



CORRIGENDUM CUM ADDENDUM TO THE NOTICE OF THE 37TH ANNUAL GENERAL MEETING

37th Annual General Meeting (AGM) for the Financial Year 2025-26 of the members of Alliance Integrated Metaliks Limited is being convened on Friday, 25th September, 2026, at 12:30 p.m. (IST through Video Conferencing (VC)/ Other Audio Visual means (OAVM). The Notice of the AGM dated 01st September 2026 ("AGM Notice") was dispatched to the Shareholders of the Company on Wednesday, 02nd September 2026, in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by the Ministry of Corporate Affairs and Equity Shares Exchange Board of India, respectively. We draw the attention of all the members of the Company towards the said AGM Notice.

This Corrigendum cum addendum to the AGM Notice shall form an integral part of the AGM Notice, which has already been circulated to the Shareholders of the Company. The AGM Notice shall be read in conjunction with this Corrigendum cum addendum.

The Corrigendum cum Addendum is being issued to incorporate **Item No. 4** in the Notice of the 37th Annual General Meeting, which was inadvertently not included in the AGM Notice dated 01st September, 2026. The said Item No. 4 is being added to seek the **prior approval of the Members of the Company for raising funds through an unsecured loan with an option to convert the same into the fully paid equity shares of the Company**, in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time. Accordingly, the relevant resolution and explanatory statement are being incorporated in the AGM Notice through this Corrigendum cum Addendum.

Accordingly, the members of the Company are hereby informed that the following Item No. 4, along with the relevant Resolution and Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, shall be inserted after Item No. 3 under the head "**Special Business**", of the AGM Notice already circulated to the Members of the Company.

In the original AGM Notice dated 01/09/2026, the above agenda item is hereby ADDED.

ITEM NO. 4: TO CONSIDER AND APPROVE THE PRIOR APPROVAL FOR RAISING OF FUNDS THROUGH UNSECURED LOAN WITH AN OPTION TO CONVERT THE SAME INTO THE FULLY PAID EQUITY SHARES OF THE COMPANY:

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

"RESOLVED THAT pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended and the applicable laws, rules, regulations, notifications guidelines issued by various authorities including but not limited to the Government of India, SEBI, Reserve Bank of India ("RBI") and other competent authorities and subject to all such approval(s), consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee(s) constituted/to be



constituted by the Board to exercise its powers including powers conferred by this resolution), to raise, on or after the date of this resolution, unsecured loan(s) from one or more lender(s) up to an aggregate principal amount of INR 15,00,00,000/- (Rupees Fifteen Crores only), with a term in the relevant loan agreement, approved by this resolution before raising the relevant loan, giving the lender(s) an option to require conversion, in whole or in part, of the outstanding principal amount of such loan into fully paid-up equity shares of the Company, subject at all times to compliance with the Act, the SEBI ICDR Regulations, the Listing Regulations and all other applicable laws at the time of conversion and allotment;

RESOLVED FURTHER THAT the loan as hereinbefore mentioned would be converted into fully paid Equity Shares of the Company in accordance with the following conditions:

(i). the lender(s) (or their agents or trustees) shall give notice in writing to the Company (hereinafter referred to as the "Notice of Conversion") of the exercise of their Conversion rights i.e. right to convert their loan into Equity Shares of the Company;

(ii). the conversion right reserved as aforesaid may be exercised by the Lenders at any time during the currency period of loan or as may be specified in the Loan Agreement;

(iii). on receipt of the Notice of Conversion, the Company shall, subject to the provisions of the Loan Agreement, allot and issue the requisite number of fully paid equity shares of the Company to the Lenders after due compliance of the Companies Act, 2013, Chapter V of the SEBI ICDR Regulations, the Listing Regulations, applicable stock exchange requirements and other applicable laws;

(iv). the Lender(s) may accept the same in satisfaction of the part of the loans so converted and the loan shall stand correspondingly reduced;

(v). the fully paid equity shares of the Company so allotted and issued to the Lender(s) shall carry, from the date of conversion, the right to receive proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank pari-passu with the existing in to the fully paid equity shares of the Company all respects;

(vi). The conversion price and the number of equity shares to be allotted shall be determined in strict compliance with the applicable provisions of the Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, including the applicable relevant-date, pricing and valuation requirements, and subject to such further shareholder and stock exchange approvals as may be required at the time of conversion.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise the terms and conditions for raising the loan, from time to time, with an option to convert them into the fully paid equity shares of the Company at any time till the loan is repaid, on the terms specified in the Loan Agreement, including upon happening of an event of default by the Company in terms of the Loan Agreement.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of fully paid equity shares of the Company for conversion of the outstanding portion of the loans as may be desired by the Lenders as well as to dematerialize the shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lender/s arising from or incidental to the aforesaid terms providing for such option.



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, proper or desirable without being required to seek any further consent or approval of the members or otherwise in this regard and intent that they shall be deemed to have given their approval expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Directors and/or Company Secretary of the Company be and are hereby jointly or severally authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.”

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

The members of the Company are hereby informed that **On page no. 11**, Item No. 4 is being added after Item no.3 to the Notice of the 37th Annual General Meeting of the Company under the head **“EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013”**, as follows

ITEM NO. 4: TO CONSIDER AND APPROVE THE PRIOR APPROVAL FOR RAISING OF FUNDS THROUGH UNSECURED LOAN WITH AN OPTION TO CONVERT THE SAME INTO THE FULLY PAID EQUITY SHARES OF THE COMPANY

The Company is presently exploring the possibility of raising funds by way of unsecured loans from various lenders, up to an aggregate amount of **₹15,00,00,000/- (Rupees Fifteen Crores Only)**, for the purpose of meeting its financial obligations, including primarily for **one-time settlement (“OTS”) of outstanding dues with the Company’s existing banks/financial institutions.**

In order to provide flexibility to the Company in structuring such borrowings and to facilitate the proposed fund raising, it is proposed that the lenders may be provided with an option to convert, in whole or in part, the outstanding amount of such unsecured loan into fully paid-up equity shares of the Company, subject to the terms and conditions as may be mutually agreed between the Company and the respective lender(s) and in compliance with the applicable provisions of the Companies Act, 2013, SEBI Regulations and other applicable laws.

Pursuant to the provisions of Section 62(3) of the Companies Act, 2013, where the terms of issue of such loan provide for an option to convert the loan into fully paid-up equity shares of the Company, such terms shall be approved by the Members by passing a Special Resolution before the raising of such loan.

Accordingly, the Board of Directors, at its meeting held on 11th September, 2026 considered and approved the proposal for raising unsecured loans up to an aggregate amount of ₹15 Crores, with an option to convert such loan, wholly or partly, into the fully paid equity shares of the Company.

The Company shall obtain all approvals required at the time of conversion, including any further approval of Members and in-principle approval of the stock exchange, and shall comply with applicable pricing, valuation, disclosure, lock-in, allotment and listing requirements.

For the avoidance of doubt, the Special Resolution at Item No. 4 is intended to approve the conversion option as a term of the loan for the purposes of Section 62(3) of the Companies Act, 2013. It shall not, by itself, be treated as dispensing with or replacing any separate preferential issue approval or other compliance that may be required under Chapter V of the SEBI ICDR Regulations at the time of actual conversion and allotment.



The conversion, if exercised by the lender(s), shall be undertaken at such price and on such terms as may be determined in accordance with the applicable provisions of the Companies Act, 2013, SEBI Regulations and other applicable laws, rules and regulations.

The proposed borrowing is intended to support the Company in settling its outstanding liabilities with its existing banks/financial institutions through OTS arrangements and to strengthen the Company's financial position. The proposed conversion option is being provided as a financing mechanism and shall be exercised only in accordance with the terms agreed with the respective lender(s) and applicable laws. The Board shall also ensure that the aggregate borrowings remain within the limits approved under Section 180(1)(c) of the Companies Act, 2013, wherever applicable, and that any related-party approvals required under the Act or Regulation 23 of the SEBI Listing Regulations are obtained.

The Board recommends the resolution set out at Item No. 4 of the accompanying Notice for approval of the Members by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

All other contents of the AGM Notice, save and except as modified or supplemented by Corrigendum cum addendum, shall remain unchanged.

For Alliance Integrated Metaliks Limited

Sd/-

Shivani Dixit

Company Secretary & Compliance Officer