



PREMIER GREEN INNOVATIONS PRIVATE LIMITED

(Formerly known as Premier Alcobev Private Limited)

CIN: U15530DL2007PTC281067

Registered/Corporate office: F-33/3/F-33/4 Okhla Industrial Area, Phase-II, Delhi, India, 110020

NOTICE

Notice is hereby given that the Extra-Ordinary General Meeting of the Members of the **PREMIER GREEN INNOVATIONS PRIVATE LIMITED** (formerly known as Premier Alcobev Private Limited) will be held on **Wednesday, 8th July 2026 at 04:00 p.m.** through Video Conferencing/other audio-visual means (VC/OAVM) at shorter notice to transact the following business:

SPECIAL BUSINESSES:

1. APPROVAL FOR MODIFICATION IN TERMS OF PREFERENTIAL ISSUE OF WARRANTS ISSUED TO CERTAIN WARRANT HOLDERS

To consider and, if thought fit, to pass with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules made thereunder, the provisions of the Articles of Association of the Company and subject to such other approvals, consents, permissions and sanctions as may be necessary, consent of the members be and is hereby accorded to modify the terms of preferential issue of warrants approved by the shareholders from time to time and allotted to the warrant holders as per the details mentioned below:

Warrant Holder	Number of Share Warrants	Date of Shareholders' Approval	Date of Allotment	Existing Conversion Due Date
Ms. Madhuri Kela	31,50,000	22 June 2023	25 July 2023	25 July 2026
Anantroop Financial Advisory Services Private Limited	15,45,000	24 July 2023	28 July 2023	28 July 2026
Mr. S. Rajagopalan Nandakumar	3,83,300	7 May 2024	9 August 2024	9 August 2027
Mr. B. Prasanna Achar	53,146	24 September 2024	5 November 2024	5 November 2027
Mr. Rajnish Bahl	3,51,000	24 September 2024	5 November 2024	5 November 2027

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Plant: -1: Plot no. 1&1A, Phase-III, Sansarpur Terrace Industrial Area, Sansarpur Terrace, Kangra, Himachal Pradesh - 176501

Plant: - 2: Plot no. 27, Khata No. 219/554, Deogaon, P.S. Dhama, Tahasil- Maneswar, Sambalpur, Odisha, 768113

Contact No. : 011-41052590-93, E-mail : cs@premiergreen.co.in, Website: www.premiergreen.co.in



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by extending the period for conversion of the said warrants into equity shares of the Company up to **31 March 2029**, and that such warrants shall be convertible at any time up to the said date at the option of the respective warrant holders or upon the occurrence of a conversion event, including but not limited to any capital raising or funding event, Initial Public Offering (IPO), or any similar event, whichever is earlier.

RESOLVED FURTHER THAT the Board noted the requests received from the aforesaid warrant holders seeking extension of the conversion period of their warrants and, considering their continued support and association with the Company and further considering that the Company is presently in its growth and expansion phase and is in the process of preparing itself for a proposed IPO, ongoing business growth plans and future capital structuring requirements, the Board has considered the said requests favourably in the interest of the Company and its stakeholders.

RESOLVED FURTHER THAT except for the aforesaid modification relating to the conversion period and conversion event, all other terms and conditions of the preferential issue of warrants, as approved by the shareholders from time to time, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorized to file necessary forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

2. TO APPOINT MR. RAJINDER KUMAR DOGRA AS A DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Rajinder Kumar Dogra (DIN: 07046895) as a Director of the Company.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorized to file the necessary forms with the Registrar of Companies and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

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3. TO RATIFY THE REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2026-27

To consider and, if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Board of Directors, the consent of the Members of the Company be and is hereby accorded to ratify the remuneration of Rs. 75,000/- (Rupees Seventy-Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses, payable to M/s. M.K. Jha & Co., Cost Accountants (FRN 101333), who have been appointed by the Board of Directors as Cost Auditors of the Company to conduct the audit of cost records for the Financial Year 2026-27.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorised to submit the necessary intimation in FORM CRA-2 to Central Government for appointment of Cost Auditors by the Company and to do all such other acts as may be necessary from time to time to make the resolution effective."

By the order of the Board of Directors

For Premier Green Innovations Private Limited

(Formerly known as Premier Alcobev Private Limited)

Surbhi

Surbhi

Company Secretary

Membership No. A49395



Date: 20.06.2026

Place: New Delhi



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NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") has permitted the holding of general meeting through Video Conferencing ("VC") or through other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the EGM of the Company is being held through VC / OAVM. The proceedings of the EGM are deemed to be conducted at the Registered Office of the Company.
2. The proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company situated at F-33/3, Okhla Industrial Area, Phase-II, Delhi, India, 110020 which shall be the deemed Venue of the EGM. Since the EGM will be held through VC, the Route Map is not annexed in this Notice.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Shareholders will not be available for the EGM and hence the Proxy Form is not annexed to this Notice. Any Body Corporate is entitled to appoint an authorized representative to attend the EGM through VC/OAVM, participate thereat, and cast their votes through e-voting.
4. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Shareholders has been dispensed with. Accordingly, Attendance Slip is not annexed to this Notice.
5. The EGM of the Company is held on shorter notice in line with provisions of section 101 (1) of the Companies Act, 2013.
6. Corporate shareholders are requested to send to the Company a duly certified copy of the board resolution authorizing their representative to attend and vote at the EGM. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to cs@premiergreen.co.in.
7. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out material facts concerning the special business under agenda Item no. 1 to 3.
8. All the related documents will be available for inspection up to the date of EGM during the working hours of the Company.
9. Shareholders seeking any information with regard to any matter to be placed at the EGM, are requested to write to the Company on or before 1st July 2026 through email on cs@premiergreen.co.in.

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

ITEM NO. 1: MODIFICATION IN TERMS OF PREFERENTIAL ISSUE OF WARRANTS ISSUED TO CERTAIN WARRANT HOLDERS

The members of the Company, at various general meetings held from time to time, had accorded their approval by way of Special Resolutions for the preferential issue of share warrants to certain investors. Pursuant to the said approvals, the Company allotted share warrants to the following warrant holders on the respective dates set out below:

Warrant Holder	Number of Share Warrants	Date of Shareholder Approval	Date of Allotment	Existing Conversion Due Date
Ms. Madhuri Kela	31,50,000	22 June 2023	25 July 2023	25 July 2026
Anantroop Financial Advisory Services Private Limited	15,45,000	24 July 2023	28 July 2023	28 July 2026
Mr. S. Rajagopalan Nandakumar	3,83,300	7 May 2024	9 August 2024	9 August 2027
Mr. B. Prasanna Achar	53,146	24 September 2024	5 November 2024	5 November 2027
Mr. Rajnish Bahl	3,51,000	24 September 2024	5 November 2024	5 November 2027

As per the terms of issue approved by the members, the aforesaid warrants are convertible into equity shares of the Company within a period of three (3) years from the respective date of allotment, or prior to an Initial Public Offering ("IPO") of the Company, whichever is earlier.

The aforesaid warrant holders have, by their respective communications/requests, sought an extension of the conversion period applicable to their warrants. The Board, at its meeting held on 20.06.2026, considered the said requests and noted that the Company is presently in its growth and expansion phase, is in the process of preparing for a proposed IPO, and has ongoing business growth plans and future capital structuring requirements. Considering the continued support and association of the aforesaid warrant holders with the Company, and in the interest of the Company and its stakeholders, the management is of the view that the request may be considered favourably, subject to the approval of the members.

Accordingly, the Board has recommended that the conversion period of the warrants held by the aforesaid warrant holders be extended up to **31 March 2029**, and that such warrants shall be convertible into equity shares at any time up to the said date, at the option of the respective warrant holders, or upon the occurrence of a conversion event, including but not limited to any capital raising or funding event, an IPO, or any similar event, whichever is earlier.

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Except for the aforesaid modification relating to the conversion period and conversion event, all other terms and conditions of the preferential issue of warrants, as approved by the shareholders from time to time, shall remain unchanged and continue to be in full force and effect.

The proposed modification does not involve any change in the number of warrants allotted, the price at which the warrants were issued, or the rights of the warrant holders other than the extension of the conversion period as stated above, and accordingly does not require a fresh valuation or pricing exercise under the applicable provisions of the Companies Act, 2013 or the rules made thereunder.

Therefore, the Directors recommend the Resolution as set out in the Notice for the approval of the Members by passing Special Resolution.

All the related documents are available for inspection during the working hours at the Corporate Office of the Company.

Except for Mr. S. Rajagopalan Nandakumar and Mr. Rajnish Bahl, none of the other Directors or Key Managerial Personnel of the Company, or their respective relatives, is in any way, concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

ITEM NO. 2: TO APPOINT MR. RAJINDER KUMAR DOGRA AS A DIRECTOR OF THE COMPANY

Based on the recommendation of the Board of Directors, approval of the Members is sought for the appointment of Mr. Rajinder Kumar Dogra (DIN: 07046895) as a Director of the Company.

The Company has received from Mr. Rajinder Kumar Dogra his consent to act as a Director in Form DIR-2, disclosure of interest in Form MBP-1 and declaration in Form DIR-8 confirming that he is not disqualified from being appointed as a director under the provisions of the Companies Act, 2013.

Brief Profile of Mr. Rajinder Kumar Dogra:

Particulars	Details
DIN	07046895
Designation	Director
Category	Professional (Executive)
Profile	He is a Mechanical Engineer and Alcohol Technologist with over 39 years of experience in setting up and managing distilleries based on grain, molasses and cassava feedstocks. He has worked with reputed organizations such as USL and Allied Domecq Spirits & Wines and has successfully led distillery projects in India, Nigeria and other international locations. He is currently serving as the Plant Head of the Company's Himachal Pradesh Plant.

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The Board is of the opinion that Mr. Rajinder Kumar Dogra possesses the requisite knowledge, experience and expertise and that his association with the Company would be beneficial to the Company.

Therefore, the Directors recommend the Resolution as set out in the Notice for the approval of the Members by passing Ordinary Resolution.

All the related documents are available for inspection during the working hours at the Corporate Office of the Company.

Except Mr. Rajinder Kumar Dogra, none of the Directors or Key Managerial Personnel or their relatives may deem to be concerned or interested financially or otherwise in the resolution.

ITEM NO. 3: TO RATIFY THE REMUNERATION OF COST AUDITORS FOR FINANCIAL YEAR 2026-27

The Board of Directors at its meeting held on 15th May 2026, appointed M/s. M.K. Jha & Co., Cost Accountants (FRN 101333), as Cost Auditors of the Company to conduct the audit of cost records for the Financial Year 2026-27, at a remuneration of Rs. 75,000/- (Rupees Seventy-Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit.

In terms of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as approved by the Board, is required to be ratified by the Members of the Company.

Therefore, the Directors recommend the Resolution as set out in the Notice for the approval of the Members by passing Ordinary Resolution.

All the related documents are available for inspection during the working hours at the Corporate Office of the Company.

None of the Directors or Key Managerial Personnel or their relatives may deem to be concerned or interested financially or otherwise in the resolution

By the order of the Board of Directors

For Premier Green Innovations Private Limited

(Formerly known as Premier Alcobeve Private Limited)


Surbhi
Company Secretary
Membership No. A49395


Date: 20.06.2026

Place: New Delhi

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