

THE INDIAN LINK CHAIN MANUFACTURERS LIMITED

REGD OFFICE : OFFICE NO. 2, CHANDRA NIWAS HIRACHAND DESAI ROAD GHATKOPAR WEST,
OPP. GHATKOPAR NEW POST OFFICE MUMBAI-400086 PHONE :- 91-22-22661013 EMAIL :
inlinch@hotmail.com CIN No.: L47211MH1956PLC009882

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extra ordinary General Meeting of the members of the Indian Link Chain Manufacturers Limited will be held on **Monday, 9th June, 2025** at **11:00 AM** through Video Conferencing (“VC”)/Other Audio- Visual Means (“OAVM”) to transact the following business:

SPECIAL BUSINESS:

1. Preferential issue and allotment of 25,50,000 equity shares of face value of Rs. 10/- each of the Company to the Non-Promoter(s):

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

“**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“the Act”) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, amended from time to time (“ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time (“Listing Regulations”), and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), Stock Exchanges where the shares of the Company are listed (“Stock Exchanges”) and/ or any other competent authorities (hereinafter collectively referred to as “Regulatory Authorities”) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals (including regulatory approvals), consents, permissions and sanctions as may be necessary or required and such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board 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, issue, offer and allot on a preferential basis, in one or more tranches 25,50,000 (Twenty Five Lakhs Fifty thousand) Equity shares for cash at a price of Rs. 71/- per equity share (including a premium of Rs. 61/- per Equity share) on preferential basis to the Non-Promoter Group at such price as may be determined in accordance with Regulation 164 of SEBI ICDR Regulations to the following Investor (the “Allottee”) by way of Preferential Allotment on a Private Placement basis (“Preferential Allotment”), in accordance with the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws.

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The details of the proposed allottees and the maximum number of Equity Shares of the Company proposed to be allotted is set forth in the below table:

Sr. No.	Name of Proposed Allottee	Category	No. of Proposed Equity Shares	Total Amount	% of Shareholding
1	Rajendra Chodankar	Non-Promoter	10,00,000	7,10,00,000	11.98%
2	Atul Chauhan HUF	Non-Promoter	2,00,000	1,42,00,000	2.40%
3	Leena Sachin Shetty	Non-Promoter	2,00,000	1,42,00,000	2.40%
4	Sachin Shetty	Non-Promoter	50,000	35,50,000	0.60%
5	Ankur Bansal	Non-Promoter	1,00,000	71,00,000	1.20%
6	Kalpana Jain	Non-Promoter	1,00,000	71,00,000	1.20%
7	Vivek Gaur	Non-Promoter	1,00,000	71,00,000	1.20%
8	Ashok Kumar Agarwal	Non-Promoter	1,00,000	71,00,000	1.20%
9	Cheeni Estate LLP	Non-Promoter	1,00,000	71,00,000	1.20%
10	TINI Estate LLP	Non-Promoter	50,000	35,50,000	0.60%
11	Vishal Raiyani	Non-Promoter	50,000	35,50,000	0.60%
12	Manish Hetram Bansal	Non-Promoter	50,000	35,50,000	0.60%
13	Singhvi Heritage LLP	Non-Promoter	50,000	35,50,000	0.60%
14	Rambhau B HUF	Non-Promoter	1,50,000	1,06,50,000	1.80%
15	Mandakini B	Non-Promoter	1,25,000	88,75,000	1.50%
16	Ingenius Investment Advisors LLP	Non-Promoter	1,25,000	88,75,000	1.50%
	Total		25,50,000	18,10,50,000	

RESOLVED FURTHER THAT the “Relevant Date” for the purpose of determination of the floor price of the Subscription Shares to be issued and allotted as above as per ICDR Regulations and other applicable laws is Saturday, 10th May, 2025, being the date, which is 30 days prior to the date of Extra-ordinary General meeting to be held on Monday, 9th June, 2025.

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RESOLVED FURTHER THAT the Preferential issue and allotment shall be made on the following terms and conditions:

- (i) 100% of the preferential allotment consideration shall be payable on or before the date of the allotment of the Equity Shares;
- (ii) The Equity Shares as may be offered, issued and allotted in accordance with the terms of the relevant offering, shall rank pari-passu with the existing Equity Shares of the Company in all respects, including the payment of dividend, if any;
- (iii) The Equity Shares shall be issued and allotted by the Company to the subscribers in dematerialized form within a period of 15 days from the date of passing of this Special resolution provided that where the issue and allotment of the said Equity Shares is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Central Government or the Stock Exchange, the issue and allotment shall be completed within a period of 15 days from the date of such approval;
- (iv) The Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under the provisions of the SEBI (ICDR) Regulations, 2018 and the Equity Shares so offered, issued and allotted will be listed on stock exchanges where the existing Equity shares of the Company are listed subject to the receipt of necessary regulatory permissions and approvals, as the case may be;
- (v) The Equity shares so offered, issued and allotted to the above-mentioned persons are being issued for cash; and
- (vi) The Equity shares so offered, issued and allotted shall not exceed the number of Equity shares as approved hereinabove."

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to do all such acts, matters, deeds and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, issuing clarifications on the offer, issue and allotment of the equity shares and listing of equity shares at the Stock Exchanges as per the terms and conditions of ICDR Regulations and other applicable Guidelines, Rules and Regulations, to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries and advisors for the Preferential Issue), resolving all questions or doubt that may arise with respect to the offer, issue and allotment of equity shares, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the shareholders of the Company and that the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT subject to SEBI Regulations and other applicable laws, the Board be and is hereby authorized to decide and approve terms and conditions of the issue of abovementioned equity shares and to vary, modify or alter any of the terms and conditions, including size of the issue, as it may deem expedient.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s)

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of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any Merchant Bankers or other Professional Advisors, Consultants and Legal Advisors to give effect to the aforesaid resolution.

2. Preferential issue and allotment of 53,00,000 Convertible Warrants into 53,00,000 Equity Shares of Face Value of Rs. 10/- each of the Company to Non-Promoter(s):

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“the Act”) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, amended from time to time (“ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time (“Listing Regulations”), and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), Stock Exchanges where the shares of the Company are listed (“Stock Exchanges”) and/ or any other competent authorities (hereinafter collectively referred to as “Regulatory Authorities”) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals (including regulatory approvals), consents, permissions and sanctions as may be necessary or required and such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board 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, issue, offer and allot on a preferential basis, 53,00,000 (Fifty Three Lakhs) convertible warrants into equity shares of face value of Rs. 10/- each and on conversion to be fully paid up, for cash, at a price 71/- per convertible warrants (at premium of Rs. 61/-) the price as determined in accordance with Chapter V of SEBI (ICDR) Regulations, 2018 on a preferential basis to non-promoters in one or multiple tranches and on such terms and conditions and in such manner, as the Board may think fit and proper and in its absolute discretion.”

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The details of the proposed allottees and the maximum number of convertible warrants of the Company proposed to be allotted is set forth in the below table:

Sr. No.	Name of Proposed Allottee	Category	No of Proposed Convertible warrants into shares	Total Amount
1	Rajendra Chodankar	Non-Promoter	40,00,000	28,40,00,000.00
2	Ascentedge Advisors LLP	Non-Promoter	5,00,000	3,55,00,000.00
3	Atul Chauhan HUF	Non-Promoter	1,00,000	71,00,000.00
4	Leena Sachin Shetty	Non-Promoter	4,00,000	2,80,00,000.00
5	Sachin Shetty	Non-Promoter	50,000	35,00,000.00
6	Rizwana Nagarkar	Non-Promoter	1,00,000	71,00,000.00
7	Mahadev Karbhari Bangar	Non-Promoter	1,00,000	71,00,000.00
8	Singhvi Heritage LLP	Non-Promoter	50,000	35,50,000.00
	Total		53,00,000	37,63,00,000.00

RESOLVED FURTHER THAT the “Relevant Date” for the purpose of determination of the floor price of the convertible warrants into 53,00,000 equity shares of face value of Rs 10/- to be issued and allotted as above as per ICDR Regulations and other applicable laws is Saturday, 10th May, 2025, being the date, which is 30 days prior to the date of Extra-ordinary General meeting to be held on Monday, 9th June, 2025.

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, 53,00,000 convertible warrants into 53,00,000 equity shares of face value of Rs 10/- each, fully paid up, for cash, at a price 71/- per share (including premium of Rs. 61/-) as recomputed under the said Regulation to the person belongs to the non-promoter group.

RESOLVED FURTHER THAT the Convertible Equity Warrants shall be fully paid-up and listed on the Stock Exchanges and rank pari passu with the then existing Equity Shares of the Company in all aspects from the date of allotment (including with respect to entitlement to dividend and voting powers, other than any statutory lock-in under the SEBI ICDR Regulations), and shall be subject to the requirements of all applicable laws and the provisions of the Memorandum of Association and Articles of Association of the Company.”

RESOLVED FURTHER THAT (on the conversion of warrants into Equity Shares)

- (i) 100% of the preferential allotment consideration shall be payable on or before the date of the allotment of the Equity Shares;
- (i) The Equity Shares as may be offered, issued and allotted in accordance with the terms of the relevant offering, shall rank paripassu with the existing Equity Shares of the Company in all respects, including the payment of dividend, if any;

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- (ii) The Equity Shares shall be issued and allotted by the Company to the subscribers in dematerialized form within a period of 15 days from the date of passing of this Special resolution provided that where the issue and allotment of the said Equity Shares is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Central Government or the Stock Exchange, the issue and allotment shall be completed within a period of 15 days from the date of such approval;
- (iii) The Equity Shares to be offered, issued and allotted shall be subject to lock-in as provided under the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the Equity Shares so offered, issued and allotted will be listed on stock exchanges where the existing Equity shares of the Company are listed subject to the receipt of necessary regulatory permissions and approvals, as the case may be;
- (iv) The Equity shares so offered, issued and allotted to the above-mentioned persons are being issued for cash; and
- (v) The Equity shares so offered, issued and allotted shall not exceed the number of Equity shares as approved hereinabove.”

RESOLVED FURTHER THAT subject to the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws the Board be and is hereby authorised to decide and approve terms and conditions of the issue of the above-mentioned convertible warrants in to equity shares and to vary modify or alter the terms and conditions including size of the issue as it may deem expedient."

- Subject to regulation 163 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Board or the share allotment committee constituted there under shall allot not more than 53,00,000 convertible warrants into equity share of face value Rs. 10/- each at a issue price of 71/- each (including premium of Rs. 61/-);
- the convertible warrants into equity shares to be issued and allotted by the Company to the person mentioned herein above shall be in dematerialized form and within a period of 15 days from the date of passing of this resolution or in receipt of the in-principle approval from the Stock Exchanges or any other statutory permission, whichever is later.
- Where the issue and allotment of the said convertible warrants into Equity Shares be pending on account of pendency of any approval for such issue and allotment by any regulatory authority, Stock Exchange or the Central Government, the issue and allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized to do all such acts, matters, deeds and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, issuing clarifications on the offer, issue and allotment of the equity shares and listing of equity shares at the Stock Exchanges as per the terms and conditions of ICDR Regulations and other applicable Guidelines, Rules and Regulations, to execute the necessary

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documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries and advisors for the Preferential Issue), resolving all questions or doubt that may arise with respect to the offer, issue and allotment of convertible warrants into equity shares, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the shareholders of the Company and that the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws, the Board or the Committee constituted there under be and is hereby authorized to vary, modify or alter any of the relevant terms and conditions, including size of the preferential issue to the Investors, as may deem expedient.”

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board/ the Committee be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue or allotment of aforesaid convertible warrants into equity shares and listing of the equity shares to be allotted on preferential allotment basis with the stock exchange(s) as appropriate and to resolve and settle all questions and difficulties that may arise in relation to the proposed issue, offer and allotment of any of the said convertible warrants into Equity Shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, including without limitation, issuing clarifications on the offer, making any application etc., to the concerned regulatory authorities, including to the FIPB, issue and allotment of the above convertible warrants into equity shares, to execute necessary documents and enter into contracts, arrangements, other 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 further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.”

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolutions, including making necessary filings and applications etc., with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental and regulatory authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution.”

3. To consider and approve the increase in authorized share capital of the Company up to Rs. 84,00,00,000/- under section 61 of the Companies Act, 2013.

To consider and, if thought fit, to pass with or without modification(s), the following

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resolution as a Special Resolution:

“**RESOLVED THAT** in accordance with the provisions of Sections 13 and 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 84,00,00,000 (Eighty-Four Crore Only) divided into 84,00,000 (Eighty-Four Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V:

V. The Authorized Share Capital of the Company is INR 84,00,00,000 (Eighty-Four Crore Only) divided 84,00,000 (Eighty-Four Lakhs) equity shares of INR 10/- (Rupees Ten only) each.

“**RESOLVED FURTHER THAT** the Board of Directors (‘the Board’, which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other Officer of the Company.”

By order of the Board of Directors
for **The Indian Link Chain Manufacturers Limited**

Sd/-

Vishal Thakkar
Managing Director
DIN: 09798551

Place: Mumbai
Date: 13th May, 2025

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NOTES:

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 extended via General Circular No 09/2024 and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. As this EGM is being held through VC/OAVM and physical attendance of the Members has been dispensed with in line with the MCA Circulars and the SEBI Circulars, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
4. In accordance with the aforesaid MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail addresses for receiving the Notice. Members who have not registered their e-mail addresses are requested to register the same as per the process mentioned in the Notes.
5. The relevant Explanatory Statement pursuant to section 102 (1) of the Companies Act, 2013, in respect of Special Business given in the Notice of the Extra-Ordinary General Meeting (EGM) is annexed hereto and forms part of this notice.
6. The EGM Notice is being sent by e-mail to all the Members, whose name appears on the Register of Members/List of Beneficial Owners maintained by the Depositories as on cut-off date i.e. Friday, 2nd May, 2025 and who have registered their e-mail addresses in respect of electronic holdings with the Depositories through the concerned Depository Participants and in respect of physical holdings with the company's Registrar and Share Transfer Agent. Each Member's voting rights shall be in proportion to his/ her share of the Paid-Up Equity Share Capital of the company as on cut-off date, which will only be considered for voting.
7. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into

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an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.

9. For this purpose, the Company has appointed Ms. Rachana Maru Furia, proprietor of Rachana Maru Furia & Associates, Mumbai having Membership No. FCS- 11530 & Certificate of Practice No. 16210 as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
10. The scrutinizer shall within a period of not exceeding forty-eight hours from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make a scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or any person authorized by the Chairman.
11. The results of the e-voting along with the scrutinizer's report shall be placed on company's website at www.inlinch.com within two days of passing of the resolution at the EGM of the Company. The results will also be communicated to the stock exchange where the shares of the Company are listed.
12. The Company has engaged Central Depository Services Limited ("CDSL") as the agency to provide the remote e-voting and in EGM e-voting facility and the instructions for e-voting are provided as part of this Notice.
13. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-Off Date i.e., Monday, 2nd June, 2025.
14. Corporate Members intending to authorise their representatives to attend the EGM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution together with the respective specimen signatures of those representative(s) authorised under the said resolution to attend and vote on their behalf at the meeting.
15. The Members of the Company can join the EGM through VC/OAVM 15 minutes before and after the scheduled time of the commencement of the EGM. The facility of participation at the EGM through VC/OAVM will be made available to at least 1000 Members of the Company on first come first served basis. This will not include large Members (Members holding 2% or more shares of the Company), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of various Committees of the Company, Auditors etc. who are allowed to attend the EGM without any restriction.
16. The attendance of the Members at the EGM through VC/OAVM will be counted for the purpose of determining the quorum under Section 103 of the Act.
17. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.inlinch.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
18. The documents referred to in the Notice of the EGM are available for inspection

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GHATKOPAR NEW POST OFFICE MUMBAI-400086 PHONE :- 91-22-22661013 EMAIL :
inlinch@hotmail.com CIN No.: L47211MH1956PLC009882

electronically without any fee by the Members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an email to inlinch@hotmail.com.

19. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
20. Members who have not registered their e-mail ID's are requested to register their e-mail ID's with their respective Depository Participants (DPs). Alternatively, the members may also contact the R & T Agents at the email address rnt.helpdesk@in.mpms.mufg.com or the Company at the email address inlinch@hotmail.com to register their e-mail address (es) or changes therein, if any, at the earliest, to receive the future communication. Members are requested to quote their Client ID number with DP ID on all correspondence with the Company as the case may be. International Securities Identification Number given to your Company is INE359D01024.
21. Since the EGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
22. **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Friday, 6th June, 2025 at 9.00 a.m. and ends on Sunday, 8th June, 2025 at 5.00 p.m. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 2nd June, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 2nd June, 2025. The e-voting module shall be disabled by CDSL for voting thereafter.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (ii) 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.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) 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 CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that

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	<p>the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</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.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name 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.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.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.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e.</p>

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	<p>your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.

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- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

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- (viii) Click on the EVSN for the relevant “The Indian Link Chain Manufacturers Limited” on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the

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duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; inlinch@hotmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

23. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at inlinch@hotmail.com. The same will be replied by the company suitably.
8. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
9. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

24. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

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1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at inlinch@hotmail.com or RTA at nt.helpdesk@in.mpms.mufg.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE

Item No. 1: Preferential issue and allotment of 25,50,000 equity shares of face value of Rs. 10/- each of the Company to the Non-Promoter(s):

The Board of Directors of the Company in their meeting held on 13th May, 2025, approved raising of funds aggregating up to Rs. 18,10,50,000/- (Eighteen Crore Ten Lakhs Fifty Thousand Only) by way of issuance of up to 25,50,000 (Twenty-Five Fifty Thousand) equity shares of Rs. 10/- each ("Equity Shares") at an issue price of Rs. 71/- per Equity Share to the below proposed allottees of the Company (referred to as "the Proposed Allottees"), by way of a preferential issue through private placement offer, that they have agreed to subscribe to the proposed preferential issue and has confirmed its eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations").

Sr. No.	Name of Proposed Allottee	Category	No. of Proposed Equity Shares	Total Amount	% of Shareholding
1	Rajendra Chodankar	Non-Promoter	10,00,000	7,10,00,000	11.98%
2	Atul Chauhan HUF	Non-Promoter	2,00,000	1,42,00,000	2.40%
3	Leena Sachin Shetty	Non-Promoter	2,00,000	1,42,00,000	2.40%
4	Sachin Shetty	Non-Promoter	50,000	35,50,000	0.60%
5	Ankur Bansal	Non-Promoter	1,00,000	71,00,000	1.20%
6	Kalpana Jain	Non-Promoter	1,00,000	71,00,000	1.20%
7	Vivek Gaur	Non-Promoter	1,00,000	71,00,000	1.20%
8	Ashok Kumar Agarwal	Non-Promoter	1,00,000	71,00,000	1.20%
9	Cheeni Estate LLP	Non-Promoter	1,00,000	71,00,000	1.20%
10	TINI Estate LLP	Non-Promoter	50,000	35,50,000	0.60%

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11	Vishal Raiyani	Non-Promoter	50,000	35,50,000	0.60%
12	Manish Hetram Bansal	Non-Promoter	50,000	35,50,000	0.60%
13	Singhvi Heritage LLP	Non-Promoter	50,000	35,50,000	0.60%
14	Rambhau B HUF	Non-Promoter	1,50,000	1,06,50,000	1.80%
15	Mandakini B	Non-Promoter	1,25,000	88,75,000	1.50%
16	Ingenius Investment Advisors LLP	Non-Promoter	1,25,000	88,75,000	1.50%
	Total		25,50,000	18,10,50,000.00	

As per the provisions of Section 42 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company offering or making an invitation to subscribe to Equity Shares on preferential basis is required to obtain approval from Board of Directors of the Company (the same was approved by the Board of Directors of your Company on 13th May, 2025 and it is required to obtain the prior approval of the Shareholders by way of a Special Resolution.

As per the provisions of Section 62 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 a company is required to obtain the prior approval of the Shareholders by way of a Special Resolution to offering, issue and allot up to 25,50,000 (Twenty-Five Fifty Thousand) equity shares of face value of Rs. 10 (Rupees Ten Only) each at an issue price of Rs. 71/- (Rupees Seventy One Only) each including premium of Rs. 61/- per share (Rupees Sixty One Only) on preferential basis for cash aggregating to Rs. 18,10,50,000/- (Eighteen Crore Ten Lakhs Fifty Thousand Only).

None of the Promoters or Promoters Group, Directors and Key Managerial Personnel and their relatives in any way concerned or interested financially or otherwise in the resolutions except as mentioned above.

The Board of Directors recommends the resolution as set out at Item No. 1 for approval of the members as Special resolution.

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Disclosures as per Regulation 163(1) of The Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, read with the explanations under Section 102 of the Companies Act, 2013 for item No.1 & 2:

1. The Company confirms the compliance of regulation 160 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
2. **Objects of the issue:**
 - (i) **Preferential allotment for cash: Issue of Equity Shares and convertible warrants on preferential basis**
 - a) For expansion and development of business operations of the Company and for the purpose of meeting its working capital requirements and any other purpose related to the business expansion.
 - b) General Corporate purposes to support the Businesses of the Company.
 - c) To invest in the New Projects by taking over any company, LLP or other body corporates dealing in the same industry/sector and investments in subsidiaries and Joint Ventures
3. **Maximum number of specified securities to be issued and price of the equity share:**

(i) Preferential allotment of equity shares for cash:

The resolution set out in the accompanying notice authorizes the Board to offer, issue and allot up to 25,50,000 (Twenty-Five Fifty Thousand) equity shares of face value of Rs. 10 (Rupees Ten Only) each at an issue price of Rs. 71/- (Rupees Seventy One Only) each including premium of Rs. 61/- per share (Rupees Sixty-One Only) on preferential basis for cash aggregating to Rs. 18,10,50,000/- (Eighteen Crore Ten Lakhs Fifty Thousand Only) on preferential basis.

(ii) Preferential allotment of convertible warrants for cash:

The resolution set out in the accompanying notice authorizes the Board to offer, issue and allot up to 53,00,000 (Fifty-Three Lakhs) convertible warrants of face value of Rs. 10 (Rupees Ten Only) each at an issue price of Rs. 71/- (Rupees Seventy One Only) each including premium of Rs. 61/- per convertible warrants (Rupees Sixty One Only) on preferential basis for cash aggregating to Rs. 37,63,00,000 (Thirty-Seven Crore Sixty-Three Lakh Only) on preferential basis.

The Warrants will be converted into equity shares within 18 months of its subscription.

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4. As per Regulation 161 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 the relevant date is Saturday, 10th May, 2025.

5. Basis on which the price has been arrived at along with report of the Registered Valuer:

Pricing:

As the shares of the company are in not-frequently traded. The Valuation of per share was determined by the company taking into account the valuation parameters prescribed under Regulation 165 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

(i) Independent Registered valuer's Certificate:

The issue price of the Equity Shares has been fixed at a higher price determined under the Valuation Report issued by CS Rushabh Narendra Doshi (Reg. No. IBBI/RV/03/2022/15050) the Registered Valuer and the price of the Equity Shares is calculated in accordance with the provisions of SEBI ICDR Regulations. Valuation report issued by registered valuer is also available on the website of the Company at www.inlinch.com.

The Registered Independent Valuer – CS Rushabh Narendra Doshi (Reg. No. IBBI/RV/03/2022/15050) having office at R. No. 19, 3rd Floor, Om Sai Pooja, Nehru Rd, Dombivli (East), Mumbai - 421201 has issued Valuation Report on 13th May, 2025.

Based on the Valuations provided by the above said valuer, the Board has decided the price of equity shares and convertible warrants to be issued at Rs. 71/- including a premium of Rs. 61/- per equity share of face value of Rs.10/- each in accordance with provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Company is issuing Equity shares and convertible warrants to identified persons on preferential basis for cash consideration, and in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Considering the valuation report, the Board of directors of the Company has approved and passed the resolution for issue of 25,50,000 (Twenty-Five Lakhs Fifty Thousand) equity shares and 53,00,000 convertible warrants into Equity share of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 71/- (Rupees Seventy One Only) each including premium of Rs. 61/- (Rupees Sixty One only) of face value of Rs.10/- each on preferential basis.

6. Relevant date with reference to which the price has been arrived at:

The relevant date in terms of Regulation 161(a) of the SEBI (Issue of Capital and Disclosure

THE INDIAN LINK CHAIN MANUFACTURERS LIMITED

REGD OFFICE : OFFICE NO. 2, CHANDRA NIWAS HIRACHAND DESAI ROAD GHATKOPAR WEST, OPP.
GHATKOPAR NEW POST OFFICE MUMBAI-400086 PHONE :- 91-22-22661013 EMAIL :
inlinch@hotmail.com CIN No.: L47211MH1956PLC009882

Requirements) Regulations, 2018 for determining the price of Equity share with reference to the proposed allotment is Saturday, 10th May, 2025 which is 30 days prior to the date of Extraordinary General meeting to be held on Monday, 9th June, 2025.

7. The class or classes of persons to whom the allotment is proposed to be made:

The Company is offering existing class of Equity Shares of face value Rs. 10/- each to subscribe through preferential allotment to the non-promoters by way of equity shares and convertible warrants.

8. Intention of Promoters, Directors or Key Managerial Personnel to subscribe to the offer:

None of the Promoters, Directors or Key Managerial Personnel has shown their intention to subscribe to the present preferential allotment.

9. Shareholding pattern before and after preferential issue (including equity shares as well as convertible warrants for cash assuming conversion into equity shares would be as follows:

Sr. No.	Category	Pre issue holding details		Post issue holding details	
		Total No shares	% of Shares	Total No shares	% of Shares
A	Promoters and Promoters Group	2,76,990	55.40	2,76,990	3.32
B	Public	2,23,010	44.60	80,73,010	96.68
	Total (A+B)	5,00,000	100.00	83,50,000	100.00
C	Custodian	-	-	-	-
	GRAND TOTAL (A+B+C)	5,00,000	100.00	83,50,000	100.00

10. The change in control if any in the company that would occur consequent to the preferential offer:

Mr. Rajendra Chodankar through this preferential allotment of shares shall become the Promoter of the Company subject the completion of the open offer under SEBI (SAST) Regulations, 2011 read with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and till such time Rajendra Chodankar will continue and classified as part of the non-promoter of the company.

Accordingly, Mr. Rajendra Chodankar in compliance with regulation 3 & 4 of the SEBI

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(SAST) Regulations, 2011 given an open offer which is presently pending for completion before the regulator SEBI. There will be change in control post completion of the open offer.

11) The Proposed time within which the allotment shall be completed:

Pursuant to the SEBI (ICDR) Regulations, the equity shares shall be issued and allotted by the Company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the said equity shares is pending on account of pendency of any regulatory approval, then such issue and allotment shall be completed within a period of Fifteen (15) days from the date of receipt of last of such approvals.

12) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues:

Sr. no	Name of the Proposed Allottee	PAN/Passport in case of NRI OR Foreign national of ultimate beneficial owner	Ultimate Beneficial Owner	Category	Pre-Issue Holding & (%)		*No of equity shares/ Convertible Warrants on conversion to be allotted		Post-Issue Holding & (%)	
					Shareholding	% of Holding	Equity	Convertible Warrants	Shareholding	% of Holding
1	Rajendra Chodankar	AAFPC2966E	Rajendra Chodankar	Non - Promoter	-	-	100000	400000	500000	59.88
2	Atul Chauhan HUF	AAHHA5914L	Atul Chauhan	Non - Promoter	-	-	200000	100000	300000	3.59
3	Leena Sachin Shetty	CIBPS3138Q	Leena Sachin Shetty	Non - Promoter	-	-	200000	400000	600000	7.19
4	Sachin Shetty	BLVPS8380L	Sachin Shetty	Non - Promoter	-	-	50000	50000	100000	1.20
5	Ankur Bansal	AFOPB3666C	Ankur Bansal	Non - Promoter	-	-	100000	0	100000	1.20
6	Kalpana Jain	AAWPJ1089L	Kalpana Jain	Non - Promoter	-	-	100000	0	100000	1.20
7	Vivek Gaur	ABVPG5592K	Vivek Gaur	Non - Promoter	-	-	100000	0	100000	1.20
8	Ashok Kumar Agarwal	AIEPA7604A	Ashok Kumar Agarwal	Non - Promoter	-	-	100000	0	100000	1.20
9	Cheeni Estate LLP	AANFC1817E	Pawan Kumar Kejriwal	Non - Promoter	-	-	100000	0	100000	1.20

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10	TINI Estate LLP	AANFT390 0H	Santosh Kumar Kejriwal	Non - Promoter	-	-	50000	0	50000	0.60
11	Vishal Raiyani	AGGPR336 0J	Vishal Raiyani	Non - Promoter	-	-	50000	0	50000	0.60
12	Manish Hetram Bansal	ABXPB032 1P	Manish Hetram Bansal	Non - Promoter	-	-	50000	0	50000	0.60
13	Singhvi Heritage LLP	ADQFS092 2G	Dharmichand Sunil Kumar	Non - Promoter	-	-	50000	50000	100000	1.20
14	Rambhau B HUF	AAJHR9515 E	Rambhau B	Non - Promoter	-	-	150000	0	150000	1.80
15	Mandakini B	AHHPB456 9M	Mandakini B	Non - Promoter	-	-	125000	0	125000	1.50
16	Rizwana Nagarkar	BATPN939 4Q	Rizwana Nagarkar	Non - Promoter	-	-	0	100000	100000	1.20
17	Ascentedge Advisors LLP	ACEFA462 3K	Harsh Suresh Jain	Non - Promoter	-	-	0	500000	500000	5.99
18	Mahadev Karbhari Bangar	APAPB9178 B	Mahadev Karbhari Bangar	Non - Promoter	-	-	0	100000	100000	1.20
19	Ingenius Investment Advisors LLP	AAJFI5710 N	Babulal Bhawalal Kharwad	Non - Promoter	-	-	125000	0	125000	1.50

* assuming convertible warrants are converted into equity shares

a) As per regulation 162 of the SEBI ICDR Regulations, 2018, the tenure of the convertible warrants of the issuer shall not exceed eighteen months from the date of their allotment.

b) Ultimate beneficial owners of the Body Corporates complied as per Regulation 163(1)(f) of ICDR Regulations, 2018 and SEBI Circular CIR/MIRSD/2/2013 dated January 24, 2013.

13) **The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:** Not Applicable. The Company has not made any preferential issue of securities during the current year. There were no pending warrants for conversion into any equity shares.

14) **Disclosure as specified under Regulation 163(1)(i) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:** Disclosure is not applicable in the present case as neither the company nor its promoters / directors are wilful defaulters.

15) **Pari Passu terms of Issue of the Equity Shares if any:** The Equity Shares allotted in terms of this resolution shall rank pari-passu with the existing equity shares of the Company in all respects.

16) **Lock-in period and restrictions on transferability Regulation 167 of SEBI (ICDR) Regulation, 2018:**

The Equity shares allotted on a preferential basis to persons other than the promoters and

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promoter group and the equity shares allotted issued on preferential basis to such persons shall be locked-in for a period of Six Months from the date of trading approval.

As per Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

17) The Current and Proposed Status of the allottee (s) post the preferential issues are as under:

Sr. No.	Name of Proposed Allottee	Current Status of proposed allottee	Proposed Status of allottees
1	*Rajendra Chodankar	Non-Promoter	Non-Promoter
2	Ingenius Investment Advisors LLP	Non-Promoter	Non-Promoter
3	Atul Chauhan HUF	Non-Promoter	Non-Promoter
4	Leena Sachin Shetty	Non-Promoter	Non-Promoter
5	Sachin Shetty	Non-Promoter	Non-Promoter
6	Ankur Bansal	Non-Promoter	Non-Promoter
7	Kalpana Jain	Non-Promoter	Non-Promoter
8	Vivek Gaur	Non-Promoter	Non-Promoter
9	Ashok Kumar Agarwal	Non-Promoter	Non-Promoter
10	Cheeni Estate LLP	Non-Promoter	Non-Promoter
11	TINI Estate LLP	Non-Promoter	Non-Promoter
12	Vishal Raiyani	Non-Promoter	Non-Promoter
13	Manish Hetram Bansal	Non-Promoter	Non-Promoter
14	Singhvi Heritage LLP	Non-Promoter	Non-Promoter
15	Rambhau Bharambe HUF	Non-Promoter	Non-Promoter
16	Mandakini Rambhau Bharambe	Non-Promoter	Non-Promoter
17	Rizwana Nagarkar	Non-Promoter	Non-Promoter
18	Ascentedge Advisors LLP	Non-Promoter	Non-Promoter
19	Mahadev Karbhari Bangar	Non-Promoter	Non-Promoter

**subject the completion of the open offer under SEBI (SAST) Regulations, 2011 read with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and till such time Rajendra Chodankar will continue and classified as part of the non-promoter of the company.*

18) Practicing Company Secretary's Certificate

The certificate from Mr. Hemang Satra & Associates, Company Secretaries (ACS No. 54476

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and COP 24235) certifying that the Preferential Allotment is being made in accordance with the requirements of Chapter V of the SEBI (ICDR) Regulations has been obtained and the same shall be available for inspection at our website at www.inlinch.com.

19) Particulars of the offer including date of passing of Board resolution and Kinds of securities offered and the price at which security is being offered:

- i. Date of passing of board resolution is 13th May, 2025.
- ii. Preferential allotment for cash:

The resolution set out in the accompanying notice authorizes the Board to offer, issue and allot up to 25,50,000 (Twenty Five Lakh Fifty Thousand) equity shares and 53,00,000 convertible warrants into equity shares of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 71/- (Rupees Seventy One Only) each including premium of Rs. 61/- (Rupees Sixty One only) of face value of Rs.10/- each on preferential basis.

The Company will issue equity shares of face value Rs.10/- each identical with the existing issued share capital.

- 20) The company has obtained the Permanent Account Number and demat number of the proposed allottees and confirmation that shares can be credited to their demat accounts. The Pre-holdings of all the proposed allottees are in demat mode.
- 21) The Company has obtained a declaration from the proposed allottees that they have not sold any shares during 90 days preceding the relevant date and also not willful defaulters or their any prohibition to subscribe the shares.
- 22) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer: This is not applicable in the present case since the Company being a listed Company, the pricing is in terms of the SEBI (ICDR) Regulations. Further, the proposed allotment is for cash consideration.

23) Principal terms of assets charged as securities:

Not applicable.

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24) Undertakings:

- a) None of the Company, its Promoters and Directors is declared as wilful defaulter or fraudulent borrowers by Reserve Bank of India and also not declared as fugitive economic offender.
- b) The Company is eligible to make the Preferential Allotment to Proposed Allottee under Chapter V of SEBI (ICDR) Regulations, 2018.
- c) the issuer shall re-compute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018 where it is required to do so;
- d) The Company hereby undertakes that it shall re-compute the price of the Equity Shares in terms of the provisions of the SEBI (ICDR) Regulations where it is required to do so, until the amount so payable is not paid within the time stipulated under SEBI (ICDR) Regulations, the Equity Shares shall continue to be locked in till the time such amount is paid by the proposed allottees.
- e) The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- f) The company shall comply with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid up capital in the hands of the public, post allotment of shares under proposed preferential allotment.

25) Approval under the Companies Act:

Section 62 of the Companies Act, 2013 provides inter-alia, that when it is proposed to increase the issued capital of a company by allotment of further shares or specified securities etc., such further shares/specified securities shall be offered to the existing member(s) of the company in the manner laid down in the section unless the Members in general meeting decide otherwise bypassing a Special Resolution. Therefore, the consent of the shareholders is being sought pursuant to the provisions of section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI (ICDR) Regulations and the provisions of the Listing Regulation with the Stock Exchange(s) for authorizing the Board to offer, issue and allot equity shares/specified securities as stated in the resolution, which would result in a further issuance of securities of the Company to the promoters on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

The relevant documents would be available for inspection without any fee by the members at the registered office of the Company during normal business hours on any working day between 11 a.m. to 1 p.m. from Monday to Friday till the date of Extra-Ordinary General Meeting of the members.

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The Board of Directors recommends the resolution as set out at Item No.1 & 2 for approval of the members as Special resolutions.

Item No. 2: Preferential issue and allotment of 53,00,000 Convertible Warrants into 53,00,000 Equity Shares of Face Value of Rs. 10/- each of the Company to Non-Promoter(s):

The Board of Directors of the Company in their meeting held on 13th May, 2025, approved raising of funds aggregating up Rs. 37,63,00,000/- (Thirty-Seven Crore Sixty-Three Lakhs Only) by way of issuance of up to 53,00,000 (Fifty-Three Lakhs) convertible warrants of face value of Rs. 10 (Rupees Ten Only) each at an issue price of Rs. 71/- (Rupees Seventy One Only) each including premium of Rs. 61/- per warrants (Rupees Sixty One Only) on preferential basis to the below proposed allottees of the Company (referred to as “the Proposed Allottees”), by way of a preferential issue through private placement offer, that they have agreed to subscribe to the proposed preferential issue and has confirmed its eligibility in terms of Regulation 159 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “ICDR Regulations”).

Sr. No.	Name of Proposed Allottee	Category	No of Proposed Convertible warrants into shares	Total Amount
1	Rajendra Chodankar	Non-Promoter	40,00,000	28,40,00,000.00
2	Ascentedge Advisors LLP	Non-Promoter	5,00,000	3,55,00,000.00
3	Atul Chauhan HUF	Non-Promoter	1,00,000	71,00,000.00
4	Leena Sachin Shetty	Non-Promoter	4,00,000	2,84,00,000.00
5	Sachin Shetty	Non-Promoter	50,000	35,50,000.00
6	Rizwana Nagarkar	Non-Promoter	1,00,000	71,00,000.00
7	Mahadev Karbhari Bangar	Non-Promoter	1,00,000	71,00,000.00
8	Singhvi Heritage LLP	Non-Promoter	50,000	35,50,000.00
	Total		53,00,000	37,63,00,000.00

As per the provisions of Section 42 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company offering or making an invitation to subscribe to Equity Shares on preferential basis is required to obtain approval from Board of Directors of the Company (the same was approved by the Board of Directors of your Company on 13th May, 2025 and it is required to obtain the prior approval of the Shareholders by way of a Special Resolution.

As per the provisions of Section 62 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 a company is required to obtain the prior approval of the Shareholders by way of a Special Resolution to offering, issue and allot up to 53,00,000 (Fifty-Three Lakh) convertible warrants of face value of Rs. 10 (Rupees Ten Only) each at an issue price of Rs. 71/- (Rupees Seventy One Only) each including premium

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of Rs. 61/- per share (Rupees Sixty One Only) on preferential basis for cash aggregating to Rs. 37,63,00,000/- (Rupees Thirty-Seven Crore Sixty-Three Lakhs Only).

None of the Promoters or Promoters Group, Directors and Key Managerial Personnel and their relatives in any way concerned or interested financially or otherwise in the resolutions except as mentioned above.

The relevant disclosures as per Regulation 163(1) of The Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, read with the explanations under Section 102 of the Companies Act, 2013 is provided at the explanatory statement at Item No.1.

The Board of Directors recommends the resolution as set out at Item No. 2 for approval of the members as Special resolution.

Item No. 3: To consider and approve the increase in authorized share capital of the Company up to Rs. 84,00,00,000/- under section 61 of the Companies Act, 2013.

The present Authorised Share Capital of the Company is Rs. 1,00,00,000 (Rupees One Crore Only) comprising of 10,00,000 (Ten Lakh) Equity Shares of Rs.10/- each. Considering the increased fund requirements of the Company and above stated plan in item No. 1 and 2, the Board at its Meeting held on 13th May, 2025, had accorded its approval for increasing the Authorised Share Capital from Rs. 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 84,00,00,000 (Eighty-Four Crore Only) divided into 84,00,000 (Eighty-Four Lakhs) equity shares of Rs. 10/- (Rupees Ten only), subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 84,00,00,000 (Eighty-Four Crore Only) divided into 84,00,000 (Eighty-Four Lakhs) equity shares of Rs. 10/- (Rupees Ten only) equity shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

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The Board of Directors recommends the resolution as set out at Item No. 3 for approval of the members as Special resolution.

By order of the Board of Directors
for **The Indian Link Chain Manufacturers Limited**

Place: Mumbai
Date: 13th May, 2025

Sd/-
Vishal Thakkar
Managing Director
DIN: 09798551