



C P S SHAPERS LIMITED

(Formerly known as CPS Shapers Private Limited)

CIN: L18109MH2012PLC231749

201-204 2nd Floor Swamini Industrial Estate No.3,

Opp. Varun Industries, Nanal Nagar, Waliv,

Vasai East, Thane 401 208, Maharashtra, India.

Tel: 0250 2451001/2, 3246049 | Fax: 0250 2451004.

Email: cs@dermawear.co.in | Website: www.cpsshapersltd.com

**CORRIGENDUM TO THE NOTICE OF THE EXTRA ORDINARY GENERAL MEETING TO BE HELD ON
THURSDAY DECEMBER 26, 2024 AT 04:00 P.M.**

Corrigendum to the Notice of the Extra Ordinary General Meeting (EGM) of the Members of C P S Shapers Limited to be held on Thursday, December 26, 2024 (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

CPS Shapers Limited (the "Company") has issued a Notice of Extraordinary General Meeting dated December 02, 2024 ("EGM Notice") for convening an Extraordinary General Meeting of the members of the Company, which is scheduled to be held on Thursday, December 26, 2024 at 04:00 P.M IST, through Video Conferencing/ Other Audio-Visual Means ("OAVM"). The EGM Notice has been dispatched to the shareholders of the Company on December 04, 2024 in due compliance with the provisions of the Companies Act, 2013 read with the relevant rules made thereunder. Pursuant to the requirements of Regulation 28(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had filed application for obtaining in-principle approval of Emerge Platform of National Stock Exchange of India Limited ("NSE Emerge") for the proposed preferential issue of equity shares of the Company, as set out in Item No. 1 of the EGM Notice, along with the explanatory statement thereto (collectively, the "Preferential Issue"). The NSE, *vide* its letter dated December 11, 2024, directed the Company, to rectify the Relevant Date and Minimum Issue Price, in respect of the Preferential Issue, by way of a corrigendum to the EGM Notice. Accordingly, this Corrigendum is being issued in continuation to the EGM Notice dated December 02, 2024, together with the explanatory statement thereof and this Corrigendum shall be deemed to be an integral part of the original Notice dated December 02, 2024. Pursuant to this Corrigendum, the members of the Company are hereby informed and requested to note that:

For better clarity and understanding, in the Notice of EGM relating to Item No. 1 (To approve the issuance of equity shares to the proposed allottees on preferential basis) shall be replaced and read in the manner set out below:

• Paragraph 2 of the Resolution Stated in Item No. 1 of EGM Notice –

Existing

RESOLVED FURTHER THAT in terms of the provisions of ICDR Regulations, the "Relevant Date" for the purpose of determination of minimum price for the issue and allotment of Equity Shares as mentioned above shall be Monday, 25th November, 2024, being the date 30 (thirty) days prior to the date of this Extraordinary General Meeting scheduled to be held on Thursday, 26th December 2024.

Revised

RESOLVED FURTHER THAT in terms of the provisions of ICDR Regulations, the "Relevant Date" for the purpose of determination of minimum price for the issue and allotment of Equity Shares as mentioned above shall be Tuesday, 26th November, 2024, being the date 30 (thirty) days prior to the date of this Extraordinary General Meeting scheduled to be held on Thursday, 26th December 2024.

For better clarity and understanding, in the explanatory statement relating to Item No. 1 of the EGM Notice (To approve the issuance of equity shares to the proposed allottees on preferential basis) of the said explanatory statement shall be replaced and read in the manner set out below:

• Point No iv (Relevant Date) –

Existing

The "Relevant Date" as per SEBI ICDR Regulations for the determination of the minimum price for Equity Shares to be issued is fixed as Monday, 25th November 2024, i.e. 30 (Thirty) days prior to the date of this Extraordinary General Meeting which is scheduled to be held on Thursday, 26th December 2024

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Tel: 0250 2451001/2, 3246049 | **Fax:** 0250 2451004.**Email:** cs@dermawear.co.in | **Website:** www.cpsshapersltd.com**Revised**

The "Relevant Date" as per SEBI ICDR Regulations for the determination of the minimum price for Equity Shares to be issued is fixed as Tuesday, 26th November 2024, i.e. 30 (Thirty) days prior to the date of this Extraordinary General Meeting which is scheduled to be held on Thursday, 26th December 2024.

• Point No v (Basis or justification for the price (including the premium, if any) that has been arrived at).**Existing**

The Equity Shares of the Company are listed on the Emerge Platform of National Stock Exchange of India Limited. In accordance with Regulation 164(5) of the SEBI ICDR Regulations, for the purposes of computation of price per equity share, the shares of the Company are Frequently Traded.

Regulation 164 (1) of the SEBI ICDR Regulations prescribes the minimum price at which a preferential issue may be made. In accordance with Regulation 164(1), the minimum price of the shares shall be the higher of:

- a) the 90 trading days' volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; and
- b) the 10 trading days' volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date.

As per the above pricing formula, the minimum price at which the Equity Share shall be issued is ₹ 444.90 (Rupees Four Hundred and Forty Four Point Nine Zero Only) per Equity Share. The Company proposes to issue the Equity Share at an issue price of ₹ 450/- (Rupees Four Hundred and Fifty Only) (including premium of ₹ 440/-) per Equity Share, which is not less than the minimum price computed in accordance with Regulation 164(1) of the ICDR Regulations.

Revised

The Equity Shares of the Company are listed on the Emerge Platform of National Stock Exchange of India Limited. In accordance with Regulation 164(5) of the SEBI ICDR Regulations, for the purposes of computation of price per equity share, the shares of the Company are Frequently Traded.

Regulation 164 (1) of the SEBI ICDR Regulations prescribes the minimum price at which a preferential issue may be made. In accordance with Regulation 164(1), the minimum price of the shares shall be the higher of:

- a) the 90 trading days' volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; and
- b) the 10 trading days' volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date.

As per the above pricing formula, the minimum price at which the Equity Share shall be issued is ₹ 444.76 (Rupees Four Hundred and Forty Four Point Seventy Six Only) per Equity Share. The Company proposes to issue the Equity Share at an issue price of ₹ 450/- (Rupees Four Hundred and Fifty Only) (including premium of ₹ 440/-) per Equity Share, which is not less than the minimum price computed in accordance with Regulation 164(1) of the ICDR Regulations.

It is informed that wherever Relevant Date is written in the EGM Notice along with Explanatory Statement, It Shall be read as Tuesday, 26th November 2024 instead of Monday, 25th November 2024.

All other contents of the EGM Notice together with the Explanatory Statement, save and except as modified or supplemented by the Corrigendum, shall remain unchanged.

This Corrigendum shall form an integral part of the EGM Notice which has already been circulated to the shareholders of the Company. On and from the date hereof, the EGM Notice together with the explanatory statement thereto shall always be read in conjunction with this Corrigendum.

This corrigendum shall be sent to all the shareholders of the Company.



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The corrigendum is also placed on the website of the Company at www.cpsshapersltd.com and also will be published in the Newspaper edition of "The Financial Express" English newspaper and "Pratahkal" Marathi newspaper.

**For CPS Shapers Limited
(Formerly known as CPS Shapers Private Limited)**

**Sd/-
Bhawna Kumar
Whole Time Director
DIN: 03587088**

**Date: 16th December, 2024
Place: Meerut**