



ALACRITY SECURITIES LTD.

MEMBER : NSE, BSE

CIN NO. : L99999MH1994PLC083912

SEBI - Single Registration No. : INZ000215936

Date: March 02, 2024

To,
The Listing Compliance
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Ref. BSE Scrip Code: 535916

Sub: - Notice of Extraordinary General Meeting for the financial year 2023-24

Dear Sir,

Further to our letter dated February 28, 2024 intimating the date of Extra-ordinary General Meeting (EGM) for the Financial Year 2023-24 of the Members of the Company and pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed herewith the Notice of EGM for the FY 23-24 of the Company to be held on Wednesday, March 27, 2024 at 11:30 A.M. at the Registered office of the Company at 101, Haridarshan, B-wing, Bhogilal Phadia Road, Kandivali (W), Mumbai - 400067.

This is for the information and records of the Exchange, please.

Thanking You

Yours Sincerely,
For Alacrity Securities Limited

KISHORE
VITHALDAS SHAH
Kishore Vithaldas Shah
Whole-Time Director
DIN: 01975061

Digitally signed by KISHORE
VITHALDAS SHAH
Date: 2024.03.02 16:53:54
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CIN: L99999MH1994PLC083912

Regd. Office: 101, Haridarshan, B-wing, Bhogilal Phadia Road, Kandivali (W), Mumbai - 400067.

Email: alacritysec@gmail.com; Website: www.alacritysec.com; Tel: 022-28073460 / 28076537

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting of the Members of M/s. Alacrity Securities Limited will be held on Wednesday, March 27, 2024 at 11:30 A.M. at the Registered office of the Company at 101, Haridarshan, B-wing, Bhogilal Phadia Road, Kandivali (W), Mumbai - 400067 to transact the following business:

SPECIAL BUSINESS

I. ISSUANCE OF EQUITY SHARES TO THE NON-PROMOTER CATEGORIES OF PERSONS, ON A PREFERENTIAL BASIS.

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014, (including any amendment(s), modification(s) or re-enactment 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, as amended (the “ICDR Regulations”) and the Securities and Exchange Board of India (Substantial Acquisitions and Takeovers) Regulations, 2011, as amended (the “Takeover Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “LODR Regulations”) and any other rules, regulations, guidelines, notifications, circulars and clarifications issued there under from time to time by the Government of India, the Reserve Bank of India, the Securities and Exchange Board of India and SME platform of BSE, the stock exchange where the shares of the company are listed (Stock Exchange) and any other guidelines and clarifications issued by any other appropriate authority, from time to time, to the extent applicable including the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, the consent and approval of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot from time to time in one or more tranches 33,00,000 (Thirty Three Lacs) Equity Shares of Rs. 10/- each on a preferential basis to the proposed allottees as mentioned below, for cash at a price of Rs. 45.50/- (Rupees Forty Five and Fifty Paise Only) per equity share aggregating to Rs. 15,01,50,000 (Rupees Fifteen Crores One Lac Fifty Thousand Only) and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations or other provisions of law as may be prevailing at the time.

Sl. No.	Name	Current Status / Category	No. of Equity Shares	Proposed Status / Category
1.	Tanaisha Devang Vyas	Non-Promoter	550000	Non-Promoter
2.	Trina Devang Vyas	Non-Promoter	550000	Non-Promoter
3.	Piyush M Shah	Non-Promoter	198000	Non-Promoter
4.	Shrey P Shah	Non-Promoter	198000	Non-Promoter
5.	Dimple P Shah	Non-Promoter	198000	Non-Promoter
6.	Premilaben M Shah	Non-Promoter	198000	Non-Promoter
7.	Piyush M Shah HUF	Non-Promoter	198000	Non-Promoter
8.	Manisha M Jimulia	Non-Promoter	110000	Non-Promoter
9.	Darshan P Desai HUF	Non-Promoter	440000	Non-Promoter
10.	Vaibhav Rajendra Doshi	Non-Promoter	440000	Non-Promoter
11.	Wealth 4 U Hospitality Consultancy Private Limited	Non-Promoter	220000	Non-Promoter
Total			33,00,000	

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the minimum issue price for the Preferential Allotment of the Equity Shares is the February 26, 2024, being

the date 30 days prior to the date of this Extra Ordinary General Meeting and the minimum issue price has been determined accordingly in terms of the applicable provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Equity Shares to be issued to the Proposed Allottee in the preferential issue shall be listed on the Stock Exchange where the existing Equity Shares of the company are listed.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Equity Shares shall be subject to the following terms and conditions apart from others as prescribed under applicable laws and regulations:

- i The Equity Shares to be issued and allotted in the manner aforesaid shall rank *pari passu* with the existing Equity Shares of the Company in all respects (including voting powers and the right to receive dividend) from the date of allotment and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- ii The Equity Shares shall be allotted in dematerialized form within a period of 15 (fifteen) days from the date of passing of the special resolution by the members, provided that in case the allotment of Equity Shares is subject to receipt of any approval from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.
- iii Allotment shall only be made in dematerialized form;
- iv The Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under the provisions of SEBI ICDR Regulations and shall be listed on the stock exchange subject to the receipt of necessary permissions and approvals.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for such purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue of Equity Shares), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer and acceptance of such conditions as may be imposed or prescribed by any regulatory, statutory authority or Government of India, while granting such approvals, consents, permissions and sanctions, issuing and allotment of the Equity Shares including the resultant Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the issue, filing of necessary forms with Registrar of Companies, Opening of separate bank account, filing of corporate action forms with depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, as it may deem fit in its absolute discretion, to any Committee of the Board or any one or more Director(s) / Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, things and matters and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT a certify true copy of the resolution may be given to the concerned authority(ies), Party(ies), Department(s) etc.”

II. APPOINTMENT OF MR. GURUNATH SUBRAMANYAM MUDLAPUR AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the “Act”), on the recommendation of Nomination and Remuneration Committee and the Board of Directors, Mr. Gurunath Subramanyam Mudlapur (DIN: 00009485) in respect of whom the Company has received notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Non-Independent Director, of the Company, liable to retire by rotation with effect from February 28, 2024.

RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

**By order of Board of Directors
For Alacrity Securities Limited**

**Place: Mumbai
Date: 28/02/2024**

**SD/-
Kishore Vithaldas Shah
Whole Time Director
DIN: 01975061**

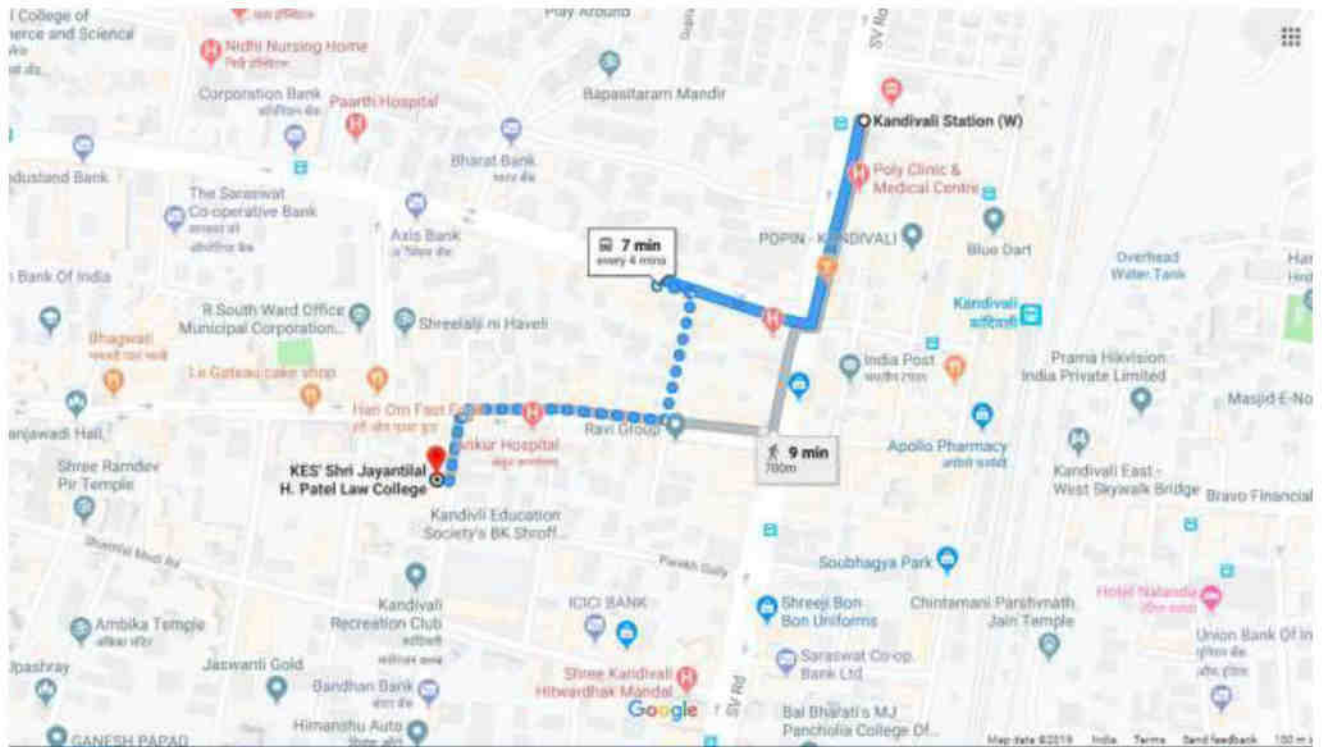
Registered Office:
101, Haridarshan, B-wing, Bhogilal Phadia Road,
Kandivali (W), Mumbai 400067
CIN: L99999MH1994PLC083912

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE GENERAL MEETING.**
A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT 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 PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.
2. Proxy form, in order to be effective, must be deposited at the Corporate Office of the Company, not less than 48 hours before the commencement of the Extra Ordinary General Meeting.
3. 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 <https://www.alacritysec.com/notice.php>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE at www.bseindia.com.
4. Members are requested to intimate their Email IDs for correspondence and quicker response to their queries.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. **Corporate Members:** Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Extra Ordinary General Meeting.
7. The cut off date for the purpose of determining the eligibility of the Members to attend the Extra Ordinary General Meeting of the Company is March 22, 2024.
8. Members who have not registered their e-mail addresses so far are requested to register their e-mail ID with RTA of the Company / Depository Participant(s) for receiving all communication including Notices, Circulars etc. from the Company electronically.
9. The Shareholders are requested to notify changes of their address immediately to the Registrars & Transfer Agent **Bigshare Services Pvt. Ltd.** the Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.
10. Non -Resident Indian Members are requested to inform Registrar and Transfer Agent, immediately of:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their Bank Account maintained in India with complete name, branch, account, type, account number and address of the bank with pin code number, if not furnished earlier.
11. All documents referred to in the Notice and Explanatory Statement requiring the approval of the Members at the meeting and other statutory registers shall be available for inspection by the Members at the Registered office of the Company during office hours on all working days between 10.00 a.m. to 5.00 p.m. from the date of hereof up to the date of the Extra Ordinary General Meeting.
12. A Route Map to reach the venue of the Extra Ordinary General Meeting is annexed with the Notice of EGM.
13. M/s. Jaymin Modi & Co., Practicing Company Secretaries, has been appointed as Scrutinizers to scrutinize the voting process in a fair & transparent manner.
14. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the EGM.
15. The Scrutinizer shall, after the conclusion of voting at the EGM, count the votes cast at the meeting and shall submit within 48 hours of the conclusion of the EGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him / her in writing, who shall counter sign the same and declare the result of the voting forthwith.
16. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <https://www.alacritysec.com/scrutinizer-report.php> immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be placed on the website of the Stock Exchange i.e. BSE at www.bseindia.com.

Route map for the venue of the EGM is as below:

101, Haridarshan, B-Wing, Bhogilal Phadia Road, Kandivali (W), Mumbai 400067.



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

ITEM NO. 1: ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:

The Special Resolution contained in Item No. 1 of the notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot up to 33,00,000 Equity shares of face value of Rs. 10/- each at an issue price of Rs. 45.50/- each, aggregating up to Rs. 15,01,50,000 (Rupees Fifteen Crores One Lac Fifty Thousand Only).

The Board of Directors of the Company ("Board") in their meeting held on February 28, 2024 subject to necessary approval(s), have approved the proposal for raising of funds by way of create, offer, issue and allot upto 33,00,000 Equity Shares of Rs. 10/- each of the Company, at a price of Rs. 45.50/- (Rupees Forty Five and Fifty Paise Only) per Equity Share to Non – Promoters of the Company in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations.

As per Companies Act, 2013 and Rules made thereunder (the 'Act'), and in accordance with the provisions of the SEBI (ICDR) Regulations as amended, and on the terms and conditions and formalities as stipulated in the Act and the SEBI (ICDR) Regulations, the issue of Equity Shares requires approval of the Members by way of a special resolution. The Board therefore, seeks approval of the Members as set out in the notice, by way of a special resolution.

1. The other details/disclosures of the Preferential Issue are as follows: -

a) Objects of the Preferential Allotment:

The Company proposes to utilize the proceeds raised from the proposed preferential issue towards the following objects or any combination thereof as deemed fit by the management of the Company.

The Company shall utilize the proceeds from the preferential issue of Equity Shares to fund the long term capital requirement for the purpose of expansion. The Company will utilize funds for its working capital requirements, expansion of market making business in SME Platform and for general corporate purpose which shall enhance the business of the Company.

We, being SEBI registered Brokers, are also required to maintain adequate levels of margin with the various stock exchanges across financial assets – equity (cash), equity derivatives, currency derivatives and commodity derivatives etc. for our business of trading in such financial assets. The funding from preferential issue of Equity Shares shall also be utilized towards maintaining margins.

b) Particulars of the offer including date of passing of Board Resolution, kind of Securities offered, class of persons, maximum number of Securities to be issued and the Issue Price:

The Board, at its meeting held on February 28, 2024 has, subject to the approval of the Members of the company and such other approvals as may be required, approved the Preferential Issue, involving the issue and allotment of 33,00,000 Equity Shares, fully paid-up, at the price of Rs. 45.50/- per Equity Share (issue at Premium), aggregating to Rs. 15,01,50,000 (Rupees Fifteen Crores One Lac Fifty Thousand Only), on a preferential basis to the proposed allottee, such price being not less than the minimum price as on the 'Relevant Date' determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

c) Proposed time within which the preferential issue shall be completed

As required under Regulation 170 of the SEBI ICDR Regulations, Preferential Issue of the Equity Shares shall be completed within a period of 15 (fifteen) days from the date of passing of this special resolution or within the statutory time limits prescribed by the regulatory authorities subject to all the necessary approvals being in place. However, if any approval or permissions by any regulatory or statutory authority or the Central Government for allotment is necessary or required, the period of 15 (fifteen) days shall commence from the last date of such approval or permission being obtained.

d) The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer and Consequential Changes in voting Rights and Change in Control:

The Equity Shares shall be offered to the Non-Promoter categories of person, and None of the Directors or Key Managerial Personnel or Promoters of the Company intends to subscribe Equity Shares proposed to be issued under the Preferential Allotment. There will be no change in Control/ Management. However, voting rights will change in tandem with the shareholding pattern.

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

SL No.	Name	Current Status / Category	No. of Equity Shares	Proposed Status / Category
1.	Tanaisha Devang Vyas	Non-Promoter	550000	Non-Promoter
2.	Trina Devang Vyas	Non-Promoter	550000	Non-Promoter
3.	Piyush M Shah	Non-Promoter	198000	Non-Promoter
4.	Shrey P Shah	Non-Promoter	198000	Non-Promoter
5.	Dimple P Shah	Non-Promoter	198000	Non-Promoter
6.	Premilaben M Shah	Non-Promoter	198000	Non-Promoter
7.	Piyush M Shah HUF	Non-Promoter	198000	Non-Promoter
8.	Manisha M Jimulia	Non-Promoter	110000	Non-Promoter
9.	Darshan P Desai HUF	Non-Promoter	440000	Non-Promoter
10.	Vaibhav Rajendra Doshi	Non-Promoter	440000	Non-Promoter
11.	Wealth 4 U Hospitality Consultancy Private Limited	Non-Promoter	220000	Non-Promoter
Total			33,00,000	

f) **Relevant Date:** In terms of the provisions of Chapter V of the SEBI ICDR Regulations, relevant date for determining the minimum issue price for the Preferential Allotment of the Equity Shares is February 26, 2024, being the date 30 days prior to the date of this Extra Ordinary General Meeting.

g) **Pricing of the Issue:**

The Equity Shares of the Company are listed and frequently traded on the SME Platform of BSE Limited.

The price per Equity Share, to be issued, is fixed at Rs. 45.50/- (Rupees Forty Five and Fifty Paise Only), being not less than the minimum price computed in accordance with Regulation 164 of the SEBI (ICDR) Regulations.

Since the equity shares of the Company have been listed on the BSE Limited (SME Platform) 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.

Method of determination of price as per the Articles of Association of the Company – Not applicable as the Articles of Association of the Company are silent on the determination of a floor price/minimum price of the shares issued on preferential basis.

h) **Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares.**

Name of proposed allottee	Identity of the Natural person who is the ultimate Beneficial owner	Relation, if any, with the promoters or person in control of the Company	Pre-issue Shareholding		Post-issue Shareholding		
			Pre issue Ownership holding	% of total Capital	Post issue Ownership holding	% of total Capital (without considering warrants)	*% of total Capital (assuming g full conversion of warrants)
Piyush M Shah HUF	Piyush M Shah	N.A.	0	0.00	198000	0.81	0.42
Darshan P Desai HUF	Darshan P Desai	N.A.	0	0.00	440000	1.80	0.94
Wealth 4 U Hospitality Consultancy Private Limited	Vaibhav Rajendra Doshi & Jyoti Praful Desai	N.A.	0	0.00	220000	0.90	0.47

* During the year (F.Y. 2023-24) Company has allotted 2,25,00,000 Warrants on 10/01/2024 and the post-issue shareholding as shown above is calculated assuming full conversion of warrants in to Equity shares.

i) **Shareholding Pattern before and after the preferential issue:**

Sr. No.	Category	Pre-Preferential allotment		Post Preferential Allotment (Without considering warrants)		Post Preferential Allotment *Post exercise of Warrants into Equity Shares	
		No. of shares Held	% of Shareholding	No. of shares Held	% of Shareholding	No. of shares Held	% of Shareholding
A	Promoters and Promoter Group Holding:						
1	Indian Promoters / Promoter Group:	1,38,63,700	65.77	1,38,63,700	56.87	2,53,63,700	54.10
	Sub-Total (A)	1,38,63,700	65.77	1,38,63,700	56.87	2,53,63,700	54.10
B	Non Promoters' holding:						
	Individual	63,81,300	30.27	88,23,300	36.19	1,78,23,300	38.02
	Non-Resident Indian (NRI)	32,000	0.15	32,000	0.13	32,000	0.07
	Bodies Corporate	99,000	0.47	3,19,000	1.31	23,19,000	4.95
	Foreign Companies	-	-	-	-	-	-
	Any Other	7,04,000	3.34	13,42,000	5.50	13,42,000	2.86
	Sub-Total (B)	72,16,300	34.23	1,05,16,300	43.13	2,15,16,300	45.90
	Grand Total (A+B)	2,10,80,000	100	2,43,80,000	100.00	4,68,80,000	100.00

* During the year (F.Y. 2023-24) Company has allotted 2,25,00,000 Warrants on 10/01/2024 and the post-issue shareholding as shown above is calculated assuming full conversion of warrants in to Equity shares.

j) **Lock-in Period:** The Equity Shares shall be locked-in for such period as may be specified under Regulations 167 and 168 of the SEBI ICDR Regulations.

The entire pre-preferential allotment shareholding to non-promoter categories of persons shall be locked-in from the relevant date up to a period of 90 trading days from the date of the trading approval as specified under Regulation 167(6) of the SEBI ICDR Regulations.

k) **Undertakings:**

- None of the Company, its Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- The Company is eligible to make the Preferential Allotment under Chapter V of SEBI ICDR Regulations.
- Since the equity shares of the Company have been listed on the BSE Limited (SME Platform) 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.

- The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

D) Certificate of Practicing Company Secretary: The certificate from, M/s. Jaymin Modi & Co. the Practicing Company Secretary, certifying that the Preferential Allotment 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: www.alacritysec.com

m) 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 percentage (%) of Post Preferential Issue Capital that may be held by the allottees as mentioned in table below and there shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Shares.

Sl. No	Name	Current Status / Category	Proposed Status	Pre issue Shareholding		No. of Equity Shares to be allotted	Post Issue		
				No of share	%		No of share	% of total Capital (without considering warrants)	% of total Capital (assuming full conversion of warrants)
1.	Tanaisha Devang Vyas	Non-Promoter	Non-Promoter	0	0.00	550000	550000	2.26	1.17
2.	Trina Devang Vyas	Non-Promoter	Non-Promoter	0	0.00	550000	550000	2.26	1.17
3.	Piyush M Shah	Non-Promoter	Non-Promoter	0	0.00	198000	198000	0.81	0.42
4.	Shrey P Shah	Non-Promoter	Non-Promoter	0	0.00	198000	198000	0.81	0.42
5.	Dimple P Shah	Non-Promoter	Non-Promoter	0	0.00	198000	198000	0.81	0.42
6.	Premilaben M Shah	Non-Promoter	Non-Promoter	0	0.00	198000	198000	0.81	0.42
7.	Piyush M Shah HUF	Non-Promoter	Non-Promoter	0	0.00	198000	198000	0.81	0.42
8.	Manisha M Jimulia	Non-Promoter	Non-Promoter	0	0.00	110000	110000	0.45	0.23
9.	Darshan P Desai HUF	Non-Promoter	Non-Promoter	0	0.00	440000	440000	1.80	0.94
10.	Vaibhav Rajendra Doshi	Non-Promoter	Non-Promoter	0	0.00	440000	440000	1.80	0.94
11.	Wealth 4 U Hospitality Consultancy Private Limited	Non-Promoter	Non-Promoter	0	0.00	220000	220000	0.90	0.47
Total				0	0	33,00,000	33,00,000	13.54	7.04

* During the year (F.Y. 2023-24) Company has allotted 2,25,00,000 Warrants on 10/01/2024 and the post-issue shareholding as shown above is calculated assuming full conversion of warrants in to Equity shares.

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

Nil

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

Not Applicable

p) Principal terms of assets charged as securities:

Not Applicable.

q) Other disclosures:

- During this financial year, the Company has made preferential allotment.
- Disclosures specified in Schedule VI of SEBI ICDR Regulations, if the issuer or any of its promoters or directors is a wilful defaulter or fraudulent borrower: Not Applicable

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolutions as set out Item No. 1 in the accompanying notice for your approval.

None of the Directors / key managerial persons of the Company or their relatives are interested, financially or otherwise, in the aforesaid resolution.

ITEM NO. 2: Appointment of Mr. Gurunath Subramanyam Mudlapur as Non-Executive Non- Independent Director:

In terms of Section 161 of Companies Act 2013 ("Act"), the articles of a company may confer on its Board of Directors the power to appoint any person, other than a person who fails to get appointed as a director in a general meeting, as an additional director at any time who shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier.

Further, as per Regulation 17 (1C) of SEBI (Listing Obligation and Disclosure Requirements) 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee (NRC) and subject to the approval of the Members of the Company, appointed Mr. Gurunath Subramanyam Mudlapur [DIN: 00009485] as an Additional Director of the Company with effect from February 28, 2024.

In accordance with the proviso to Section 160 (1), the NRC and the Board of Directors of the Company has recommended to the Members, appointment of Mr. Gurunath Subramanyam Mudlapur as a Non-Executive Director of the Company, liable to retire by rotation.

The Company have received a notice in writing from a Member under section 160(1) of the Act proposing his candidature for the office of Director of the Company and Mr. Gurunath Subramanyam Mudlapur has consented to act as a Director of the Company.

The Company have also received required disclosures/ declarations under the provisions of the Companies Act, 2013 and Listing Regulations in the prescribed form from Mr. Gurunath Subramanyam Mudlapur.

Brief Profile of Mr. Gurunath Subramanyam Mudlapur is Annexed to the Notice.

Except Mr. Gurunath Subramanyam Mudlapur, being the appointee, and his relatives, none of the Director and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the accompanying notice.

The Board of Directors recommends the resolution in relation to appointment of Mr. Gurunath Subramanyam Mudlapur as a Non-Executive Director of the Company, as set out in Item No. 2 for the approval of the members by way of an Ordinary Resolution.

Annexure of the Notice

Details of the Directors seeking appointment/re-appointment at the forth coming Extra Ordinary General Meeting:

Name of Director	Mr. Gurunath Subramanyam Mudlapur
DIN	00009485
Date of Birth	06/10/1971
Date of first Appointment	28/02/2024
Qualification	B.E. in Industrial Production, Government Institute of Technology, PGDBM in Finance
Expertise in specific functional areas and experience	Mr. Gurunath Subramanyam Mudlapur is a business consultant who has experience in Merchant Banking, Investment Banking division. He has undertaken various roles and responsibilities and has experience across Investment Advisory, Investment Banking, Business Consulting, Entrepreneurship and Financial Services Intermediation for over 25 years. He has held senior and director level position in other financial companies, including public listed companies in the past.
Directorship held in other Companies	Nil
Committee positions held in other Companies	Nil
No. of Equity Shares held in the Company	Nil

**By order of Board of Directors
For Alacrity Securities Limited**

SD/-

**Kishore Vithaldas Shah
Whole Time Director & CFO
DIN: 01975061**

Place: Mumbai

Date: 28/02/2024

Registered Office:

101, Haridarshan, B-wing, Bhogilal Phadia Road,
Kandivali (E), Mumbai - 400067

CIN: L99999MH1994PLC083912



CIN: L99999MH1994PLC083912

Regd. Office: 101, Haridarshan, B-wing, Bhogilal Phadia Road, Kandivali (E), Mumbai - 400067.

Email: alacritysec@gmail.com; **Website:** www.alacritysec.com; **Tel:** 022-28073460 / 28076537

BALLOT FORM

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

Extra-Ordinary General Meeting (EGM)

Sr. No.	Particular	Details
1	Name of the First named Shareholder (In Block Letters)	
2	Postal Address	
3	Registered Folio No. / *DP ID and Client ID (*for holder holding shares in Demat form)	
4	Class of Share	

I/We hereby exercise my/ our vote in respect of the Ordinary Resolutions enumerated below and as set out in the Notice of Extra-Ordinary General Meeting (EGM) of the Company scheduled on Wednesday, March 27, 2024 by recording my/our assent or dissent to the said resolutions by placing tick (✓) mark in the appropriate box below:

Sr. No.	Resolution	No. of shares held	(FOR)	(AGAINST)
			I / We assent to the resolution	I / We dissent from the resolution
Special Business				
1.	ISSUANCE OF EQUITY SHARES TO THE NON-PROMOTER CATEGORIES OF PERSONS, ON A PREFERENTIAL BASIS.			
2.	APPOINTMENT OF MR. GURUNATH SUBRAMANYAM MUDLAPUR AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR			

Place:

Date:

Shareholder/Authorized Representative

Signature of

Note: Please read the instructions given below carefully before exercising your vote.

INSTRUCTIONS

1. Please complete and sign the Ballot Form and put the same in the Ballot Box provided in the EGM Venue.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted through proxy.
3. In case of Company, trust, society etc. certified copy of Board Resolution authorizing representative must be registered or filed with us in advance to avoid any inconvenience.
4. Votes must be cast in case of each resolution by marking (√) mark in the appropriate column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the company.
6. Unsigned, incomplete, improperly filled ballot forms will not be counted for voting.
7. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
The results declared along with Scrutinizer's Report, shall be placed on the Company's website www.alacritysec.com within two days of the passing of the Resolutions at the EGM of the Company, and communicated to the BSE Limited, where the shares of the Company are listed.