	Tarshe Enterprises	Taranjeet Kaur Chawla Arshina Dhingra	-	-	20000	20000	0.10
17.	The Golden Bird Investment Trust - I	Kalpana Jain	-	-	100000	100000	0.50
18.	Divine Comex Enterprises Pvt. Ltd.	Anshul Aggarwal	-	-	200000	200000	0.99
19.	S V Enterprises	Sanjay Harshadrai Mehta	-	-	175000	175000	0.87
20.	Shobha Businesses LLP	Shweta Agrawal	-	-	45000	45000	0.22

xvii. Requirements as to re-computation of price:

Since the Equity Shares of the Company are listed on recognized stock exchange for more than 90 (Ninety) trading days, the price computation and lock-in extensions, required pursuant to Regulations 164(3) and 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.



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INDEPENDENT CHUCKS & CUSTOMISED CASTING

However, the Company undertakes to re-compute the price of the Equity Shares and warrants in terms of the preferential allotment under this resolution as per the provision of the SEBI (ICDR) Regulations, 2018 where it is required to do so. The Company undertakes that if the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the specified Equity Shares and warrants shall continue to be locked-in till the time such amount is paid by the allottees.

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

Neither the Company nor its Promoters or Directors have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI (ICDR) Regulations. None of its Promoters or Directors are a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

xix. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the Equity Shares, and the Equity Shares so allotted shall rank pari passu with the existing equity shares of the Company in all respects, including dividend.

xx. Valuation report from a Registered valuer:

CA Sejal Agrawal, Director of Procurve Valux Private Limited, Registered Valuer having IBBI Registration No. IBBI/RV-E/02/2025/218 having office at E- 716 Ganesh Glory 11, Nr BSNL Office 100 Ft JG Gota, Ahmedabad, Daskroi, Gujarat, India, 382481, has issued the valuation report for the issue.

The copy of the report has been uploaded on the Company's website which is <https://sharpchucks.com> and the same can be directly accessed at https://sharpchucks.com/wp-content/uploads/2026/04/Signed-Report_SCML.pdf

xxi. Practicing Company Secretary's Certificate:

The certificate from M/s Prachi Bansal and Associates, Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: https://sharpchucks.com/wp-content/uploads/2026/04/CSCertificate_13042026.pdf

xxii. Principal terms of assets charged as securities:

Not applicable



xxiii. Monitoring of Utilization of Funds:

As the issue size is less than ₹100 Crore, the Company is not required to appoint a credit rating agency as a monitoring agency in terms of regulation 162A of the SEBI ICDR Regulations.

xxiv. Other Disclosures/Undertaking:

- a. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;
- b. Neither the Company nor its directors or Promoters have been declared as willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.
- c. The proposed allottees have not sold or transferred any Equity Shares during the 90 (Ninety) trading days preceding the relevant date
- d. The Company is in compliance with the conditions for continuous listing;
- e. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only

The approval of the Members by way of Special Resolution is required in term of the applicable provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations and accordingly the approval of the Members of the Company is being sought.

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolutions as set out Item No. 2 & 3 in the accompanying notice for your approval.

None of the Directors or any Key Managerial Personnel(s) of the Company or their respective relatives are concerned or interested financially or otherwise, either directly or indirectly in passing of the said Resolution, save and except to the extent of their respective interest as shareholders and proposed allottees of the Company.

Item No. 4

To consider and approve the appointment of Mr. Gurdeep Singh (DIN: 07499896) as Non-Executive, Non- Independent Director of the Company.

Pursuant to the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors ('Board') of the Company on April 06, 2026,



approved the appointment of Mr. Gurdeep Singh (DIN: 07499896) as Non-Executive, Non- Independent Director of the Company w.e.f April 06, 2026 to hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice from a member proposing the candidature of Mr. Gurdeep Singh (DIN: 07499896) as Non-Executive, Non- Independent Director of the Company, under Section 160 of the Companies Act, 2013 ('the Act').

Mr. Singh is a seasoned strategic leader and logistics professional with extensive experience in corporate and government alliances, business consulting, strategic planning, organizational development and supply chain management. Possesses a distinguished background of service with the Army Ordnance Corps, the country's largest logistics echelon, coupled with significant leadership roles in defence, technology and strategic consulting organizations. Known for successfully creating and building new businesses, developing sustainable operating models and strengthening organizations through strategic vision, market research and entrepreneurship development. Brings strong communication, relationship management and leadership skills, with the proven ability to motivate teams and deliver results in demanding and challenging environments.

An accomplished professional with wide exposure to defence logistics, procurement, warehousing, policy coordination, equipment management, government relations and strategic advisory assignments. Has delivered strategy consulting and technology projects and developed strong working relationships with various Government departments and agencies.

His core competencies are:

- Corporate and Government Alliances
- Strategic Consulting and Business Analysis
- Business Creation and Sustainability
- Organizational Development and Entrepreneurship
- Market Research and Strategic Planning

In view of Mr. Singh's extensive experience it is proposed that he will guide the Board in the capacity of a NE-NID. His presence will provide strategic counsel, mentorship to Board members, and support in shaping an effective succession framework. His deep understanding of the business will provide significant strategic value to the Company in its future journey.

Whilst considering the appointment of Mr. Singh as a Non-Executive, Non-Independent Director, the NRC and the Board have reviewed and confirmed that:

- He is a fit and proper person to be appointed as a Director of the Company.
- He is not disqualified from being appointed as a Director of the Company, in terms of Section 164 of the Act.



- In the opinion of the Board, he fulfils the conditions relating to his appointment as prescribed under the relevant provisions of the Act, the relevant Rules made thereunder and the SEBI LODR, 2015.
- He is not debarred from holding the office of director by virtue of any order by SEBI or any other authority;
- He has the requisite skills, capabilities and expertise in functional areas, which are beneficial to the Company.

Mr. Singh shall be liable to retire by rotation, in terms of Section 152(6) of the Act. He will be entitled to sitting fees for attending the meetings of the Board/ Committees as per the Letter of Appointment.

A brief profile of Mr. Singh and other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI LODR are annexed to this statement.

The Board recommends the resolution set out at Item No. 4 of this Notice to the Members for their consideration and approval by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives except Mr. Gurdeep Singh to whom this resolution relates, are in any way concerned or interested financially or otherwise in the proposed resolution.

By order of the Board of Directors
For Sharp Chucks and Machines Limited

Registered Office:

A-12 Industrial Development
Colony, Jalandhar, Punjab, India,
144012

CIN: L27106PB1994PLC014701

Sd/-

Ajay Sikka
Managing Director

DIN-00665858

Date: April 06, 2026

Place: Jalandhar



ANNEXURE

ADDITIONAL INFORMATION ON DIRECTOR BEING APPOINTED AS REQUIRED UNDER REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA.

Name of the Director	Mr. Gurdeep Singh
Category	Non-Executive Non-Independent Director
DIN	(DIN: 07499896)
Date of Birth	13.04.1956
Age	70 Years
Nationality	Indian
Date of First appointment on the Board	April 06, 2026
Qualifications	B. A in Economics and Public Administration
Experience	<p>Mr. Singh is a seasoned strategic leader and logistics professional with extensive experience in corporate and government alliances, business consulting, strategic planning, organizational development and supply chain management. Possesses a distinguished background of service with the Army Ordnance Corps, the country's largest logistics echelon, coupled with significant leadership roles in defense, technology and strategic consulting organizations. Known for successfully creating and building new businesses, developing sustainable operating models and strengthening organizations through strategic vision, market research and entrepreneurship development. Brings strong communication, relationship management and leadership skills, with the proven ability to motivate teams and deliver results in demanding and challenging environments.</p> <p>An accomplished professional with wide exposure to defense logistics, procurement, warehousing, policy coordination, equipment management, government relations and strategic advisory assignments. Has delivered strategy consulting and technology</p>



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	<p>projects and developed strong working relationships with various Government departments and agencies.</p> <p>His core competencies are:</p> <ul style="list-style-type: none">•Corporate and Government Alliances•Strategic Consulting and Business Analysis•Business Creation and Sustainability•Organizational Development and Entrepreneurship•Market Research and Strategic Planning
Directorship in other Public Limited Companies (excluding foreign companies, private companies & Section 8 companies) as on April 12, 2026	1 (One)
Membership of Committees of the Company	NA
Membership of Committees/ Chairmanship in other Public Limited Companies (excluding foreign companies, private companies & Section 8 companies) as on April 12, 2026	<ol style="list-style-type: none">1. Chairman and Member of the Audit Committee in Electronics Mart India Limited2. Member of CSR Committee in Electronics Mart India Limited3. Member of ESG Committee in Electronics Mart India Limited
Listed entities from which Director has resigned from Directorships in the Last three (3) years.	Nil
Total no. of Board Meetings held during the year	0
Total no. of Board Meetings attended during the year	N.A. (as appointed w.e.f April 06, 2026)
No. of shares held	Nil
Relationships between Directors inter-se	There is no relationship with other Directors on the Board
Terms and conditions of appointment or reappointment of Director	Non- Executive Non-Independent Director liable to retire by rotation
Remuneration last drawn (including Sitting fees, if any)	N.A. (as appointed w.e.f April 06, 2026)



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