SANGAM (INDIA) LIMITED

CIN : L17118RJ 1984PLC 003173

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Value through values

Ref: SIL/SEC/2026
Date: 21st July, 2026

The Manager Department of Corporate Services **The National Stock Exchange of India Ltd.** Exchange Plaza, 5th Floor, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (E) **MUMBAI - 400 001** **Scrip Code: SANGAMIND**	The Manager, Department of Corporate Services, **Bombay Stock Exchange Ltd.** Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street, **MUMBAI - 400 001** **Scrip Code: 514234**

Sub: Notice of Extra-Ordinary General Meeting and Intimation of Remote E-voting

Dear Sir,

Pursuant to Regulations 30, 44 and other applicable regulations of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we hereby inform you that the Extra-Ordinary General Meeting (EGM) of the Shareholders of the Company is scheduled to be held on Wednesday, 12th August, 2026 at 11:30 A.M. (IST) through Video Conferencing/Other Audio- Visuals Means (OAVM). We are submitting herewith the Notice of Extra Ordinary General Meeting of the Company along with explanatory statement.

The Notice of the Extra-Ordinary General Meeting is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/Registrar & Share Transfer Agents of the Company and with their respective Depository Participants (DP's). The Notice of EGM is also available on the company website at https://sangamgroup.com/financials/Handbook/Notice_EGM_2026.pdf

The Company has provided the facility to vote by electronic means (Remote e-Voting) on all Resolutions as set out in Notice of EGM to those members, who are holding shares either in physical or in electronic form as on the cut-off date i.e. on Wednesday, 5th August, 2026. The remote e-voting will be available from Saturday, 8th August, 2026 (at 9:00 A.M. IST) and ends on Tuesday, 11th August, 2026 (at 5:00 P.M. IST). E-voting will also be available during the Extra-ordinary General Meeting.

We request you to kindly take the above information on your record.

Thanking you.

Yours faithfully
For Sangam (India) Limited

ARJUN AGAL Digitally signed by ARJUN AGAL Date: 2026.07.21 11:58:09 +05'30'

(Arjun Agal)
Company Secretary
M. No. 74400

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

To,
The Members of
Sangam (India) Limited

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of Sangam (India) Limited will be held on **Wednesday, 12th August, 2026 at 11:30 A.M. (IST)** through Video Conferencing/Other Audio Visual Means (VC/OAVM) facility to transact the following business:

SPECIAL BUSINESS:

ITEM NO. 1: ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO PROMOTERS AND PROMOTER GROUP ENTITIES ON A PREFERENTIAL BASIS

To consider and if thought fit, to pass, the following Resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any amendment thereto or re-enactment thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company and the listing agreements entered into by the company with National Stock Exchange of India Ltd. and BSE Limited (collectively, "**Stock Exchanges**,"), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation 2018, as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended ("Listing Regulations") and the laws, rules, regulations, guidelines, notifications and circulars, if any, prescribed by the Securities and Exchange Board of India, the Stock Exchanges, Ministry of Corporate Affairs or any other relevant authority (hereinafter referred as "**Applicable Regulatory Authorities**") from time to time, to the extent applicable, and subject to such approvals, consents, permissions and sanctions as may be necessary or required from any and/ or all Government or regulatory authorities and/ or all other institutions and bodies provided that such sanctions are acceptable to the Board of Directors of the Company and subject to such conditions as may be prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the "**Board**" which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by the Resolution), the consent of the members of the Company ("Members") be and is hereby accorded to authorise the Board to create, issue, offer and allot up to 18,00,000 (Eighteen Lakh) Warrants convertible into equal number of Equity Shares of a face value of Rs. 10/- (Rupees Ten) per share at the issue price of Rs. 555.56 (Rupees Five Hundred Fifty Five and Fifty Six paise) per warrant, aggregating up to Rs. 100,00,08,000/- (Rupees One Hundred Crore and Eight Thousand Only) on a preferential basis to the following Promoter(s) and Promoter(s) Group entities identified by the Board (hereinafter referred as "Proposed Allottees") in such manner and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and/or other applicable provisions of the law and at such price as will be determined in accordance with the Act and SEBI ICDR Regulations and any conditions as may be imposed by the Board:

S. No.	Name of Proposed Allottees	No. of Warrants proposed to be allotted	Category
1.	Mr. Pranal Modani	1,50,000	Promoter
2.	Mr. Vinod Kumar Sodani	1,50,000	Promoter
3.	Ms. Antima Soni	1,00,000	Promoter
4.	Ms. Anjana Soni Thakur	1,00,000	Promoter
5.	Ms. Krippie Soni	2,00,000	Promoter
6.	Sangam E-com Limited	6,00,000	Promoter Group
7.	Nidhi Mercantiles Limited	5,00,000	Promoter Group
	Total	**18,00,000**	

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Relevant Date for determination of the issue price of the Warrants proposed to be issued on a preferential basis shall be 13th July, 2026, being the date 30 (thirty) days prior to the date on which the Extra Ordinary General Meeting of the Members of the Company is held to consider and approve the proposed preferential issue, and that the issue price of the Warrants has been determined in accordance with the applicable provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Warrant Issue Price for the preferential issue is not less than the floor price arrived at in accordance with Regulation 164 of Chapter V of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Warrants shall be allotted in one or more tranches, on receipt of applicable subscription monies for issuance of the Warrants, within a period of 15 (fifteen) days from the date of passing of this resolution, provided that if any approval or permission by the Central Government or Applicable Regulatory Authorities (including the in-principle approval from the Stock Exchanges, in accordance with the SEBI ICDR Regulations) for allotment is pending, the period of 15 (fifteen) days shall be counted from the date of receipt of such approval or permission, as applicable.

RESOLVED FURTHER THAT the Warrants being offered, issued and allotted to the Proposed Allottees by way of a preferential issue shall, inter-alia, subject to the following:

(i) the Proposed Allottees shall pay an amount equivalent to at least 25% (twenty-five per cent) of the Warrant Issue Price per Warrant in terms of the ICDR on or before the allotment of Warrants. Upon exercising of the option of conversion of the Warrants into Equity Shares by the Proposed Allottees, the balance amount of the Warrant Issue Price shall be payable, as cash consideration. If the option to acquire equity shares pursuant to conversion of Warrants is not exercised within the prescribed time period of the 18 (eighteen) months from the date of allotment of Warrants, then such Warrants shall lapse and the amount paid with respect to the Warrants shall be forfeited by the Company;

(ii) the Proposed Allottees shall, subject to the ICDR and other applicable rules and regulations, be entitled to apply for and be allotted 1 (One) equity share against each Warrant;

(iii) the equity shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;

(iv) the equity shares allotted on conversion of the Warrants shall be fully paid-up and shall rank pari passu with the existing equity shares of the Company in all respects including the payment of dividend and voting rights from the date of allotment thereof;

(v) the Warrants may be exercised by the Proposed Allottees, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members of the Company, issue and allot the corresponding number of equity shares and perform such actions as required to credit the equity shares to the dematerialized securities account of the Proposed Allottees and entering the name of the allottee in the records of the Company as the registered owner of the equity shares;

(vi) the Warrants shall be exercised by the Proposed Allottees in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the Listing Regulations, the Securities Contracts (Regulation) Rules, 1957 and any other regulations and guidelines issued by SEBI or Applicable Regulatory Authorities as the case may be or any modifications thereof;

(vii) the Proposed Allottees shall make payment of the Warrant Issue Price from its own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application;

(viii) the Warrants and the equity shares allotted pursuant to exercise of such warrants shall be subject to a lock-in for such period as specified under the ICDR. Further, the pre-preferential allotment shareholding of the Proposed Allottees, if any, shall also be subject to the lock-in restrictions in terms of the ICDR;

(ix) the Warrants by itself, until exercised and converted into equity shares, shall not give to the Proposed Allottees any rights with respect to that of an equity shareholder of the Company;

(x) the equity shares allotted upon conversion of the Warrants shall be listed on the Stock Exchanges where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be; and

(xi) the price determined above and the number of equity shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as required under the rules, regulations, and laws, as applicable 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 pursuant to the provisions of Section 42 of the Act read with Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules 2014 and other applicable provisions, if any, of the Act, the name of the Proposed Allottees be recorded in Form No. PAS-5 for the issuance of invitation to subscribe to the Warrants and private placement offer letter in Form No. PAS-4 containing the terms and conditions, together with an application form be issued to the Proposed Allottees inviting them to subscribe to the Warrants.

RESOLVED FURTHER THAT the subscription monies received towards the preferential issue shall be kept in a separate bank account opened for the purpose and shall be utilized in accordance with applicable provisions of the Companies Act, 2013 and SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such number of equity shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Proposed Allottees.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to issue and allot Warrants to the Proposed Allottees and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose to give effect to the above resolutions and matters incidental thereto, without requiring any further approval of the Members of the Company, including without limitation:

(i) to issue and allot the Warrants and such number of equity shares may be required to be issued and allotted upon exercise of the Warrants, without requiring any further approval of the Members;

(ii) to issue clarifications, resolve and settle all matters, questions of doubt as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit;

(iii) to negotiate, finalize, enter into or execute all contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors) to give effect to the above resolutions including making application to Stock Exchanges for obtaining necessary approvals and 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;

(iv) to give effect to any modifications, changes, variations, alterations, additions and/ or deletions to the terms and conditions, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants and the equity shares to be issued and allotted upon the exercise of the Warrants;

(v) 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 / equity shares to the respective dematerialized securities account of the Proposed Allottees;

(vi) to authorize any or 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 of the Company, and to settle, resolve and issue clarifications to all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and the equity shares to be issued and allotted upon the exercise thereof, the listing of the equity shares to be issued and allotted upon the exercise thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Warrants and the equity shares to be issued and allotted upon the exercise thereof, 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; and

(vii) to delegate all or any of the powers herein conferred upon it by this resolution to committee of directors including the finance committee/ any director(s)/ company secretary/ any officer(s)/ authorized signatory(ies)/ executives of the Company to give effect to the aforesaid resolution including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard."

By Order of the Board of Directors
For Sangam (India) Limited
Sd/-
Arjun Agal
Company Secretary
Membership No: A74400

Date: 18th July, 2026
Place: Bhilwara

NOTES: -

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the EGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
2. The Extra Ordinary General Meeting of the Company is being convened through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder and the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020 and subsequent circulars issued by the Ministry of Corporate Affairs ("MCA") in this regard, the latest being General Circular No. 03/2025 dated 22nd September, 2025, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars"). In compliance with the aforesaid Circulars, the facility to convene the EGM through VC/OAVM without the physical presence of Members at a common venue has been provided. Accordingly, the deemed venue for the Extra Ordinary General Meeting shall be the Registered Office of the Company situated at Atun, Chittorgarh Road, Bhilwara – 311001 (Rajasthan).
3. In compliance with the aforesaid Circulars, the Notice of EGM along with the necessary disclosures is sent only through electronic mode to those Members whose E-mail addresses are registered with the Company / Depositories / RTA as on 10th July, 2026. The Notice of EGM and the Explanatory Statement annexed thereto are made available on the Company's website at www.sangamgroup.com and also on the website of the Stock Exchanges where the shares of the Company have been listed viz., BSE Limited - www.bseindia.com and National Stock Exchange of India Limited – www.nseindia.com
4. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself /herself and the proxy need not be a member of the Company. Since this EGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the EGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.
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. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote during the meeting.
7. CS Brij Kishore Sharma, Practicing Company Secretary (Membership No. FCS-6206) has been appointed as the Scrutinizer for the conduct of remote e-voting and e-voting process to be carried out at the EGM of the Company in a fair and transparent manner.
8. Since the EGM being held through VC/OAVM, the Route Map, Attendance Slip and proxy form are not attached to this Notice.
9. <u>Voting through electronic means</u>:
   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, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the MCA Circulars referred to above, the Company is providing remote e-voting facility to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a Member using remote e-voting as well as the e-voting system during the EGM will be provided by CDSL.
   2. The Members can join the EGM in 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 to 1000 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.

3. 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.
4. The Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts and Arrangements in which Directors are interested maintained under the provisions of the Act and all the documents referred to in the accompanying Notice and Explanatory Statement will be available for inspection in electronic mode during the meeting. The said documents will also be available for inspection by Members at the Registered Office of the Company between 11 a.m. and 1 p.m. on all working days of the Company up to the date of the EGM.
5. The certificate from the Practicing Company Secretary certifying that the proposed preferential issue is being made in accordance with the requirements of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, is available on the website of the Company at www.sangamgroup.com and shall remain available for inspection by the Members from the date of dispatch of this Notice till the conclusion of the Extra Ordinary General Meeting.
6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.sangamgroup.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited- www.bseindia.com and National Stock Exchange of India Limited - www.nseindia.com. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com
8. The EGM is being convened through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013 read with the MCA Circulars referred to above and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Saturday, 8th August, 2026 at 9:00 A.M. and ends on Tuesday, 11th August, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the Cut-off Date, Wednesday, 5th August, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date, being 5th August, 2026.

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

The way to vote electronically on CSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to CDSL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

(i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen

	will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

(i) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

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

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

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

(iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@sangamgroup.com and at bksharma162@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 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.
- 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 at least 4 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@sangamgroup.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's email id secretarial@sangamgroup.com. These queries will be replied to by the Company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the EGM 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 available during the EGM.
- 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.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company at secretarial@sangamgroup.com or to the RTA at investor@bigshareonline.com.

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

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800-21-09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 1: ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO PROMOTERS AND PROMOTER GROUP ENTITIES ON A PREFERENTIAL BASIS

In accordance with Sections 23(1)(b), 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue securities by way of private placement on a preferential basis to Promoter(s)/ Promoter(s) Group identified by the Board of Directors ("Proposed Allottees") of the Company.

The Board of Directors in its meeting held on 18th July, 2026 considered and evaluated the proposal for raising of funds by the Company by way of issuance of warrants which shall be convertible into equity shares for utilization in Capital Expenditure, Working Capital and other General Corporate Purposes. The Board has approved the offer and issue up to 18,00,000 (Eighteen Lakh) Warrants convertible into equal number of Equity Shares at a face value of Rs. 10/- (Rupees Ten) per share at the issue price of Rs. 555.56 (Rupees Five Hundred Fifty Five and Paise Fifty Six) per warrant, aggregating up to Rs. 100,00,08,000/- (Rupees One Hundred Crores and Eight Thousand Only) on Preferential basis to the Proposed Allottees, subject to inter alia the approval of the shareholders of the company and receipt of applicable regulatory and statutory approvals in relation thereto.

The proposed Preferential Issue is being undertaken in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and all other applicable provisions of the Companies Act, 2013, the rules made thereunder and other applicable laws.

The details in relation to the Preferential Issue as required under the SEBI ICDR Regulations, 2018 and the Companies Act, 2013 read with the rules issued thereunder, are set forth below:

i) Particulars of the Preferential Issue including date of passing of Board resolution

Issue of Warrants up to 18,00,000 (Eighteen Lakh) Warrants convertible into equal number of Equity Shares at a face value of Rs. 10/- (Rupees Ten) per share, at the issue price of Rs. 555.56 (Rupees Five Hundred Fifty Five and Paise Fifty Six) per warrant, aggregating up to Rs. 100,00,08,000/- (Rupees One Hundred Crores and Eight Thousand Only), for cash consideration, on a preferential basis to the Promoter(s)/ Promoter Group identified by the Board of Directors. The Board of Directors approved this Preferential Issue of Warrants in its meeting held on Saturday, 18th July 2026.

ii) Objects of the Issue

About Proposed Projects

The Company proposes to utilize the proceeds of the Preferential Issue towards financing its capital expenditure programme for expansion, modernization and technology upgradation of its manufacturing facilities. The proposed capital expenditure programme comprises setting up of additional manufacturing capacities in cotton yarn, open-end yarn, recycled polyester fibre, denim fabric and garment manufacturing, modernization of the existing PV yarn manufacturing facilities, and expansion and modernization of synthetic fabric processing and PV garment manufacturing facilities, along with procurement and installation of plant, machinery, equipment and allied infrastructure.

The proposed projects are aimed at enhancing the Company's manufacturing capacity, increasing operational efficiency through automation and advanced technology, strengthening backward and forward integration across its textile value chain, reducing manufacturing costs, improving product offerings and supporting sustainable long-term growth. The projects are proposed to be implemented in a phased manner and are expected to be completed on or before **31st March, 2029**, subject to receipt of necessary approvals, if any, and other customary conditions.
The Company intends to utilize the total proceeds to be raised through issuance of Warrants on an aggregate basis including the amounts payable for conversion of warrants aggregating up to Rs. 100,00,08,000/- (Rupees One Hundred Crores and Eight Thousand Only), through the Preferential Issue of Warrants convertible into Equity Shares of the Company for the following purposes (collectively, the "Objects"):

i. **Capital Expenditure:** To finance capital expenditure towards expansion, modernization and automation of the Company's manufacturing facilities, including setting up of new production capacities, purchase of plant, machinery and equipment, technology upgradation, value-chain integration and other capacity expansion initiatives, as determined by the Board from time to time.
ii. **Working Capital:** To meet the Company's incremental working capital requirements from increased scale of operations, support business growth, and for its day-to-day operations as determined by the Board from time to time.
iii. **General Corporate Purposes:** The Company proposes to utilize up to 15% of the Issue proceeds towards Other General Corporate Purposes to provide financial flexibility for meeting its business and operational requirements in the ordinary course of business. The proceeds may be utilized, inter alia, towards meeting working capital requirements, repayment or prepayment of existing borrowings (where considered appropriate), business development and strategic initiatives, operational and administrative expenses, information technology and digital transformation initiatives, research and development, product development and quality improvement, brand building, marketing and distribution expenses, general administrative and corporate overheads, contingencies and other business requirements, and such other purposes as may be approved by the Board of Directors or any duly constituted committee thereof from time to time, subject to applicable laws and regulations.
The utilization of the Issue proceeds towards Other General Corporate Purposes will enable the Company to strengthen its financial position, improve operational efficiency, support its growth strategy and meet unforeseen business requirements in a prudent and commercially expedient manner. The proceeds shall be utilized in accordance with the provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws.

The distribution and tentative timeline of utilization of funds to be raised is as follows:

Objects of the Issue	**Amount (Rs. in Crores)**	**% of Issue Size to be Utilized**	**Tentative Time Line of Utilization**
Capital Expenditure including GST	85.00	85%	Up to 31st March 2029
Working Capital	-	-	-
Other General Corporate Purposes	15.00	15%	Up to 31st March 2029
Total	**100.00**	**100%**	

Proposed Issue of Warrants for meeting out the aforesaid Requirement of Funds:

(Rs. in Crores)

Particulars	Promoters	Public	Total
Proposed Preferential Issue of 18,00,000 Warrants (to be convertible into Equity Shares) at issue Price of @ Rs. 555.56 per warrant	100.00	-	100.00

The proceeds of the Preferential Issue shall be utilised only for the objects stated in this Explanatory Statement and in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI ICDR Regulations. The Company confirms that no part of the proceeds of the Preferential Issue shall be utilised for any purpose prohibited under applicable law.

iii) Maximum Number of Specified Securities offered and the price at which security is being offered

Up to 18,00,000 (Eighteen Lakh) Warrants convertible into equal number of Equity Shares at a face value of Rs. 10/- (Rupees Ten) per share, at the issue price of Rs. 555.56 (Rupees Five Hundred Fifty Five and Paise Fifty Six) per warrant, aggregating up to Rs. 100,00,08,000/- (Rupees One Hundred Crores and Eight Thousand Only), such price being not less than the price of the Equity Share of the Company as on Relevant Date i.e., 13th July 2026 determined in accordance with the provisions of Chapter V Regulation 164 of the SEBI ICDR Regulations.

iv) Relevant Date

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, relevant date for determining the floor price for the Preferential Issue is 13th July 2026, being the date 30 days prior to the date of this Extra-ordinary General Meeting (EGM) at which the proposed preferential issue will be considered.

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

The Equity Shares of the Company are listed on National Stock Exchange of India Limited (**"NSE"**) and BSE Limited (**"BSE"**) (together referred to as the "Stock Exchanges"). The existing equity shares of the Company are frequently traded in terms of the SEBI ICDR Regulations. NSE, being the Stock Exchange where the shares are frequently traded with higher trading volumes has been considered for determining the price in terms of the ICDR Regulations.

In terms of the applicable provisions of the SEBI ICDR Regulations, the floor price for the Preferential Issue as on Relevant Date is Rs. 553.58 per Equity Share, which is higher of the following:

(a) Rs. 530.09 per share – being the 90 trading days volume weighted average price of the Company's equity shares quoted on the NSE platform, preceding the Relevant Date; or
(b) Rs. 553.58 per share – being the 10 trading volume weighted average price of the Company's equity shares quoted on the NSE platform, preceding the Relevant Date.

With regards to the issue of shares and other securities, the Articles of Association of the Company provide as follows: "*17(2). A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules.*"

The Board of Directors have determined the Issue Price of the Warrants offered under this preferential issue at Rs. 555.56 (Rupees Five Hundred Fifty Five and Paise Fifty Six) per warrant**.**

vi) Intent of the Promoters, directors or key managerial personnel of the Company to subscribe to the Preferential Issue; contribution being made by the Promoters or Directors either as part of the Preferential Issue or separately in furtherance of the objects

The following Promoter/ Promoter Group of the Company are intending to subscribe Warrants convertible into equal number of equity shares in the proposed preferential issue:

S. No.	Name of Proposed Allottees	No. of Warrants proposed to be allotted	Category
1.	Mr. Pranal Modani	1,50,000	Promoter
2.	Mr. Vinod Kumar Sodani	1,50,000	Promoter
3.	Ms. Antima Soni	1,00,000	Promoter
4.	Ms. Anjana Soni Thakur	1,00,000	Promoter
5.	Ms. Krippie Soni	2,00,000	Promoter
6.	Sangam E-com Limited	6,00,000	Promoter Group
7.	Nidhi Mercantiles Limited	5,00,000	Promoter Group
	Total	**18,00,000**	

vii) Time frame within which the Preferential Issue shall be completed

As required under the SEBI ICDR Regulations, the Warrants shall be allotted by the Company within a period of 15 days from the date of passing of this Resolution, provided that where the allotment of the proposed Warrants is pending on account of receipt of any approval or permission from any regulatory or statutory authority or in-principle approval from the Stock Exchanges, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

viii) Principal terms of assets charged as securities - Not Applicable.

ix) Valuation and Justification for the allotment proposed to be made for consideration other than cash - Not Applicable.

x) Material terms of raising such securities

a) the Proposed Allottees shall pay an amount equivalent to at least 25% (twenty-five per cent) of the Warrant Issue Price per Warrant in terms of the ICDR on or before the allotment of Warrants. Upon exercising of the option of conversion of the Warrants into Equity Shares by the Proposed Allottees, the balance amount of the Warrant Issue Price shall be payable, as cash consideration. If the option to acquire equity shares pursuant to conversion of Warrants is not exercised within the prescribed time period of the 18 (eighteen) months from the date of allotment of Warrants, then such Warrants shall lapse and the amount paid with respect to the Warrants shall be forfeited by the Company;

b) the Proposed Allottees shall, subject to the ICDR and other applicable rules and regulations, be entitled to apply for and be allotted 1 (One) equity share against each Warrant;

c) the equity shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;

d) the equity shares allotted on conversion of the Warrants shall be fully paid-up and shall rank pari passu with the existing equity shares of the Company in all respects including the payment of dividend and voting rights from the date of allotment thereof;

e) the Warrants may be exercised by the Proposed Allottees, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members of the Company, issue and allot the corresponding number of equity shares and perform such actions as required to credit the equity shares to the dematerialized securities account of the Proposed Allottees and entering the name of the allottee in the records of the Company as the registered owner of the equity shares;

f) the Warrants shall be exercised by the Proposed Allotees in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the Listing Regulations, the Securities Contracts (Regulation) Rules, 1957 and any other regulations and guidelines issued by SEBI or Applicable Regulatory Authorities as the case may be or any modifications thereof;
g) the Proposed Allottees shall make payment of the Warrant Issue Price from its own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application;
h) the Warrants and the equity shares allotted pursuant to exercise of such warrants shall be subject to a lock-in for such period as specified under the ICDR. Further, the pre-preferential allotment shareholding of the Proposed Allottees, if any, shall also be subject to the lock-in restrictions in terms of the ICDR;
i) the Warrants by itself, until exercised and converted into equity shares, shall not give to the Proposed Allottees any rights with respect to that of an equity shareholder of the Company;
j) the equity shares allotted upon conversion of the Warrants shall be listed on the Stock Exchanges where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be; and
k) the price determined above and the number of equity shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as required under the rules, regulations, and laws, as applicable from time to time.

xi) Shareholding pattern of the Company before and after the Preferential Issue/Exercise of Warrants

The pre-issue and post-issue shareholding pattern of the Company, after giving effect to the proposed Preferential Issue (assuming full conversion of all the Warrants into Equity Shares), is as under:

S.No.	Category	Pre Preferential Issue		Post Preferential Issue	
		No. of shares	% of Share-holding	No. of shares	% of Share-holding
A	**Promoter Holding**				
1	Indian:				
	Individual	1,16,35,633	23.16	1,23,35,633	23.70
	Bodies Corporate	2,37,96,005	47.36	2,48,96,005	47.83
	Sub Total	**3,54,31,638**	**70.52**	**3,72,31,638**	**71.53**
2	Foreign Promoters	0	0.00	0	0.00
	Sub Total(A)	**3,54,31,638**	**70.52**	**3,72,31,638**	**71.53**
B	**Non-Promoter Holding**				
1	Institutional Investor	13,00,671	2.59	13,00,671	2.50

2	Non Institution:				
	Investor Education and Protection Fund (IEPF)	1,21,650	0.24	1,21,650	0.23
	Individual	53,83,791	10.71	53,83,791	10.34
	Bodies Corporate	67,37,203	13.41	67,37,203	12.95
	Others	3,41,463	0.68	3,41,463	0.66
	Sub Total(B)	**1,38,84,778**	**27.63**	**1,38,84,778**	**26.68**
C	**Non Promoter-Non Public**				
	Employee Benefit Trust	9,30,143	1.85	9,30,143	1.79
	Sub Total (C)	**9,30,143**	**1.85**	**9,30,143**	**1.79**
	Grand Total	**5,02,46,559**	**100**	**5,20,46,559**	**100**

xii) The percentage of post Preferential Issue capital that may be held by allottees(s) and change in control, if any, in the Company consequent to the Preferential Issue

The details of the shareholding pattern of the proposed allottees before and after the proposed Preferential Issue (assuming full conversion of all the Warrants into Equity Shares) are set out below:

S. No.	Name of the Proposed Allottees	Pre-Preferential Issue		Post-Allotment of Equity Shares pursuant to the Preferential Issue	
		No. of Equity Shares held	Percentage held	No. of Equity Shares held	Percent-age held
1.	Shri Pranal Modani	5,00,000	1.00	6,50,000	1.25
2.	Shri Vinod Kumar Sodani	6,25,000	1.24	7,75,000	1.49
3.	Smt. Antima Soni	4,00,000	0.80	5,00,000	0.96
4.	Smt. Anjana Soni Thakur	4,05,000	0.81	5,05,000	0.97
5.	Mrs. Krippie Soni	-	0.00	2,00,000	0.38
6.	Sangam E-com Limited	95,67,542	19.04	1,01,67,542	19.54
7.	Nidhi Mercantiles Limited	38,28,868	7.62	43,28,868	8.32

There shall be no change in the management or control of the Company pursuant to the proposed Preferential Issue. However, upon allotment of the Warrants and the Equity Shares arising on conversion thereof, the shareholding of the Promoters and Promoter Group shall stand revised in the manner set out in the post-issue shareholding pattern forming part of this Explanatory Statement. Further, Mrs. Krippie Soni, spouse of Shri Anurag Soni, Managing Director of the Company, who is proposed to be allotted Warrants under the Preferential

Issue, shall, upon allotment of the Equity Shares arising on conversion of such Warrants, be classified as a Promoter of the Company. Accordingly, while there shall be no change in the management or control of the Company, the composition of the Promoter and Promoter Group shall stand revised to the aforesaid extent.

xiii) Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees

Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares to pursuant to conversion of Warrants offered to the Proposed Allottees and/or who ultimately control the Proposed Allottees:

Sr. No. as per point (xii)	Name of Proposed Allottees	Natural Persons who are ultimate beneficial owners of the Shares proposed to be allotted and/or who ultimately control
1.	Sangam E-com Limited	Ms. Krippie Soni
2.	Nidhi Mercantiles Limited	Mr. Anurag Soni & Mr. Ram Pal Soni

xiv) Lock-in Period

The Warrants proposed to be allotted and the Equity Shares arising on exercise of such Warrants shall be subject to lock-in for such period as may be prescribed under Regulation 167 and other applicable provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018**,** as amended from time to time.

The Equity shares allotted pursuant to conversion of Warrants issued on a preferential basis to the promoters and promoter group shall remain locked in for such period as specified under the SEBI ICDR Regulations i.e. eighteen months from the date of trading approval.

The entire pre-Preferential Issue shareholding of the proposed allottees shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of allotment of warrants as specified under proviso to Regulation 167(6) of the SEBI ICDR Regulations.

The Warrants shall not be listed on Stock Exchange, therefore the warrants shall also be locked-in for a period of one year from the date of allotment.

The Company shall ensure compliance with all applicable lock-in requirements prescribed under the SEBI ICDR Regulations, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force.

xv) Undertakings

The Company undertakes that:

(i) none of the Company, its Directors or Promoters have been declared as willful defaulter or fraudulent borrower as defined under the ICDR. None of its Directors or Promoters are a fugitive economic offender as defined under the ICDR;

(ii) the Company is in compliance with the conditions for continuous listing of the Equity Shares as specified in the listing agreement with the Stock Exchanges and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and circulars and notifications issued by Securities and Exchange Board of India thereunder;

(iii) the Company is eligible to make the Preferential Issue to the Promoter Group Allottee under Chapter V of the ICDR;

(iv) as the Equity Shares have been listed for a period of more than 90 (ninety) days as on the Relevant Date (as defined below), the provisions of Regulation 164(3) of ICDR governing re-computation of the price of shares shall not be applicable;

(v) the Company shall recompute the price of the Warrants to be allotted under the Preferential Issue, in terms of the provisions of the ICDR where it is required to do so, if any; and

(vi) if the amount payable on account of re-computation, if any, of the price is not paid within the time stipulated in ICDR, the Warrants to be allotted under the Preferential Issue shall continue to be locked in till the time such amount is paid by the Promoter Group Allottees.

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

S. No.	Name of Proposed Allottees	Current Status (Promoter or Non-Promoter)	Proposed Status (Promoter or Non-Promoter)
1.	Mr. Pranal Modani	Promoter	Promoter
2.	Mr. Vinod Kumar Sodani	Promoter	Promoter
3.	Ms. Antima Soni	Promoter	Promoter
4.	Ms. Anjana Soni Thakur	Promoter	Promoter
5.	Ms. Krippie Soni	Promoter	Promoter
6.	Sangam E-com Limited	Promoter Group	Promoter Group
7.	Nidhi Mercantiles Limited	Promoter Group	Promoter Group

xvii) Practicing Company Secretary's Certificate

The certificate from Brij Kishore Sharma of B K Sharma and Associates, Practicing Company Secretary, certifying that issue of warrants on a preferential basis is being made in accordance with the requirements contained in the SEBI ICDR Regulations. The same is also available on the website of the company at www.sangamgroup.com.

xviii) Other disclosures

a) During the period from 1st April 2026 until the date of Notice of this EGM, the Company has not made any preferential issue of Equity Shares.

b) The Company confirms that none of the proposed allottees has sold any Equity Shares of the Company during the period specified under Regulation 159 of the SEBI ICDR Regulations so as to attract the restrictions prescribed thereunder.

c) Since the Equity Shares of the Company are listed & frequently traded on the stock exchange and the Preferential Issue to promoter entities is not more than 5% of the post issue fully diluted share capital, report of the Registered Valuer is not required under the provisions of Regulation 166A of the SEBI ICDR Regulations for the proposed Preferential Issue.

In accordance with the provisions of Sections 42 and 62(1)(c) of the Act read with applicable rules there to and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said

Warrants to the proposed allottees is being sought by way of a Special Resolution as set out in the Item No. 1 of the Notice. The Equity Shares to be allotted pursuant to exercise of options attached to Warrants issued on a preferential basis would be within the Authorised Share Capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution set out at Item No. 1 of the accompanying Notice for approval by the Members of the Company.

None of the Directors except Shri Vinod Kumar Sodani, Key Managerial Personnel (KMP) or their respective relatives are, in any way, concerned or interested, financially or otherwise, except as shareholders in general in the said resolution.

By Order of the Board of Directors
For Sangam (India) Limited
Sd/-
Arjun Agal
Company Secretary
Membership No: A74400

Date: 18th July, 2026
Place: Bhilwara