

August 29, 2024

To, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 532967	To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip ID: KIRIINDUS
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Dear Sir/Madam,

Sub: Outcome of the Board Meeting and Disclosure in compliance of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulation”)

With reference to the above-mentioned subject, we wish to inform you that the Board of Directors of the Company at their meeting held on Thursday, August 29, 2024 have inter alia approved the following:

1. The issue of up to 1,33,33,789 (One Crore Thirty Three Lakh Thirty Three Thousand Seven Hundred and Eighty Nine) warrants each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- each, to the promoters and members of the Promoter group by way of Preferential Issue 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 and other applicable laws, and subject to the approval of regulatory / statutory authorities and the shareholders of the Company (“the Preferential Issue”).

The details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as **Annexure-A**.

2. Convening an Annual general meeting of the Company on Friday, September 27, 2024, at 11.00 A.M. through video conferencing or other audio-visual means.
3. Appointment of Mr. Nanubhai Kathiria (DIN: 00319037) as an additional Director in the capacity of Independent Director:

Based on the Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Mr. Nanubhai Kathiria (DIN: 00319037), as an additional Director in the capacity of Independent Director of the Company for a period of five (5) years with effect from August 29, 2024, subject to the approval of the shareholders of the Company.

DYES

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INTERMEDIATES

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CHEMICALS

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In compliance with circular dated 20th June, 2018 of BSE Ltd and National Stock Exchange of India Limited and on the basis of the declaration received from him, the Board has noted that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as **Annexure-B**.

4. Appointment of Mr. Ashokkumar Rajpara (DIN: 01987200) as an additional Director in the capacity of Independent Director:

Based on the Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Mr. Ashokkumar Rajpara (DIN: 01987200), as an additional Director in the capacity of Independent Director of the Company for a period of five (5) years with effect from August 29, 2024, subject to the approval of the shareholders of the Company.

In compliance with circular dated 20th June, 2018 of BSE Ltd and National Stock Exchange of India Limited and on the basis of the declaration received from him, the Board has noted that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The details under Regulation 30 of the SEBI Listing Regulations read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as **Annexure-C**.

The meeting commenced at 11:00. am concluded at 12:00 P.M.

You are requested to take the same on your record.

We request to take the note of the same.

Thanking you,

For Kiri Industries Limited

Suresh Gondalia
Company Secretary
M. No. : FCS7306
Encl: As stated



Annexure-A

S. No.	Particular	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.	Issue of up to 1,33,33,789 Warrants (" Warrants "), each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company 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 of warrants in accordance with the Chapter V of the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made thereunder.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 1,33,33,789 (One Crore Thirty Three Lakh Thirty Three Thousand Seven Hundred and Eighty Nine) warrants, for an aggregate amount of up to INR 492,01,68,141 (Rupees Four Hundred Ninety Two Crores One Lakh Sixty Eight Thousand One Hundred Forty One only).
4	following additional details - In case of preferential issue	
a.	Name of the investors	1. Manishkumar P Kiri 2. Anupama Manishkumar Kiri 3. Arunaben Pravinbhai Kiri 4. Hemil Manishkumar Kiri (Promotor and Promotor Group)
b.	Post allotment of securities - outcome of the subscription	Up to 1,33,33,789 Warrants constituting up to 15% of the post issue share capital of the Company (on a fully diluted)
c.	Issue price	INR 369 (Rupees Three Hundred Sixty Nine only) per Warrant
d.	Number of investors	4 (four) investors
e.	In case of convertibles - 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, which may be exercised in one or more tranches during a period of 18 (eighteen) months commencing from the date of allotment of Warrants.



Annexure-B

Sr. No.	Particular	Details
1.	Name of the Director	Mr. Nanubhai Kathiria
2.	Reason for change	Appointment
3.	Date of appointment and term of appointment	On the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held today i.e. August 29, 2024, approved the appointment of Mr. Nanubhai Kathiria (DIN: 00319037), as an additional Director in the capacity of Independent Director of the Company for a period of five (5) years with effect from August 29, 2024, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment) :	He is a fellow member of the Institute of Company Secretaries of India and also holds bachelor degree of Commerce and Legislative Law. He has rich experience of more than 36 years in the fields of Company Law, Corporate Laws, Amalgamation & Mergers, Secretarial Audit, IPOs, Intellectual Property Rights and Project Management. He has worked as a Company Secretary in various public companies and practicing since last 25 years.
5.	Disclosure of relationships between directors (in case of appointment of a director) :	Mr. Nanubhai Kathiria is not related to any Director on the Board of the Company.



Annexure-C

Sr. No.	Particular	Details
1.	Name of the Director	Mr. Ashokkumar Rajpara
2.	Reason for change	Appointment
3.	Date of appointment and term of appointment	On the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company at its meeting held today i.e. August 29, 2024, approved the appointment of Mr. Ashokkumar Rajpara (DIN: 01987200), as an additional Director in the capacity of Independent Director of the Company for a period of five (5) years with effect from August 29, 2024, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment) :	He is a fellow member of the Institute of Chartered Accountants of India ("ICAI") and also holds bachelor degree of Commerce. Further, he has done master in Valuation of Real estate from Sardar Patel university and also done certified course on Forensic Accounting and Fraud Detection from ICAI. He has rich experience of more than 27 years as a practicing chartered accountant in the fields of Accounting, Direct & Indirect Tax Planning, Auditing, and Corporate Finance.
5.	Disclosure of relationships between directors (in case of appointment of a director) :	Mr. Ashokkumar Rajpara is not related to any Director on the Board of the Company.