

October 01th, 2024

To,
The Secretary
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.
Maharashtra, India

Scrip Code: 543615
Trading Symbol: SRSOLTD

Dear Sir/Madam,

Sub: Notice of 01/2024-25 Extra-Ordinary General Meeting (EOGM) of the Company

We are pleased to submit a copy of the Notice of the 01/2024-25 Extra-Ordinary General Meeting (EOGM) of the Company to be held on Wednesday, October 23rd, 2024 at 03:00 P.M. (IST) through Video Conference (VC)/Other Audio Visual Means (OAVM), in compliance with relevant circulars issued by the MCA and the SEBI as amended from time to time.

Further, in terms of Regulation 46 of Listing Regulations, the Annual Report along with the Notice of Annual General Meeting is also available on the website of the Company www.silicongroup1.com.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,

For Silicon Rental Solutions Limited

Himanshi Tiwari
Company Secretary & Compliance Officer
M. No. A65997

Enclose as above

Contacts:

+91 90825 60851
+91 98200 86270

Email: sales@silicongroup1.com

Pune Office:

PratikNagar, No. 1
1st Floor, Paud Rd, Kothrud,
Pune- 411038 (MH)

Mumbai HO:

Mohini Heights,
Unit No. 5, 5th Rd, Khar
Mumbai- 400052 (MH)

New Delhi Office:

55/14, 1st Floor,
Umrao House, Paschim Vihar,
New Delhi- 110063



SILICON RENTAL SOLUTIONS LIMITED

**Registered Office: Ground Floor, Mohini Heights, 5th Road, Khar (West),
Mumbai, Maharashtra, India, 400052 CIN: L74999MH2016PLC272442**

Email: cs@silicongroup1.com, Website: www.silicongroup1.com

Contact details: (022)26051930

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 1/2024-2025 EXTRA ORDINARY GENERAL MEETING (EOGM) OF THE MEMBERS OF SILICON RENTAL SOLUTIONS LIMITED, WILL BE HELD ON 23RD DAY OF OCTOBER, 2024, AT 03.00 P.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM') WITHOUT PHYSICAL PRESENCE OF THE MEMBERS AT A COMMON VENUE, TO TRANSACT THE BUSINESSES AS SET OUT IN THIS NOTICE. THE PROCEEDINGS OF THE EOGM SHALL BE DEEMED TO BE CONDUCTED AT THE REGISTERED OFFICE OF THE COMPANY SITUATED GROUND FLOOR, MOHINI HEIGHTS, 5TH ROAD, KHAR (WEST), MUMBAI, MAHARASHTRA, INDIA, 400052 TO TRANSACT THE FOLLOWING SPECIAL BUSINESSES:

1. INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and all other applicable provisions, if any, under the Companies Act, 2013 ("Companies **Act**"), (including any amendment thereto or re-enactment thereof), enabling provisions of the Articles of Association of the Company and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), or any other applicable laws for the time being in force and subject to all other necessary approvals, permissions, consents and sanctions, if required, of concerned statutory, regulatory and other appropriate authorities, if any, the consent of the Members of the Company be and is hereby accorded to increase the existing Authorized Share Capital of the Company of Rs. 11,00,00,000/- (Rupees Eleven Crore Only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each to Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lakhs)



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Equity shares of face value of Rs. 10/- (Rupees Ten Only) each by addition of 10,00,000 (Ten Lakhs)
Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

"V. The Authorised Share Capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity shares of face value of Rs. 10/- (Rupees Ten Only)."

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any of the Directors or the Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to a delegation of all or any of the powers herein conferred to any Committee or any Director(s) or any other Officer(s) of the Company, or to settle any questions, difficulties or doubts that may arise about the above resolution, without being required to seek any further clarification, consent or approval of the Members."

2. APPROVAL FOR ISSUANCE OF 11,72,800 EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS.

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

"RESOLVED THAT pursuant to Section 23, 42 and 62 (1)(c), 179 (3)(c) and other applicable provisions of the Companies Act, 2013 ("**Companies Act**") and the rules framed there under (including any statutory modification or re-enactment thereof, for the time being in force) and enabling provisions in the Memorandum and Articles of Association of the Company and in accordance with the Securities



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and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "**SEBI Listing Regulations**") and the Listing Agreement entered into by the Company with the BSE SME ("**BSE SME**") on which the equity shares of the Company are listed any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India, the Ministry of Corporate Affairs ("**MCA**"), the Securities and Exchange Board of India ("**SEBI**"), and/or any other statutory or regulatory authority(ies), in each case to the extent applicable and including any amendments, modifications or re-enactments thereof for the time being in force, and subject to approvals, consents, permissions and sanctions of any other authorities / institutions and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors (hereinafter referred to as the "**Board**" which terms 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), the consent and approval of the members of the Company ("**Members**") be and is hereby accorded to the Board to create, offer, issue, allot and deliver in one or more tranches 11,72,800 (Eleven Lakhs Seventy Two Thousand and Eight Hundred) fully paid-up equity shares of face value of Rs. 10/- each, at an issue price of Rs. 222.00/- (Rupees Two Hundred and Twenty Two only) (including a premium of Rs. 212.00/- per equity share), aggregating to Rs. 26,03,61,600/- (Rupees Twenty Six Crores Three Lakhs Sixty One Thousand Six Hundred only) ("**Subscription Money**") (minimum lot size being 800 Equity Shares) on a preferential basis and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations or other provisions of law as may be prevailing at the time to the following allottees ("**Proposed Allottees**") as stated below:

SR. NO	NAME OF THE PROPOSED ALLOTTEES	NO. OF EQUITY SHARES	CATEGORY
1	ASHIKA GLOBAL FINANCE PRIVATE LIMITED *	25,600	PUBLIC
2	RPV HOLDINGS PRIVATE LIMITED *	1,25,600	PUBLIC



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3	NIKHIL PAREKH	20,000	PUBLIC
4	PRANJAL RATHI	10,400	PUBLIC
5	DINKAR BAGARIA	10,400	PUBLIC
6	ANITA DAGA	24,000	PUBLIC
7	NAV CAPITAL VCC - NAV CAPITAL EMERGING STAR FUND *	2,25,600	PUBLIC
8	ABHINAV BANTHIA	20,000	PUBLIC
9	AKASH KUMAR JAIN HUF *	10,400	PUBLIC
10	NIVEDAN BHARADWAJ	12,000	PUBLIC
11	EMPOWERING CAREERS *	10,400	PUBLIC
12	BENGAL NATURAL RESOURCES PRIVATE LIMITED*	50,400	PUBLIC
13	VINITA GUPTA	10,400	PUBLIC
14	BHARAT SHARMA	10,400	PUBLIC
15	RAHUL MAHIPAL HUF *	10,400	PUBLIC
16	HINDUSTAN COTTON COMPANY *	12,000	PUBLIC
17	NEXTA ENTERPRISES LLP *	90,400	PUBLIC
18	RAJESH VANIGOTA	12,000	PUBLIC
19	ARVINDKUMAR PARMAR HUF *	5,600	PUBLIC
20	SHAH CHINTAN KIRTIBHAI	5,600	PUBLIC
21	RAHUL MAHENDRA SINGHI	5,600	PUBLIC
22	ABHISHEK NAHTA	5,600	PUBLIC



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23	ABHISHEK JAIN	5,600	PUBLIC
24	KARAN BHANDARI	5,600	PUBLIC
25	AKB FAMILY OFFICE LLP *	5,600	PUBLIC
26	PAVANKUMAR SANWARIA REALTY PRIVATE LIMITED *	25,600	PUBLIC
27	ABHITA DEVELOPERS LLP *	20,000	PUBLIC
28	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED *	1,00,000	PUBLIC
29	OVATA EQUITY STRATEGIES MASTER FUND*	1,90,400	PUBLIC
30	RAJESH NAGORY	10,400	PUBLIC
31	AVINA TANEJA	5,600	PUBLIC
32	ARAIYA GROWTH LLP *	16,000	PUBLIC
33	CHHATISGARH INVESTMENTS LIMITED *	75,200	PUBLIC
	TOTAL	11,72,800	

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the minimum issue price for the Preferential Allotment of the Equity Shares is the 23-09-2024, being the date 30 days prior to the date of this Extra-Ordinary General Meeting (“**EOGM**”) and the minimum issue price has been determined accordingly in terms of the applicable provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the Equity Shares to be issued to the Proposed Equity Allottee(s) in the preferential issue shall be listed on the BSE SME where the existing Equity Shares are listed.



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

- The Equity Shares to be issued and allotted in the manner aforesaid shall rank pari passu with the existing Equity Shares of the Company in all respects (including voting powers and the right to receive dividend) from the date of allotment and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- All Subscription Shares to be allotted by way of preferential issue shall be made fully paid-up at the time of the allotment and the consideration must be paid from the respective Proposed Allottees' Bank Account.
- The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- The Subscription Shares so offered, issued and allotted will be listed on the BSE SME, subject to receipt of necessary regulatory permissions and approvals as the case may be;
- The Subscription Shares so allotted to the Proposed Allottees 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
- The Proposed Allottees shall be required to bring in the entire consideration for the Equity Shares to be allotted to such Proposed Allottees, on or before the date of allotment thereof.



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- The Consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottees.
- The Subscription Shares shall be allotted by the Company to the Proposed Allottees in dematerialized form within a period of fifteen (15) days from the date of passing of special resolution, provided that the allotment will be made only upon receipt of in principal approval from the Stock Exchange i.e., BSE SME, in accordance with the provisions of the Act and applicable law and within the timelines prescribed under the applicable laws and where the issue and allotment of the said Subscription Shares is pending on account of pendency of approval of any regulatory authority (including, but not limited to BSE SME and/or SEBI or the Central Government, the issue and allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions;
- The Subscription Shares so offered, issued and allotted shall not exceed the number as approved hereinabove.
- The Equity Shares shall be allotted in dematerialized form only.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed allottees through private placement offer cum application letter (In the format of '**Form PAS-4**') immediately after passing of this resolution with a stipulation that allotment would be made only upon receipt of in-principle approval from the stock exchanges i.e. BSE SME.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for such purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue of Equity Shares), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith



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and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer and acceptance of such conditions as may be imposed or prescribed by any regulatory, statutory authority or Government of India, while granting such approvals, consents, permissions and sanctions, issuing and allotment of the Equity Shares including the resultant Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the issue, filing of necessary forms with Registrar of Companies, Opening of separate bank account, filing of corporate action forms with depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any of the Directors or the Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to a delegation of all or any of the powers herein conferred to any Committee or any Director(s) or any other Officer(s) of the Company, or to settle any questions, difficulties or doubts that may arise about the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

3. APPROVAL FOR ISSUANCE OF 5,50,400 CONVERTIBLE WARRANTS OF RS. 10/- EACH AT AN OFFER PRICE OF RS. 222.00/- INTO EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS.

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

RESOLVED THAT pursuant to Section 23, 42 and 62 (1)(c), and other applicable provisions of the Companies Act, 2013 (“Companies Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made thereunder (including any statutory modification(s)



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thereto or re-enactment thereof for the time being in force) and enabling provisions in the Memorandum and Articles of Association of the Company and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**") and the Listing Agreement entered into by the Company with the BSE SME ("BSE SME") on which the equity shares of the Company are listed any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India, the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), and/or any other statutory or regulatory authority(ies), in each case to the extent applicable and including any amendments, modifications or re-enactments thereof for the time being in force, and subject to approvals, consents, permissions and sanctions of any other authorities / institutions and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors (hereinafter referred to as the "**Board**" which terms 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), the consent and approval of the members of the Company ("**Members**") be and is hereby accorded to the Board to create, offer, issue, allot and deliver in one or more tranches 5,50,400 (Five Lakhs Fifty Thousand Four Hundred Only) Convertible Warrants of Rs. 10/- each on a preferential basis to the proposed allottee(s) as mentioned below, for cash at a price of Rs. 222.00/- (Rupees Two Hundred and Twenty Two only) aggregating to Rs. 12,21,88,800/- (Rupees Twelve Crores Twenty One Lakhs Eighty Eight Thousand and Eight Hundred only) and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations or other provisions of law as may be prevailing at the time with the right to the warrant holders to apply for and be allotted 1 (One) Equity Share of face value of Rs. 10/- (Rupees Ten) each of the Company ("**Equity Shares**") at a premium of Rs. 212.00/- (Rupees Two Hundred and Twelve Only) per share for each warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants, to the below mentioned proposed allottee(s) by way of preferential issue in such manner and on such terms and conditions as are stipulated in the explanatory statement attached hereto and as may be determined by the Board in its absolute discretion in accordance with the SEBI ICDR Regulations and other applicable laws:



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Sr. No.	Name of Proposed Allottees	No. of Convertible Warrants	Category
1.	SANJAY HARISH MOTIANI	1,00,000	PROMOTER
2.	KANCHAN SANJAY MOTIANI	1,00,000	PROMOTER
3.	ANUSHKA SANJAY MOTIANI	1,00,000	PROMOTER
4.	NIKHIL SANJAY MOTIANI	1,00,000	PROMOTER
5.	HEMANT GADODIA	1,20,000	PUBLIC
6.	RAHUL MAHIPAL HUF **	30,400	PUBLIC
	Total	5,50,400	

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the minimum issue price for the Preferential Allotment of the Convertible Warrants is the 23-09-2024, being the date 30 days prior to the date of this Extra Ordinary General Meeting and the minimum issue price has been determined accordingly in terms of the applicable provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the Warrants and Equity Shares to be allotted on exercise of the Warrants under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under the applicable laws:

- i. An amount equivalent to 25% of the Warrant Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% of the Warrant Price shall be payable by the Warrant holder against each Warrant at the time of allotment of Equity Shares pursuant to exercise of the right attached to Warrants to subscribe to Equity



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Shares. The amount paid against Warrants shall be adjusted/set-off against the issue price for the resultant Equity Shares;

- ii. Each Warrant held by the Proposed Allottee shall entitle each of them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten Only) at any time after the date of allotment but on or before the expiry of 18 (Eighteen) months from the date of allotment of warrants ("**Warrant Exercise Period**") (Minimum lot size of should be 800 Convertible warrants);
- iii. The Warrants, being allotted to the Proposed Allottees and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock in for such period as may be prescribed under the SEBI ICDR Regulations;
- iv. The Warrants shall be allotted in dematerialized form within a period of 15 (Fifteen) days from the date of passing of this shareholders resolution, provided that where the allotment of warrants is subject to receipt of any approval(s) or permission(s) from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approval or permission;
- v. The price determined above and the number of Equity Shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;
- vi. The Warrants and the Equity Shares be allotted on exercise of the warrants 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;
- vii. The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 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 converted along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form as per SEBI ICDR Regulations;
- viii. The Equity Shares to be allotted on exercise of the Warrants shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with



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respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company;

- ix.** In the event the Warrant holder does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid to the Company at the time of subscription of the Warrants shall stand forfeited.
- x.** The said Warrants by themselves until exercise of conversion option and Equity Shares allotted, does not give to the Warrant holder any rights with respect to that of the Shareholders of the Company.
- xi.** The Equity Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, upon demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments as permitted under SEBI ICDR Regulations and all other applicable regulations from time to time.
- xii.** The Equity Shares arising from the exercise of the Equity Warrants will be listed on Stock Exchanges where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be, and shall inter-alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority.
- xiii.** Warrants shall be issued and allotted by the Company only in dematerialized form;

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 Rs. 10/- (Rupees Ten only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed allottees through private placement offer cum application letter (In the format of '**Form PAS-4**') immediately after passing of this resolution with a stipulation that allotment would be made only upon receipt of in-principle approval from the stock exchanges i.e. BSE SME.

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RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option by the warrant holder(s).

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

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any of the Directors or the Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to a delegation of all or any of the powers herein conferred to any Committee or any Director(s) or any other Officer(s) of the Company, or to settle any questions,



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Email: cs@silicongroup1.com, Website: www.silicongroup1.com

Contact details: (022)26051930

difficulties or doubts that may arise about the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SILICON RENTAL SOLUTIONS LIMITED**

SD/-

HIMANSHI TIWARI

COMPANY SECRETARY AND COMPLIANCE OFFICER

MEMBERSHIP NO. A65977

PLACE: MUMBAI

DATE: 27-09-2024

REGD. OFFICE:

**5, Plot No. 579/580, Mohini Heights, Ground Floor,
5th Road, Khar (West), Mumbai 400052**

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NOTES:

- 1.** In Compliance with a General Circular No 10/2022 dated 28.12.2022 & General Circular No 11/2022 dated 28.12.2022 MCA the forthcoming EOGM will be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing EOGM through VC/OAVM.
- 2.** Please refer to the Explanatory Statements for resolutions mentioned under item number 1 to 3 of the notice dated 27-09-2024.
- 3.** Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
- 4.** The Members can join the EOGM in 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. The facility of participation at the EOGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EOGM without restriction on account of first come first served basis.
- 5.** Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

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6. Members holding share certificate(s) in multiple accounts in identical names, or joint accounts in the same order of names, are requested to apply to the Company's RTA for consolidation of such shareholding into one account.
7. The shares of the Company are under compulsory Demat trading. Also, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the securities of listed companies can only be transferred in dematerialized form, except in the case of transmission or transposition of securities. Members holding shares in physical form are advised to convert their shares into dematerialized form.
8. The attendance of the Members attending the EOGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
9. Since the EOGM is being held through Video-Conference, the facility for appointment of proxies by Members is not available, as provided in the MCA Circulars. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice. The attachment of the route map for the EOGM venue is also dispensed with.
10. The Notice of the EOGM will be sent to those Members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the depositories as on 20-09-2024, and whose e-mail IDs are registered with the Company, their Depository Participants (DP) or CDSL.
11. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts in respect of the businesses as set out above and details required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India in respect of a Director seeking appointment/re-appointment at the Annual General Meeting, is annexed hereto and forms part of the Notice.



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- 12.** Company has engaged the services of Bigshare Services Private Limited (RTA). The Board of Directors of the Company has appointed Mr. Shanu Bhagwandas Mata, proprietor of M/s. Shanu Mata & Associates (COP No.: 17999), Practicing Company Secretary, as the Scrutinizer for this purpose. The detailed instructions for e-voting are given as a separate attachment to this notice. The e-voting period begins on 20-10-2024 at 9.00 AM and ends on 22-10-2024 at 5.00 PM.
- 13.** Pursuant to the provisions of Sections 112 and 113 of the Act, representatives of the Corporate Members may be appointed for the purpose of voting through remote e-voting or for participation and voting at the EOGM through e-voting facility. Body corporates are entitled to appoint authorized representative(s) to attend the EOGM through VC/ OAVM and to cast their votes through remote e-voting / e-voting at the e-EOGM. In this regard, the body corporates are required to send a latest certified copy of the Board Resolution/ Authorization.
- 14.** Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at cs@silicongroup1.com with a copy marked to ivote@bigshareonline.com on or before 21-10-2024, up to 5:00 pm without which the vote shall not be treated as valid.
- 15.** The voting rights of Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date is 16-10-2024.
- 16.** The Scrutinizer shall, after the conclusion of voting at the EOGM, unblock the votes cast through remote e-voting and votes cast at the EOGM, in the presence of at least two witnesses not in the employment of the Company and will make, not later than 48 hours of the conclusion of EOGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit it to the Chairperson of the Company or, in his absence to his duly authorized Director / officer, who shall countersign the Scrutinizer's



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Report and declare the result. The Chairperson shall declare the results within forty- eight hours of the conclusion of the meeting.

17. The Scrutinizer's decision on the validity of the votes shall be final and binding.
18. The result along with the Scrutinizer's report shall be placed on the website of the Company <https://www.silicongroup1.com>, immediately after the result is declared and shall simultaneously be forwarded to the BSE SME where the Company's shares are listed.
19. A recorded transcript of the EOGM shall be maintained by the Company and be made available on the website of the Company <https://www.silicongroup1.com> in the 'Investor Section', as soon as possible, after the conclusion of the meeting.
20. Resolutions will be deemed to be passed on the EOGM date, subject to receipt of the requisite number of votes in favour of the resolutions.
21. Non-resident Indian shareholders are requested to inform about the following to the Company or Bigshare Services Private Limited or the concerned DP, as the case may be, immediately of:
 22. The change in the residential status on return to India for permanent settlement;
 23. The particulars of the NRE Account with a Bank in India, if not furnished earlier.
24. All documents referred to in the accompanying notice shall be available for inspection from the date of circulation of this notice up to the date of the EOGM. These documents, along with the extracts from the Register of Directors and Key Managerial Personnel & their shareholding, and the Register of Contracts & Arrangements in which Directors are interested, shall be available for inspection in electronic mode during the meeting to any person having the right to attend the meeting. Members seeking to inspect such documents can send an email to cs@silicongroup1.com

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- 25.** The Securities and Exchange Board of India has mandated the submission of the Permanent Account Number (PAN) of every participant in the securities market. The shareholders/ transferee of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their Income Tax Permanent Account Number (PAN) card to the Company / RTA. Members holding shares in electronic form are requested to submit their PAN to their Depository Participant(s).
- 26.** In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EOGM has been uploaded on the website of the Company at www.jhandewalas.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE SME at (bse.com) respectively.

The EOGM Notice is also disseminated on the website of Bigshare Services Private Limited (agency for providing the Remote e-Voting facility and e-voting system during the EOGM) i.e., ivote@bigshareonline.com.

- 27.** The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its Members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.
- 28.** Members who hold shares in physical form are requested to send their e-mail address to the cs@silicongroup1.com
- 29.** The Notice of the EOGM dated 23-10-2024 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar i.e. M/s. Bigshare Services Private Limited, unless any Member has requested for a physical copy of



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the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

- 30.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

- (i) The voting period begins on 20-10-2024 at 9.00 am and ends on 22-10-2024 at 5.00 P.M. 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) 16-10-2024, may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.



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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.

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"> 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 are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My easi. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider 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. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration



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Type of shareholders	Login Method
	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-voting link available on www.cdslindia.com home page or click on 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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.nsd.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 and you will be re-directed 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> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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</p>



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Type of shareholders	Login Method
	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 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.
Individual Shareholders (holding securities in Demat mode) login through their Depository Participants	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.

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



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Login type	Helpdesk details
	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.



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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.

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

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>



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- 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:



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- 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, 022-62638338

2. Procedure for joining the AGM/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 AGM 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 AGM/EGM under the dropdown option.



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- For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "**VIDEO CONFERENCE LINK**" option.
- Members attending the AGM/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 AGM/EGM are as under:-

- The Members can join the AGM/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 AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/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 AGM/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 AGM/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, 022-62638338

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SILICON RENTAL SOLUTIONS LIMITED**

SD/-

**SILICON RENTAL SOLUTIONS LIMITED**

**Registered Office: Ground Floor, Mohini Heights, 5th Road, Khar (West),
Mumbai, Maharashtra, India, 400052 CIN: L74999MH2016PLC272442**

Email: cs@silicongroup1.com, Website: www.silicongroup1.com

Contact details: (022)26051930

HIMANSHI TIWARI

COMPANY SECRETARY AND COMPLIANCE OFFICER

MEMBERSHIP NO. A65977

PLACE: MUMBAI

DATE: 27-09-2024

REGD. OFFICE:

Ground Floor, Mohini Heights, 5th Road, Khar (West),

Mumbai, Maharashtra, India, 400052

**SILICON RENTAL SOLUTIONS LIMITED****Registered Office: Ground Floor, Mohini Heights, 5th Road, Khar (West),****Mumbai, Maharashtra, India, 400052 CIN: L74999MH2016PLC272442****Email: cs@silicongroup1.com, Website: www.silicongroup1.com****Contact details: (022)26051930****EXPLANATORY STATEMENT****PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

In conformity with the provisions of Section 102(1) of the Companies Act, 2013 the following Explanatory Statement sets out all the material facts relating to the items of special business at Resolutions of the Notice and the same should be taken as forming part of the notice.

Item No. 1:

The Current Authorized Share Capital of your Company stands at Rs. 12,00,00,000/- (Rupees Twelve Crore Only) divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only).

With the growth plans of the Company's business and considering Company's plan to raise fresh capital by way of preferential issue, it is desirable to bring the Authorized Share Capital of the Company in proper correlation with the magnitude of the Company's resources and size of its undertaking so as to enable the Company to issue fresh equity shares as and when desired. It is therefore considered advisable to increase the Authorized Share Capital from Rs. 11,00,00,000/- (Rupees Eleven Crores Only) to Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity shares of Face Value of Rs. 10/- (Rupees Ten Only) each. by addition of 10,00,000 (Ten Lakhs) Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each

Thus, the Authorized Share Capital of the Company would be Rs. 12,00,00,000/- (Rupees Twelve Crores Only) divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity shares of Face Value of Rs. 10/- (Rupees Ten Only) each. The increased Equity Shares, whenever issued, will rank pari passu in all respects with the existing equity shares of the Company. The proposed increase in the Authorized Share Capital will require subsequent alteration in Clause V (i) of Memorandum of Association of the Company pursuant to the provisions of Section 13,61 and 64 of the Companies Act, 2013 and any



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other applicable statutory and regulatory requirements. respectively. The Directors, therefore, recommend the passing of the special resolutions at items No. 1 of the accompanying notice.

The set of Memorandum of Association is available for inspection at the Registered Office of the Company during business hours between 11.00 A.M. to 05.00 P.M. on all working days of the Company (Except Saturday, Sundays and Public holidays) from the date of dispatch of this Notice till the last date fixed for e-voting.

None of the Directors, Promoters, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the above referred resolution except to the extent of their shareholding.

Item No. 2 & 3:

The Special Resolution contained in Item No. 2 & 3 of the notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot up to 11,72,800 Equity shares of face value of Rs. 10/- each at an issue price of Rs. 222.00/- each (including Premium of Rs. 212.00/- per Equity Share), aggregating up to Rs. 26,03,61,600/- (Rupees Twenty Six Crores Three Lakhs Sixty One Thousand and Six Hundred only) and 5,50,400 Convertible Warrants of Face Value of Rs. 10/- each at an issue price of Rs. 222.00/- (Including Premium of Rs. 212.00/-) each aggregating up to Rs. 12,21,88,800/- (Rupees Twelve Crores Twenty One Lakhs Eighty Eight Thousand and Eight Hundred only).

The Board of Directors of the Company ("**Board**") in their meeting held on Friday, September 27, 2024 subject to necessary approval(s), have approved the proposal for raising of funds by way of create, offer, issue and allot 11,72,800 Equity shares of face value of Rs. 10/- each at an issue price of Rs. 222.00/- each (including Premium of Rs. 212.00/- per Equity Share), aggregating up to Rs. 26,03,61,600/- (Rupees Twenty Six Crores Three Lakhs Sixty One Thousand and Six Hundred only) and 5,50,400 Convertible Warrants of face value of Rs. 10/- each at an issue price of Rs. 222.00/- (including Premium of Rs. 212.00/-) each aggregating up to Rs. 12,21,88,800/- (Rupees Twelve Crores Twenty One Lakhs Eighty Eight Thousand and Eight Hundred only) on preferential basis to the Proposed



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Allottees as mentioned in the resolution no. 2 & 3 in such form and manner and in accordance with the provisions of SEBI ICDR Regulations.

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

TERMS AND CONIDITIONS FOR EQUITY SHARES as prescribed under applicable laws and regulations:

- The Equity Shares to be issued and allotted in the manner aforesaid shall rank pari passu with the existing Equity Shares of the Company in all respects (including voting powers and the right to receive dividend) from the date of allotment and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- All Subscription Shares to be allotted by way of preferential issue shall be made fully paid-up at the time of the allotment and the consideration must be paid from the respective Proposed Allottees' Bank Account.
- The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.



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- The Subscription Shares so offered, issued and allotted will be listed on the BSE SME, subject to receipt of necessary regulatory permissions and approvals as the case may be;
- The Subscription Shares so allotted to the Proposed Allottees 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
- The Proposed Allottees shall be required to bring in the entire consideration for the Equity Shares to be allotted to such Proposed Allottees, on or before the date of allotment thereof.
- The Consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottees.
- The Subscription Shares shall be allotted by the Company to the Proposed Allottees in dematerialized form within a period of fifteen (15) days from the date of passing of special resolution, provided that the allotment will be made only upon receipt of in principal approval from the Stock Exchange i.e., BSE SME, in accordance with the provisions of the Act and applicable law and within the timelines prescribed under the applicable laws and where the issue and allotment of the said Subscription Shares is pending on account of pendency of approval of any regulatory authority (including, but not limited to BSE SME and/or SEBI or the Central Government, the issue and allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions;
- The Subscription Shares so offered, issued and allotted shall not exceed the number as approved hereinabove.
- The Equity Shares shall be allotted in dematerialized form only.

TERMS AND CONIDCTIONS FOR WARRANTS as prescribed under applicable laws and regulations:



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- An amount equivalent to 25% of the Warrant Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% of the Warrant Price shall be payable by the Warrant holder against each Warrant at the time of allotment of Equity Shares pursuant to exercise of the right attached to Warrants to subscribe to Equity Shares. The amount paid against Warrants shall be adjusted/set-off against the issue price for the resultant Equity Shares;
- Each Warrant held by the Proposed Allottee shall entitle each of them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs. 10/- (Rupees Ten Only) at any time after the date of allotment but on or before the expiry of 18 (Eighteen) months from the date of allotment of warrants ("**Warrant Exercise Period**") (Minimum lot size of should be 800 Convertible warrants);
- The Warrants, being allotted to the Proposed Allottees and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock in for such period as may be prescribed under the SEBI ICDR Regulations;
- The Warrants shall be allotted in dematerialized form within a period of 15 (Fifteen) days from the date of passing of this shareholders resolution, provided that where the allotment of warrants is subject to receipt of any approval(s) or permission(s) from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approval or permission;
- The price determined above and the number of Equity Shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;
- The Warrants and the Equity Shares be allotted on exercise of the warrants 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;



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- The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 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 converted along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form as per SEBI ICDR Regulations;
- The Equity Shares to be allotted on exercise of the Warrants shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company;
- In the event the Warrant holder does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid to the Company at the time of subscription of the Warrants shall stand forfeited.
- The said Warrants by themselves until exercise of conversion option and Equity Shares allotted, does not give to the Warrant holder any rights with respect to that of the Shareholders of the Company.
- The Equity Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, upon demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments as permitted under SEBI ICDR Regulations and all other applicable regulations from time to time.
- The Equity Shares arising from the exercise of the Equity Warrants will be listed on Stock Exchanges where the equity shares of the Company are listed, subject to the receipt of



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necessary regulatory permissions and approvals, as the case may be, and shall inter-alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority.

- Warrants shall be issued and allotted by the Company only in dematerialized form;

Pursuant to the proviso of Rule 13 of the Companies (Share capital and Debentures) Rules, 2014 and Rule 14(1) of the Companies (Prospectus and allotment of Securities) Rules, 2014, the details/disclosures of the Preferential Issue are as follows: -

a) Objects of the Issue:

The Company proposes to utilize the proceeds raised from the proposed preferential issue towards the Capital Investment, Long term Working Capital and General Corporate purposes or such other objects, as the Board may from time to time decide in the best interest of the Company.

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

The Board, at its meeting held on 27-09-2024 has, subject to the approval of the Company's Members and such other approvals as may be required, approved the Preferential Issue, involving the issue and allotment of 11,72,800 Equity Shares fully paid-up, of face Value of Rs. 10/- per Equity Share issued at offer price of Rs. 222.00/- each & 5,50,400 Convertible Warrants of Rs.10/- each issued at offer price of Rs. 222.00/- each, on a preferential basis to the Proposed Allottees, such price being not less than the minimum price as on the 'Relevant Date' determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

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

As required under the SEBI ICDR Regulations, the Company shall complete the allotment of equity shares and Convertible Warrants on or before the expiry of 15 (fifteen) days from the date of passing



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of this resolution by the shareholders granting consent for issue, provided that in case the allotment is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central government, then the allotment shall be completed within 15 (fifteen) days from the date of receipt of last of such approvals.

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

None of directors or key managerial personnel of the Company intends to subscribe to any of Equity Shares or Convertible Warrants proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above except as mentioned under proposed allottees list.

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

Sr. No	Name of the Proposed Allottees	No of Shares	No of Warrants	Category
1.	ASHIKA GLOBAL FINANCE PRIVATE LIMITED *	25,600	0	PUBLIC
2.	RPV HOLDINGS PRIVATE LIMITED *	1,25,600	0	PUBLIC
3.	NIKHIL PAREKH	20,000	0	PUBLIC
4.	PRANJAL RATHI	10,400	0	PUBLIC
5.	DINKAR BAGARIA	10,400	0	PUBLIC
6.	ANITA DAGA	24,000	0	PUBLIC
7.	NAV CAPITAL VCC - NAV CAPITAL EMERGING STAR FUND *	2,25,600	0	PUBLIC



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Sr. No	Name of the Proposed Allottees	No of Shares	No of Warrants	Category
8.	ABHINAV BANTHIA	20,000	0	PUBLIC
9.	AKASH KUMAR JAIN HUF *	10,400	0	PUBLIC
10.	NIVEDAN BHARADWAJ	12,000	0	PUBLIC
11.	EMPOWERING CAREERS *	10,400	0	PUBLIC
12.	BENGAL NATURAL RESOURCES PRIVATE LIMITED*	50,400	0	PUBLIC
13.	VINITA GUPTA	10,400	0	PUBLIC
14.	BHARAT SHARMA	10,400	0	PUBLIC
15.	RAHUL MAHIPAL HUF *	10,400	30,400	PUBLIC
16.	HINDUSTAN COTTON COMPANY *	12,000	0	PUBLIC
17.	NEXTA ENTERPRISES LLP *	90,400	0	PUBLIC
18.	RAJESH VANIGOTA	12,000	0	PUBLIC
19.	ARVINDKUMAR PARMAR HUF *	5,600	0	PUBLIC
20.	SHAH CHINTAN KIRTIBHAI	5,600	0	PUBLIC
21.	RAHUL MAHENDRA SINGHI	5,600	0	PUBLIC
22.	ABHISHEK NAHTA	5,600	0	PUBLIC
23.	ABHISHEK JAIN	5,600	0	PUBLIC
24.	KARAN BHANDARI	5,600	0	PUBLIC



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Sr. No	Name of the Proposed Allottees	No of Shares	No of Warrants	Category
25.	AKB FAMILY OFFICE LLP *	5,600	0	PUBLIC
26.	PAVANKUMAR SANWARIA REALTY PRIVATE LIMITED *	25,600	0	PUBLIC
27.	ABHITA DEVELOPERS LLP *	20,000	0	PUBLIC
28.	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED *	1,00,000	0	PUBLIC
29.	OVATA EQUITY STRATEGIES MASTER FUND*	1,90,400	0	PUBLIC
30.	RAJESH NAGORY	10,400	0	PUBLIC
31.	AVINA TANEJA	5,600	0	PUBLIC
32.	ARAIYA GROWTH LLP *	16,000	0	PUBLIC
33.	CHHATISGARH INVESTMENTS LIMITED *	75,200	0	PUBLIC
34.	SANJAY HARISH MOTIANI	0	1,00,000	PROMOTER
35.	KANCHAN SANJAY MOTIANI	0	1,00,000	PROMOTER
36.	ANUSHKA SANJAY MOTIANI	0	1,00,000	PROMOTER
37.	NIKHIL SANJAY MOTIANI	0	1,00,000	PROMOTER
38.	HEMANT GADODIA	0	1,20,000	PUBLIC

f) Relevant Date: In terms of the provisions of Chapter V of the SEBI ICDR Regulations, relevant date for determining the minimum issue price for the Preferential Allotment of the Equity Shares and



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Convertible Warrants is Monday, September 23, 2024, being the date 30 days prior to the date of this Extra Ordinary General Meeting.

g) Pricing of the Issue:

If the preferential issuance is by a listed company, the price of the shares need not be determined by the valuation report of a registered valuer as per the second proviso to Rule 13(1) of the Share Capital and Debentures Rules.

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

The Equity Shares of the Company are listed at the BSE SME Platform ("BSE SME"). There is frequent trading of shares of the Company on BSE SME. In terms of Regulation 164 of the SEBI ICDR Regulations, 2018, where the shares are frequently traded, the price determined by the Issuer shall take into account valuation as prescribed under Regulation 164 of the SEBI ICDR Regulations, 2018.

Hence, Company has taken certificate from Radha Chaudhary & Company, Statutory Auditors of the Company dated 01-10-2024 and the same is available at the website of the Company.

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

Sr. N o	Name of the Proposed Allottees	Identity of the Natural person who is the ultimate Beneficial owner proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares
1	ASHIKA GLOBAL FINANCE PRIVATE LIMITED	PAWAN JAIN



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Sr. No	Name of the Proposed Allottees	Identity of the Natural person who is the ultimate Beneficial owner proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares
		DAULAT JAIN SHASHI JAIN
2	RPV HOLDINGS PRIVATE LIMITED	RAHUL AGARWAL VIDHI AGARWAL
3	NAV CAPITAL VCC - NAV CAPITAL EMERGING STAR FUND	BISHIR K MEHTA
4	AKASH KUMAR JAIN HUF	AKASH KUMAR JAIN
5	EMPOWERING CAREERS	NAVEEN SARAF PRIYA BHAGAT
6	BENGAL NATURAL RESOURCES PRIVATE LIMITED	NARAYAN PRASAD AGARWALA KIRAN DEVI AGARWALA
7	RAHUL MAHIPAL HUF	RAHUL MAHIPAL
8	HINDUSTAN COTTON COMPANY	KANAV K JHUNJHUNWALA SARLA DEVI MADHUSUDAN JHUNJHUNWALA MADHUSUDAN JHUNJHUNWALA & SONS HUF <ul style="list-style-type: none">• Krishna Madhusudan Jhunjhunwala
9	NEXTA ENTERPRISES LLP	HARDIK M SHAH



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Sr. No	Name of the Proposed Allottees	Identity of the Natural person who is the ultimate Beneficial owner proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares
		GEETA CHETAN SHAH
10	ARVINDKUMAR PARMAR HUF	AMAN ARVIND PARMAR
11	AKB FAMILY OFFICE LLP	UTSAV BANSAL VEDANGI AGARWAL
12	PAVANKUMAR SANWARIA REALTY PRIVATE LIMITED	VIKAS PAVANKUMAR RITA PAVANKUMAR MACK TRADING COMPANY PRIVATE LIMITED <ul style="list-style-type: none"> • Vijay Pandya • Vikas Pavankumar • Sudhir Shankar Bandiwadekar • Rita Pavankumar SANWARMAL PAVANKUMAR (HUF) <ul style="list-style-type: none"> • Sanwormal Pavankumar VIDHI VIKAS PAVANKUMAR DINESH DHANUKA ARCHANA SHINDE
13	ABHITA DEVELOPERS LLP	MLD COMMERCIAL PRIVATE LIMITED <ul style="list-style-type: none"> • GHANSHYAM PRASAD AGARWALA • KUNJ BIHARI AGARWAL • PRAHLAD RAI AGARWALA



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Sr. No	Name of the Proposed Allottees	Identity of the Natural person who is the ultimate Beneficial owner proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares
		MANISH KUMAR BANSAL SANJAY BARJATYA
14	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED	JJR FAMILY TRUST RAJESH SHARMA (NOMINEE OF JJR FAMILY TRUST)
15	OVATA EQUITY STRATEGIES MASTER FUND	N.A.
16	ARAIYA GROWTH LLP	KARN NILESH PATEL CHIRAG KIRANKUMAR PATEL SAUMIN HASMUKHLAL PATEL BHARTI ARVINDBHAI PATEL TIGERWOLF BUILTCON LLP <ul style="list-style-type: none"> • Nilesh Hasmukhlal Patel • Karn Nilesh Patel • Shephali Nilesh Patel



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Sr. No	Name of the Proposed Allottees	Identity of the Natural person who is the ultimate Beneficial owner proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares
		<p>AARRIKA BUILDCON LLP</p> <ul style="list-style-type: none"> • Chirag Kirankumar Patel • Javnika Kirankumar Patel • Rupal Kirankumar Patel • Mohini Chirag Patel <p>B DAVE AND SONS LLP</p> <ul style="list-style-type: none"> • Bhругु Hariprasad Dave • Ashish Dave Bhругु <p>MAXIMUS WEALTH MANAGEMENT LLP</p> <ul style="list-style-type: none"> • Chirag Kirankumar Patel • Saumin Hasmukhlal Patel • Nilesh Hasmukhlal Patel • Javnika Kirankumar Patel • Chaitanya Arvind Patel • Mohini Garg Patel • Rupal Kirankumar Patel
17	CHHATISGARH INVESTMENTS LIMITED	<p>KAMAL KISHORE SHARDA</p> <p>B D SHARDA</p> <p>JUGAL KISHORE SHARDA</p> <p>KAMAL DEVI SHARDA</p> <p>SATYA NARAYAN SHARDA</p> <p>RADHA SHARDA</p>



SILICON RENTAL SOLUTIONS LIMITED

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Contact details: (022)26051930

Shareholding Pattern before and after the preferential issue:

S. No.	Category	Pre Issue		Post Issue of Equity Shares		Post Issue after Conversion of Warrants	
		No. of Shares	(%) of Holding	No. of Share	(%) of holding	No. of Share	(%) of holding
1	Indian						
(a)	Individuals/ Hindu Undivided Family	75,67,800	73.67%	75,67,800	66.12%	79,67,800	66.42%
(c)	Bodies Corporate	0	0.00%	0	0.00%	0	0.00%
(d)	Financial Institutions/ Banks	0	0.00%	0	0.00%	0	0.00%
(e)	Any Others (Specify)	0	0.00%	0	0.00%	0	0.00%
	Sub Total(A)(1)	0	0.00%	0	0.00%	0	0.00%
2	Foreign						
A	Individuals (Non-Residents Individuals / Foreign Individuals)	0	0.00%	0	0.00%	0	0.00%
B	Bodies Corporate	0	0.00%	0	0.00%	0	0.00%
C	Institutions	0	0.00%	0	0.00%	0	0.00%
D	Any Other	0	0.00%	0	0.00%	0	0.00%



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	(specify)						
	Sub Total(A)(2)	0	0.00%	0	0.00%	0	0.00%
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	75,67,800	73.67%	75,67,800	66.12%	79,67,800	66.42%

S. No.	Category	Pre Issue		Post Issue of Equity Shares		Post Issue after Conversion of Warrants	
		No. of Shares	(%) of Holding	No. of Share	(%) of holding	No. of Share	(%) of holding
(B)	Public shareholding						
1	Institutions						
(a)	Mutual Funds/ UTI	0	0.00%	416000	3.63%	416000	3.47%
(b)	Foreign Institutions	9600	0.09%	9600	0.08%	9600	0.08%
	Alternate Investment Funds	0	0.00%	0	0.00%	0	0.00%
	Sub-Total (B)(1)	9600	0.09%	425600	3.72%	425600	3.55%



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2	Non-institutions						
(a)	Bodies Corporate	136000	1.32%	560800	4.90%	560800	4.68%
(b)	Non Resident Indians (NRIs)	116000	1.13%	116000	1.01%	116000	0.97%
(c)	Foreign Companies	0	0.00%	0	0.00%	0	0.00%
(d)	Individuals	2195400	21.37%	2369000	20.70%	2489000	20.75%
(e)	Any other (specify)	247200	2.41%	247200	2.16%	247200	2.06%
	Hindu Undivided Family (HUF)	0	0.00%	26400	0.23%	56800	0.47%
	Limited Liability Partnership (LLP)	0	0.00%	132000	1.15%	132000	1.10%
	TRUST	0	0.00%	0	0.00%	0	0.00%



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	Sub-Total (B)(2)	2694600	26.23%	3451400	30.16%	3601800	30.03%
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	2704200	26.33%	3877000	33.88%	4027400	33.58%
	TOTAL (A)+(B)	10272000	100.00%	11444800	100.00%	11995200	100.00%
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
1	Promoter and Promoter Group	0	0.00%	0	0.00%	0	0.00%
2	Public	0	0.00%	0	0.00%	0	0.00%



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	Sub-Total (C)	0	0.00%	0	0.00%	0	0.00%
	GRAND TOTAL (A)+(B)+(C)	10272000	100.00%	11444800	100.00%	11995200	100.00%

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

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

j) Undertakings:

- None of the Company, its Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- The Company is eligible to make the Preferential Issue under Chapter V of SEBI ICDR Regulations.
- Since the Equity Shares of the Company have been listed on the BSE SME for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI ICDR Regulations.
- The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.



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- None of the proposed allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

k) Certificate of Practicing Company Secretary: The certificate from, Shanu Bhagwands Mata, Practicing Company Secretary, certifying that the Preferential issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations, shall be made available for inspection by the Members through electronic mode, on all working days during business hours from 03-10-2024 TILL 23-10-2024 at the Company website at CS@silicongroup1.com.

l) The percentage (%) of Post Preferential Issue Capital that may be held by the Proposed allottees and change in control, if any, consequent to the Preferential Issue:

The percentage (%) of Post Preferential Issue Capital that may be held by the **Proposed** allottees as mentioned in table below and there shall be change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Shares.



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Sr. No	NAME	CURRENT STATUS / CATEGORY	PROPOSED STATUS	PRE PREFERENTIAL ALLOTMENT		POST PREFERENTIAL ALLOTMENT OF EQUITY SHARES		Post Preferential Allotment (Post Issue of Equity Shares Assuming Full Conversion of Warrants into Equity Shares)	
				HOLDING	%	HOLDING	%	HOLDING	%
1	ASHIKA GLOBAL FINANCE PRIVATE LIMITED	PUBLIC	PUBLIC	0	0.00 %	25,600	0.22 %	25,600	0.21 %
2	RPV HOLDINGS PRIVATE	PUBLIC	PUBLIC	0	0.00 %	1,25,600	1.10 %	1,25,600	1.05 %



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	LIMITED								
3	NIKHIL PAREKH	PUBLIC	PUBLIC	0	0.00 %	20,000	0.17 %	20,000	0.17 %
4	PRANJAL RATHI	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09%	10,400	0.09 %
5	DINKAR BAGARIA	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09%	10,400	0.09 %
6	ANITA DAGA	PUBLIC	PUBLIC	0	0.00 %	24,000	0.21 %	24,000	0.20 %
7	NAV CAPITAL VCC - NAV	PUBLIC	PUBLIC	0	0.00 %	2,25,600	1.97 %	2,25,600	1.88 %



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	CAPITAL EMERGING STAR FUND								
8	ABHINAV BANTHIA	PUBLIC	PUBLIC	0	0.00 %	20,000	0.17 %	20,000	0.17 %
9	AKASH KUMAR JAIN HUF	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09 %	10,400	0.09 %
10	NIVEDAN BHARADWAJ	PUBLIC	PUBLIC	0	0.00 %	12,000	0.10 %	12,000	0.10 %
11	EMPOWERING CAREERS	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09 %	10,400	0.09 %
12	BENGAL	PUBLIC	PUBLIC	0	0.00	50,400	0.44	50,400	0.42



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					%		%		%
	NATURAL RESOURCES PRIVATE LIMITED				%		%		%
13	VINITA GUPTA	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09 %	10,400	0.09 %
14	BHARAT SHARMA	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09%	10,400	0.09 %
15	RAHUL MAHIPAL HUF	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09 %	40,800	0.34 %
16	HINDUSTAN COTTON COMPANY	PUBLIC	PUBLIC	0	0.00 %	12,000	0.10 %	12,000	0.10 %
17	NEXTA	PUBLIC	PUBLIC	0	0.00	90,400	0.79	90,400	0.75



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					%		%		%
	ENTERPRISE S LLP				%		%		%
18	RAJESH VANIGOTA	PUBLIC	PUBLIC	0	0.00 %	12,000	0.10 %	12,000	0.10 %
19	ARVINDKUMAR PARMAR HUF	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %
20	SHAH CHINTAN KIRTIBHAI	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %
21	RAHUL MAHENDRA SINGHI	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %
22	ABHISHEK	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %



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					%		%		%
	NAHTA				%		%		%
23	ABHISHEK JAIN	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %
24	KARAN BHANDARI	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %
25	AKB FAMILY OFFICE LLP	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %
26	PAVANKUMAR SANWARIA REALTY PRIVATE LIMITED	PUBLIC	PUBLIC	0	0.00 %	25,600	0.22 %	25,600	0.21 %



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27	ABHITA DEVELOPERS LLP	PUBLIC	PUBLIC	0	0.00 %	20,000	0.17 %	20,000	0.17 %
28	CAPRI GLOBAL HOLDINGS PRIVATE LIMITED	PUBLIC	PUBLIC	0	0.00 %	1,00,000	0.87 %	1,00,000	0.83 %
29	OVATA EQUITY STRATEGIES MASTER FUND	PUBLIC	PUBLIC	0	0.00 %	1,90,400	1.66 %	1,90,400	1.59 %
30	RAJESH NAGORY	PUBLIC	PUBLIC	0	0.00 %	10,400	0.09 %	10,400	0.09 %
31	AVINA TANEJA	PUBLIC	PUBLIC	0	0.00 %	5,600	0.05 %	5,600	0.05 %



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32	ARAIYA GROWTH LLP	PUBLIC	PUBLIC	0	0.00 %	16,000	0.14 %	16,000	0.13 %
33	CHHATISGARH INVESTMENTS LIMITED	PUBLIC	PUBLIC	92,800	0.90 %	1,68,000	1.47 %	1,68,000	1.40 %
34	SANJAY HARISH MOTIANI	PROMOTER	PROMOTER	43,75,000	42.59 %	43,75,000	38.23 %	44,75,000	37.31 %
35	KANCHAN SANJAY MOTIANI	PROMOTER	PROMOTER	16,20,000	15.77 %	16,20,000	14.15 %	17,20,000	14.34 %
36	ANUSHKA SANJAY MOTIANI	PROMOTER	PROMOTER	8,10,000	7.89 %	8,10,000	7.08 %	9,10,000	7.59 %
37	NIKHIL SANJAY	PROMOTER	PROMOTER	8,10,000	7.89 %	8,10,000	7.08 %	9,10,000	7.59 %



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					%		%		%
	MOTIANI				%		%		%
38	HEMANT GADODIA	PUBLIC	PUBLIC	0	0.00 %	0	0.00 %	1,20,000	1.00 %

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

Nil

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

Not Applicable

o) Principal terms of assets charged as securities:

Not Applicable.

p) Other disclosures:

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

The Board of Directors of the Company believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolutions as set out Item No. 2 and Item No. 3 in the accompanying notice for your approval.

None of the Directors or any Key Managerial Personnel(s) of the Company or their respective relatives are interested financially or otherwise, either directly or indirectly in passing of the said Resolution, save and except to the extent of their respective interest as shareholders of the Company.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SILICON RENTAL SOLUTIONS LIMITED**

SD/-

HIMANSHI TIWARI

COMPANY SECRETARY AND COMPLIANCE OFFICER

MEMBERSHIP NO. A65977

PLACE: MUMBAI

DATE: 27-09-2024

REGD. OFFICE:

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Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID*	DP ID*

I/We, being the member(s) of _____ shares of the above named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1/2024-2025 Extra Ordinary Meeting of the company, to be held on 23-10-2024 at 03.00 P.M. via Audio Visual means and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(S)	Vote	
		For	Against
SPECIAL BUSINESS			
1.	Increase in the Authorized Share Capital and consequent alteration of memorandum of association. – Ordinary Resolution		
2.	Approval for issuance of 11,72,800 Equity Shares on Preferential allotment basis –Special Resolution		
3.	Approval for issuance of 5,50,400 Convertible Warrants on preferential allotment basis. – Special Resolution		

* Applicable for investors holding shares in Electronic form.

Signed this ____ day of ____ 20__

Signature of Shareholder Signature of Proxy holder

**Affix
Revenue
Stamps**

Signature of the shareholder across

Note:



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- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the Company



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ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the hall

I, hereby record my attendance at the 1st Extra Ordinary General Meeting for FY 2024-2025 of the members of SILICON RENTAL SOLUTIONS LTD to be held on 23-10-2024 at 03.00 P.M. via Audio Visual means to be considered as Meeting held at the Registered Office of the Company.

DP ID :		CLIENT ID :	
NAME AND ADDRESS OF SHAREHOLDER (IN BLOCK CAPITALS)		FOLIO NO.	

SIGNATURE OF THE SHARE HOLDER OR PROXY: _____

✂-----✂-----✂-----✂-----✂-----✂-----

EVSN (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

Note: E-voting period: 20-10-2024 at 9.00 a.m. IST and ends on 22-10-2024 at 05.00 p.m. IST.

If you have any query regarding e-voting Password/PIN, please contact at _____.

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Contact details: (022)26051930

(Member's /Proxy's Signature)

BY POST

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SILICON RENTAL SOLUTIONS LIMITED**

SD/-

HIMANSHI TIWARI

COMPANY SECRETARY AND COMPLIANCE OFFICER

MEMBERSHIP NO. A65977

PLACE: MUMBAI

DATE: 27-09-2024



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