



G. K. CONSULTANTS LIMITED

PROJECT CONSULTANTS-CONCEPT TO COMMISSIONING
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29/08/2024

To,
The Manager (Listing Department)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 531758

Sub: Outcome of the Board Meeting held on Thursday, 29th August, 2024

Pursuant to the provisions of Regulation 30 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), this is to inform you that the Board of Directors (“the Board”) of the Company at its Meeting held on Thursday, 29th August, 2024, has inter alia, considered and approved the following:

1. Issuance of Warrants by way of Preferential Allotment:

In accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI (ICDR) Regulations”) as amended on such terms and condition as may be determined by the Board and subject to approval of shareholders of the Company through Annual General Meeting, and other applicable laws following securities are approved to be issued on a preferential basis (“Preferential Issue”):

Upto maximum of 60,00,000 (Sixty Lacs) share warrants, to the persons belonging to non-promoters, each carrying a right to subscribe to 1 (one) equity share against each warrant of face value of Rs. 10/- each at a price of Rs 15.30 /- (Rupees Fifteen and Thirty Paise Only) per warrant (including a premium of Re. 5.30 per warrant) determined in accordance with the applicable provisions of Chapter V of SEBI (ICDR) Regulation 2018, as amended from time to time aggregating to Rs 9,18,00,000/- (Rupees Nine Crore Eighteen Lakhs only).

For arriving at Offer Price, the Board has also considered the Valuation Report given by a Registered Valuer.

In compliance with applicable provisions of Companies Act, 2013 and SEBI (ICDR) Regulations, 2018 and other applicable laws.

The details as required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to issuance of securities is enclosed as Annexure-I to this letter.

2. Approval for issue of Notice of 36th Annual General Meeting

The Board has approved convening of an 36th Annual General Meeting of the members of Company on Saturday, September 28, 2024 through video conferencing (“VC”) and /Other Audio Visual Means for seeking member’s approval for above stated matters.

The Board of Directors has approved the draft notice of the AGM and matters related thereto. The notice of the said AGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at www.gkconsultantsltd.com and on the website of the stock exchange(s) i.e. BSE Limited at www.bseindia.com in due course.

3. Fixing of cut-off date

The Company has fixed Saturday, 21st August, 2024 as the "**Cut-off-Date**" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting facility. Those shareholders holding shares either in dematerialized form or in physical form, as on the close of business hours on Saturday, 21st August, 2024 will be entitled to avail the facility of remote e-voting as well as voting at the AGM.

4. Appointment of scrutinizer

The Board has appointed Mr. Avinash Kumar, Practicing Company Secretary (COP 21809), Proprietor of M/s. S A B & Company, Company Secretaries as Scrutinizer to scrutinize the voting that will take place through electronic means in a fair and transparent manner, in respect of resolutions as proposed to be passed by the Members at the ensuing Annual General Meeting.

5. Approval of Appointment of Additional Director (Non-Executive Non-Independent Director)

Appointment of Mr. Bakhshish Gupta (DIN: **09466909**) as an Additional Director (Non-Executive Non-independent Director) of the Company subject to the approval of the shareholder at the ensuing general meeting of the Company.

Further, in accordance with Circular no. LIST/COMP/14/2018-19 June 20, 2018 issued by BSE Limited, Mr. Bakhshish Gupta (DIN: 09466909) is not debarred from holding the office of director by virtue of any SEBI order or of any other authority.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, and brief profile of Mr. Bakhshish Gupta (DIN: **09466909**) is provided in Annexure- II.

6. Reconstitution of Share Allotment and Transfer Committee

In view of resignation of Mr. Rajan Gupta, he ceases to be member of Share Allotment and Transfer Committee. In his place, the Board of Directors has approved to include Mr. Bakhshish Gupta as member of Share Allotment and Transfer Committee.

The Board meeting commenced at 04:00 P.M. and concluded at 05:40 P.M.

These are also being uploaded on the Company's website at www.gkconsultantsltd.com

You are requested to take the above information on records.

Thanking you,
For **G.K. Consultants Limited**

Khushambi
Company Secretary and Compliance Officer

Annexure- I

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/ CFD/CMD/4/2015 dated September 9, 2015 are provided below herewith as under:

Sr. No	Particular	Description
1	Type of securities proposed to be issued	Share Warrants carrying a right to subscribe to 1 (one) equity share per warrant, 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 from the date of allotment of the Warrants.
2	Type of issuance	Preferential issue of warrants in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI (ICDR) Regulations”) and other applicable laws.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto maximum of 60,00,000 (Sixty Lacs) equity share warrants, to persons belonging to non-promoter category;
4	Details furnished in case of preferential issue	
I	Name of the investor	As per list attached
ii	Post allotment of securities- outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Not Applicable
iii	Issue Price	Rs. 15.30 /- (Rupees Fifteen and Thirty Paise Only) per warrant (including a premium of Re. 5.30 per warrant) as per provisions of Regulation 164(1) read with Regulation 166A of SEBI ICDR Regulation.
iv	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Equity share warrants will be converted into equal number of Equity Shares within a period of 18 Months from the Date of Allotment in one or more tranches, as the case may be and on such other terms and conditions as applicable. The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.
5	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

List of investors for Issue Upto maximum of 60,00,000 (Sixty Lacs) warrants, convertible into equal number of equity shares.

S. No.	Name of Proposed Allottees	Maximum number of Category convertible warrants proposed to be allotted	Percentage (%)	Category
1	Bakhshish Gupta	11,50,000	19.17	Non-Promoter
2	Ansh Gupta	11,50,000	19.17	Non-Promoter
3	Saurabh Jain	9,00,000	15.00	Non-Promoter
4	Puneet Mehta	4,00,000	6.67	Non-Promoter
5	Nitin Sharma	4,00,000	6.67	Non-Promoter
6	Dharmendra Kumar Mishra	5,00,000	8.33	Non-Promoter
7	Purnima	5,00,000	8.33	Non-Promoter
8	Akhil Aggarwal	5,00,000	8.33	Non-Promoter
9	Ajay Goyal (HUF)	2,00,000	3.33	Non-Promoter
10	Vandana Goyal	3,00,000	5.00	Non-Promoter
	Total	60,00,000	100.00	

Annexure- II

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sr. No	Details of events that needs to be provided	Information of such event (s)
1.	Name	Mr. Bakhshish Gupta
2.	Designation	Additional Director (Non-Executive Non-independent Director)
3.	Reason for change viz. appointment	Appointment
4.	Date of Appointment	29 th August 2024
5.	Brief Profile (In case of appointment)	<p>Mr. Bakhshish Gupta aged 20 years is pursuing B. Tech from Guru Govind Singh Indraprastha University (HMRITM college) in Computer Science. He has wide experience in Stock broking firm.</p> <p>He has completed following courses:</p> <ol style="list-style-type: none">1) Machine learning and deep learning in python and R2) Machine learning in Artificial Intelligence3) Introduction to Artificial Intelligence <p>He has also enrolled for the internship in M/s Aasaan Services Solutions Private Limited in the year 2024 in Python and Java Projects.</p>
6.	Disclosure of relationship between Directors (In case of appointment)	NIL