



Paramount Dye Tec Limited

Regd. off.: Village Mangarh, Machiwara Road, Kohara, Ludhiana - 141112

Email: info@paramountdyetec.com Mob No.: +91 - 90568-55519

CIN No.: L13114PB2024PLC060422 Web: www.paramountdyetec.com

07th June, 2025

To

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

Symbol: PARAMOUNT
ISIN NO.: INE0TG801013

Sub: Notice of 01st Extra-Ordinary General Meeting for the Financial Year 2025-26 to be held on Monday, 30th June, 2025.

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice convening the 01st Extra-Ordinary General Meeting (“EGM”) for the financial year 2025-26 scheduled to be held on Monday, 30th June, 2025, at 2.00 p.m. IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The notice of EGM is being sent to all the members whose email ids have been registered with the Company. Pursuant to Section 108 of the Companies Act, 2013 (“Act”) read with Rules made thereunder and Regulation 44 of the Listing Regulations, the Company is pleased to provide its Members the facility to cast their vote by electronic means on the resolutions mentioned in the Notice. The Company has fixed 23rd June, 2025 as the Cut-off date for the purpose of determining eligibility of shareholders to cast their votes by remote e-voting /e-voting during the EGM. The business as set out in the Notice shall be transacted through voting by electronic means only.

The remote e-voting facility commences on Friday, 27th June, 2025, from 9.00 a.m. (IST) and ends on Sunday, 30th June, 2025, at 5.00 p.m. (IST).

The EGM Notice is also available on the website of the Company at www.paramountdyetec.com

Thanking You,

Yours faithfully,
For PARAMOUNT DYE TEC LIMITED

Kunal Arora
Managing Director
DIN: 09791270

Factory: Village Koom Khard, Jhalan Road, Koom Kalan, Ludhiana-141126



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NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that 01st Extra-Ordinary General Meeting for financial year 2025-26 of the members of **PARAMOUNT DYE TEC LIMITED** will be held on Monday 30th day of June, 2025 at 02.00 P.M through Video Conferencing / Other Audio Visual Means to transact the following business:

SPECIAL BUSINESS:

1. ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:

To consider and if thought fit to pass with or without modification(s) if any, the following resolution as special resolution:-

“RESOLVED THAT pursuant to the provisions of Section 23(1)(b), 42 and 62(1)(c) read with other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (the “Act”) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (“ICDR Regulations” or “SEBI ICDR Regulations”); and any other rules/ regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India (“SEBI”), as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, National Stock Exchange of India (“Stock Exchange”) and/ or any other statutory/ regulatory authority; and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”); and the Memorandum and Articles of Association of the Company; and subject to the approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications, as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/ or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), consent of the Members be and is hereby accorded to the Board of Directors to create, issue, offer and allot from time to time, in one or more tranches, upto 75,000 (Seventy Five Thousand) fully paid-up

Factory: Village Koom Khurd, Jhalan Road, Koom Kalan, Ludhiana-141126

Equity Shares of the face value of Rs. 10.00 (Rupees Ten only) each, fully paid-up (“Equity Shares”) for cash consideration, at a price of Rs. 60.00 (Rupees Sixty only) per Equity Share (including premium of Rs. 50.00 (Rupees Fifty only) per Equity Share, to persons enlisted below (“Proposed Allottees”) on a preferential basis in such manner and upon such terms and conditions as may be deemed appropriate by the Board of Directors in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

Sr. No.	Name of Proposed Allottee	No. of Equity Shares	Category
1.	Manasi Commodities LLP	75,000	Non-Promoter

RESOLVED FURTHER THAT in terms of the provisions of ICDR Regulations, the “Relevant Date” pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above mentioned Preferential Issue of Equity Shares is Saturday, 31st May, 2025, being the date, which is 30 days prior to the date on which the resolution will be deemed to be passed, i.e., Monday, 30th June, 2025.”

RESOLVED FURTHER THAT the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

- (a) The Proposed Allottee of Equity Shares shall be required to bring in 100% of the consideration, for the Equity Shares to be allotted to such Proposed Allottee, on or prior to the date of allotment thereof.
- (b) The consideration for allotment of Equity Shares shall be paid to the Company from the bank account of the Proposed Allottee.
- (c) The pre-preferential shareholding of the Proposed Allottee (if any) and Equity Shares to be allotted to the Proposed Allottee shall be under lock- in for such period as may be prescribed under SEBI ICDR Regulations.
- (d) The Equity Shares so allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- (e) The Equity Shares shall be allotted within a period of 15 (fifteen) days from the date of passing this resolution, provided where the allotment of the Equity Shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval.
- (f) Allotment of Equity Shares shall only be made in dematerialized form.

(g) The Equity Shares after allotment shall be listed on the Stock Exchange where the existing Equity Shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be.

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid up Equity Shares of face value of INR 10/- (Indian Rupees Ten only) each of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the proposed allottee and issue a private placement offer cum application letter in the Form PAS-4 to the proposed allottee inviting to subscribe to the Equity Shares in accordance with the provisions of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, and the Company Secretary, be and are hereby jointly and severally authorised on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the Members of the Company, including but not limited to the following:

(i) to issue and allot Equity Shares pursuant to the preferential issue and to negotiate, finalize and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including to make applications to Applicable Regulatory Authorities, like applications to the Stock Exchanges for obtaining in-principle approval for the Equity Shares to be allotted pursuant to the Preferential Issue, and subsequently for obtaining listing approval and trading approval for the Equity Shares allotted;

(ii) to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Equity Shares;

(iii) to resolve and settle any questions, difficulty or doubt that may arise in regard to the issuance and allotment of the Equity Shares pursuant to the Preferential Issue, and utilization of issue proceeds without requiring any further approval of the Members, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit;

(iv) to issue clarifications on the offer, issue and allotment of the Equity Shares and listing of the Equity Shares to be allotted pursuant to the Preferential Issue on the Stock Exchanges, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations;

(v) to undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to 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 of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Committee of Directors or any one or more Directors/Officials of the Company to give effect to this resolution.”

2. ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PROPOSED ALLOTTEES ON PREFERENTIAL BASIS:

To consider and if thought fit to pass with or without modification(s) if any, the following resolution as special resolution:-

“RESOLVED THAT pursuant to the provisions of Section 23(1)(b), 42 and 62(1)(c) read with other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (the “Act”) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (“ICDR Regulations” or “SEBI ICDR Regulations”); and any other rules/ regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India (“SEBI”), as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, National Stock Exchange of India (“Stock Exchange”) and/ or any other statutory/ regulatory authority; and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”); and the Memorandum and Articles of Association of the Company; and subject to the approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications, as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/ or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), consent of the Members be and is hereby accorded to the Board of Directors to create, issue, offer and allot from time to time, in one or more tranches, upto 9,96,429 (Nine Lakh Ninety-Six Thousand Four Hundred and Twenty-Nine) convertible warrants (“**Warrants**”) at a price of Rs. 60 (Rupees Sixty only) per Warrant (including premium of Rs. 50.00 (Rupees Fifty only) per warrant, aggregating upto Rs. 5,97,85,740 (Rupees Five Crores Ninety Seven Lakhs Eighty Five Thousand Seven Hundred Forty Only) with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value of Rs. 10 (Rupees Ten Only), each at premium of Rs. 50 per share for each warrant within a period of 18 months from the date of allotment of Warrants to persons enlisted below (“Warrant Holder” / Proposed Allottees”) belonging to promoter group and non-promoter group of the company on a preferential basis in such manner and upon such terms and conditions as may be deemed appropriate by the Board of Directors in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

Sr. No.	Name of Proposed Allottee	No. of Warrants	Category
1.	Kunal Arora	3,47,132	Promoter
2.	Dhatri Software Solutions Private Limited	2,00,000	Non-Promoter
3.	Dhanush TradeLink Private Limited	1,00,000	Non-Promoter
4.	Kriti Behal	3,49,297	Non-Promoter
Total		9,96,429	

RESOLVED FURTHER THAT in terms of the provisions of ICDR Regulations, the “Relevant Date” pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above mentioned Preferential Issue of Warrants is Saturday, 31st May, 2025, being the date, which is 30 days prior to the date on which the resolution will be deemed to be passed, i.e., Monday, 30th June, 2025.”

RESOLVED FURTHER THAT the said Warrants 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 where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or exchanges or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to following terms:

(a) The Warrant holder shall, subject to the SEBI ICDR Regulations and other applicable rules and regulations, be entitled to apply for and be allotted 1 (one) equity share against each Warrant

(b) The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares, as aforesaid by the Warrant holder(s), in one or more tranches, at any time before the expiry of 18 months from the date of allotment of the Warrants.

(c) A Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the SEBI ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to the 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.

(d) The pre-preferential shareholding of the Proposed Allottees (if any) and Equity Shares to be allotted to the Proposed Allottees upon conversion of warrants shall be under lock- in for such period as may be prescribed under Chapter VII of the SEBI ICDR Regulations.

(e) The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

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

(g) The Warrants shall not carry any voting rights until they are converted into equity shares and the Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company;

(h) The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company;

(i) The Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations;

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

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted upon conversion of warrants shall rank pari- passu in all respects including as to dividend, with the existing fully paid up Equity Shares of face value of INR 10/- (Indian Rupees Ten only) each of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the proposed allottees and issue a private placement offer cum application letter in the Form PAS-4 to the proposed allottees inviting them to subscribe to warrants.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, and the Company Secretary, be and are hereby jointly and severally authorised on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the Members of the Company, including but not limited to the following:

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

(ii) to negotiate, finalize and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including to make applications to Applicable Regulatory Authorities, like applications to the Stock Exchanges for obtaining in-principle approval for the Warrants to be allotted pursuant to the Preferential Issue, and subsequently for obtaining listing approval and trading approval for the Equity Shares to be allotted upon conversion of the warrants;

(iii) to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants;

(iv) to resolve and settle any questions, difficulty or doubt that may arise in regard to the issuance and allotment of warrants and the Equity Shares to be allotted pursuant to the conversion of the warrants, and utilization of issue proceeds without requiring any further approval of the Members, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit;

(v) to issue clarifications on the offer, issue and allotment of the Equity Shares to be allotted pursuant to the conversion of the warrants and listing of the Equity Shares to be allotted pursuant to the conversion of the warrants on the Stock Exchanges, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations;

(vi) to undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to 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 of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Committee of Directors or any one or more Directors/Officials of the Company to give effect to this resolution.”

FOR AND ON BEHALF OF THE BOARD

KUNAL ARORA
MANAGING DIRECTOR
DIN: 09791270

PLACE: LUDHIANA
DATE: JUNE 07, 2025

Notes :-

1. Pursuant to the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other circulars issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold EGM through VC, without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC.
2. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the Members will not be available.
3. Participation of Members through VC will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act.
4. Pursuant to the provisions of Section 113 of the Companies Act, Body Corporates/ Institutional / Corporate Members intending for their authorized representatives to attend the meeting are requested to send to the Company, on info@paramountdyetec.com from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
6. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”), the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, May 30, 2025. Members may note that Notice has been uploaded on the website of the Company at www.paramountdyetec.com. A person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date shall only be entitled to cast their vote through Remote E-voting. A person who is not a Member as on Cut-off date will not be entitled to vote and should treat this Notice for information purpose only.
8. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 (“Act”) is annexed hereto.
9. Since the EGM is being held electronically, physical attendance of the Members has been dispensed with and accordingly the facility for appointment of proxies by the Members will not

be available for the EGM. Therefore, the proxy form, attendance slip and route map have not been annexed with this notice.

10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), the company has engaged the services of M/s Bigshare Services Private Limited, to provide remote e-voting facility before the meeting; and to provide e-voting platform during the meeting, in a secured manner. M/s Bigshare Services Private Limited is appointed to provide a platform for convening the meeting through Video Conferencing; to handle and supervise the entire process of holding the meeting through Video Conferencing, e-voting, and processing of data relating to the meeting and voting, etc.
11. Instructions for attending the meeting through Video Conferencing; and for voting through remote e-voting process are given at the end of this notice.
12. Voting may be made through remote e-voting which will be available during the prescribed time period before the meeting (as given below); or through e-voting platform which will be available during the meeting:

Commencement of remote e-voting: Friday, 27th June, 2025 at 9:00 AM

End of remote e-voting: Sunday, 29th June, 2025 at 5:00 PM
13. All the equity shareholders will be entitled to attend the meeting through Video Conferencing. However, the Equity Shareholders who have already voted through the remote e-voting process before the meeting, will not be entitled to vote at the meeting again.
14. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
15. The Notice of the EGM of the Company along with its annexures can be accessed on the website of the Company at www.paramountdyetec.com, website of stock exchange i.e. National Stock Exchange of India Limited at www.nseindia.com as well as from the website of Bigshare Services Pvt. Ltd at <https://ivote.bigshareonline.com>.
16. All documents referred to in this Notice and the Explanatory Statement, and requiring Members' approval, and such statutory records and registers, as are required to be kept open for inspection under the Companies Act, 2013, shall be electronically available for inspection. Members can inspect the same by sending an email to Mrs. Chandni Jain, Company Secretary & Compliance Officer of the Company at info@paramountdyetec.com
17. The Board of Directors of the Company has appointed CS Sumit Ghai, Company Secretary in Practice (Membership No. FCS 10253) as the Scrutinizer to scrutinize the process for remote e-Voting and e-Voting at the EGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.

18. The Scrutinizer shall, immediately after the conclusion of the EGM, count the votes cast through e-Voting at the EGM, thereafter unblock the votes cast through remote e-Voting and make, not later than two (02) working days in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman/Managing Director or to a person authorized by the Chairman/Managing Director who shall countersign the same and declare the result of the voting forthwith.
19. The Results declared along with the report of the Scrutinizer shall be forwarded to the Stock Exchange, where the shares of the company are listed. The results shall also be simultaneously be placed on the website of the Company at www.paramountdyetec.com and on the website of Bigshare Services Pvt. Ltd. at <https://ivote.bigshareonline.com>.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on Friday, 27th June 2025 at 9:00 AM and ends on Sunday, 30th June 2025 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 23rd June 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the

ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website 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 i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**

- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
 - Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
 - Enter all required details and submit.
 - After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.
- NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
 - Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
- Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
- Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the EGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the EGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the EGM are as under:-

- The Members can join the EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

FOR AND ON BEHALF OF BOARD

**KUNAL ARORA
MANAGING DIRECTOR
DIN: 09791270**

**PLACE: LUDHIANA
DATE: JUNE 7, 2025**

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

ITEM NO. 1

Paramount Dye Tec Limited is engaged in business of production of yarns by recycling waste synthetic fiber, catering to the B2B segment of the textile industry.

The Board has explored various options and proposed to raise fund by way of issue of Equity shares and decided to create, issue and allot equity shares on the preferential basis, for the purpose as detailed below.

The board of directors of the Company (“Board”) in their meeting held on Friday, 30th May 2025 and further in their meeting held on Saturday, June 07, 2025 subject to necessary approval(s), have approved the proposal to create, offer, issue and allot on a preferential issue basis,

75,000 (Seventy-Five Thousand) Equity shares of the company of the face value of Rs. 10.00 (Rupees Ten only) each, each fully paid-up (“Equity Shares”) for cash consideration on a preferential basis, at a price of Rs. 60.00 (Rupees Sixty only) per Equity Share (including premium of Rs. 50.00 (Rupees Fifty only) per Equity Share.

In accordance with section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the “Act”), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the SEBI ICDR Regulations and the Listing Regulations, as amended from time to time, subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority approval of shareholders of the Company by way of special resolution is required to issue Equity Shares by way of private placement on a preferential basis to the proposed allottee.

The Board therefore, seeks approval of the Members as set out in the notice, by way of a special resolution. The following disclosures for the issue of equity shares on preferential basis are made in accordance with the provisions of Section 62 and The Companies (Prospectus and Allotment of Securities) Rules, 2014 and SEBI ICDR Regulations:

Sr. No.	Name of Proposed Allottee	No. of Equity Shares	Category
1.	Manasi Commodities LLP	75,000	Non-Promoter

The information required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed issue of Equity Shares on Preferential basis are as under:

1.	the objects of the issue;	General Corporate Purpose
2.	the total number of shares or other securities to be issued;	75,000 (Seventy-Five Thousand) Equity shares of the company of the face value of Rs. 10.00 (Rupees Ten only) each, each fully paid-up (“Equity Shares”) for cash consideration on a preferential basis, at a price of Rs. 60.00 (Rupees Sixty only) per Equity Share (including premium of Rs. 50.00 (Rupees Fifty only) per Equity Share, and
3.	Kind of securities and the price at which the allotment is proposed;	As explained above in clause 2.
4.	Maximum number of securities to be issued and price at which securities being offered	75,000 (Seventy-Five Thousand) Equity shares of the company of the face value of Rs. 10.00 (Rupees Ten only) each, each fully paid-up (“Equity Shares”) for cash consideration on a preferential basis, at a price of Rs. 60.00 (Rupees Sixty only) per Equity Share (including premium of Rs. 50.00 (Rupees Fifty only) per Equity Share, and
5.	Relevant Date	The “Relevant Date” as per Chapter V of the SEBI ICDR Regulations, for the determination of the floor price for Equity Shares on Preferential basis to be issued is Saturday, 31 st May, 2025 i.e. 30 (thirty) days prior to the date of this Extraordinary General Meeting.
6.	Particulars of the Preferential Issue including date of passing of Board resolution	<p>The Board, at its meeting held on May 30, 2025 and further in Board Meeting held on June 07, 2025 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to:</p> <p>75,000 (Seventy-Five Thousand) Equity shares of the company of the face value of Rs. 10.00 (Rupees Ten only) each, each fully paid-up (“Equity Shares”) for cash consideration on a preferential basis, at a price of Rs. 60.00 (Rupees Sixty only) per Equity Share (including premium of Rs. 50.00 (Rupees Fifty only) per Equity Share, by way of a preferential issue on a private placement basis.</p>
7.	Basis on which the price has been arrived at along with report of the Registered Valuer	The Equity shares of the Company are listed on National Stock Exchange Limited (“NSE”) and are frequently traded as per provisions of SEBI ICDR Regulations. In terms of the provisions of Regulation 164 of the ICDR Regulations, the equity shares of the Company listed on a NSE for a period of 90 trading days or more as on the relevant date, the minimum price at which the Equity Shares on Preferential basis shall be issued not less than higher of the

		<p>following:</p> <p>(i) The volume weighted average price of the Equity Shares of the Company quoted on NSE, during the 90 trading days preceding the Relevant Date, i.e. ₹ 54.94 /- per Equity Share</p> <p>(ii) The volume weighted average price of the Equity Shares of the Company quoted on NSE, during the 10 trading days preceding the Relevant Date i.e. ₹ 59.93/- per Equity Share.</p> <p>Accordingly, the floor price in terms of SEBI (ICDR) Regulations is ₹ 59.93/- per Equity Share. The issue price is ₹ 60/- (Rupees Sixty Only) per Equity Share which is not lower than the minimum price determined in compliance with applicable provisions of SEBI (ICDR) Regulations.</p>		
8.	Amount which the company intends to raise by way of such securities	Rs. 45,00,000 (Rupees Forty Five Lakhs Only)		
9.	the class or classes of persons to whom the allotment is proposed to be made;	The Preferential Issue of Shares is proposed to be made to the Proposed Allottee, who is of non-promoter category.		
10.	intention of promoters, directors or key managerial personnel to subscribe to the offer;	Apart from the Proposed Allottee, none of the promoters, members of the promoter group, directors or key managerial personnel of the Company intend to subscribe to the offer.		
11.	the proposed time within which the allotment shall be completed;	In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Equity Shares shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).		
12.	the names of the proposed allottees ;	Sr. No.	Name of the Proposed Subscriber	No. and price of equity shares proposed to be issued and allotted to the Proposed Subscriber

		1.	Manasi Commodities LLP	75,000 Equity shares having a face value of Rs. 10/- at a price of Rs. 60.00 per Equity share.																	
13.	The percentage of the post-preferential issue capital that may be held by the Proposed Allottees (as defined hereinabove) and change in control, if any, in the Company consequent to the Preferential Issue:	<table border="1"> <thead> <tr> <th rowspan="2">Proposed Subscriber</th> <th rowspan="2">Particulars</th> <th colspan="2">Pre-Issue</th> <th colspan="2">Post-Issue</th> </tr> <tr> <th>No.</th> <th>%</th> <th>No.</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Manasi Commodities LLP</td> <td>Equity Shares</td> <td>Nil</td> <td>Nil</td> <td>75,000</td> <td>0.94</td> </tr> </tbody> </table>				Proposed Subscriber	Particulars	Pre-Issue		Post-Issue		No.	%	No.	%	Manasi Commodities LLP	Equity Shares	Nil	Nil	75,000	0.94
Proposed Subscriber	Particulars	Pre-Issue		Post-Issue																	
		No.	%	No.	%																
Manasi Commodities LLP	Equity Shares	Nil	Nil	75,000	0.94																
14.	the number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price;	The Company has not made any preferential allotments during the year.																			
15.	the justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	Not applicable since issue proposed for consideration in cash																			
16.	Change in	There will not be any change in the composition of the Board, the																			

	Control, if any, in the Company consequent to the preferential issue	existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholdings of the Promoter & Promoter Group consequent to preferential allotment.
17.	Lock In Period	The equity shares to be issued and allotted on preferential basis shall be subject to lock-in as provided in the applicable provisions of the Regulation 167 of the SEBI (ICDR) Regulations.
18.	Undertakings	<p>a) None of the Company, its Promoters and Directors is declared as wilful defaulter and fraudulent borrowers by Reserve Bank of India and also not declared as fugitive economic offender as defined under the SEBI (ICDR) Regulations.</p> <p>b) The Company is eligible to make the Preferential Allotment to its Promoters and Non-promoters under Chapter V of the SEBI (ICDR) Regulations.</p> <p>c) As the equity shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(2) of the SEBI (ICDR) Regulations governing re-computation of the price of shares shall not be applicable.</p> <p>d) The Company hereby undertakes that it shall re-compute the price of the Equity Shares in terms of the provisions of the SEBI (ICDR) Regulations where it is required to do so, until the amount so payable is not paid within the time stipulated under SEBI (ICDR) Regulations, the Equity Shares shall continue to be locked -in till the time such amount is paid by the proposed allottees.</p> <p>e) The Equity Shares held by the proposed allottees if any in the Company are in dematerialized form only.</p> <p>f) The allotment of warrants does not require making of a public offer as it is below the prescribed threshold limit for making of a public offer in terms of the SEBI (ICDR) Regulations.</p> <p>g) Due to above preferential allotment of the Equity Shares, no change in management control is contemplated. The aforesaid allottee(s) shall be required to comply with the relevant provisions of the SEBI (ICDR) Regulations.</p> <p>h) The company has complied with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid-up capital in the hands of the public.</p>
19.	Practicing Company	The Certificate from Mr. Sumit Ghai, Practicing Company Secretary (FCS [10253] CP [12814]), certifying that the Preferential Issue is

Secretary's Certificate	being made in accordance with the requirements of Regulation 163 (2) of Chapter V of the SEBI (ICDR) Regulations, has been obtained and the same shall be available for inspection at our website at www.paramountdyetec.com
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The pre issue and post issue shareholding pattern of the company in the following format-

Sr. No.	Category	Pre Issue		Post Issue	
		No. of shares held	% of shareholding	No. of shares held	% of shareholding
A	Promoters' holding:				
1	Indian:	4511445	64.98	4858577	60.63
	Individual/H.U.F.	-	-	-	-
	Bodies Corporate	-	-	-	-
2	Foreign Promoters	-	-	-	-
	Total (A)	4511445	64.98	4858577	60.63
B	Non-Promoters' holding:				
1	Institutional Investors	344400	4.96	344400	4.30
2.	Non-Institution:				
	Private Corporate Bodies	685200	9.87	1060200	13.23
	Directors and Relatives	-	-	-	-
	Indian Public	1167606	16.82	1516903	18.92
	Others (Including NRI's)	234000	3.37	234000	2.92
	Total (B)	2431206	35.02	3155503	39.37
	GRAND TOTAL (A+B)	6942651	100	8014080	100

None of the directors/KMP's are interested in the aforesaid resolution.

ITEM NO. 2

Paramount Dye Tec Limited is engaged in business of production of yarns by recycling waste synthetic fiber, catering to the B2B segment of the textile industry.

The Board has explored various options and proposed to raise fund by way of issue of Equity shares and decided to create, issue and allot equity shares on the preferential basis, for the purpose as detailed below.

The board of directors of the Company (“Board”) in their meeting held on Friday, 30th May 2025 and further in their meeting held on Saturday, June 07, 2025 subject to necessary approval(s), have approved the proposal to create, offer, issue and allot on a preferential issue basis,

Upto 9,96,429 (Nine Lakh Ninety-Six Thousand Four Hundred and Twenty-Nine) convertible warrants (“Warrants”) at a price of Rs. 60 (Rupees Sixty only) per warrant (including premium of Rs. 50.00 (Rupees Fifty only) per warrant, aggregating upto Rs. 5,97,85,740 (Rupees Five Crores Ninety Seven Lakhs Eighty Five Thousand Seven Hundred Forty Only).

In accordance with section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the “Act”), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the SEBI ICDR Regulations and the Listing Regulations, as amended from time to time, subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority approval of shareholders of the Company by way of special resolution is required to issue warrants convertible into Equity Shares by way of private placement on a preferential basis to the proposed allottees.

The Board therefore, seeks approval of the Members as set out in the notice, by way of a special resolution. The following disclosures for the issue of convertible warrants on preferential basis are made in accordance with the provisions of Section 62 and The Companies (Prospectus and Allotment of Securities) Rules, 2014 and SEBI ICDR Regulations:

Sr. No.	Name of Proposed Allottee	No. of Warrants	Category
1.	Kunal Arora	3,47,132	Promoter
2.	Dhatri Software Solutions Private Limited	2,00,000	Non-Promoter
3.	Dhanush TradeLink Private Limited	1,00,000	Non-Promoter
4.	Kriti Behal	3,49,297	Non-Promoter
Total		9,96,429	

The information required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Convertible Warrants into Equity Shares are as under:

1.	the objects of the issue;	General Corporate Purpose
2.	the total number of shares or other securities to be issued;	Upto 9,96,429 (Nine Lakh Ninety-Six Thousand Four Hundred and Twenty-Nine) convertible warrants (“ Warrants ”) at a price of Rs. 60 (Rupees Sixty only) per Warrant (including premium of Rs. 50.00 (Rupees Fifty only) per warrant, aggregating upto Rs. 5,97,85,740 (Rupees Five Crores Ninety Seven Lakhs Eighty Five Thousand Seven Hundred Forty Only) with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value of Rs. 10 (Rupees Ten Only), each at premium of Rs. 50 per share.
3.	Kind of securities and the price at which the allotment is proposed;	As explained above in clause 2.
4.	Maximum number of securities to be issued and price at which securities being offered	Upto 9,96,429 (Nine Lakh Ninety-Six Thousand Four Hundred and Twenty-Nine) convertible warrants (“ Warrants ”) at a price of Rs. 60 (Rupees Sixty only) per Warrant (including premium of Rs. 50.00 (Rupees Fifty only) per warrant, aggregating upto Rs. 5,97,85,740 (Rupees Five Crores Ninety Seven Lakhs Eighty Five Thousand Seven Hundred Forty Only) with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value of Rs. 10 (Rupees Ten Only), each at premium of Rs. 50 per share.
5.	Relevant Date	The “Relevant Date” as per Chapter V of the SEBI ICDR Regulations, for the determination of the floor price for Warrants to be issued is Saturday, 31 st May, 2025 i.e. 30 (thirty) days prior to the date of this Extraordinary General Meeting.
6.	Particulars of the Preferential Issue including date of passing of Board resolution	<p>The Board, at its meeting held on May 30, 2025 and further in meeting held on June 07, 2025 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to:</p> <p>Upto 9,96,429 (Nine Lakh Ninety-Six Thousand Four Hundred and Twenty-Nine) convertible warrants (“Warrants”) at a price of Rs. 60 (Rupees Sixty only) per Warrant (including premium of Rs. 50.00 (Rupees Fifty only) per warrant, aggregating upto Rs. 5,97,85,740 (Rupees Five Crores Ninety Seven Lakhs Eighty Five Thousand Seven Hundred Forty Only) with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value of Rs. 10 (Rupees Ten Only), each at premium of Rs. 50 per share by way of a preferential issue on a private placement basis.</p>

7.	Basis on which the price has been arrived at along with report of the Registered Valuer	<p>The Equity shares of the Company are listed on National Stock Exchange Limited ("NSE") and are frequently traded as per provisions of SEBI ICDR Regulations. In terms of the provisions of Regulation 164 of the ICDR Regulations, the equity shares of the Company listed on a NSE for a period of 90 trading days or more as on the relevant date, the minimum price at which the Convertible Warrants shall be issued not less than higher of the following:</p> <p>(i) The volume weighted average price of the Equity Shares of the Company quoted on NSE, during the 90 trading days preceding the Relevant Date, i.e. ₹ 54.94 /- per Equity Share</p> <p>(ii) The volume weighted average price of the Equity Shares of the Company quoted on NSE, during the 10 trading days preceding the Relevant Date i.e. ₹ 59.93/- per Equity Share.</p> <p>Accordingly, the floor price in terms of SEBI (ICDR) Regulations is ₹ 59.93/- per Equity Share. The issue price is ₹ 60/- (Rupees Sixty Only) per warrant which is not lower than the minimum price determined in compliance with applicable provisions of SEBI (ICDR) Regulations.</p>
8.	Amount which the company intends to raise by way of such securities	Rs. 5,97,85,740 (Rupees Five Crores Ninety Seven Lakhs Eighty Five Thousand Seven Hundred Forty Only)
9.	the class or classes of persons to whom the allotment is proposed to be made;	The Preferential Issue of Warrants is proposed to be made to the Proposed Allottee, who are of promoter category and also to Proposed Allottees who are of non-promoter category.
10.	intention of promoters, directors or key managerial personnel to subscribe to the offer;	Kunal Arora, Managing Director & Promoter intends to subscribe to the Allotment of Warrants as per Item No. 2 of the Notice. Apart from the Proposed Allottees, none of the promoters, members of the promoter group, directors or key managerial personnel of the Company intend to subscribe to the offer.
11.	the proposed time within which the allotment shall be completed;	In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Warrants shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company

		within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).							
12.	the names of the proposed allottees and the percentage of post preferential offer capital that may be held by them;	Sr. No.	Name of the Proposed Subscriber	No. and price of warrants proposed to be issued and allotted to the Proposed Subscriber					
		1.	Kunal Arora	3,47,132 warrants, each warrant is exchangeable into 1 (One) Equity share of Face value of Rs. 10/- at a price of Rs. 60.00 per warrant.					
		3.	Dhatri Software Solutions Private Limited	2,00,000 warrants, each warrant is exchangeable into 1 (One) Equity share of Face value of Rs. 10/- at a price of Rs. 60.00 per warrant.					
		4.	Dhanush TradeLink Private Limited	1,00,000 warrants, each warrant is exchangeable into 1 (One) Equity share of Face value of Rs. 10/- at a price of Rs. 60.00 per warrant.					
		5.	Kriti Behal	3,49,297 warrants, each warrant is exchangeable into 1 (One) Equity share of Face value of Rs. 10/- at a price of Rs. 60.00 per warrant.					
13.	The percentage of the post-preferential issue capital that may be held by the Proposed Allottees (as Issue:	Proposed Subscriber	Particulars	Pre-Issue		Post conversion of Warrants (presuming full conversion of Warrants)*			
				No.	%	No.	%	No.	%
		Kunal Arora	Warrants	35,90,061	51.71	--	--	39,37,193	49.13
		Dhatri Software Solutions Private Limited	Warrants	Nil	Nil	--	--	2,00,000	2.50
		Dhanush TradeLink Private Limited	Warrants	Nil	Nil	--	--	1,00,000	1.25
		Kriti Behal	Warrants	Nil	Nil	--	--	3,49,297	4.36

		<i>*The shareholding of the Proposed Subscriber post exercise of Warrants as shown is calculated assuming full exercise of the Warrants and consequent allotment of Equity Shares to the Proposed Subscriber and assuming no increase or decrease in total share capital of the Company has occurred in the interim of the subscription to the Warrants and their conversion into Equity Shares.</i>
14.	the number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price;	The Company has not made any preferential allotments during the year.
15.	the justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	Not applicable since issue proposed for consideration in cash
16.	Material Terms of issuing warrants	9,96,429 (Nine Lakh Ninety-Six Thousand Four Hundred and Twenty-Nine) convertible warrants (“Warrants”) of the Company, whereby each Warrant is convertible into 1 (one) equity share of face value Rs. 10.00 (Rupees Ten only) at any time within 18 (eighteen) months from the date of allotment of the Warrants as per the ICDR Regulations, for cash consideration on a preferential basis, at a price of Rs. 60.00 (Rupees Sixty only) per Warrant (including premium of Rs. 50.00 (Rupees fifty only) per Warrant of which an amount equivalent to 25% (twenty five percent) of the Per Warrant Price shall be payable to the Company at the time of allotment of the

		Warrants, and the balance 75% (seventy five percent) of the Per Warrant Price shall be payable to the Company at the time of issue and allotment of the Equity Shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (one) or more tranches within a period of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.
17.	Change in Control, if any, in the Company consequent to the preferential issue	There will not be any change in the composition of the Board, the existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholdings of the Promoter & Promoter Group consequent to preferential allotment.
18.	Lock In Period	The warrants to be issued on preferential basis and the resultant Equity shares arising on exercise of rights attached to such warrants shall be subject to lock-in as provided in the applicable provisions of the Regulation 167 of the SEBI (ICDR) Regulations.
19.	Undertakings	<p>a) None of the Company, its Promoters and Directors is declared as wilful defaulter and fraudulent borrowers by Reserve Bank of India and also not declared as fugitive economic offender as defined under the SEBI (ICDR) Regulations.</p> <p>b) The Company is eligible to make the Preferential Allotment to its Promoter and NonPromoter under Chapter V of the SEBI (ICDR) Regulations.</p> <p>c) As the equity shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(2) of the SEBI (ICDR) Regulations governing re-computation of the price of shares shall not be applicable.</p> <p>d) The Company hereby undertakes that it shall re-compute the price of the Equity Shares in terms of the provisions of the SEBI (ICDR) Regulations where it is required to do so, until the amount so payable is not paid within the time stipulated under SEBI (ICDR) Regulations, the Equity Shares and Warrants shall continue to be locked -in till the time such amount is paid by the proposed allottees.</p> <p>e) The Equity Shares held by the proposed allottees if any in the Company are in dematerialized form only.</p> <p>f) The allotment of warrants does not require making of a public offer</p>

		<p>as it is below the prescribed threshold limit for making of a public offer in terms of the SEBI (ICDR) Regulations.</p> <p>g) Due to above preferential allotment of the warrants, no change in management control is contemplated. The aforesaid allottee(s) shall be required to comply with the relevant provisions of the SEBI (ICDR) Regulations.</p> <p>h) The company has complied with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid-up capital in the hands of the public.</p>
20.	Practicing Company Secretary's Certificate	<p>The Certificate from Mr. Sumit Ghai, Practicing Company Secretary (FCS [10253] CP [12814]), certifying that the Preferential Issue is being made in accordance with the requirements of Regulation 163 (2) of Chapter V of the SEBI (ICDR) Regulations, has been obtained and the same shall be available for inspection at our website at www.paramountdyetec.com</p>

The pre issue and post issue shareholding pattern of the company :

Sr. No.	Category	Pre Issue		Post Issue	
		No. of shares held	% of shareholding	No. of shares held	% of shareholding
A	Promoters' holding:				
1	Indian:	4511445	64.98	4858577	60.63
	Individual/H.U.F.	-	-	-	-
	Bodies Corporate	-	-	-	-
2	Foreign Promoters	-	-	-	-
	Total (A)	4511445	64.98	4858577	60.63
B	Non- Promoters' holding:				
1	Institutional Investors	344400	4.96	344400	4.30
2.	Non-Institution:				
	Private Corporate Bodies	685200	9.87	1060200	13.23
	Directors and Relatives	-	-	-	-
	Indian Public	1167606	16.82	1516903	18.92
	Others (Including NRI's)	234000	3.37	234000	2.92
	Total (B)	2431206	35.02	3155503	39.37
	GRAND TOTAL (A+B)	6942651	100	8014080	100

Mr. Kunal Arora, Managing Director of the company is concerned or interested in this item to the extent of their shareholding. Except that None of the directors/KMP's are interested in the aforesaid resolution.

FOR AND ON BEHALF OF BOARD

**KUNAL ARORA
MANAGING DIRECTOR
DIN: 09791270**

**PLACE: LUDHIANA
DATE: JUNE 7, 2025**