

# DELTA GALAXY ENGINEERING SERVICES LIMITED

(Formerly known as Delta Galaxy Engineering Services Private Limited)

Redg. Off: 476, Expression Satyasha, Front of Yamaha Showroom, Bailey Road,  
Sheikhpura (Patna), Phulwari, Patna, Bihar, India, 800014

CIN: U45204BR2011PLC017932; ✉ info@deltagalaxy.com; ☎ : +91 98972 73860

## LETTER OF OFFER FOR RIGHT ISSUE OF EQUITY SHARES

**OFFER FOR 2,20,22,100 EQUITY SHARES AT THE PRICE OF ₹ 92/- PER SHARE INCLUDING A PREMIUM OF ₹ 82/- PER SHARE ON RIGHT BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF THE COMPANY IN THE RATIO OF 1:1 i.e. ONE THE ELIGIBLE SHAREHOLDERS ON THE RECORD DATE i.e. JANUARY 31, 2025**

Issue open date	Saturday, February 08, 2025
Issue close date	Saturday, February 22, 2025

Details of the offer for shares as right entitlements under this offer letter are as below:

### 1. GENERAL INFORMATION

i	Name, address, website, if any, and other contact details of the company indicating both registered office and corporate office;	<b>Delta Galaxy Engineering Services Limited</b> (formerly Delta Galaxy Engineering Services Private Limited)  <b>Registered office address:</b> 476, Expression Satyasha, Front of Yamaha Showroom, Bailey Road, Rukanpura, Sheikhpura (Patna), Patna, Phulwari, Bihar- 800014  <b>Phone No.</b> +91 7973269395  <b>CIN:</b> U45204BR2011PLC017932  <b>E-mail:</b> eramit87@yahoo.in  <b>Corporate office address-</b> 8A, UGF, Sec- D, PKT- 2, Bhawani Kunj, Vasant Kunj, New Delhi- 110070	
ii	Date of incorporation of the company;	December 27, 2011	
iii	Business carried on by the company and its subsidiaries with the details of branches or units, if any;	The main object of the company according to its Charter documents is Engineering services in infrastructure and real estate sector.  <b>Subsidiary:</b> NA	
iv	Brief particulars of the management of the company	Mr. Rohitash Singh	Managing Director
		Mr. Shashank Singh	Wholetime Director
		Mr. Amit Kumar	Director
		Mr. Yogesh Shukla	Additional Director

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			Mr. Mopuri Krishniah Sateesh	Independent Director	
			Ms. Vijaya E Shahapurkar	Independent Director	
			Mr. Sajal Saxena	Independent Director	
			Mr. Jetendra Singh Chahar	Chief Financial Officer	
			Ms. Swati Sharma	Company Secretary	
v	Names, addresses, DIN and occupations of the directors:				
	Sl. No	Name	Address	Occupation	DIN
	1.	Mr. Rohitash Singh	Jyoti Super Gardenia, 2 Mall Road, Near Shanti Hospital, Anisakhand Ii, Shipra Sun Ci Ghaziabad Uttar Pradesh- 201014	Managing Director	07843216
	2.	Mr. Shashank Singh	S/O Vinay Kumar Singh, Nonmatia Post, Uttar Pradesh 222149 India	Wholetime Director	08317300
	3.	Mr. Amit Kumar	Sainilyam Apartment Police Colony 2 Patna Bihar 800002 India	Director	05112643
	4.	Mr. Yogesh Shukla	T.B. Hospital Road, Gangapatti Khurd, Hussenabad Jaunpur, Uttar Pradesh 222002 India	Additional Director	10874300
	5.	Mr. Mopuri Krishniah Sateesh	Ashok Nagar R3 Police Station, Dr Subbarayan Nagar, Chennai City Corporation Chennai Tamil Nadu 600024	Independent Director	10098764
	6.	Ms. Vijaya E Shahapurkar	Narayani Niwas, Jncvieira Nagar Chsl, Water Tank,Chi Colna Village Mormugao South Goa 403806	Independent Director	10767960
	7.	Mr. Sajal Saxena	Brahmpur, Razi Chowk Ps Nai Sarai Badaun Uttar Pradesh 243601 India	Independent Director	08531746
vi	Management’s perception of risk factors		As per the Management perception, there are no identified risk factors at present which might impact the company's going concern status and the overall growth. However, any future changes in external forces which might impact the company cannot be ascertained.		
vii	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of –				

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	<b>a. Statutory dues;</b> <b>b. debentures and interest thereon;</b> <b>c. deposits and interest thereon;</b> <b>d. loan from any bank or financial institution and interest thereon</b>	No default in payment of Statutory dues as to Taxes, Fees, Duties, levies, etc.,  N.A.  N.A.  N.A.								
<b>viii</b>	<b>Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the Right Issue offer process;</b>	<table><tr><td>Name</td><td>CS Swati Sharma</td></tr><tr><td>Designation</td><td>Company Secretary</td></tr><tr><td>Address</td><td>Parvati Bhawan, Shankar Chow, Lalitpur Colony, Lashkar-Gwalior (M.P.)-474001</td></tr><tr><td>Email ID</td><td>swatisharma@deltagalaxy.com</td></tr></table>	Name	CS Swati Sharma	Designation	Company Secretary	Address	Parvati Bhawan, Shankar Chow, Lalitpur Colony, Lashkar-Gwalior (M.P.)-474001	Email ID	swatisharma@deltagalaxy.com
Name	CS Swati Sharma									
Designation	Company Secretary									
Address	Parvati Bhawan, Shankar Chow, Lalitpur Colony, Lashkar-Gwalior (M.P.)-474001									
Email ID	swatisharma@deltagalaxy.com									
<b>ix)</b>	<b>Any Default in Annual Filing of the company under Companies Act, 2013</b>	No								

## 2. PARTICULARS OF THE OFFER

i)	Date of passing of board resolution	January 15, 2025	
ii)	Date of passing of resolution in the general meeting, authorizing the offer of securities;	NA	
iii)	Record Date	January 31, 2025	
iv)	Kinds of securities offered (i.e. whether share or debenture) and class of security; the total number of shares or other securities to be issued;	Kind of Securities	Equity Shares
		Class of Security	Ordinary Equity
		Total no. of Shares to be issued	2,20,22,100 (Two Crore Twenty Lakh Twenty Two Thousand One Hundred)
v)	Ratio for Right entitlements	1:1 i.e. One equity shares for every equity share held in the Company	
vi)	Price at which the security is being offered including the premium, if any,	₹ 92/- (Rupees Ninety Two Only) per Equity Share including premium of ₹ 82/- per Equity Share	

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vii)	<b>The class or classes of persons to whom the allotment is proposed to be made</b>	The Present right offer of Equity Shares is proposed to be made to the existing shareholders of the Company in their existing shareholding ratio.
viii)	<b>Intention of Promoters, directors or Key managerial personnel to subscribe to the offer</b>	Promoters, Directors and KMPs of the Company merely intends to subscribe to this offer only to the extent of their entitlement as per their existing shareholdings.
ix)	<b>The proposed time schedule within which the allotment shall be completed</b>	As per timelines prescribed under the Companies Act, 2013
x)	<b>The change in control, if any, in the company that would occur consequent to the present issue</b>	No change in control is envisaged post allotment as Shares are being offered on right basis.
xi)	<b>Proposed time schedule for which the present offer is valid</b>	15 days Opening on: Saturday February 08, 2025 and Shall Close on: Saturday February 22, 2025 (both days inclusive)
xii)	<b>The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations</b>	N.A
xiii)	<b>Mode of Payment for Subscription</b>	<ul style="list-style-type: none"><li>● Cheque (application shall be acknowledged post clearing);</li><li>● Demand Draft;</li><li>● RTGS;</li><li>● Other Bank Transfer.</li></ul>
xiv)	<b>Bank Account details for crediting the rights application money</b>	Name: Delta Galaxy Engineering Services Limited Bank: HDFC Bank Limited Branch: Gwalior, Madhya Pradesh A/c No.: 50200066487354 IFSC: HDFC0000192 MICR: 474240002

### 3. Purpose for which funds are being raised

Board intends to utilize the proceeds from issue for repayment of loans and/or the general business purposes.

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The fund requirements and deployment described herein above are the estimates by internal management based on current circumstances and have not been appraised by any bank, financial institution or any other external agency.

Fund requirements and deployment may be revised due to the result of changes in commercial and other external factors, which may not be within the control of the management. This may entail rescheduling, revising or cancelling the fund requirements for a particular purpose from its fund requirements mentioned above, at the discretion of the management. Accordingly the net proceed would be used to meet all or any of the uses of the funds described herein.

#### **4. Rights available to the shareholders**

The Equity Shareholders shall be having the following options to exercise their rights under the present offer:

- a. To apply for the right entitlement in full;
- b. To apply for right entitlement in part with or without renouncing remaining entitlement;
- c. To apply for right entitlement in full and apply for additional shares on the basis of renouncement by other shareholder(s);
- d. To apply for right entitlement in full and apply for additional shares without renouncement by other shareholder(s);
- e. To renounce rights in favour of any other person whether in full or in part;
- f. To decline the offer with an intimation to the Company;

If the company do not receives any communication from shareholders, i.e. accepting, renouncing or declining the present offer, before the end of closing period, it will be deemed that the offer has been declined by the shareholder. In such case, all the rights available under this offer letter shall cease to exist and shareholder has no claim upon the Company with respect to any matter arising out of the offer made herein.

#### **5. Acceptance of Offer**

If the terms of the offer are acceptable by you, you may submit duly filled application form for any number of Equity Shares that you may wish to subscribe along with photocopy of the following documents:

- a. Duly filled in application form;
- b. Self- attested copy of PAN card of Shareholder/Applicant;
- c. Client Master List/ CML/ CMR;
- d. Share Application money in full alongwith the transfer details;

Additional Requirements for Corporate Shareholders:

- e. Copy of Board Resolution authorising for investment in present issue;

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- f. List of Directors;
- g. List of Shareholders;
- h. List of Ultimate Beneficial Owners alongwith self-attested Copy(ies) of PAN card.

All the above documents are to be sent to the Company before the end of the closing day of the offer period as stated above. Please note that, the Board shall be at liberty to allot the number of shares that may be less than the number of shares applied for by you.

## **6. Disposal of unsubscribed Equity Shares**

If the duly filled Application form along-with the evidence of credit of rights application money into the Bank account of the Company is not received by the Company before the close of working hours of the closure of offer period or extended date, if any, then this offer shall be deemed to have been declined and the Board shall be at liberty to dispose of the equity shares as offered in such manner which is not disadvantages to the company and in a manner as permitted by law.

## **7. Renunciation**

This offer carries the right of renunciation. The rights offer of equity shares can be renounced, wholly or in part, in favour of any other person(s) whether such person is an existing shareholder or not. However, the Board reserves the right to refuse to allot equity shares to any renouncee, without assigning any reason thereof. Renouncee shall have the right to apply for additional equity shares also.

## **8. Basis of Allotment**

- a. To the existing shareholders, upto the extent of their application alongwith share subscription money to the extent of their right entitlement the present offer and additional shares based on renunciation by other shareholder(s);
- b. To the existing shareholders, who applies for additional unsubscribed portion of equity shares under the present right issue offer, provided that they have subscribed for entire right entitlement offered to them and there are surplus unsubscribed equity shares available. However, in case of oversubscription of unsubscribed portion, allotment shall be made proportionately, on the basis of the original shareholding of the applicants;
- c. To any other person(s), who applies for equity shares based on the renunciation made in their favour by existing shareholder(s) to the extent of his unsubscribed entitlement under the offer;
- d. To any other person(s), as the Board may in their absolute discretion, deem fit, provided there is unsubscribed equity shares available after allotment under sub-para (a) to (c) above.

## **9. Applicable Law**

Section 62(1)(a) and other applicable provisions of the Companies Act, 2013 and rules made there under.

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## 10. Allotment and refund orders

The Company will allot the equity shares within the time prescribed under the Companies Act, 2013 from the date of receipt of application money and will issue Share Certificates or credit the Demat Account of successful applicants within 1 months of allotment of equity shares.

Company will issue letters of regret along with refund orders, if any, within a period of 15 days from the date of completion of 60 days of receipt of share application money.

## 11. Allotment and refund orders

Attention of the applicants is specifically drawn to the provisions of sub section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

Section 38(1):

*Any person who-(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or (5) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name shall be liable for action under section 447 of the Companies Act, 2013.*

Section 447:

*Without prejudice to any liability including repayment of any debt under this act or any other law for the time being in force, any person who is found to be guilty of fraud, shall be punishable with imprisonment for a term which shall not be less than six months but which may extend to ten years and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud; Provided that where the fraud in question involves public interest, the term of imprisonment shall not be less than three years.*

## 12. A DECLARATION BY THE DIRECTORS THAT:

- a. The Company has complied with the provisions of the Companies Act, 2013 and the rules made thereunder;
- b. The compliance with the said Act and the rules made there under do not imply that payment of dividend or interest or repayment of preference share or debentures, if applicable, is guaranteed by the Central Government;
- c. The monies received under the offer shall be used only for the purposes and objects indicated in the Offer letter;

I am authorized by the Board of Directors of the Company vide resolution dated January 15, 2025 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or

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concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

**Dated: February 04, 2025**

**Place: Patna**

**By Order of the Board**

***For DELTA GALAXY ENGINEERING SERVICES LIMITED***

**Sd/-**

**Swati Sharma  
Company Secretary**