HIMALAYAN
HELI SERVICES PVT LTD

Consent of Director for shorter notice

Date: 29.09.2024

To
The Board of Directors
HIMALAYAN HELI SERVICES PRIVATE LIMITED
104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062

I, Harsh Vardhan Sharma, Director of Himalayan Heli Services Private Limited, hereby gives consent, pursuant to applicable provisions of the Companies Act, 2013, to hold 11th (Eleventh) Board Meeting of financial year 2024-25, including the adjournment thereof, if any, of the Company on 30th September, 2024 at the registered office of the Company 104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062 shorter notice.

Thanking you
Yours Sincerely,
For Himalayan Heli Services Pvt. Ltd.

-------------------------- Director
Mr. Harsh Vardhan Sharma
Whole-time director
DIN: 00052879

HIMALAYAN
HELI SERVICES PVT LTD

Consent of Director for shorter notice

Date: 29.09.2024

To
The Board of Directors
HIMALAYAN HELI SERVICES PRIVATE LIMITED
104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062

I, Tsering Wangchuk Shamshu, Director of Himalayan Heli Services Private Limited, hereby gives consent, pursuant to applicable provisions of the Companies Act, 2013, to hold 11th (Eleventh) Board Meeting of financial year 2024-25, including the adjournment thereof, if any, of the Company on 30th September, 2024 at the registered office of the Company 104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062 shorter notice.

Thanking you
Yours Sincerely,
For Himalayan Heli Services Pvt. Ltd.

---------------------------- Director
Mr. Tsering Wangchuk Shamshu
Whole-time director
DIN: 00052931

Consent of Director for shorter notice

HIMALAYAN
HELI SERVICES PVT LTD

Date: 29.09.2024

To
The Board of Directors
HIMALAYAN HELI SERVICES PRIVATE LIMITED
104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062

I, Stanzin Losal Shamshu, Director of Himalayan Heli Services Private Limited, hereby gives consent, pursuant to applicable provisions of the Companies Act, 2013, to hold 11th (Eleventh) Board Meeting of financial year 2024-25, including the adjournment thereof, if any, of the Company on 30th September, 2024 at the registered office of the Company 104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062 shorter notice.

Thanking you
Yours Sincerely,
For Himalayan Heli Services Pvt. Ltd.

Director
Mr. Stanzin Losal Shamshu
Director
DIN: 09233614

HIMALAYAN
HELI SERVICES PVT LTD

Consent of Director for shorter notice

Date: 29.09.2024

To
The Board of Directors
HIMALAYAN HELI SERVICES PRIVATE LIMITED
104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062

I, Shreyansh Sharma, Director of Himalayan Heli Services Private Limited, hereby gives consent, pursuant to applicable provisions of the Companies Act, 2013, to hold 11th (Eleventh) Board Meeting of financial year 2024-25, including the adjournment thereof, if any, of the Company on 30th September, 2024 at the registered office of the Company 104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062 shorter notice.

Thanking you
Yours Sincerely,
For Himalayan Heli Services Pvt. Ltd.

Director

Mr. Shreyansh Sharma
Director
DIN: 09236856

ATTENDENCE SHEET OF THE DIRECTORS PRESENT AT THE (11/2024-2025) BOARD MEETING OF FINANCIAL YEAR 2024-25 OF THE COMPANY HELD ON MONDAY, 30TH DAY OF SEPTEMBER, 2024 AT 12:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY

S. No.	Name of the Director	Signature
1.	HARSH VARDHAN SHARMA DIN:- 00052879	
2.	TSERING WANGCHUK SHAMSHU DIN:- 00052931	
3.	STANZIN LOSAL SHAMSHU DIN:- 09233614	
4.	SHREYANSH SHARMA DIN:- 09236856	

HIMALAYAN
HELI SERVICES PVT LTD

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF HIMALAYAN HELI SERVICES PRIVATE LIMITED ("THE COMPANY") AT IT'S (11/2024-2025) MEETING OF FINANCIAL YEAR 2024-25 HELD AT A SHORTER NOTICE ON MONDAY, 30TH DAY OF SEPTEMBER, 2024 AT 12:00 P.M. AT 104, FIRST FLOOR M G BHAWAN-1, 7, LOCAL SHOPPING CENTRE, MADANGIR, SOUTH DELHI, NEW DELHI, DELHI, INDIA, 110062

ITEM NO.: - TO APPROVE THE ALLOTMENT OF 11,04,900 FULLY PAID-UP EQUITY SHARES ON PRIVATE PLACEMENT BASIS:

"**RESOLVED THAT** pursuant to the provisions of Section 42, Section 62 (1) (c) and other applicable provisions of the Companies Act, 2013 ("**the Act**"), read with the provisions of the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014, and in accordance with the provisions contained in the Memorandum of Association and Articles of Association of the Company, the consent of the Board of directors be is hereby accorded to allot **11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only)** Fully paid-up Equity Shares having Face Value of **INR 10 (Rupees Ten only)** each at a Premium of **Rs. 122 (Rupees One Hundred Twenty-Two only)** aggregating to **INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only)** in the Share Capital of the company to the following prospective investors on a private placement basis :-

SR. NO.	NAME OF THE INVESTOR	INVESTMENT AMOUNT	TOTAL NO. OF SHARES	SHARE PRICE
1	Finavenue Capital Trust - Finavenue Growth Fund	1,50,48,000	114000	132
2	Strategic Sixth Sense Capital Fund	2,04,46,800	154900	132
3	Capital Trade Links Limited	95,04,000	72000	132
4	Vaibhav Bhardwaj	13,20,000	10000	132
5	Rajesh Kumar Bansal	10,56,000	8000	132
6	"Izuz Consultancy Private Limited"	23,76,000	18000	132
7	Komal Bansal	17,16,000	13000	132
8	Naveen Garg	11,88,000	9000	132
9	Archit Garg	10,56,000	8000	132
10	Varun Gupta	15,84,000	12000	132
11	Prabodh Gupta HUF	10,56,000	8000	132
12	Saurabh Gupta	15,84,000	12000	132
13	Pawan Garg	10,56,000	8000	132
14	Himanshu Chawla	19,80,000	15000	132
15	Krishan Bansal	19,80,000	15000	132
16	Sonia Bansal	10,56,000	8000	132

17	Sunil Kumar Gupta	15,84,000	12000	132
18	Flightech Solutions Pvt Ltd	75,24,000	57000	132
19	Vivek Kumar Bhauka	10,56,000	8000	132
20	Sukant Arora HUF	19,80,000	15000	132
21	Kavita Jain	10,56,000	8000	132
22	Shree Shyam Investments (First Holder - Megha Bhuwania)	26,40,000	20000	132
23	Sanjay Kumar Bansal	14,52,000	11000	132
24	Saket Agarwal	21,12,000	16000	132
25	Shipra Aggarwal	7,92,000	6000	132
26	Ankita	7,92,000	6000	132
27	Mahesh Goel	46,20,000	35000	132
28	Prakashchandra Garg	10,56,000	8000	132
29	Greyhill Capital Private Limited	10,56,000	8000	132
30	Manisha Bansal	10,56,000	8000	132
31	Ankit Agrawal	19,80,000	15000	132
32	Parag Bharat Mehta	10,56,000	8000	132
33	Viney Equity Market LLP	3,76,20,000	285000	132
34	Amar H Patel HUF	23,76,000	18000	132
35	Chanakya Opportunities Fund I	48,84,000	37000	132
36	Ankit Aggarwal	10,56,000	8000	132
37	Ridhi Khurana	15,84,000	12000	132
38	Dinesh Sharma	5,28,000	4000	132
39	Rahul Kumar Goyal	3,96,000	3000	132
40	Aarti	5,28,000	4000	132
41	Rajiv Kumar	5,28,000	4000	132
42	Gulshan Kumar	5,28,000	4000	132
	Total	**14,58,46,800**	**11,04,900**	

RESOLVED FURTHER THAT the Equity Shares to be allotted shall rank pari-passu in all respect with the existing fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT the consent of the board be and is hereby accorded that the shares shall be credited in the demat account of the respective shareholders by the M/s Beetal Financial & Computer Services Pvt Ltd. (Registrar and transfer agent) within the stipulated time.

RESOLVED FURTHER THAT Mr. Harsh Vardhan Sharma, Whole-time Director of the Company and/or Mr. Tsering Wangchuk Shamshu, Whole-time Director, of the Company, be and are hereby severally/jointly authorised to sign, execute and do all necessary things to give effect to the above-mentioned Resolution, and also authorized to affix the digital signature certificate, including but not limited to the filing of the necessary form PAS-3 with the Registrar of Companies within 15 days from date of allotment.

RESOLVED FURTHER THAT the register of members of the Company be amended to reflect the issuance and allotment of the aforesaid shares on the date hereof and that any other entries, as necessary, be made in other relevant statutory registers, and that, in each case, the same be authenticated by any one of the directors of the Company or the Company Secretary of the Company and further that a certified extract of the amended register of members be delivered to the Investors."

For and on behalf of **Himalayan Heli Services Private Limited**

For Himalayan Heli Services Pvt. Ltd.

Director

Mr. Harsh Vardhan Sharma
(Whole-time Director)
DIN: 00052879

For Himalayan Heli Services Pvt. Ltd.

Director

Mr. Tsering Wangchuk Shamshu
(Whole-time Director)
DIN: 00052931

Date: 30/09/2024
Place: New Delhi

HIMALAYAN
HELI SERVICES PVT LTD

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF HIMALAYAN HELI SERVICES PRIVATE LIMITED ("THE COMPANY") IN THE 3RD EXTRA ORDINARY GENERAL MEETING OF FINANCIAL YEAR 2024-25 HELD AT A SHORTER NOTICE ON THURSDAY 12TH SEPTEMBER 2024 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 104, FIRST FLOOR M G BHAWAN-1, 7, LOCAL SHOPPING CENTRE, MADANGIR, SOUTH DELHI, NEW DELHI, DELHI, INDIA, 110062.

SPECIAL BUSINESS:

Item No. 1: TO OFFER AND ISSUE 11,04,900 EQUITY SHARES ON PRIVATE PLACEMENT BASIS:

To consider and if thought fit, to pass the following resolution as a Special resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 42, Section 62 (1) (c), Section 179(3)(c) and other applicable provisions of the Companies Act, 2013 ("**the Act**"), read with the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force), and in accordance with the provisions contained in the Memorandum of Association and Articles of Association of the Company, the consent of the members of the company be and is hereby accorded to offer and issue **11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only)** Fully paid-up Equity Shares having Face Value of **INR 10 (Rupees Ten only)** each at a Premium of **Rs. 122 (Rupees One Hundred Twenty-Two only)** aggregating to **INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only)** in the Share Capital of the to the persons identified by the Board in their Board Meeting held on 05.09.2024 on a private placement basis.

RESOLVED FURTHER THAT the Equity Shares to be issued shall rank pari-passu in all respect with the existing fully paid-up Equity Shares of the Company.

RESOLVED FURTHER THAT the draft valuation report received from the registered valuer as placed before the Board be and is hereby accepted and taken on record.

RESOLVED FURTHER THAT the monies to be received by the Company from the subscribers for application of the securities pursuant to this private placement shall be kept by the Company in a separate bank account and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

RESOLVED FURTHER THAT the draft of the private placement offer letter as recorded in Form PAS-4 in accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, along with other documents be and is hereby approved for issue of shares to the persons mentioned in the private placement offer letter.

RESOLVED FURTHER THAT Mr. Harsh Vardhan Sharma, Whole-time Director of the Company and/or Mr. Tsering Wangchuk Shamshu, Whole-time Director of the Company, be and are hereby severally/jointly authorized to sign Private Placement Offer Letter as recorded in Form PAS-4 and Record of Offer and to circulate the Private Placement Offer Letter to the aforementioned recorded investors as also recorded in form PAS - 5.

RESOLVED FURTHER THAT Mr. Harsh Vardhan Sharma, Whole-time Director of the Company and/or Mr. Tsering Wangchuk Shamshu, Whole-time Director of the Company, be and are hereby severally/jointly authorized to do all such acts, deeds and things necessary in order to give effect to the above resolution, including making all the e-filings with the Registrar of Companies, NCT of Delhi & Haryana as per Companies Act, 2013."

For and on behalf of **HIMALAYAN HELI SERVICES PRIVATE LIMITED**

For Himalayan Heli Services Pvt. Ltd.

Director

Mr. Harsh Vardhan Sharma
(Whole-time Director)
DIN: 00052879
C-1/45, First Floor Sector-36
Noida, Gautam Budh Nagar
Uttar Pradesh India
201301

For Himalayan Heli Services Pvt. Ltd.

Director

Mr. Tsering Wangchuk Shamshu
(Whole-time Director)
DIN: 00052931
C-3/150 SECTOR-36
Noida, Gautam Budh Nagar
Uttar Pradesh India
201301

Date: 12/09/2024
Place: New Delhi

Enclosed: - List of Allottees as Annexure A

Annexure A

SR. NO.	NAME OF THE INVESTOR	INVESTMENT AMOUNT	TOTAL NO. OF SHARES	SHARE PRICE
1	Finavenue Capital Trust - Finavenue Growth Fund	1,50,48,000	114000	132
2	Strategic Sixth Sense Capital Fund	2,04,46,800	154900	132
3	Capital Trade Links Limited	95,04,000	72000	132
4	Vaibhav Bhardwaj	13,20,000	10000	132
5	Rajesh Kumar Bansal	10,56,000	8000	132
6	"Izuz Consultancy Private Limited"	23,76,000	18000	132
7	Komal Bansal	17,16,000	13000	132
8	Naveen Garg	11,88,000	9000	132
9	Archit Garg	10,56,000	8000	132
10	Varun Gupta	15,84,000	12000	132
11	Prabodh Gupta HUF	10,56,000	8000	132
12	Saurabh Gupta	15,84,000	12000	132
13	Pawan Garg	10,56,000	8000	132
14	Himanshu Chawla	19,80,000	15000	132
15	Krishan Bansal	19,80,000	15000	132
16	Sonia Bansal	10,56,000	8000	132
17	Sunil Kumar Gupta	15,84,000	12000	132
18	Flightech Solutions Pvt Ltd	75,24,000	57000	132
19	Vivek Kumar Bhauka	10,56,000	8000	132
20	Sukant Arora HUF	19,80,000	15000	132
21	Kavita Jain	10,56,000	8000	132
22	Shree Shyam Investments (First Holder - Megha Bhuwania)	26,40,000	20000	132
23	Sanjay Kumar Bansal	14,52,000	11000	132
24	Saket Agarwal	21,12,000	16000	132
25	Shipra Aggarwal	7,92,000	6000	132
26	Ankita	7,92,000	6000	132
27	Mahesh Goel	46,20,000	35000	132

Himalayan Heli Services Pvt. Ltd. New Delhi

28	Prakashchandra Garg	10,56,000	8000	132
29	Greyhill Capital Private Limited	10,56,000	8000	132
30	Manisha Bansal	10,56,000	8000	132
31	Ankit Agrawal	19,80,000	15000	132
32	Parag Bharat Mehta	10,56,000	8000	132
33	Viney Equity Market LLP	3,76,20,000	285000	132
34	Amar H Patel HUF	23,76,000	18000	132
35	Chanakya Opportunities Fund I	48,84,000	37000	132
36	Ankit Aggarwal	10,56,000	8000	132
37	Ridhi Khurana	15,84,000	12000	132
38	Dinesh Sharma	5,28,000	4000	132
39	Rahul Kumar Goyal	3,96,000	3000	132
40	Aarti	5,28,000	4000	132
41	Rajiv Kumar	5,28,000	4000	132
42	Gulshan Kumar	5,28,000	4000	132
Total		14,58,46,800	11,04,900	

Himalayan Heli Services Pvt. Ltd.
New Delhi

ANNEXURE TO NOTICE

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

Item No. 1: TO OFFER AND ISSUE 11,04,900 EQUITY SHARES ON PRIVATE PLACEMENT BASIS:

The Board proposes to raise funds from few Investors, in order to undertake various projects to increase the growth of the Company. The Board proposes to offer and issue **11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only)** Fully paid-up Equity Shares having Face Value of **INR 10 (Rupees Ten only)** each at a Premium of **Rs. 122 (Rupees One Hundred Twenty-Two only)** aggregating to **INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only).**

The Company needs shareholders' approval through special resolution for authorizing the private placement offer.

The provisions of Companies Act, 2013 and the Rules prescribed there under require the approval of the members of the Company by way of a special resolution, for the issuance of Equity Shares by the Company. The material facts and information concerned with and relevant to the issue of such shares to enable the members understand the meaning, scope and implications of the items of business and to take decision thereon are listed herein below for their consideration in accordance with the Companies (Share Capital and Debentures) Rules, 2014:

THE ADDITIONAL INFORMATION AND DISCLOSURES FOR PRIVATE PLACEMENT OF SHARES AS PER RULE 13 OF THE COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014

1. The objects of the issue:

The Company is raising funds for the growth of the Company and to meet the needs of growing business of the company, including long term capital requirement for pursuing growth plans and for general corporate purposes.

2. The total number of Shares to be issued:

The Company is proposing to issue 11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only) Fully paid-up Equity Shares having Face Value of INR 10 (Rupees Ten only) each at a Premium of Rs. 122 (Rupees One Hundred Twenty-Two only) aggregating to INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only).

3. The price at which the allotment is proposed

The Company is issuing Equity Shares at a price of INR 132 including the Premium of INR 122 per share.

4. Basis on which the price has been arrived at

The price of the shares has been determined in accordance with the valuation report dated 10.09.2024 submitted by: -

Mr. Hitesh Jhamb
Registered Valuer
Regn. No.: IBBI/RV/11/2019/12355
Address: 116, L-1 Tower, First Floor, Cloud 9, Sector 1 Vaishali, UP- 201014.

New Delhi

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

The relevant date is as per the Valuation Report dated 31.03.2024.

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

Allotment to specific identified investor – Private Body corporates, Individuals and Alternative Investment Fund (AIF).

7. Intention of promoters, directors or key managerial personnel to subscribe to the offer
Not Applicable.

8. The proposed time within which the allotment shall be completed:
The allotment of the Shares shall be completed within 60 days from the date of receipt of the funds.

9. The names of the proposed Allottees and the percentage of post offer capital that may be held by them:
The names of the proposed Allottees and the percentage of post offer capital that may be held by them are attached herein as Annexure I.

10. The change in control, if any, in the company that would occur consequent to the offer
There will be no change in control that would occur in the Company consequent to Private Placement of equity shares except a dilution of promoters' shareholding by an aggregate of 9.95%. Further, there will be a change in percentage of control of the existing categories of shareholders as shown in the pre and post shareholding table below.

11. The number of persons to whom allotment on private placement basis have already been made during the year, in terms of number of securities as well as price
Not Applicable.

12. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.
Not applicable.

13. The Shareholding pattern of the company in the following format-

S. No.	Category	Pre-issue		Post-issue	
		No. of Equity Shares	**% on Fully diluted basis**	**No. of Equity Shares**	**% on Fully diluted basis**
A	Promoter's Holding				
1	Indian				
	Individual	16	0.00016	16	0.0001
	Bodies Corporate	99,99,980	99.9998	99,99,980	90.05
	Sub-Total	**99,99,996**	**99.99996**	**99,99,996**	**90.05**
2	Foreign Promoters	-	-	-	-

	Sub-Total (A)	**99,99,996**	**99.99996**	**99,99,996**	**90.05**
B	Non-Promoters Holding	-	-	-	-
1	Institutional Investors	-	-	3,05,900	2.75
2	Non-Institutional Investors	-	-	-	-
	Private Body Corporates	-	-	4,40,000	3.96
	Directors and Relatives	4	0.00004	4	0.00003
	Indian Public	-	-	-	-
	Other (including Non-Resident Indians (NRIs)	-	-	3,59,000	3.24
	Sub Total (B)	**4**	**0.00004**	**11,04,904**	**9.95**
	GRAND TOTAL	**1,00,00,000**	**100**	**1,11,04,900**	**100**

None of the Directors, Manager, Key Managerial Personnel of the Company and/or their relatives are interested in the above resolutions.

The proposed resolution is recommended for the consideration of and approval by the shareholders of the Company by passing special resolution in the meeting.

As required by Section 102(3) of the Companies Act, 2013, the documents with regard to the Private Placement shall be available for inspection at the Registered Office of the Company during business hours from 9:30 A.M. to 6:00 P.M.

THE ADDITIONAL INFORMATION AND DISCLOSURES FOR PRIVATE PLACEMENT OF SHARES AS PER RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014

(a) Particulars of the Offer Including Date of Passing of Board Resolution;

The Company is proposing to offer and issue 11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only) Fully paid-up Equity Shares having Face Value of INR 10 (Rupees Ten only) each at a Premium of Rs. 122 (Rupees One Hundred Twenty-Two only) aggregating to INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only). The date of Board Resolution for the approval of the above said issue is made on 05-09-2024.

(b) Kinds of Securities Offered and the Price at which Security is being offered:

The Company is intending to offer and issue 11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only) Fully paid-up Equity Shares having Face Value of INR 10 (Rupees Ten only) each at a Premium of Rs. 122 (Rupees One Hundred Twenty-Two only) aggregating to INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only)

(c) Basis or Justification for the Price (Including Premium, if any) at which the Offer or Invitation is being made;

New Delhi

The price at which the issuance of the shares as mentioned above has been determined is on the basis of the Registered Valuers' Valuation Report dated 10.09.2024 submitted by Mr. Hitesh Jhamb.

(d) Name and Address of Valuer who Performed Valuation;

Mr. Hitesh Jhamb
Registered Valuer
Regn. No.: IBBI/RV/11/2019/12355
Address: 116, L-1 Tower, First Floor, Cloud 9, Sector 1 Vaishali, UP- 201014.

(e) Amount which the Company Intends to raise by way of such Securities;

Aggregating to INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only) by offer and issue of 11,04,900 (Eleven Lakhs Four Thousand Nine Hundred only) Fully paid-up Equity Shares having Face Value of INR 10 (Rupees Ten only) each at a Premium of Rs. 122 (Rupees One Hundred Twenty-Two only) each aggregating to INR 14,58,46,800/- (Rupees Fourteen Crores Fifty-Eight Lakhs Forty-Six Thousand Eight Hundred only).

On Behalf of Board of Directors
For HIMALAYAN HELI SERVICES PRIVATE LIMITED

For Himalayan Heli Services Pvt. Ltd.

Director

Mr. Harsh Vardhan Sharma
(Whole-time Director)
DIN: 00052879
Add: C-1/45, First Floor Sector-36
Noida, Gautam Budh Nagar
Uttar Pradesh India

Date: 05.09.2024
Place: New Delhi

HIMALAYAN
HELI SERVICES PVT LTD

Annexure-I

The names of the proposed Allottees and the percentage of post private placement capital that may be held by them:

S. No.	INVESTOR	Percentage Of Post Offer Capital That May Be Held By Them	No. of shares
1.	Finavenue Capital Trust - Finavenue Growth Fund	1.02%	114000
2.	Strategic Sixth Sense Capital Fund	1.39%	154900
3.	Capital Trade Links Limited	0.64%	72000
4.	Vaibhav Bhardwaj	0.09%	10000
5.	Rajesh Kumar Bansal	0.07%	8000
6.	Izuz Consultancy Private Limited	0.16%	18000
7.	Komal Bansal	0.11%	13000
8.	Naveen Garg	0.08%	9000
9.	Archit Garg	0.07%	8000
10.	Varun Gupta	0.10%	12000
11.	Prabodh Gupta HUF	0.07%	8000
12.	Saurabh Gupta	0.10%	12000
13.	Pawan Garg	0.07%	8000
14.	Himanshu Chawla	0.13%	15000
15.	Krishan Bansal	0.13%	15000
16.	Sonia Bansal	0.07%	8000
17.	Sunil Kumar Gupta	0.10%	12000
18.	Flightech Solutions Pvt Ltd	0.51%	57000
19.	Vivek Kumar Bhauka	0.07%	8000
20.	Sukant Arora HUF	0.13%	15000
21.	Kavita Jain	0.07%	8000
22.	Shree Shyam Investments (First Holder - Megha Bhuwania)	0.18%	20000
23.	Sanjay Kumar Bansal	0.09%	11000
24.	Saket Agarwal	0.14%	16000
25.	Shipra Aggarwal	0.05%	6000

Himalayan Heli Services Pvt. Ltd.
(An ISO 9001:2015 Certified Company)
104, 7 L.S.C., Madangir, New Delhi-110062
Tel : 91-11-4164-9358/59/60, **Fax :** 91-11-41649357
E-mail : info@himalayanheli.com **Website :** www.himalayanheli.com
CIN : U63040DL1998PTC094836

26.	Ankita	0.05%	6000
27.	Mahesh Goel	0.31%	35000
28.	Prakashchandra Garg	0.07%	8000
29.	Greyhill Capital Private Limited	0.07%	8000
30.	Manisha Bansal	0.07%	8000
31.	Ankit Agrawal	0.13%	15000
32.	Parag Bharat Mehta	0.07%	8000
33.	Viney Equity Market LLP	2.56%	285000
34	Amar H Patel HUF	0.16%	18000
35	Chanakya Opportunities Fund I	0.33%	37000
36	Ankit Aggarwal	0.07%	8000
37	Ridhi Khurana	0.10%	12000
38	Dinesh Sharma	0.03%	4000
39	Rahul Kumar Goyal	0.02%	3000
40	Aarti	0.03%	4000
41	Rajiv Kumar	0.03%	4000
42	Gulshan Kumar	0.03%	4000
	TOTAL	**9.95%**	**11,04,900**

Annexure-II

List of Allottees for the Private Placement is as follows: -

SR. NO.	NAME OF THE INVESTOR	INVESTMENT AMOUNT	TOTAL NO. OF SHARES	SHARE PRICE
1	Finavenue Capital Trust - Finavenue Growth Fund	1,50,48,000	114000	132
2	Strategic Sixth Sense Capital Fund	2,04,46,800	154900	132
3	Capital Trade Links Limited	95,04,000	72000	132
4	Vaibhav Bhardwaj	13,20,000	10000	132
5	Rajesh Kumar Bansal	10,56,000	8000	132
6	"Izuz Consultancy Private Limited"	23,76,000	18000	132
7	Komal Bansal	17,16,000	13000	132
8	Naveen Garg	11,88,000	9000	132
9	Archit Garg	10,56,000	8000	132
10	Varun Gupta	15,84,000	12000	132
11	Prabodh Gupta HUF	10,56,000	8000	132
12	Saurabh Gupta	15,84,000	12000	132
13	Pawan Garg	10,56,000	8000	132
14	Himanshu Chawla	19,80,000	15000	132
15	Krishan Bansal	19,80,000	15000	132
16	Sonia Bansal	10,56,000	8000	132
17	Sunil Kumar Gupta	15,84,000	12000	132
18	Flightech Solutions Pvt Ltd	75,24,000	57000	132
19	Vivek Kumar Bhauka	10,56,000	8000	132
20	Sukant Arora HUF	19,80,000	15000	132
21	Kavita Jain	10,56,000	8000	132
22	Shree Shyam Investments (First Holder - Megha Bhuwania)	26,40,000	20000	132
23	Sanjay Kumar Bansal	14,52,000	11000	132
24	Saket Agarwal	21,12,000	16000	132

25	Shipra Aggarwal	7,92,000	6000	132
26	Ankita	7,92,000	6000	132
27	Mahesh Goel	46,20,000	35000	132
28	Prakashchandra Garg	10,56,000	8000	132
29	Greyhill Capital Private Limited	10,56,000	8000	132
30	Manisha Bansal	10,56,000	8000	132
31	Ankit Agrawal	19,80,000	15000	132
32	Parag Bharat Mehta	10,56,000	8000	132
33	Viney Equity Market LLP	3,76,20,000	285000	132
34	Amar H Patel HUF	23,76,000	18000	132
35	Chanakya Opportunities Fund I	48,84,000	37000	132
36	Ankit Aggarwal	10,56,000	8000	132
37	Ridhi Khurana	15,84,000	12000	132
38	Dinesh Sharma	5,28,000	4000	132
39	Rahul Kumar Goyal	3,96,000	3000	132
40	Aarti	5,28,000	4000	132
41	Rajiv Kumar	5,28,000	4000	132
42	Gulshan Kumar	5,28,000	4000	132
Total		**14,58,46,800**	**11,04,900**	

Himalayan Heli Services Pvt. Ltd.
New Delhi

Form No. 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 Member(s):	
Registered Address:	
Folio No.:	
E-mail Id:	

I/We, being the member/holder(s) of equity shares of Himalayan Heli Services Private Limited, hereby appoint:

1. Name: ____________________
   Address: ____________________
   Email-id: ____________________
   Signature: ____________________ , or failing him/her

2. Name: ____________________
   Address: ____________________
   Email-id: ____________________
   Signature: ____________________ , or failing him/her

as my / our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the Extra Ordinary General Meeting of the Company to be held on Thursday 12th September 2024 at 11:00 A.M. at its Registered Office at 104, First Floor M G Bhawan-1, 7, Local Shopping Centre, Madangir, South Delhi, New Delhi, Delhi, India, 110062 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Particulars	Optional	
	Special Business	**For**	**Against**
1.	To offer and issue 11,04,900 Equity Shares on Private Placement basis		

Signed this __________ day of ____________________ 2024

Revenue Stamp Re. 1/

Signature of Member(s) ____________________

Signature of Proxy holder(s) 1.________________________________

2.________________________________

Note: 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.

ATTENDANCE SLIP
(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)
Extra-Ordinary General Meeting-September 12, 2024

Folio No: ____________________

Name: ____________________

Address: ____________________
____
____

I certify that I am a registered member/proxy for the registered member of the Company.

I hereby record my presence at the Extra Ordinary General Meeting of the Company on Thursday 12th September 2024.

____________________ ____________________
Member's/Proxy's name in Block Letters Member's/Proxy's Signature