

# AZAD INDIA MOBILITY LTD

(Formerly Known as Indian Bright Steel Co.ltd)

CIN: L29100MH1960PLC011794



G-6, 8th Floor, Everest Building, Janata Nagar, Tardeo Road,  
Tardeo, Mumbai – 400034.



+91 - 99306 48177



info@azadindiamobility.com



www.azadindiamobility.com

**Date: 17.03.2025**

**To,**  
**BSE Limited**  
Corporate Relationship Department  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Dear Sir,

**REF:-BSE SCRIP CODE: 504731**

**Sub: Notice of Extra-ordinary General Meeting**

Pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the Extra-Ordinary General Meeting of the Company to be held on Wednesday, 09<sup>th</sup> April, 2025 at 12.30 P.M. at The Victoria Memorial school for the blind, Opposite Film Centre Building, Near A.C. Market 73, Tardeo, Mumbai- 400034, Maharashtra.

Notice is available on the website of the Company at [www.azadindiamobility.com](http://www.azadindiamobility.com).

You are requested to take the same on record.

Thanking you.

**For Azad India Mobility Ltd**  
**(Formerly Indian Bright Steel Co Limited)**

**Vedant Bhatt**  
**Company Secretary & Compliance Officer**

**Encl:a/a**

# **AZAD INDIA MOBILITY LTD**

CIN: L29100MH1960PLC011794

## **NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY**

**AZAD INDIA MOBILITY LIMITED**  
(formerly known as Indian Bright Steel Co. Ltd)  
**Corporate Identification Number: L29100MH1960PLC011794**

**Registered Office:** "G-6 8th Floor Everest Building, Janata Nagar, Tardeo Road, Tardeo, Haji Ali,  
Mumbai, Mumbai, Maharashtra, India, 400034 **Tel. No.** +91 9930648177;

**Email:** [info@azadindiamobility.com](mailto:info@azadindiamobility.com)

**Web:** [www.azadindiamobility.com](http://www.azadindiamobility.com)

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**NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of Azad India Mobility Limited will be held on Wednesday, 9<sup>th</sup> April, 2025 at 12.30 P.M. at The Victoria Memorial school for the blind, Opposite Film Center Building, Near A.C. Market 73, Tardeo , Mumbai-400034, Maharashtra, to transact the following businesses:

**SPECIAL BUSINESSES**

**ITEM NO. 1**

**RAISING OF FUNDS THROUGH ISSUE OF EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS TO THE INDIVIDUAL INVESTORS - NON-PROMOTER - PUBLIC CATEGORY FOR CASH**

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

**“RESOLVED THAT** pursuant to the provisions of Section 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and others rules and regulations made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), (hereinafter referred to as the ‘Act’), in accordance with the provisions of the Memorandum and Articles of Association of Azad India Mobility Limited (‘the Company’), and pursuant to the provisions under the Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (the ‘SEBI (ICDR) Regulations’), the regulations issued by the Securities and Exchange Board of India (‘SEBI’), including the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the ‘Listing Regulations’), the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time (the “SEBI Takeover Regulations”), Securities And Exchange Board Of India (Foreign Portfolio Investors) Regulations, 2019 , the applicable provisions of the Foreign Exchange Management Act, 1999, including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof (“FEMA”), the extant consolidated Foreign Direct Investment Policy, as amended and replaced from time to time (“FDI Policy”) and the Foreign Exchange Management (Non-debt Instruments) Rules, 2020, as amended, and such other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued/ to be issued thereon by the Government of India (“GOI”), Ministry of Finance (Department of Economic Affairs) (“MoF”), Department for Promotion of Industry and Internal Trade, Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”), the Securities and Exchange Board of India (“SEBI”), the BSE Limited, (the ‘Stock Exchange’), any other rules, regulations, guidelines, notifications, circulars and

clarifications issued by the Government of India and subject to such other approvals, permissions, sanctions and consents, as may be necessary and on such terms and conditions (including any alterations, modifications, corrections, changes and variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents) by any regulatory authorities and which may be accepted by the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution), the consent, authority and approval of the Members of the Company be and is hereby accorded to the Board to offer, issue and allot upto 76,39,000 (Seventy Six Lakhs Thirty Nine Thousand) equity shares of the face value of Rs. 10/- (Rupees Ten) each fully paid up, on a preferential basis to the Proposed allottees under non-Promoter category (Public) as mentioned in the Explanatory Statement annexed hereunto to this Notice at a price of Rs. 98/- (Rupees Ninety-Eight only) per equity share [i.e. including a premium of Rs. 88/- (Rupees Eighty-Eight only) per equity share, or such higher price which shall not be less than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI (ICDR) Regulations.

**RESOLVED FURTHER THAT** the equity shares of the Company being offered, issued and allotted to the Proposed Allottees by way of preferential allotment shall, *inter-alia*, be subject to the following:

- a) 100% of the preferential allotment consideration shall be payable on or before the date of the allotment of the equity shares;
- b) The equity shares so offered, issued and allotted to the Proposed Allottees, shall be issued by the Company for cash consideration;
- c) The consideration for allotment of equity shares shall be paid to the Company by the Proposed Allottee from their respective bank accounts;
- d) The equity shares shall be issued and allotted by the Company to the Proposed Allottees within a period of 15 days from the date of passing of this resolution, provided that, if any approval or permission by any regulatory authority / Stock Exchange/ the Government of India for allotment is pending, the period of 15 days shall be counted from the date of receipt of last of such approval(s);
- e) The equity shares shall be issued and allotted by the Company to the Proposed Allottees in dematerialized form within the time prescribed under the applicable laws;
- f) The equity shares to be offered, issued and allotted shall rank *pari passu* with the existing equity shares of the Company in all respects including the dividend and voting rights, if any;
- g) The "Relevant Date" for the purpose of determination of the floor price of the Subscription Shares to be issued and allotted as stated above, as per the ICDR Regulations and other applicable laws, is Monday the 10<sup>th</sup> March, 2025 being the date, which is 30 days prior to the date of the Extra Ordinary General Meeting i.e. Wednesday, the 9<sup>th</sup> April, 2025.

- h) The equity shares to be offered, issued and allotted shall be subject to lock-in as provided under the applicable provisions of SEBI (ICDR) Regulations; and
- i) The equity shares so offered, issued and allotted will be listed on BSE Limited where the equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be.

**“RESOLVED FURTHER THAT** the monies to be received by the Company from the Proposed Allottees towards application for subscription of the equity shares pursuant to this Preferential Issue shall be kept by the Company in a separate bank account opened by the Company and shall be utilized by the Company in accordance with Section 42 of the Act”.

**RESOLVED FURTHER THAT** subject to the receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and 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 Allottee 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 Exchanges, and within the timelines prescribed under applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including without limitation - (i) to vary, modify or alter any of the relevant terms and conditions, attached to the Shares to be allotted to the Proposed Allottees for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the equity shares; (ii) making applications to the Stock Exchange for obtaining in-principle approvals; (iii) listing of shares; (iv) filing requisite documents with the Ministry of Corporate Affairs and other statutory / regulatory authorities; (v) filing of requisite documents with the depositories; (vi) to resolve and settle any questions and difficulties that may arise in the preferential offer; (vii) issue and allotment of the Shares; and (viii) to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Members of the Company, and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of its powers conferred upon it by these resolutions, as it may deem fit in its absolute discretion, to any Committee of the Board or to any one or more directors, officer(s) or authorized signatory(ies) including in respect of matters relating to 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 and advocates 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 Azad India Mobility Ltd,  
(Formerly known as Indian Bright Steel Co. Limited)**

Sd/-

Vedant Bhatt

Company Secretary & Compliance Officer

Place: Mumbai

Dated: 11<sup>th</sup> March, 2025

**Registered Office:**

G-6, 8th Floor, Everest Building, Janata Nagar,  
Tardeo Road, Tardeo, Haji Ali,  
Mumbai, Maharashtra, 400034

Website: [www.azadindiamobility.com](http://www.azadindiamobility.com)

CIN: L29100MH1960PLC011794

**Notes:**

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy / proxies to attend and vote instead of himself and the proxy need not be a member of the company.
2. In compliance with the aforesaid MCA circulars and circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 issued by Securities and Exchange Board of India ('SEBI'), Notice of the EOGM is being sent only through electronic mode to those members whose e-mail addresses are registered with the company's registrar and share transfer agent/depositories. Members may note that the Notice of EOGM will also be available on the company's website [www.azadindiamobility.com](http://www.azadindiamobility.com) , websites of the stock exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL <https://www.evoting.nsdl.com>
3. In accordance with the amendments to Regulation 40 of the Listing Regulations, Securities and Exchange Board of India (SEBI), decided that requests for effecting transfer of listed securities shall not be processed unless the securities are held in dematerialized form with a Depository (National Securities Depository Limited or Central Depository Services (India) Limited). Members holding shares in Physical Form are requested to consider converting their holding to dematerialized form in order to eliminate all risks associated with physical shares. Members can contact the Registrar and Transfer Agent (RTA) in this regard. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts.
4. In furtherance of Green Initiative in Corporate Governance by Ministry of Corporate Affairs, the Shareholders are requested to register their Email ID with the Company or with the Registrar and Transfer Agents.

5. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification.
6. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in Physical Form can submit their PAN details to the Company.
8. In order that the appointment of a proxy is effective the instrument appointing a proxy must be received at the registered office of the company not later than forty-eight hours before the commencement of the meeting.
9. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10) percent of the total share capital of the company carrying voting rights may appoint a single person only as a proxy and such person shall not act as proxy for other shareholder.
10. Corporate Members intending to send their authorized representatives to attend the Extra Ordinary General Meeting pursuant to Section 113 of the Companies Act 2013 are requested to send the Company a certified copy of the relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the Meeting.
11. As per the provisions of Section 72 of the Act, facility for making nomination is available to Individuals holding shares in the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members may download the Nomination Form from the Company's website at [www.azadindiamobility.com](http://www.azadindiamobility.com) Members holding shares in demat mode should file their nomination with their Depository Participant (DPs) for availing this facility.
12. Members may please note that SEBI vide its circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3rd November 2021 and SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25th January 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at [www.azadindiamobility.com](http://www.azadindiamobility.com). Members holding equity shares of the Company in

physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

13. Member's proxies and Authorized representative are requested to bring to the meeting; the attendance slips enclosed duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.
14. Any change of particulars including address, bank mandate and nomination for shares held in Demat form, should be notified only to the respective Depository Participants where the Member has opened his/her Demat account. The Company or its share transfer agent will not act on any direct request from these Shareholders for change of such details. However, requests for any change in particulars in respect of shares held in physical form should be sent to our RTA.
15. In case of joint holders attending the Meeting, the joint holder who is higher in the order of names will be entitled to vote at the meeting.
16. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act 2013 will be available for inspection by the Members at the Extra Ordinary General Meeting of the Company.
17. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days, up to and including the date of the Extra Ordinary General Meeting of the Company.
18. A member can opt only for one mode of voting i.e. either through e-voting or by Ballot. If Member casts vote by both modes, then voting done through e- voting shall prevail and Ballot shall be treated as invalid.
19. As per SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 the transfer of shares in physical mode is not allowed from 1st April 2019. Hence members are requested to dematerialize their shares. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization which include easy liquidity since trading is permitted in dematerialized form only electronic transfer savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
20. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) Wednesday 2<sup>nd</sup> April, 2025.
21. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business of the Notice is annexed hereto.



22. Ms. Janki Brahmabhatt, Company Secretary in Practice, has been appointed as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
23. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
24. The Results shall be declared on or after the Extra Ordinary General Meeting of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the website of NSDL and communicated to the BSE Limited.

**THE PROCEDURE TO LOGIN TO E-VOTING WEBSITE CONSISTS OF TWO STEPS AS DETAILED HEREUNDER:**

The remote e-voting period begins on Saturday the 5<sup>th</sup> April, 2025 at 09:00 A.M. and ends on Tuesday the 8<sup>th</sup> April, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday the 2<sup>nd</sup> April, 2025, 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 Wednesday the 2<sup>nd</sup> April, 2025.

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 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. | 1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is available under ' <b>IDeAS</b> ' 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. 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>

2. 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.
3. 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**



App Store



Google Play



|   |   |
|---|---|
|   |   |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing Myeasi username &amp; password.</li> <li>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. 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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol> |

|  |   |
|--|---|
| 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. |
|--|---|

### **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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |

### **B. Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

1. Visit the e-Voting website of NSDL Open web browser by typing the following URL: [www.evoting.nsdl.com](http://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 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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 [www.eservices.nsdl.com](http://www.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 will be as per details given below:

| <b>Manner of holding shares i.e.Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>  |
|--|--|
| a) For Members who hold shares in demat account with NSDL            | 8 Character DP ID followed by 8 Digit Client ID<br><br>(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<br><br>(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.<br><br>(For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***). |

5. Your password details 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 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, your 'initial password' is communicated to you on your postal address.
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](http://www.evoting.nsdl.com).
  - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d. Members can also use the One Time Password (OTP) based on login for casting the votes on the e-Voting systems 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 on NSDL e-Voting system:**

How to cast your vote electronically 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 is in active status.
2. Select "EVEN" of the Company.
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 [csjbrahmbhatt@gmail.com](mailto:csjbrahmbhatt@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) . 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](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) .

#### **Other Instructions:**

1. The e-voting period commences on Saturday the 5<sup>th</sup> April, 2025 (9.00 a.m. IST) and ends on Tuesday the 8<sup>th</sup> April, 2025 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Wednesday the 2<sup>nd</sup> April, 2025, i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. 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.
2. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting, either through remote e-voting or voting at the EOGM through electronic voting system or poll paper.

3. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
4. The Scrutinizer shall, immediately after the conclusion of voting at the Extra Ordinary General Meeting, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
5. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.azadindiamobility.com](http://www.azadindiamobility.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately.
6. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed. The results shall also be displayed on the notice board at the registered office of the Company.

**By Order of the Board of Directors**  
**For Azad India Mobility Ltd**  
**(formerly known as Indian Bright Steel Limited)**

Sd/-  
Vedant Bhatt  
Company Secretary & Compliance Officer

Place: Mumbai  
Dated: 11<sup>th</sup> March, 2025

**Registered Office:**  
G-6, 8th Floor, Everest Building, Janata Nagar,  
Tardeo Road, Tardeo, Haji Ali,  
Mumbai, Maharashtra, 400034

Website: [www.azadindiamobility.com](http://www.azadindiamobility.com)  
CIN: L29100MH1960PLC011794



## ANNEXURE TO NOTICE

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

#### ITEM NO. 1

The Board of Directors had, at its meeting held on Tuesday the 11<sup>th</sup> March, 2025, subject to the approval of the members of the Company ('Members') and such other approvals as may be required, approved the issue of up to 76,39,000 Equity Shares to the Proposed Allottees / Investors, on a preferential basis, at a price as may be determined as per Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

The preferential allotment of Securities to Proposed allottees / investors who are non-promoters would be in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 and the following parameters would be subject to such changes as may be required to conform to the SEBI (ICDR) Regulations, 2018.

The Equity Shares to be allotted pursuant to the above Resolution shall rank *pari- passu* in all respects including dividend with the existing Equity Shares of the Company

The disclosures as required in accordance with the provisions of the Companies Act, 2013, the SEBI (ICDR) Regulations and other applicable Regulations/ laws in relation thereto are as under:

#### **1. Objects of the Preferential Issue:**

Subject to the applicable law, the funds to be raised from the proposed issue of equity shares will be utilized for a combination of part funding of the capital expenditure for purchase of land, construction of factory building, purchase of machinery and equipment's for expansion project, support growth plans of the Company, working capital requirements, and general corporate purposes or any combination thereof to pursue the business objects of the Company.

The issue and allotment of Shares by way of preferential allotment to the non-Promoters is by way of cash contribution

#### **2. Number of shares and Pricing of Preferential Issue:**

The Company proposes to issue up to 76,39,000 (Seventy-Six Lakhs Thirty Nine Thousand ) equity shares of the face value of Rs. 10/- (Rupees Ten) each fully paid up of the Company at Rs. 98/- (Rupees Ninety-Eight only) each including a premium of Rs. 88/ (Rupees Eighty-Eight only) per share aggregating upto Rs. 74,86,22,000/- (Rupees Seventy-Four Crores Eighty-Six Lakhs Twenty-Two Thousand only) or such higher price, which shall not be less than the minimum specified price as per the SEBI (ICDR) Regulations to the Proposed Allottees / Investors, subject to receiving the approval of the shareholders, stock exchange and any other statutory approvals, if required. Please refer to Para 4 below for the basis for calculating the price for the preferential issue.

### **3. Relevant Date:**

The “Relevant Date” as per SEBI (ICDR) Regulations for the determination of the minimum price for equity shares to be issued is fixed as Monday the 10<sup>th</sup> March, 2025, which is 30 (Thirty) days prior to the date of this Extraordinary General Meeting.

### **4. Basis on which the price has been arrived at:**

The equity shares of the Company are listed on the BSE Limited (“BSE”).

The issue of Equity Shares on preferential basis is to the Foreign Portfolio Investor (QIB), Non – Promoter Public Category will be in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the Regulation 164(4) of Chapter V of SEBI (ICDR) Regulations, 2018.

As per Regulations 164(5) of SEBI (ICDR) Regulations, 2018 frequently traded shares mean the shares of an issuer, in which the traded turnover on any stock exchange during 240 trading days preceding the relevant date is at least ten percent of the total number of shares of such class of shares of the issuer.

As per the said definition, the total traded turnover of the company during the 240 trading days preceding the relevant date is more than ten percent of the total number of shares of such class of shares of the issuer. Accordingly, the shares are frequently traded.

The provisions of Regulations 164(1) of Chapter V of the SEBI (ICDR) Regulations prescribe the minimum price at which the Preferential Issue may be made.

In terms of the SEBI ICDR Regulations, the floor price at which the Equity Shares can be issued is Rs. 97.69 per Share, as per the pricing formula prescribed under the SEBI ICDR Regulations for the Preferential Issue and is the highest of the following:

- a) 90 (ninety) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 92.61 per equity share;
- b) 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 97.69 per equity share.
- c) Floor price determined in accordance with the provisions of the Articles of Association of the Company. However, the Articles of Association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

The Board of Directors have decided the issue price at Rs. 98/- per Equity Share and accordingly the price at which the Preferential Issue is being made is Rs. 98/- (Rupees Ninety-Eight only) per Equity share which has been higher than the minimum specified price per Equity share computed in accordance with Regulation 164 (1) of the SEBI (ICDR) Regulations.

Since the Proposed Preferential Issue is not expected to result in a change in control or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to an allottee, the Company is not required to obtain a valuation report from an independent registered valuer and consider the same for determining the price.

The price of Equity Shares to be issued based on the pricing formula prescribed under Regulation 164 of Chapter V of ICDR Regulations and as per the Pricing Certificate obtained from CA Payal Gada CA Payal Gada (Membership No. 110424) proprietress M/s Payal Gada & Co. (Firm Regn. No. 148529W) Independent Chartered Accountant and also an Independent Registered Valuer with IBBI Registration Number.: IBBI/RV/06/2019/11170 having office at S-15, Sej Plaza, 2nd floor, Near Nutan School, Marve Road, Malad (W), Mumbai 400 064, Maharashtra shall be Rs. 97.69/- per Equity share or the Minimum Price determined as on the relevant date in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 whichever is higher.

Since the equity shares of the Company have been listed on the recognized Stock Exchange for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (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 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.

The Pricing Certificate shall be available for inspection by the Members and the same may be accessed on the Company's website as the link [www.azadindiamobility.com](http://www.azadindiamobility.com).

The Equity Shares allotted pursuant to the above Resolution shall rank *pari-passu* in all respects with the existing Equity Shares of the Company.

5. The Company proposes to issue Equity Shares by way of preferential issue to the Proposed Allottees / Investors who are non-Promoters for cash as per the details given herein below:

| Name of the Proposed subscriber   | Pre-Preferential Issue (*) |              | New Allotment | Post Preferential Issue (*)                             |              |
|---|----------------------------|--------------|---------------|---|--------------|
| Category - Non-Promoters  | No. of Shares held         | % of Holding | No. of Shares | No of shares held and shares issued through this notice | % of Holding |
| Altitude Investment Fund PCC- Cell 1                                      | 0                          | 0.00         | 25,50,000     | 25,50,000   | 4.49         |
| North Star Opportunities Fund VCC- Bull Value Incorporated VCC Sub - Fund | 0                          | 0.00         | 22,50,000     | 22,50,000   | 3.96         |
| Radiant Global Fund   | 0                          | 0.00         | 13,50,000     | 13,50,000   | 2.38         |
| Siddharth Dilip Mehta   | 0                          | 0.00         | 1,50,000      | 1,50,000  | 0.26         |
| Mayank Lalani   | 0                          | 0.00         | 1,50,000      | 1,50,000  | 0.26         |
| Manashavee Nimesh Joshi   | 0                          | 0.00         | 51,000        | 51,000  | 0.09         |
| G Jayashree   | 0                          | 0.00         | 51,000        | 51,000  | 0.09         |
| Chetna Kankaria   | 0                          | 0.00         | 50,000        | 50,000  | 0.09         |
| Urban Botanics Pvt LTD.   | 0                          | 0.00         | 50,000        | 50,000  | 0.09         |
| Urmila Kankaria   | 0                          | 0.00         | 50,000        | 50,000  | 0.09         |
| Akshat S Luniya   | 0                          | 0.00         | 40,000        | 40,000  | 0.07         |
| Suresh SG   | 0                          | 0.00         | 36,000        | 36,000  | 0.06         |
| Sukamal Boxi  | 0                          | 0.00         | 31,500        | 31,500  | 0.06         |
| Meeta L Bhavnani  | 0                          | 0.00         | 30,000        | 30,000  | 0.05         |
| Suresh H Luniya   | 0                          | 0.00         | 30,000        | 30,000  | 0.05         |
| Sushila S Luniya  | 0                          | 0.00         | 30,000        | 30,000  | 0.05         |
| Datraniya Vimlaben Vinodkumar   | 0                          | 0.00         | 27,000        | 27,000  | 0.05         |
| Hiten Nemchand Shah   | 0                          | 0.00         | 25,000        | 25,000  | 0.04         |
| Rajen Hemchand Gada   | 0                          | 0.00         | 25,000        | 25,000  | 0.04         |

|                           |   |      |        |        |      |
|---------------------------|---|------|--------|--------|------|
| Padam Dugar               | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Annjana Dugar             | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Likhitta Dugar            | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Antariksh Dugar           | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Sangitha                  | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Hulas Chand Lalwani       | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| GyanChand Jain            | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Sarita Lalwani            | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Shailesh Gupta            | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Sushil Kumar Chhajed      | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Vikas Kankaria            | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Arvind Lalwani            | 0 | 0.00 | 25,000 | 25,000 | 0.04 |
| Sejal Ashim Desai         | 0 | 0.00 | 20,000 | 20,000 | 0.04 |
| Bhumil P Gala HUF         | 0 | 0.00 | 20,000 | 20,000 | 0.04 |
| Panakkal Benny Debin      | 0 | 0.00 | 20,000 | 20,000 | 0.04 |
| Hitesh Ranjit             | 0 | 0.00 | 20,000 | 20,000 | 0.04 |
| Premlatha P               | 0 | 0.00 | 20,000 | 20,000 | 0.04 |
| Rajesh Patra              | 0 | 0.00 | 16,000 | 16,000 | 0.03 |
| Ghanshyam F Nihalani      | 0 | 0.00 | 15,000 | 15,000 | 0.03 |
| Vedant Ashish Bhatt       | 0 | 0.00 | 12,000 | 12,000 | 0.02 |
| Sharon Santosh Prabhu     | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Vaishali Vijay Khedekar   | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Omkar Ashok Shinde        | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Rubika Mahesh Egurla      | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Dhirajlal Dalichand Doshi | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Anuradha S Goyal          | 0 | 0.00 | 10,000 | 10,000 | 0.02 |

|                          |   |      |        |        |      |
|--------------------------|---|------|--------|--------|------|
| Swagatika Panigrahi      | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Rama krushna Panigrahi   | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Sejal Bharat Soni        | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Purvesh Rajnikant Shah   | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Sudheer                  | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Heeral R                 | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Sankesh R                | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Hema S Jain              | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Naman Kumar Jain         | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Dugad Ajit kumar Jain    | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Madan lal Bothra         | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Alvin Everard D Souza    | 0 | 0.00 | 10,000 | 10,000 | 0.02 |
| Harshita Kumar Mehta     | 0 | 0.00 | 7,500  | 7,500  | 0.01 |
| Nitin Atmaram Sarfare    | 0 | 0.00 | 5,000  | 5,000  | 0.01 |
| Saju Varghese            | 0 | 0.00 | 5,000  | 5,000  | 0.01 |
| Rupesh Kisan Parwadi     | 0 | 0.00 | 4,000  | 4,000  | 0.01 |
| Ajesh S Pillai           | 0 | 0.00 | 4,000  | 4,000  | 0.01 |
| Manisha Prashant Shah    | 0 | 0.00 | 4,000  | 4,000  | 0.01 |
| Jay Parag Shah           | 0 | 0.00 | 4,000  | 4,000  | 0.01 |
| Karuna Bipin Chavan      | 0 | 0.00 | 3,000  | 3,000  | 0.01 |
| Manisha Roopchand Sharma | 0 | 0.00 | 3,000  | 3,000  | 0.01 |

(\*) Assuming full conversion of existing outstanding Warrants into Equity Shares.

6. **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 Allottee, the percentage of post preferential issue capital that may be held by them:**

| Sr No. | Name of Proposed Allottee  | 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  |
|--------|--|--|
| 1      | Altitude Investment Fund PCC- Cell 1                                     | Altitude Investment Fund PCC- Cell 1, a Mauritius based fund is registered with Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations 2019 as a Foreign Portfolio Investor (FPI) as a category 1 and appropriately regulated fund. The address of the FPI is Hotel Avenue 11th Floor, Bramer House Cybercity Ebene, 11111, Mauritius. The governance and decision making with respect to the fund is controlled by Seepersand Lutchmeeprakash. The fund will hold 4.49% of post Preferential issue on fully diluted basis.                                  |
| 2      | North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub - Fund | NORTH STAR OPPORTUNITIES FUND VCC-BULL VALUE INCORPORATED VCC SUB-FUND, a Mauritius based fund is registered with Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations 2019 as a Foreign Portfolio Investor (FPI) as a category 1 and appropriately regulated fund. The address of the FPI is ONS Finserv Ltd, Hotel, Avenue, 11th Floor, Bramer House, Ebene ,72201, Mauritius. The governance and decision making with respect to the fund is controlled by Ali Baqer Issam. The fund will hold 3.96% of post Preferential issue on fully diluted basis. |
| 3      | Radiant Global Fund  | Radiant Global Fund a Mauritius based fund is registered with Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations 2019 as a Foreign Portfolio Investor (FPI) as a category 1 and appropriately regulated fund. The address of the FPI is ONS Finserv Ltd, Hotel , Avenue, 11th Floor, Bramer House, Ebene , 72201, Mauritius. The governance and decision making with respect to the fund is controlled by Mr. Ramakant Ramji Gaund. The fund will hold 2.38% of post Preferential issue on fully diluted basis.  |

|   |                        |  |
|---|------------------------|--|
| 4 | Urban Botanics Pvt LTD | Urban Botanics Pvt Ltd is An Indian Company having its Registered Office situated at H. No. 3-64/1/4, Prajay Bungalow Plot No. 4, Sy No. 226 & 228, Hyderabad, Kompally Village, Medchal, Telangana, India, 500067. The Shareholders are Sarita Lalwani (65%) and Prince Sethiya(35%). The Directors are Sarita Lalwani and Prince Sethiya. The governance and decision making with respect to the company is controlled by Sarita Lalwani. The Company will hold 0.09% of post Preferential issue on fully diluted basis. |
| 5 | Bhumil P Gala HUF      | Bhumil P Gala is the Karta of Bhumil P Gala HUF and the co-parceners are Mrs. Drashti Bhumil Gala and Mr. Dhriyan Bhumil Gala  |

**7. Shareholding Pattern of the Company before and after the issue**

Shareholding pattern before and after the proposed preferential issue of Equity Shares is provided as **Annexure I** to the Notice

**8. Proposal/ Intention of Promoters, Directors or Key Managerial Personnel to subscribe the offer:**

None of the Promoters, Directors or Key Managerial Personnel of the Company, intend to subscribe to any equity shares pursuant to this preferential issue.

**9. Proposed time within which the preferential issue shall be completed:**

The equity shares shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchanges/ Government of India for allotment is pending, the period of 15 days shall be counted from the date of receipt of such last approval(s) or permission(s);

**10. Principal terms of assets charged as securities: [Not Applicable](#)**

**11. Undertaking:**

None of the Company, its directors or Promoter have been declared as willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations.

None of its Directors is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

**12. Change in control, if any, in the Company that would occur consequent to the preferential offer:**

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of the equity shares



**13. No. 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 preferential allotment during the current financial year 2024-25 till the date of this Notice. However, the Company will ensure that the number of persons to whom allotment on preferential basis will be made during the financial year 2024-25 will not exceed the limit specified in the Act and Rules made thereunder

**14. Valuation and justification for the allotment proposed to be made for consideration other than cash:**

Not Applicable as the proposed issue is not for consideration other than cash.

**15. Listing:**

The Company will make an application to the Stock Exchanges at which the existing shares are listed, for listing of the equity shares. Such equity shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend and voting rights.

**16. Certificate of Practicing Company Secretary:**

The Certificate from MS. Janki Brahmhatt, Janki & Associates, Practicing Company Secretaries, (M. No.- 49469, CP No. 17960), Tel: 7383156050 / 9408252186, certifying that the preferential issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations, is hosted on the Company's website and is accessible at link: [https:// www.azadindiamobility.com](https://www.azadindiamobility.com) under the tab "Preferential Issue".

**17. Other Disclosures:**

- The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 (ninety) Trading Days preceding the Relevant Date.
- The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations

**18. The percentage (%) of Post Preferential Issue Capital that may be held by the allottees and change in control, if any, consequent to the Preferential Issue:**

The Investors shall hold approx. 13.46% of the total diluted post preferential issue share capital i.e. the total issued share capital of the Company as mentioned hereinabove (including the shares being issued pursuant to this preferential issue, the existing shares issued by the Company and assuming full conversion of existing outstanding Warrants into Equity Shares). There will not be a change in control of the Issuer consequent to the preferential issue

**19. The current and proposed status of the allottee(s) post the preferential issue namely, promoter or non-promoter:**

The current status of the Proposed allottees is non-Promoter and after the proposed allotment also the status will remain non – promoter only and there will be no change in the Status of the Allottees.

**20. Lock-in:**

- i. The Equity Shares to be allotted shall be subject to 'lock-in' as per chapter V of the SEBI (ICDR) Regulations.
- ii. The entire pre-preferential allotment shareholding of the above Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval as per the SEBI (ICDR) Regulations.

**21. The Company undertakes that:**

- a) It would re-compute the price of the Equity shares specified above in terms of the provisions of the SEBI (ICDR) Regulations, 2018 where it is required to do so.
- b) 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 above Equity Shares shall continue to be locked in till the time such amount is paid by allottees

In terms of the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013 as amended including rules notified thereunder ("Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 as amended and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), Regulation 160 (b) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"), Chapter V of ICDR Regulations, the said Equity Shares issue requires prior approval of the shareholders of the Company by way of a special resolution.

The resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the SEBI (ICDR) Regulations including any amendment, modification, variation or re-enactment thereof.

The approval of the members is being sought to enable the Board to issue and allot the equity shares on a preferential/ private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

The documents referred to in the Notice, for which this shareholder's approval is being obtained, will be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the date of EGM i.e. Wednesday the 9<sup>th</sup> April, 2025. Members seeking to inspect such documents can send an email to [info@azadindiamobility.com](mailto:info@azadindiamobility.com)

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

**By Order of the Board of Directors  
For Azad India Mobility Ltd.  
(formerly known as Indian Bright Steel Co. Limited)**

Sd/-

Vedant Bhatt

Company Secretary & Compliance Officer

Place: Mumbai

Dated: 11.03.2025

**Registered Office:**

G-6, 8th Floor, Everest Building, Janata Nagar,  
Tardeo Road, Tardeo, Haji Ali,  
Mumbai, Maharashtra, 400034

**Website:** [www.azadindiamobility.com](http://www.azadindiamobility.com)

**CIN:** L13209MH1960PLC011794

**Annexure I**  
**Shareholding Pattern Pre and Post Preferential Issue:**

| <b>Table</b>  | <b>A</b>                           |                                 | <b>B</b>                           |                                 |
|---|------------------------------------|---------------------------------|------------------------------------|---------------------------------|
| <b>Category of Shareholders</b>                     | <b>Pre- issue % of Holding (*)</b> |                                 | <b>Post issue % of Holding (*)</b> |                                 |
|   | <b>Total No. of Shares (*)</b>     | <b>% of Total Voting Rights</b> | <b>Total No. of shares (*)</b>     | <b>% of Total Voting Rights</b> |
| Promoters/Promoters' Group                          | 84,53,462                          | 17.21                           | 84,53,462                          | 14.89                           |
| <b>Sub- Total (A)</b>                               | <b>84,53,462</b>                   | <b>17.21</b>                    | <b>84,53,462</b>                   | <b>14.89</b>                    |
| <b>Non promoters</b>                                |                                    |                                 |                                    |                                 |
| Mutual Funds  | 0                                  | 0.00                            | 0                                  | 0.00                            |
| Foreign Portfolio Investors                         | 1,69,28,905                        | 34.46                           | 1,69,28,905                        | 29.82                           |
| Foreign Direct Investment                           | 58,50,000                          | 11.91                           | 58,50,000                          | 10.31                           |
| Financial Institutions / Bank / Insurance Companies | 50                                 | 0.00                            | 50                                 | 0.00                            |
| Bodies Corporate                                    | 31,85,406                          | 6.48                            | 31,85,406                          | 5.61                            |
| Non-Resident Indians / Overseas Corporate bodies    | 36,77,759                          | 7.49                            | 36,77,759                          | 6.48                            |
| Individual – Public                                 | 1,10,02,302                        | 22.39                           | 1,10,02,302                        | 19.38                           |
| Directors and their Relatives                       | 0                                  | 0.00                            | 0                                  | 0.00                            |
| Hindu Undivided Family (HUF)                        | 27,521                             | 0.06                            | 27,521                             | 0.05                            |
| Investors Education and Protection Fund (IEPF)      | 0                                  | 0.00                            | 0                                  | 0.00                            |
| LLP   | 0                                  | 0.00                            | 0                                  | 0.00                            |
| Others – Clearing Members                           | 220                                | 0.00                            | 220                                | 0.00                            |
| Proposed Allottee (Equity Shares) (Public Category) | 0                                  | 0.00                            | 76,39,000                          | 13.46                           |
| <b>Sub-total (B)</b>                                | <b>4,06,72,163</b>                 | <b>82.79</b>                    | <b>4,83,11,163</b>                 | <b>85.11</b>                    |
| <b>Total (A+B)</b>                                  | <b>4,91,25,625</b>                 | <b>100.00</b>                   | <b>5,67,64,625</b>                 | <b>100.00</b>                   |

**Note-** Above pre- issue shareholding pattern is as on 7<sup>th</sup> March, 2025

**(\*) Assuming full conversion of existing outstanding Warrants into Equity shares.**

**AZAD INDIA MOBILITY LIMITED**  
(formerly known as Indian Bright Steel Co. Ltd)

**Corporate Identification Number: L29100MH1960PLC011794**

**Registered Office:** "G-6 8th Floor Everest Building, Janata Nagar, Tardeo Road, Tardeo, Haji Ali, Mumbai, Mumbai, Maharashtra, India, 400034 **Tel. No.** +91 99306 48177

**Email:** [info@azadindiamobility.com](mailto:info@azadindiamobility.com)

**Web:** [www.azadindiamobility.com](http://www.azadindiamobility.com)

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**PROXY FORM**

**(As per Form MGT -11 and Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)**

|                       |  |
|-----------------------|--|
| Name of the Member(s) |  |
| Registered Address    |  |
| E-mail ID             |  |
| Folio No.             |  |
| DP ID & Client ID     |  |

I/We, being the member(s) holding \_\_\_\_\_ shares of Azad India Mobility Limited (formerly known as Indian Bright Steel Co. Limited), 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 act for me/us at the Extra ordinary general meeting of the company to be held at The Victoria Memorial school for the blind, Opposite Film Center Building, Near A.C. Market 73, Tardeo, Mumbai- 400034, Maharashtra on Wednesday the 9<sup>th</sup> April, 2025 at 12.30 p.m. or any adjournment thereof in respect of such resolutions as are indicated below:

| Item No. | Resolutions   | Type of Resolution | For | Against |
|----------|---|--------------------|-----|---------|
| 1        | Raising of Funds through Issue of Equity Shares on Preferential Allotment Basis to the Individual Investors - Non-Promoter - Public Category for Cash | Special            |     |         |

signed this \_\_\_\_\_ day of \_\_\_\_\_, 2025

Signature of Shareholder (s) -----

Signature of Proxy Holder (s) -----

Affix Revenue stamp of Re.1/-  
(Signature across the stamp)

**Notes:**

- 1) This form of proxy must be deposited at the registered office of Azad India Mobility Limited (formerly known as Indian Bright Steel Co. Limited) at " G-6 8th Floor Everest Building, Janata Nagar, Tardeo Road, Tardeo, Haji Ali, Mumbai, Mumbai, Maharashtra, India, 400034 at least 48 hours before the commencement of this said Meeting.
- 2) All alterations made in the form of proxy should be initialed
- 3) Please affix appropriate revenue stamp before putting signature
- 4) In case of multiple proxies, the proxy later in time shall be accepted.
- 5) Proxy need not be a shareholder of **Azad India Mobility Limited**.
- 6) No person shall be appointed as a proxy who is a minor.
- 7) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting results. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

**AZAD INDIA MOBILITY LIMITED**  
(formerly known as Indian Bright Steel Co. Ltd)

**Corporate Identification Number: L29100MH1960PLC011794**

**Registered Office:** "G-6 8th Floor Everest Building, Janata Nagar, Tardeo Road, Tardeo, Haji Ali, Mumbai, Mumbai, Maharashtra, India, 400034 **Tel. No.** +91 99306 48177;

**Email:** [info@azadindiamobility.com](mailto:info@azadindiamobility.com)

**Web:** [www.azadindiamobility.com](http://www.azadindiamobility.com)

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**ATTENDANCE SLIP**

**EXTRA-ORDINARY GENERAL MEETING OF SHAREHOLDERS ON WEDNESDAY**

**THE 9<sup>TH</sup> DAY OF APRIL, 2025 AT 11.30 A.M.**

| Folio No. | DP ID | Client ID No. |
|-----------|-------|---------------|
|           |       |               |

I /We hereby record my/ our presence at the Extra Ordinary General Meeting of the shareholders of Azad India Mobility Limited, held at The Victoria Memorial school for the blind, Opposite Film Center Building, Near A.C. Market 73, Tardeo, Mumbai- 400034, Maharashtra on Wednesday the 9<sup>th</sup> April, 2025 at 12.30 p.m.

Name of First named Member/: \_\_\_\_\_

Proxy/ Authorised Representative

Name of Joint Member (if any) : \_\_\_\_\_

No. of Shares : \_\_\_\_\_

Signature of Shareholder/Proxy/ Authorized Representative

*Note: Please fill up this Attendance Slip and hand it over at the entrance of the meeting hall.*

**Notes:**

1. The shareholders attending the meeting in person or by proxy or through authorized representatives are requested to complete and bring the Attendance slip with them and hand it over at the entrance of the meeting hall.
2. The shareholders who come to attend the meeting are requested to bring their copy of the notice of the Extra Ordinary general meeting.
3. The shareholders are informed that in case of joint holders attending the meeting, only such joint holders whose name stands first in the Register of Members of **Azad India Mobility Limited** in respect of such joint holding will be entitled to vote.

## ROUTE MAP OF VENUE

**Address:** The Victoria Memorial school for the blind, Opposite Film Center Building, Near A.C. Market 73, Tardeo , Mumbai- 400034, Maharashtra

