

SPRAY ENGINEERING DEVICES LIMITED

SPRAY HOUSE, C-82, Industrial Area, Phase-VII, Mohali - 160 055 Punjab INDIA

Tel.: +91-172-3029703, Fax: +91-172-3029774

E-mail: info@sprayengineering.com Web: www.sprayengineering.com

CIN: U00000CH2004PLC027625



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE 117TH MEETING OF THE BOARD OF DIRECTORS OF M/S SPRAY ENGINEERING DEVICES LIMITED IN THEIR MEETING HELD ON 16TH MAY, 2024 AT 03:30 P.M. AT THE CORPORATE OFFICE OF THE COMPANY AT C-82, INDUSTRIAL AREA, PHASE - VII, MOHALI AND CONCLUDED AT 03:45 P.M.

CONSIDERED AND APPROVED THE ALLOTMENT OF 25,09,642 FULLY PAID UP EQUITY SHARES OF RS. 10/- EACH AT A PREMIUM OF RS. 277/- EACH ON PREFERENTIAL ALLOTMENT BASIS (PRIVATE PLACEMENT)

“RESOLVED THAT pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013 read with Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014, Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and rules thereto and the Memorandum and Articles of Association of the Company, the approval of the Board be and is hereby accorded for the allotment of **25,09,642** Equity Shares of Rs. 10/- each at a premium of Rs. 277/- against the share application money received from the allottees as per the following table:

Sr. No.	Name of the Investor	Nature of the investor	Type of Securities	No. of Equity Shares	Face Value (INR)	Premium per Share (INR)	Investment Amount (INR in Million)
1.	Mukul Mahavir Agrawal	Individual	Equity	8,01,693	10.00	277.00	230.086
2.	Vijay Ramvallabh Khetan	Individual	Equity	34,856	10.00	277.00	10.004
3.	Reina R. Jaisinghani	Individual	Equity	1,74,281	10.00	277.00	50.019
4.	Ajay T. Jaisinghani	Individual	Equity	87,140	10.00	277.00	25.009
5.	Girdhari Thakurdas Jaisinghani	Individual	Equity	34,856	10.00	277.00	10.004
6.	Nikhil Ramesh Jaisinghani	Individual	Equity	34,856	10.00	277.00	10.004
7.	Monisha Vijay Khanchandani	Individual	Equity	17,428	10.00	277.00	5.002
8.	Resonance Opportunities Fund	Foreign Fund	Equity	3,48,561	10.00	277.00	100.037
9.	Minerva Ventures Fund	Foreign Fund	Equity	2,78,849	10.00	277.00	80.030
10.	Nova Global Opportunities Fund PCC – Touchstone	Foreign Fund	Equity	1,39,425	10.00	277.00	40.015
11.	Anil Kumar Goel	Individual	Equity	1,39,425	10.00	277.00	40.015
12.	Moheet Vinodkumar Agrawal	Individual	Equity	1,21,996	10.00	277.00	35.013



Sr. No.	Name of the Investor	Nature of the investor	Type of Securities	No. of Equity Shares	Face Value (INR)	Premium per Share (INR)	Investment Amount (INR in Million)
13.	Bikramjit Singh Kandhari	Individual	Equity	69,712	10.00	277.00	20.007
14.	ICP Investments (Mauritius) Limited	Foreign Fund	Equity	34,856	10.00	277.00	10.004
15.	Rajesh Hansraj Gupta	Individual	Equity	17,428	10.00	277.00	5.002
16.	Prabhat Investment Services LLP	LLP	Equity	34,856	10.00	277.00	10.004
17.	Ritu Gupta	Individual	Equity	17,428	10.00	277.00	5.002
18.	Anil Kumar Agarwal	Individual	Equity	17,428	10.00	277.00	5.002
19.	Priya Goyal	Individual	Equity	17,428	10.00	277.00	5.002
20.	Amita Poddar	Individual	Equity	17,428	10.00	277.00	5.002
21.	Zulia Zafar	Individual	Equity	17,428	10.00	277.00	5.002
22.	Rajesh Garg	Individual	Equity	34,856	10.00	277.00	10.004
23.	Twishaa Gupta	Individual	Equity	8,714	10.00	277.00	2.501
24.	Tanya Gupta	Individual	Equity	8,714	10.00	277.00	2.501
Total				25,09,642			720.27

"RESOLVED FURTHER THAT Mr. Vivek Verma (DIN: 00032970), Managing Director, Mr. Prateek Verma (DIN: 00024740), Wholetime Director and Mr. Rinkal Goyal (M. No. F11321), Company Secretary and Compliance Officer, be and are hereby jointly and severally authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents for the purpose of giving effect to the aforesaid resolution, including but not limited to executing and signing all such documents and papers as may be required and filing of necessary forms and, or, returns with the Registrar of Companies, Punjab & Chandigarh and to comply with all other requirements in this regard.

"RESOLVED FURTHER THAT the Company do effect transfer and delivery of the aforesaid 25,09,642 Equity Shares to the respective beneficiary accounts of the Investors.

"RESOLVED FURTHER THAT the names of Investors, as aforesaid, be entered into the register of members of the Company.

"RESOLVED FURTHER THAT a copy of the above resolutions, certified by any director or the company secretary of the Company, be forwarded to the concerned authorities, agencies or parties for necessary action from time-to-time or as may be required."

Certified to be true
FOR SPRAY ENGINEERING DEVICES LIMITED


Rinkal Goyal
(Company Secretary and Compliance officer)



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF M/S SPRAY ENGINEERING DEVICES LIMITED HELD ON 06TH MAY, 2024 AT 03:00 P.M. THROUGH VIDEO CONFERENCING AND CONCLUDED AT 03:20 P.M.

APPROVAL ON ISSUANCE OF EQUITY SHARES ON PREFERENCE BASIS (PRIVATE PLACEMENT)

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and such other provisions (including any statutory modifications or re-enactment thereof) as may be applicable for the time being in force, subject to such conditions and modifications as may be considered necessary by the Board of Directors and in accordance with the Foreign Exchange Management Act, 1999, as amended or restated (“FEMA”), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the extant consolidated Foreign Direct Investment Policy, as amended and replaced from time to time (“FDI Policy”) and the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, as amended, Ministry of Finance (Department of Economic Affairs) (“MoF”), Department for Promotion of Industry and Internal Trade, Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”) and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, or any other authority / body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals / sanctions / permissions and / or consents, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by the resolution passed, the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot at an appropriate time, in one or more tranches on a preferential basis up to **25,09,642 Equity Shares of Rs. 10/-** (Rupees Ten) each, ranking pari passu with the existing Equity Shares of the Company of face value of **Rs. 10/-** (Rupees Ten) each at an **issue price of Rs. 287/-** (Rupees Two Hundred Eighty Seven Only) each [including **premium of Rs. 277/-** (Rupees Two Hundred Seventy Seven per Equity Share)], for an aggregate value not exceeding **Rs. 720.27 Million** for cash, to the below mentioned Non-Promoter person, (“Proposed Allottee”) and on such terms and conditions as are stipulated in the explanatory statement attached and as may be determined by the Board in its absolute discretion, and that draft letter of offer in Form PAS-4 for issue of such securities and record of Private Placement in Form PAS-5, as placed before the Board, be and are hereby approved;



Sr. No.	Name of the Proposed Allottees	No. of Equity Shares	Investment Amount (in Rs. in Million)
1.	Mukul Mahavir Agrawal	8,01,693	230.086
2.	Vijay Ramvallabh Khetan	34,856	10.004
3.	Reina R. Jaisinghani	1,74,281	50.019
4.	Ajay T. Jaisinghani	87,140	25.009
5.	Girdhari Thakurdas Jaisinghani	34,856	10.004
6.	Nikhil Ramesh Jaisinghani	34,856	10.004
7.	Monisha Vijay Khanchandani	17,428	5.002
8.	Resonance Opportunities Fund	3,48,561	100.037
9.	Minerva Ventures Fund	2,78,849	80.030
10.	Nova Global Opportunities Fund PCC – Touchstone	1,39,425	40.015
11.	Anil Kumar Goel	1,39,425	40.015
12.	Moheet Vinodkumar Agrawal	1,21,996	35.013
13.	Bikramjit Singh Kandhari	69,712	20.007
14.	ICP Investments (Mauritius) Limited	34,856	10.004
15.	Rajesh Hansraj Gupta	17,428	5.002
16.	Prabhat Investment Services LLP	34,856	10.004
17.	Ritu Gupta	17,428	5.002
18.	Anil Kumar Agarwal	17,428	5.002
19.	Priya Goyal	17,428	5.002
20.	Amita Poddar	17,428	5.002
21.	Zulia Zafar	17,428	5.002
22.	Rajesh Garg	34,856	10.004
23.	Twishaa Gupta	8,714	2.501
24.	Tanya Gupta	8,714	2.501
	Total	25,09,642	720.27

“RESOLVED FURTHER THAT the monies received by the Company from the Proposed Allottees in lieu of the issuance and allotment of the Equity Shares pursuant to the preferential allotment under section 42 and 62 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, shall be kept by the Company in a separate bank account in accordance with section 40(3) of the Companies Act.

“RESOLVED FURTHER THAT all such Equity Shares to be issued and allotted by the company shall be subject to provisions of Memorandum and Article of Association of the Company and shall rank *pari passu* in all respect including dividend with the existing Equity Shares of the Company.

“RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the name of the Proposed Allottees be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer cum application letter in Form No. PAS-4 be issued to the proposed Allottees inviting them to subscribe to the Equity Shares, the consent of the members be and is hereby accorded to the issuance of the same to the Proposed Allottees inviting them to subscribe to the Equity Shares.

“RESOLVED FURTHER THAT the Proposed Allottees shall be required to bring in the entire



consideration for the Equity Shares to be allotted to them, along with application letter and the consideration for allotment of Equity shares shall be paid to the Company from the bank account of such proposed allottees, and the allotment shall be issued in dematerialized form only;

"RESOLVED FURTHER THAT Mr. Vivek Verma, Managing Director of the Company be and is hereby authorized to sign and circulate the letter of offer in Form PAS-4 along with the application form to the said offerees (as attached hereinafter), whose name(s) are recorded in Form PAS-5 i.e. Record of Private Placement Offer.

"RESOLVED FURTHER THAT Mr. Vivek Verma, Managing Director of the Company, be and is hereby authorized to file the said Form PAS-4 and Form PAS-5 in e-Form GNL-2, e-Form MGT-14 and such other Forms and returns as may be required, with the Registrar of Companies and to do all necessary acts, deeds, matters and things and to make the necessary entries in the applicable Registers including but not restricted to Register of Members for the aforesaid issue and allotment of Equity Shares."

Certified to be True

FOR SPRAY ENGINEERING DEVICES LIMITED


Rinkal Goyal

(Company Secretary and Compliance Officer)



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

In order to accelerate the current growth rate and to maintain capital adequacy at an optimum level and looking into the prospects of Initial Public Offering (IPO) and to meet its expenses, it is proposed to raise the existing capital of the Company by issue of Equity Shares to the tune of **INR 720.27 Million** by way of Preferential issue on a Private Placement basis.

Considering the above, the Board of Directors, at their Meeting held on April 12, 2024, has approved the fund raising subject to the consent of the Members of the Company for issue of such shares to various investors.

Section 42 of the Act, read with the rules made thereunder, a company offering or making an invitation to subscribe to securities on a private placement basis, is required to obtain the prior approval of the Members for each of the offers and invitations.

In accordance with Sections 23, 42 and 62 of the Act read with the Rules made thereunder, approval of the Members is sought by way of a Special Resolution for the issuance of up to **25,09,642** Equity Shares of **INR 10/-** (Rupees Ten) each, ranking pari passu with the existing Equity Shares of the Company of face value of **INR 10/-** (Rupees Ten) each at an issue price of **INR 287/-** (Rupees Two Hundred Eighty Seven Only) each [including premium of **Rs. 277/-** (Rupees Two Hundred Seventy Seven per Equity Share)], for an aggregate value not exceeding **Rs. 720.27 Million** for cash and on such terms as may be determined by the Board.

Given below are the disclosures as required under the rules made under the Companies Act, 2013:

1. The object of the issue is to raise funds for general corporate purposes.
2. The maximum number of Equity Shares which may be issued will be up to **25,09,642** Equity Shares of **INR 10/-** (Rupees Ten) each, ranking pari passu with the existing Equity Shares of the Company of face value of **INR 10/-** (Rupees Ten) each and the Company is expected to raise up to **INR 720.27 Million** only.
3. The Equity Shares are proposed to be issued at an issue price of **INR 287/-** (Rupees Two Hundred Eighty Seven Only) per Equity Share ranking pari passu with the existing Equity Shares.
4. The Equity Shares are proposed to be offered to the investors as per the attached list. The Directors and Key Management Personnel will not be offered any Equity Shares and therefore cannot subscribe to the said offer.
5. The Company has not allotted any Equity Shares during the Financial Year (FY).
6. The issue and allotment shall be completed within the time frame prescribed under the applicable laws. Upon the issue and offer of the Equity Shares as aforesaid, the allotment shall be completed within a period of sixty days from the date of receipt of application money.



The provisional shareholding pattern of the Company, before and after the proposed issue, will be as under:

Sr. No.	Category	Pre-Issue		Post-Issue	
		No of shares held	% of share holding	No of shares held	% of share holding
A.	Promoters' holding				
1.	Indian				
	Individual	1,77,27,005	78.48%	1,77,27,005	70.64%
	Bodies Corporate	Nil	Nil	Nil	Nil
	Sub-Total	1,77,27,005	78.48%	1,77,27,005	70.64%
2.	Foreign promoters	Nil	Nil	Nil	Nil
	Sub-Total (A)	1,77,27,005	78.48%	1,77,27,005	70.64%
B.	Non-promoters holding				
1.	Institutional Investors				
	- Foreign	28,23,348	12.50%	36,25,039	14.44%
	- Indian	1,26,429	0.56%	1,26,429	0.50%
2.	Non-institution				
	Private corporate bodies	1,89,063	0.84%	2,23,919	0.89%
	Directors and relatives	11,000	0.05%	11,000	0.04%
	Indian public	15,88,180	7.03%	32,61,275	12.99%
	Employee Welfare Trust	69,625	0.31%	69,625	0.28%
	Other (including NRIs)	52,131	0.23%	52,131	0.21%
	Sub-Total (B)	48,59,776	21.52%	73,69,418	29.36%
	Grand Total (A+B)	2,25,86,781	100%	2,50,96,423	100%

The Board recommends approving of the Resolution as mentioned in item no. 2 above as a Special Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution at item no. 2.



SPRAY ENGINEERING DEVICES LIMITED

SPRAY HOUSE, C-82, Industrial Area, Phase-VII, Mohali - 160 055 Punjab INDIA

Tel.: +91-172-3029703, Fax: +91-172-3029774

E-mail: info@sprayengineering.com Web: www.sprayengineering.com

CIN: U00000CH2004PLC027625



TABLE A

Name of the Company	Spray Engineering Devices Limited
Date of allotment	16.05.2024
Type of securities allotted	Equity shares
Nominal amount per security (in Rs.)	10.00
Premium amount per security (in Rs.)	277.00
Total number of allottees	24
Brief particulars in respect of terms and conditions, voting rights etc.	N.A.

For Spray Engineering Devices Limited

For Spray Engineering Devices Limited

A handwritten signature in blue ink, appearing to read 'Rinkal Goyal', is written over the printed name.

Rinkal Goyal Company Secretary
(Company Secretary)

TABLE B (LIST OF ALLOTEES)

S. No.	Type of Shareholder	Name of Shareholder	Address of Shareholder	Nationality/ Country of Incorporation	PAN	Contact No. and E-mail ID	No. of shares allotted	Nominal value per share	Premium per share	Total amount paid (incl. premium) (in INR million)
1	Individual	Mukul Mahavir Agrawal	208/209, The Capital, 2nd Floor, Opp: ICICI Bank Bldg, Bandra Kurla Complex, Bandra East, Mumbai - 400051	India	AAFPA4859G	022-67314000 mukul@paramcapital.com	8,01,693	10.00	277.00	230.086
2	Individual	Vijay Ramvallabh Khetan	1601-1602, Rajhans Apartments, Jitendra Road, Malad East, Mumbai - 400097	India	AACPK0093M	9820061182 vijaykhetan@gmail.com	34,856	10.00	277.00	10.004
3	Individual	Reina R. Jaisinghani	701-702, Salisbury Park, 82-Pali Mala, Rajendra Nagar Chowk, Pali Hill, Bandra West, Mumbai - 400050	India	ADUPJ4939L	9833722291 rj@vyomwealth.com	1,74,281	10.00	277.00	50.019
4	Individual	Ajay T. Jaisinghani	1301/B, Beau Monde, Appa Saheb Marathe Marg, Prabhadevi, Mumbai - 400025	India	AACPJ2099J	9820030294 atj@polycab.com	87,140	10.00	277.00	25.009

For Spray Engineering Devices Limited



Company Secretary

Regd. Off.: Plot No. 25, Industrial Area, Phase I, Chandigarh - 160 002 INDIA.

5	Individual	Girdhari Thakurdas Jaisinghani	801-802, Morning Gloory, Plot No. 233/224, St. Andrews Road, Bandra West, Mumbai - 400050	India	AAAPJ8473A	9820120500 gtj@polycab.com	34,856	10.00	277.00	10.004
6	Individual	Nikhil Ramesh Jaisinghani	701, Salisbury Park, 82, Pali Mala Road, Bandra (West), Mumbai - 400050	India	AHYPJ2714R	9820466658 nj@vyomweath.com	34,856	10.00	277.00	10.004
7	Individual	Monisha Vijay Khanchandani	Flat No. 1102, 11 th Floor, Whitefield, Nandadeep Chsl, 16 th Road, Khar (W), Mumbai - 400052	India	ADHPK2090G	9819736711 monisha.khanchandani123@gmail.com	17,428	10.00	277.00	5.002
8	Foreign Fund	Resonance Opportunities Fund	Suite 320, 3rd Floor, NG Tower, Ebene, Cybercity, Mauritius - 72201	Mauritius	AAFCR4798A	+230-4660381 rofgroup@fidelis.mu	3,48,561	10.00	277.00	100.037
9	Foreign Fund	Minerva Ventures Fund	ONS FinServ Ltd., 11 th Floor, Bramer House, Hotel Avenue, Ebene, Mauritius	Mauritius	AAQCM6132Q	+23059401484 trade@minerva-ventures.com	2,78,849	10.00	277.00	80.030
10	Foreign Fund	Nova Global Opportunities Fund PCC – Touchstone	Vistra Alternative (Mauritius) Limited, Rue du Savoir, 3 rd Floor, 355, Nex Ebene Mauritius - 72201, Republic of Mauritius	Mauritius	AAICN7211R	+23055026006 backoffice@novaglobalfunds.com	1,39,425	10.00	277.00	40.015

For Spray Engineering Devices Limited


Company Secretary

11	Individual	Anil Kumar Goel	7A, Old Tower Block, Nandanam, Chennai - 600035	India	AAJPG2552Q	9444079034 goel18@gmail.com	1,39,425	10.00	277.00	40.015
12	Individual	Moheet Vinodkumar Agrawal	B/404, Manavstal 2 CHSL, Behind Gokuldharm Mandir, Goregaon East, Mumbai - 400063	India	ACYPA7680A	9769006729 moheetagrawa12081@gmail.com	1,21,996	10.00	277.00	35.013
13	Individual	Bikramjit Singh Kandhari	H. No. 18, Sector 4, Chandigarh - 160001	India	ADCPS2656P	981400006 bikram@kbl.net.in	69,712	10.00	277.00	20.007
14	Foreign Fund	ICP Investments (Mauritius) Limited	Suite 122, 2nd Floor, Harbour Front Building, President John Kennedy Street, Port Louis, Mauritius	Mauritius	AABCI6657B	8587888776 poonasethi@gmail.com	34,856	10.00	277.00	10.004
15	Individual	Rajesh Hansraj Gupta	903, Vittoria, Hiranandani Estate, Ghodbunder Road, Thane West, Maharashtra - 400607	India	AAXPG1561H	9820100753 bablagupta@gmail.com	17,428	10.00	277.00	5.002
16	LLP	Prabhat Investment Services LLP	601, Horizon Tower, Jewels of India, JLN Marg, Jaipur, Rajasthan - 302018	India	AAWFP2317D	8696266661 kabra_adheesh@yahoo.co.in	34,856	10.00	277.00	10.004
17	Individual	Ritu Gupta	C-29, FF, Pamposh Enclave, Greater Kailash - 1, New Delhi - 110048	India	AGUPG8555G	9999169616 dgupta17@rediffmail.com	17,428	10.00	277.00	5.002

For Spray Engineering Devices Limited


Company Secretary

18	Individual	Anil Kumar Agarwal	Near Indian Oil, Ratanji Road, Purana Bazar, Dhanbad, Jharkhand - 826001	India	ACDPA0422F	8709286023 renuagarwal1122@gmail.com	17,428	10.00	277.00	5.002
19	Individual	Priya Goyal	Ratanjee Road, Purana Bazar, Near Hotel Vinay, Dhanbad, Jharkhand - 826001	India	BYOPG1681G	9205830524 pgpriyagoyal16@gmail.com	17,428	10.00	277.00	5.002
20	Individual	Amita Poddar	B 25/33-6, B-P, Opp. BOB, Jawahar Nagar Ext., Varanasi, U.P. - 221005	India	ALXPP7758E	8145419633 srvcho@gmail.com	17,428	10.00	277.00	5.002
21	Individual	Zulia Zafar	Flat No. 404, Tower D, Sector 70, Noida, U.P. - 201301	India	AAGPZ3636B	9873784321 pappymacha@gmail.com	17,428	10.00	277.00	5.002
22	Individual	Rajesh Garg	G 1902, Cleo County, Sector 121, Noida, U.P. - 201301	India	ACAPG7795G	9810465074 rajeshgargcs@gmail.com	34,856	10.00	277.00	10.004
23	Individual	Twishaa Gupta	C-29, FF, Pamposh Enclave, Greater Kailash - 1, New Delhi - 110048	India	BTJPG9919D	9999169616 dgupta17@rediffmail.com	8,714	10.00	277.00	2.501
24	Individual	Tanya Gupta	C-29, FF, Pamposh Enclave, Greater Kailash - 1, New Delhi - 110048	India	BBHPG7614M	9999169616 dgupta17@rediffmail.com	8,714	10.00	277.00	2.501
TOTAL							25,09,642			720.27

For Spray Engineering Devices Limited


Company Secretary

Form PAS – 5

(Section 42(7) and Rule 14(3) of *Companies (Prospectus and Allotment of Securities) Rules, 2014*)

1. Record of a private placement offer to be kept by the company

Name of the Company	Spray Engineering Devices Limited
Registered office of the company	Plot No. 25, Industrial Area, Phase II, Chandigarh – 160002, India
Corporate office of the company	"Spray House", C-82, Industrial Area, Phase VII, Mohali, Punjab – 160055, India
CIN	U00000CH2004PLC027625

2. Details of Private Placement offer

Date when approval of the relevant authority (board or the shareholders, as the case may be) obtained for the current Private Placement Offer Letter:

Date of passing of Board Resolution	12.04.2024
Date of passing of Shareholders Resolution	06.05.2024
Amount of offer	The company intends to raise Rs. 720.27 Millions by issuing of 25,09,642 equity shares of Rs. 10/- each at a premium of Rs. 277/- each to investors under private placement

For Spray Engineering Devices Limited


Company Secretary

3. Details of the persons to whom private placement offer letter has been circulated:

S. No.	Name	Father / Husband's name	Address	Phone No.	Email ID
1.	Mukul Mahavir Agrawal	Mr. Mahavir Prasad Agrawal	208/209, The Capital, 2 nd Floor, Opp: ICICI Bank Bldg, Bandra Kurla Complex, Bandra East, Mumbai - 400051	022-67314000	mukul@paramcapital.com
2.	Vijay Ramvallabh Khetan	Mr. Ramvallabh	1601-1602, Rajhans Apartments, Jitendra Road, Malad East, Mumbai - 400097	9820061182	vijaykhetan@gmail.com
3.	Reina R. Jaisinghani	Mr. Kishinchand Sajnani	701-702, Salisbury Park, 82-Pali Mala, Rajendra Nagar Chowk, Pali Hill, Bandra West, Mumbai - 400050	9833722291	rj@vyomwealth.com
4.	Ajay T. Jaisinghani	Mr. Thakurdas K. Jaisinghani	1301/B, Beau Monde, Appa Saheb Marathe Marg, Prabhadevi, Mumbai - 400025	9820030294	atj@polycab.com
5.	Girdhari Thakurdas Jaisinghani	Mr. Thakurdas K. Jaisinghani	801-802, Morning Gloory, Plot No. 233/224, St. Andrews Road, Bandra West, Mumbai - 400050	9820120500	gtj@polycab.com
6.	Nikhil Ramesh Jaisinghani	Mr. Ramesh Thakurdas Jaisinghani	701, Salisbury Park, 82, Pali Mala Road, Bandra (West), Mumbai - 400050	9820466658	nj@vyomwealth.com

For Spray Engineering Devices Limited


Company Secretary

7.	Monisha Khanchandani Vijay	Mr. Kishinchand Sajnani	Flat No. 1102, 11 th Floor, Whitefield, Nandadeep Chsl, 16th Road, Khar (W), Mumbai - 400052	9819736711	monisha.khanchandani123@gmail.com
8.	Resonance Opportunities Fund	N.A.	Suite 320, 3 rd Floor, NG Tower, Ebene, Cybercity, Mauritius - 72201	+230-4660381	rofgroup@fidelis.mu admin@resonance.mu
9.	Minerva Ventures Fund	N.A.	ONS FinServ Ltd., 11 th Floor, Bramer House, Hotel Avenue, Ebene, Mauritius	+230-59401484	trade@minerva-ventures.com
10.	Nova Global Opportunities Fund PCC – Touchstone	N.A.	Vistra Alternative (Mauritius) Limited, Rue du Savoir, 3 rd Floor, 355, Nex Ebene Mauritius - 72201, Republic of Mauritius	+230-55026006	backoffice@novaglobalfunds.com
11.	Anil Kumar Goel	Mr. Dharam Paul Goel	7A, Old Tower Block, Nandanam, Chennai - 600035	9444079034	goel18@gmail.com
12.	Moheet Vinodkumar Agrawal	Mr. Vinod Kumar Agrawal	B/404, Manavstal 2 CHSL, Behind Gokuldharm Mandir, Goregaon East, Mumbai – 400063	9769006729	moheet.agrawal2081@gmail.com
13.	Bikramjit Singh Kandhari	Mr. Jaspal Singh Kandhari	H. No. 18, Sector 4, Chandigarh - 160001	9814000006	bikram@kbl.net.in
14.	ICP Investments (Mauritius) Limited	N.A.	Suite 122, 2 nd Floor, Harbour Front Building, President John Kennedy Street, Port Louis, Mauritius	+230-2129736	nitish@renesis.mu

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15.	Rajesh Hansraj Gupta	Mr. Hansraj Madanlal Gupta	903, Vittoria, Hiranandani Estate, Ghodbunder Road, Thane West, Maharashtra - 400607	9820100753	bablagupta@gmail.com
16.	Prabhat Investment Services LLP	N.A.	601, Horizon Tower, Jewels of India, JLN Marg, Jaipur, Rajasthan - 302018	8696266661	kabra_adheesh@yahoo.co.in
17.	Ritu Gupta	Mr. Dinesh Gupta	C-29, FF, Pamposh Enclave, Greater Kailash - 1, New Delhi - 110048	9999169616	dgupta17@rediffmail.com
18.	Anil Kumar Agarwal	Mr. Birdhi Chand Agarwal	Near Indian Oil, Ratanji Road, Purana Bazar, Dhanbad, Jharkhand - 826001	8709286023	renuagarwal1122@gmail.com
19.	Priya Goyal	Mr. Ramesh Goyal	Ratanjee Road, Purana Bazar, Near Hotel Vinay, Dhanbad, Jharkhand - 826001	9205830524	pgpriyagoyal16@gmail.com
20.	Amita Poddar	Mr. Sharwan Kumar Megotia	B 25/33-6, B-P, Opp. BOB, Jawahar Nagar Ext., Varanasi, U.P. - 221005	8145419633	srvcho@gmail.com
21.	Zulia Zafar	Mr. Manzoor Ahmed Tazir	Flat No. 404, Tower D, Sector 70, Noida, U.P. - 201301	9873784321	pappymacha@gmail.com
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23.	Twishaa Gupta	Mr. Dinesh Gupta	C-29, FF, Pamposh Enclave, Greater Kailash – 1, New Delhi - 110048	9999169616	dgupta17@rediffmail.com
24.	Tanya Gupta	Mr. Dinesh Gupta	C-29, FF, Pamposh Enclave, Greater Kailash – 1, New Delhi - 110048	9999169616	dgupta17@rediffmail.com

For Spray Engineering Devices Limited

Signature: 
Company Secretary

Initial of the Officer of the Company designated to keep the record.