

MRUGESH TRADING LIMITED

CIN: L74999MH1984PLC034746

Registered office: 252, Swantraveer Savarkar Rashtriya Smarak, Veer Savarkarmarg, Next to Mayer Banglow, Shivaji Park, Mumbai, Mumbai City, Maharashtra-400028, India

Website: www.mrugeshtesting.in

Mobile No: +91 70436 53947 **Email:** mrugeshtestinglimited@gmail.com

Date: July 29, 2024

To,
Corporate Listing Department
The BSE Limited,
P J Towers, Dalal Street, Fort,
Mumbai-400 001

Subject: Intimation of Outcome of the resolution passed by the Board of Directors today i.e. July 29, 2024, in respect of allotment of Convertible Warrants.

Reference: Regulation 30 read with Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Scrip Code: 512065

Dear Sir/Madam,

Pursuant to the approval of the Board of Directors at its meeting held on May 24, 2024 and approval of the members of the Company in the Annual General Meeting (AGM) held on June 21, 2024 and pursuant to In-principle approval granted by BSE Limited vide letter bearing no. LOD/PREF/AM/FIP/580/2024-25 dated July 15, 2024, and upon receipt of an amount aggregating to Rs. 18,00,00,000/- (Rupees Eighteen Crores only) at the rate of Rs. 2.5 per warrant (being 25% of the issue price per warrant) as warrant subscription price in respect of 7,20,00,000 Convertible Warrants, the Board of Directors of the Company, has considered and approved the Allotment of 7,20,00,000 Convertible Warrants on preferential basis at an issue price [which includes the warrant subscription price Rs. 2.5 per warrant and the warrant exercise price Rs. 7.5 per warrant] of Rs. 10/- each having face value of Rs. 10/- aggregating to Rs. 72,00,00,000/- (Rupees Seventy Two Crores only), to certain identified non promoter persons ('Allottees') (as per the list enclosed marked as Annexure A).

Each of the Warrant, so allotted, is convertible into or exchangeable for one fully paid up equity share of face value of Rs. 10/- (Rupees Ten only) each of the Company in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, on payment of the balance consideration of Rs. 7.5/- per warrant (being 75% of the issue price per warrant) from the Allottees at the time of allotment of equity shares pursuant to exercise of conversion option against each such warrant.

As the Company has allotted warrants, there is currently no change in the paid-up share capital of the Company.

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The details required to be disclosed pursuant to circular dated September 09, 2015 bearing reference no. CIR/CFD/CMD/4/2015 issued by Securities and Exchange Board of India is disclosed in "Annexure – B" in relation to issue / allotment of Warrants.

The meeting started at 6:30 PM and concluded at 07:05 PM.

You are requested to take note of the same.

For, Mrugesh Trading Limited

Arpit Piyushbhai Shah
Managing Director
DIN: 08311352

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Annexure A

Sr. No.	Name of Allottees	Category (Promoter/ Non-Promoter)	No. of Warrants allotted
1.	Shree Vallabh Energy Private Limited	Non-Promoter	5000000
2.	Jainam Finserve Private Limited	Non-Promoter	5000000
3.	Bikit Private Limited	Non-Promoter	5000000
4.	Sivaya Transformation Private Limited	Non-Promoter	5000000
5.	Sivaya Pharmaceuticals Private Limited	Non-Promoter	2000000
6.	Telikos Technology Private Limited	Non-Promoter	15000000
7.	Shreshtha Transit Private Limited	Non-Promoter	15000000
8.	Atiksh Enterprise Private Limited	Non-Promoter	10000000
9.	Adrank Media Private Limited	Non-Promoter	10000000

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Annexure-B

The details as required to be disclosed under Regulation 30 of the LODR Regulations read with SEBI Circular dated September 09, 2015:

Sr. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Convertible Warrants
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placements, preferential allotment etc.)	Preferential allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	7,20,00,000 (Seven Crore Twenty Lakhs) Warrants at a Warrant Subscription Price of ₹2.5/- (Indian Rupees Two and Fifty paise only) per Warrant [i.e. at least 25% of the Warrant Issue Price of ₹10.00/- (Indian Rupees Ten only) per Warrant having ₹10 face value], aggregating to ₹18,00,00,000/- (Rupees Eighteen Crores only).
4.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	
a)	Name of the investors	As mentioned in Annexure – A
b)	Post allotment of securities-outcome of the subscription	Please see Schedule – A
c)	Issue price	₹10.00/- (Indian Rupees Ten only) per Warrant having ₹10 face value (Issue Price includes the Warrant Subscription Price and the Warrant Exercise Price).
d)	Number of investors	9 (Nine)

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e)	In case of convertible-intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- each payable in cash, aggregating upto Rs. 72 crore which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months.
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	In the event that, a Warrant Holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant Holders on such Warrants shall stand forfeited by Company.

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Schedule A

Sr. No.	Name of the Allottee	Pre-issue equity holding		Number of Warrants allotted	Post-issue equity holding (After exercise / conversion of Warrants) #		
		No. of equity shares	%		No. of equity shares	%	
Non Promoter							
1.	Shree Vallabh Energy Private Limited	0	0.00 %	5000000	5000000	6.94%	
2.	Jainam Finserve Private Limited	0	0.00 %	5000000	5000000	6.94%	
3.	Bikit Private Limited	0	0.00 %	5000000	5000000	6.94%	
4.	Sivaya Transformation Private Limited	0	0.00 %	5000000	5000000	6.94%	
5.	Sivaya Pharmaceuticals Private Limited	0	0.00%	2000000	2000000	2.78%	
6.	Telikos Technology Private Limited	0	0.00 %	15000000	15000000	20.83%	
7.	Shreshtha Transit Private Limited	0	0.00 %	15000000	15000000	20.83%	
8.	Atiksh Enterprise Private Limited	0	0.00 %	10000000	10000000	13.89%	
9.	Adrank Media Private Limited	0	0.00 %	10000000	10000000	13.89%	