



Pipalia Kalan, Distt. Pali, Pin: 306 307 Rajasthan,
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Date: - 23rd January, 2025

To,
The Bombay Stock Exchange,
Department of Corporate Services 25th Floor,
P.J. Towers, Dalal Street, Mumbai- 400001

BSE Code: 526747 & Scrip ID: PGFOILQ

Sub: Outcome of the Board Meeting held today dated 23rd January, 2025.

Dear Sir/Madam,

In Compliance with the Regulation 30 and other applicable regulations of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, this is to inform you that the Board of Directors of the company in their meeting held today on Friday, 23rd January, 2025 have inter alia, considered and approved the following matters:-

1. Approved the increase in Authorised Share Capital of the Company from existing Authorised Share Capital of Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) consisting of 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs.20,00,00,000 (Rupees Twenty Crores Only) consisting of 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupees Ten only) each and consequent alteration of Capital clause V of Memorandum of Association of the Company relating to share capital of the Company, subject to the Shareholders' approval in EGM.
2. Approved Raising of funds by way of issue of 5500000 (Fifty Five Lakh) Convertible Warrants into equity shares to Promoter & Promoter Group and Non-Promoter Category on preferential allotment basis at offer price of Rs. 262.50/- (Rupees Two Hundred and sixty Two Rupees fifty paise Only) each as determined in accordance with rules and regulations of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended and to consider other matters consequential thereto, subject to the approval of the shareholders and Stock Exchange.

The above mentioned issuance of fully convertible warrants ("Warrants/Convertible Warrants") into Equity Shares on private placement & preferential basis ('Preferential Issue') in accordance with sections 23, 42, 62 of the Company Act, 2013 and rule made there under and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 subject to Shareholders approval. Details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 Dated July 13, 2023 with respect to the Preferential Allotment is enclosed as Annexure A.



3. Approved the Notice of Extra - Ordinary General Meeting ("EOGM") of Company and also matters included and connected thereto. The notice of the EOGM with more details shall be submitted to the Stock Exchange in due course in compliance with the provisions of the Listing Regulations.
4. Approved the day, date, time and venue for the EOGM of the Company. EOGM is scheduled on Wednesday, 19th February, 2025 at 11:00 AM through Video Conferencing / other Audio Visual means to discuss the matters mentioned in the Notice of said EOGM.
5. The Company as required under Regulation 44 of SEBI (LODR) Regulations, 2015, is providing electronic voting (e-voting) facility to the members through electronic voting platform of CDSL. Members holding share either in physical or demat mode as on the cut-off date, i.e. 13th February, 2025 may cast their votes electronically on the businesses set out in the Notice of Extra Ordinary General Meeting. The e-voting shall commence from 16th February, 2025 at 9.00 A.M and ends on 18th February, 2025 at 5:00 P.M.
6. Approved the appointment of Mr. Manish Sancheti, Proprietor, M Sancheti & Associates, Company Secretaries (Membership No. 7972) as scrutinizer for the scrutiny of e-voting results and the EOGM proceedings.

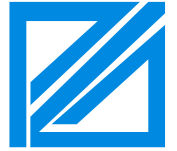
The Meeting of the Board of Directors commenced at 6.30 P.M. and concluded at 8.45 P.M.

This is for your information and record. Kindly acknowledge the receipt of the same.

Yours Truly,

For **P G FOILS LIMITED**

Bhawana Songara
(Company Secretary & Compliance Officer)



Annexure - A

The details as required under Regulation 30 of SEBI Listing Regulations read with the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 & SEBI Circular SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 Dated July 13, 2023:

Sr No	Particulars	Details of Securities Allotted																								
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Convertible Warrants into equity shares of face value of Rs. 10/- each.																								
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue under Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. (SEBI ICDR Regulations.)																								
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	55,00,000 (Fifty Five Lakh) Convertible Warrants into 55,00,000 (Fifty Five Lakh) Equity Shares of Rs. 10/- each on preferential basis to the Promoters and non-promoter category. The issue price is Rs. 262.50/- (Rupees Two hundred sixty-two rupees and fifty paise Only) per Convertible Warrants calculated in accordance with SEBI ICDR Regulations. Amounting to Rs. 144,37,50,000/-. (Rupees One hundred forty-four crore, thirty-seven lakh, fifty thousand rupees Only)																								
4	In case Of Preferential Issue:-																									
A	Name of Investors / Proposed Allottees	Subject to approval of shareholders of the Company, the Shares are proposed to be issued to: <table border="1"> <thead> <tr> <th>Sr No</th> <th>Proposed Allottee</th> <th>Quantity</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>MANJU P SHAH</td> <td>4,00,000</td> </tr> <tr> <td>2</td> <td>PANKAJ P SHAH</td> <td>4,00,000</td> </tr> <tr> <td>3</td> <td>SAHIL PANKAJ SHAH</td> <td>5,00,000</td> </tr> <tr> <td>4</td> <td>FOILS INDIA LAMINATES PRIVATE LTD</td> <td>8,50,000</td> </tr> <tr> <td>5</td> <td>PIPALIA CABLES AND WIRES PRIVATE LIMITED</td> <td>8,50,000</td> </tr> <tr> <td>6</td> <td>CHOICE STRATEGIC ADVISORS LLP</td> <td>3,20,000</td> </tr> <tr> <td>7</td> <td>G K TOBACCO INDUSTRIES PRIVATE LIMITED</td> <td>3,00,000</td> </tr> </tbody> </table>	Sr No	Proposed Allottee	Quantity	1	MANJU P SHAH	4,00,000	2	PANKAJ P SHAH	4,00,000	3	SAHIL PANKAJ SHAH	5,00,000	4	FOILS INDIA LAMINATES PRIVATE LTD	8,50,000	5	PIPALIA CABLES AND WIRES PRIVATE LIMITED	8,50,000	6	CHOICE STRATEGIC ADVISORS LLP	3,20,000	7	G K TOBACCO INDUSTRIES PRIVATE LIMITED	3,00,000
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		8	SHREE RAM INDIA GUMS LIMITED	2,80,000
		9	SAHI LOGISTICS & INFRA PRIVATE LIMITED	1,50,000
		10	FREE INDIA ASSURANCE SERVICES LIMITED	1,25,000
		11	VIMAL KISHORE PARWAL HUF	1,30,000
		12	CHIRAGSALA SALES PVT LTD	1,00,000
		13	ACCUFOLIO RISERS LLP	1,00,000
		14	RATIRAJ TIBREWAL	1,00,000
		15	SUNIL KUMAR BAGARIA	1,00,000
		16	BHANWAR LAL	1,00,000
		17	PRADEEP SONI HUF	1,00,000
		18	PARVATI ASHA RAM	1,00,000
		19	HIMESH NARAYAN DEMBLE	60,000
		20	VIMALA DEVI AGRAWAL	50,000
		21	MUNISH KUMAR	40,000
		22	PRIYA BHUTRA	40,000
		23	SHRENIK SANJAY KASWA	30,000
		24	HARSH AJAY KEJRIWAL	35,000
		25	SANDEEP MANDAWEWALA	35,000
		26	SARITA ANILKUMAR JAGETIYA	25,000
		27	SALONI RAMRATAN CHIRANIA	25,000
		28	DIVIT BERIA	25,000
		29	JAYESH SANMUKHANI	25,000
		30	MANAK CHAND DAGA	25,000
		31	ANIL M KEDIA	10,000
		32	AMIT GOLIA (HUF)	10,000

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		33	VARSHA LOHIYA	10,000
		34	NEETA RATHI	10,000
		35	PRAKASH CHAND PHOPHALIA	10,000
		36	TRUPTI BHARAT SHAH	10,000
		37	VIDHI SHEETAL MURARKA	10,000
		38	INTRINSIX PATNERS LLP	10,000
			Total	55,00,000
B	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Shall be intimated at the time of allotment. (The Warrants proposed to be issued at price in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018) as amended.		
C	In case of convertibles - intimation on conversion of securities or on lapse of the tenure	Shall be intimated at the time of conversion/ lapse.		

For P G FOILS LIMITED

Bhawana Songara
(Company Secretary & Compliance Officer)