

02/FY 2023-24/EGM

NOTICE

SHORTER NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF PARAMOUNT SPECIALITY FORGINGS LIMITED WILL BE HELD ON THURSDAY, AUGUST 10, 2023, AT 11.00 A.M. AT 3, 1, GURU HIMMAT BUILDING, DR. MASCARENHAS ROAD, ANJIRWADI, MAZGAON, MUMBAI - 400010 TO TRANSACT THE FOLLOWING BUSINESS:

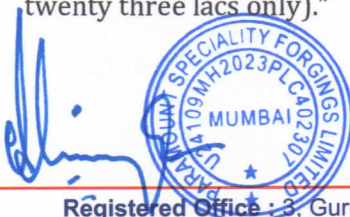
Special Business:

1. Increase in the borrowing limits of the Company under section 180(1)(c) of Companies Act, 2013:

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

"RESOLVED THAT the consent of the Company be and is hereby accorded under the provisions of Section 180(1)(c) of the Companies Act, 2013 (previously being Section 293(1)(d) of the Companies Act, 1956), to the Board of Directors to borrow from time to time such sum or sums of money as they may deem necessary for the purpose of the business of the Company, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from cash credit arrangement, discounting of bills and other temporary loans obtained from company's bankers in the ordinary course of business) and remaining outstanding at any point of time will exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose; Provided that the total amount up to which monies may be borrowed by the Board of Directors and which shall remain outstanding at any given point of time shall not exceed the sum of Rs. 36,23,00,000 (Rupees Thirty six crore twenty three lacs only).

RESOLVED that the consent of the Company be and is hereby accorded in terms of the provisions of section 180(1)(a) of the Companies Act, 2013 (previously being Section 293(1)(a) of the Companies Act, 1956) to the Board of Directors of the Company to mortgage and/or charge all the immovable & movable properties of the company wheresoever situate, both present and future, and whole or substantially whole of the undertaking of the company (*with power to takeover the management of the business and concern of the company in certain events) to or in favour of HDFC Bank Ltd and/or any other bank(s)/lender(s) to secure such sum or sums as they may deem requisite but not exceeding Rs. 36,23,00,000 (Rupees Thirty six crore twenty three lacs only)."



Registered Office : 3, Guru Himmat Bldg., 140, Dr. Mascarenhas Road, Mazgaon, Mumbai - 400 010.

☎ : 91-22-2373 2656 / 6657 0979 ✉ : accounts@paramountforge.org CIN : U24109MH2023PLC402307

Unit - I : 260/263, Jawahar Industrial Estate, Kamothe - 410 209, Panvel, Dist. Raigadh. ☎ : 91-22-2743 0301, 2743 5058

Unit - II : Survey No. 31/7, 47/11, 47/4D, 47/5, Savroli Kharpada Road, Village Dhamani Khalapur, Khopoli, Dist. Raigadh - 410 202.

☎ : 91-9136494715-16 ✉ : sales@paramountforge.org, ali@paramountforge.org Website : www.paramountforge.com

For Paramount Speciality Forgings Limited


Aliasgar Roshan Hararwala
Managing Director
DIN: 00334957



Place: Mumbai

Date: August 8, 2023

Notes:

1. 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 and a proxy need not be a member of the Company. Proxies in order to be valid and effective must be delivered at the registered office of the Company not later than forty-eight hours before the commencement of the meeting. Accordingly, the Proxy Form is annexed hereto.
2. The Memorandum of Association of the Company, the Articles of Association of the Company, Register of Director and Key Managerial Personnel and their shareholding, Register of Contract and Arrangement in which Directors are interested are open for inspection for the members at the Company's Registered Office between 10.00 A.M. and 6.00 P.M. on any working day up to the date of the Extra Ordinary General Meeting and at the Extra Ordinary General Meeting.
3. Corporate members who intend to send their authorized representatives to attend and vote at the meeting should send a certified copy of their board resolution to this effect.
4. The route map of the venue of the meeting is annexed hereto.
5. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto.
6. The voting right of the members shall be in proportion to their shares of the paid-up equity share capital of the Company. Members shall have one vote for every one fully paid share of the Company held by them. Members can vote for their entire voting rights as per their discretion.



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "PARAMOUNT SPECIALITY FORGINGS LIMITED" around the top edge, "MUMBAI" in the center, and "U24109MH2023PLC402307" around the bottom edge. There are two small stars on either side of the word "MUMBAI".

Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 1:

Keeping in view the future financial requirements to support its business operations, the Company approach to the HDFC bank to provide a working capital loan of Rs. 36,23,00,000 (Rupees Thirty six crore twenty three lacs only) on the terms and conditions as mentioned in the sanction letter dated August 10, 2023.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business at any one time except with the consent of the members of the Company in a general meeting. In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company, thus the Board also seeks approval of the shareholders for the same under Section 180 (1) (c) as depicted in the resolution.

Hence, the Special Resolution at Agenda No. 1 of the Notice is being proposed, to benchmark the limits provided under Section 180(1) (a) & 180(1) (c) of the Act. The Directors recommend the Special Resolution as set out at Agenda No. 1 of the accompanying Notice, for members' approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution.



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "PARAMOUNT SPECIALITY FORGING LIMITED" around the top edge, "MUMBAI" in the center, and "U24109MH2023PLC02307" around the bottom edge. There are two small stars on either side of the word "MUMBAI".

Consent by Member for Shorter Notice
(Pursuant to Section 101(1) of The Companies Act, 2013)

02/FY 2023-24/EGM

To,
The Board of Directors
Paramount Speciality Forgings Limited
3, 1, Guru Himmat Building,
Dr. Mascarenhas Road,
Anjirwadi, Mazgaon,
Mumbai - 400010

I/We, _____, holding _____ Equity Shares, aggregating to _____% of the paid-up Equity Share Capital of **Paramount Speciality Forgings Limited ("the Company")**, of face value of Rs. 10 (Ten rupees) each, hereby give my/our consent pursuant to Section 101 of the Companies Act, 2013 to hold the Extra-Ordinary General Meeting of the Company at shorter notice on Thursday, August 10, 2023, at 11.00 A.M. at 3, 1, Guru Himmat Building, Dr. Mascarenhas Road, Anjirwadi, Mazgaon, Mumbai - 400010.

Place: Mumbai
Date: August 8, 2023

Member's Signature



Attendance Slip
To be handed over at the entrance of the meeting hall

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Name of the Member

Name of the proxy
(To be filled if the proxy attends instead of the member)

Registered Folio No: _____

DP ID: _____

Client ID: _____

No. of Shares held: _____

I/We hereby record my/our presence at the Extra Ordinary General Meeting held on Thursday, August 10, 2023 at 11.00 A.M. at 3, 1, Guru Himmat Building, Dr. Mascarenhas Road, Anjirwadi, Mazgaon, Mumbai - 400010.

Place: Mumbai

Date: August 10, 2023

(Member's/Proxy's Signature)

(To be signed at the time of handing over the slip)

Member/Proxyholder are requested to bring a valid photo identity (i.e. PAN/AADHAR etc.) for identification purposes.



Form No. MGT-11

Proxy Form

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

CIN: _____
Name of the Company: _____
Registered Office: _____

Name of the member(s): _____
Registered address: _____
E-mail Id: _____
Folio No/ Client Id: _____
DP ID: _____

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____
Signature: _____ or failing him

2. Name: _____
Address: _____
E-mail Id: _____
Signature: _____ or failing him

3. Name: _____
Address: _____
E-mail Id: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2nd Extra-Ordinary General Meeting of the Company, to be held on Thursday, August 10, 2023 at 11.00 A.M. at 3, 1, Guru Himmat Building, Dr. Mascarenhas Road, Anjirwadi, Mazgaon, Mumbai - 400010 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Increase in the borrowing limits of the Company under section 180(1)(c) of Companies Act, 2013
Signed this _____ day of _____, 2023

Signature of Shareholder: _____

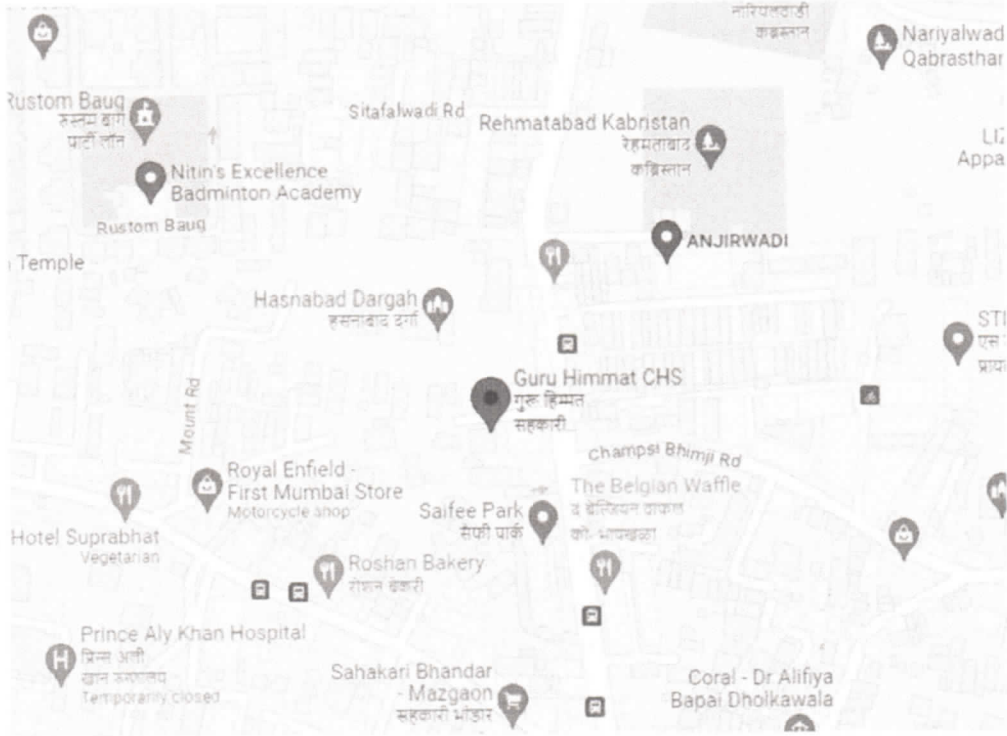
Signature of Proxy holder(s): _____

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.



Extra-Ordinary General Meeting Venue



**Address: 3, 1, Guru Himmat Building, Dr. Mascarenhas Road, Anjirwadi, Mazgaon,
Mumbai - 400010**