

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, **E-mail:** cs@cfpl.net.in, **Website:** <https://cfpl.net.in>

To

Date: 14.12.2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Maharashtra, India
(Scrip Code: 544151)

Subject: Outcome of the meeting of the Board of Directors of Chatha Foods Limited ("the Company") under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

With reference to the above-captioned subject and in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), we wish to inform your good office that the Board of Directors of Chatha Foods Limited at their meeting held today i.e. Saturday, 14 December, 2024, has, *inter-alia*, considered and approved the following businesses:

1. Issue of equity shares and Fully Convertible Warrants ("Warrants") on preferential basis by way of Private Placement, to person(s) belonging to the Non-Promoter Category and Promoter & Promoter Group Category respectively ("the Proposed Allottees", enclosed as Annexure I), subject to approval of the shareholders of the Company and any regulatory/ Government approval (if required), the Board has approved
 - (a) 15,85,000 Equity Shares of the Company of the face value of ₹10/- (Rupees Ten Only) each fully paid up ("Equity Shares") for cash consideration on a preferential basis to non-promoter, at a price of ₹127/- (including premium of ₹117/-) per Equity Share for a consideration of ₹20,12,95,000/- (Rupees Twenty Crore Twelve Lakh Ninety-Five Thousand Only).
 - (b) 1,19,000 (One Lakh Nineteen Thousand) fully convertible warrants ('Warrant(s)') and each warrant is convertible into one equity share of face value of ₹10/- (Rupees Ten Only) each fully paid-up ('Equity Share') of the Company, at any time within 18 (eighteen) months from the date of allotment of the Warrants as per the SEBI ICDR Regulations, at a price (including the warrant Subscription price and the Warrant Exercise Price) of ₹127/- (Rupees One Hundred Twenty-Seven only) per warrant (including premium of ₹117/- per warrant) ("**Warrant Issue Price**") for cash consideration aggregating to ₹1,51,13,000/- (Rupees One crore Fifty One Lakh and Thirteen Thousand Only) on preferential basis to Promoter and Promoter Group, listed below ('Warrant Holder(s)' / 'Proposed Allottee(s)'), with the upfront payment of Warrant Subscription Price of ₹31.75/- (Rupees Thirty-one decimal point seven five Only) for each Warrant aggregating to ₹ 37,78,250/- (Rupees Thirty Seven Lakh Seventy Eight Thousand Two Hundred Fifty Only) which is equivalent to 25% (twenty-five percent) of the total consideration, entitling the Warrant Holder(s) to seek conversion of Warrant(s) in one or more tranches, within a maximum period of 18 (eighteen) months from the date of allotment

CHATHA FOODS LIMITED

Village Chaundheri, P.O. Dappar, Chandigarh- Ambala Highway, Distt- SAS NAGAR, Punjab 140506

+91-1762-506711 | Website: <https://cfpl.net.in>

CIN- L15310PB1997PLC020578 | GST/UIN- 03AAACC9345F1ZY | PAN NO. AAACC9345F

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, **E-mail:** cs@cfpl.net.in, **Website:** <https://cfpl.net.in>

of Warrants, upon the payment of Warrant Exercise Price of ₹95.25/- (Rupees Ninety-Five decimal point two five only), equivalent to 75% (Seventy five per cent) of the Warrant Issue Price ('Warrant Exercise Price'), and be allotted one fully paid-up Equity Share of the Company of face value of ₹10/- each at a price of ₹ 127/- per share (including premium of ₹117/- per share), against each Warrant.

The details of subscriber ("the Proposed Subscriber") as set out in **Annexure - I:**

The details regarding the issuance of securities as required pursuant to Paragraph 2 of Part A, Schedule III of SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, (the "SEBI Disclosure Circular") are set out in **Annexure - II.**

2. Convene of the Extra-Ordinary General Meeting ("EGM") to be held on Monday, January 06, 2025, at 03:30 p.m. (IST) for seeking approval of the shareholders of the Company for the above issue and other connected matters through video conference (VC) and other audio-visual means (OAVM).
3. Appointment of **M/S. KARAN KAKKAR & ASSOCIATES**, (Membership No. 66056, CP No.24666) Practicing Company Secretaries as Scrutinizer for ensuing Extra Ordinary General Meeting.

The meeting of the Board of Directors commenced at 03:30 p.m. (IST) and concluded at 04:55p.m (IST)

Kindly take the above information on your record.

Yours Sincerely,

**For and on behalf of
Chatha Foods Limited**

**Priyanka Oberoi
Company Secretary and Compliance Officer
Membership No.: 3240**

CHATHA FOODS

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, E-mail: cs@cfpl.net.in, Website: <https://cfpl.net.in>

LIST OF PROPOSED ALLOTTEES

ANNEXURE – I

Sr. No.	Name of the Proposed Subscriber	Category	Ultimate Beneficiary	Pre-Issue Equity Holding		proposed to be issued and allotted		Post issue Shareholding (including proposed allotment + pre shareholding)	
				No. of shares	%	No. of equity shares	Warrants	No. of shares	%
1.	Negen Undiscovered Value Fund	Non-Promoter - AIF	Neil Madan Bahal	22,37,488	9.95	4,73,000	-	27,10,488	11.20%
2.	Amrutha Bang	Non-Promoter	Self	-	-	32,000	-	32,000	0.13%
3.	Rekha Bang	Non-Promoter	Self	-	-	32,000	-	32,000	0.13%
4.	Shradha Bang	Non-Promoter	Self	-	-	32,000	-	32,000	0.13%
5.	Siddharth Bang	Non-Promoter	Self	-	-	32,000	-	32,000	0.13%
6.	Sudarshan Bang	Non-Promoter	Self	-	-	32,000	-	32,000	0.13%
7.	Odyssey Corporation Limited	Non-Promoter	Pooja Hemanshu Mehta	-	-	1,58,000	-	1,58,000	0.65%
8.	Sandeep Singh	Non-Promoter	Self	-	-	80,000	-	80,000	0.33%

CHATHA FOODS LIMITED

Village Chaundheri, P.O. Dappar, Chandigarh- Ambala Highway, Distt- SAS NAGAR, Punjab 140506

+91-1762-506711 | Website: <https://cfpl.net.in>

CIN- L15310PB1997PLC020578 | GST/UIN- 03AAACC9345F1ZY | PAN NO. AAACC9345F

CHATHAFOODS

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, **E-mail:** cs@cfpl.net.in, **Website:** <https://cfpl.net.in>

9.	KAAA Infra and Financial Services LLP	Non-Promoter	1) Krishna Kant Sonthalia; and 2) Anuradha Sonthalia	-	-	1,58,000	-	1,58,000	0.65%
10.	Kedar Ramesh Deshpande	Non-Promoter	Self	4,000	0.02	80,000	-	84,000	0.35%
11.	Aurum SME Trust I	Non-Promoter - AIF	Sandeep Daga*	3,90,000	1.73	80,000	-	4,70,000	1.94%
12.	Mukesh Kumar Singh	Non-Promoter	Self	-	-	40,000	-	40,000	0.17%
13.	AI Maha Investment Fund PCC - Onyx Strategy	Non-Promoter - FPI	Karuna Ramchurn	-	-	1,58,000	-	1,58,000	0.65%
14.	Satya Pal Gulati	Non-Promoter	Self	-	-	40,000	-	40,000	0.17%
15.	Swyom India Alpha Fund	Non-Promoter	1) Radha Raman Agarwal; 2) Sweta Agarwal;	-	-	1,58,000	-	1,58,000	0.65%
16.	Iqbal Singh Chatha	Promoter Group	Self	7,79,838	3.47	-	79,000	8,58,838	3.55%
17.	Gurcharan Singh Gosal	Promoter	Self	41,39,013	18.40	-	40,000	41,79,013	17.27%

CHATHA FOODS LIMITED

Village Chaundheri, P.O. Dappar, Chandigarh- Ambala Highway, Distt- SAS NAGAR, Punjab 140506

+91-1762-506711 | Website: <https://cfpl.net.in>

CIN- L15310PB1997PLC020578 | GST/UIN- 03AAACC9345F1ZY | PAN NO. AAACC9345F

CHATHAFOODS

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, **E-mail:** cs@cfpl.net.in, **Website:** <https://cfpl.net.in>

**There are no natural persons including the settler of the trust, the trustee, the protector or the beneficiaries who have 15% or more interest in the trust or who exercises ultimate effective control over the trust through a chain of control or ownership. Mr. Sandeep Daga senior managerial personnel of Nine Rivers Capital Advisors LLP; who is acting as the investment manager to said AIF fund, is identified as UBO as per guidelines issued by SEBI vide its circular dated January 23, 2013, bearing reference no. CIR/MIRSD/2/2013.*

#The number of shares mentioned in this column and the % calculated, have assumed that all the equity shares and full exercise of the warrants (proposed to be allotted) will be fully converted into equity shares and no increase or decrease in total share capital of the Company has occurred in the interim of the subscription to the Warrants and their conversion into Equity Share

CHATHA FOODS LIMITED

Village Chaundheri, P.O. Dappar, Chandigarh- Ambala Highway, Distt- SAS NAGAR, Punjab 140506

+91-1762-506711 | Website: <https://cfpl.net.in>

CIN- L15310PB1997PLC020578 | GST/UIN- 03AAACC9345F1ZY | PAN NO. AAACC9345F

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, E-mail: cs@cfpl.net.in, Website: <https://cfpl.net.in>

Annexure - II

Issue of equity shares on Preferential basis by way of Private Placement to the Promoters & Promoter Group Category as well as to the person who are not the shareholders of the Company:

Sr. No.	Particulars of Disclosure	Disclosure
1.	Type of securities proposed to be issued	(i) 15,85,000 Equity Shares of the Company of the face value of ₹10/- (Rupees Ten Only) each (ii) 1,19,000 warrants, each warrant convertible into 1 (one) equity share of face value ₹10/- upon the exercise of the option attached to each such warrant, subject to the terms of the warrants.
2.	Type of issuance	Preferential allotment on a private placement basis of Equity shares and convertible warrants in accordance with Chapter V of the 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	(i) 15,85,000 Equity Shares at a price of ₹127/- per equity share aggregating to ₹20,12,95,000/- (Rupees Twenty Crore Twelve Lakh Ninety-Five Thousand Only); and (ii) 1,19,000 warrants at a price of ₹127/- per warrant, aggregating to ₹1,51,13,000/- (Rupees two crore Three Lakh and Twenty Thousand Only), of which an amount equivalent to 25% (twenty-five percent) of the per warrant paid at the time of allotment of the warrants, and the balance 75% each warrant convertible into 1 (one) equity share of face value ₹10/- upon the exercise of the option attached to each such warrant, subject to the terms of the warrants.
4.	Name of Investors	1. Negen Undiscovered Value Fund (<i>Equity Shares</i>) 2. Amrutha Bang (<i>Equity Shares</i>) 3. Rekha Bang (<i>Equity Shares</i>) 4. Shradha Bang (<i>Equity Shares</i>)

CHATHA FOODS LIMITED

Village Chaundheri, P.O. Dappar, Chandigarh- Ambala Highway, Distt- SAS NAGAR, Punjab 140506

+91-1762-506711 Website: <https://cfpl.net.in> |

CIN- L15310PB1997PLC020578 GST/UIN- 03AAACC9345F1ZY PAN NO. AAACC9345F

Chatha Foods Limited

(Formerly Known as Chatha Foods Private Limited)

Regd. Office: 272, Mota Singh Nagar Jalandhar Punjab, Pin code -144001, Phone No. 0181-4616381

CIN: L15310PB1997PLC020578, E-mail: cs@cfpl.net.in, Website: <https://cfpl.net.in>

		<p>5. Siddharth Bang (<i>Equity Shares</i>)</p> <p>6. Sudarshan Bang (<i>Equity Shares</i>)</p> <p>7. Odyssey Corporation Limited (<i>Equity Shares</i>)</p> <p>8. Sandeep Singh (<i>Equity Shares</i>)</p> <p>9. KAAA Infra and Financial Services LLP (<i>Equity Shares</i>)</p> <p>10. Kedar Ramesh Deshpande (<i>Equity Shares</i>)</p> <p>11. Aurum SME Trust I (<i>Equity Shares</i>)</p> <p>12. Mukesh Kumar Singh (<i>Equity Shares</i>)</p> <p>13. Al Maha Investment Fund PCC - Onyx Strategy (<i>Equity Shares</i>)</p> <p>14. Satya Pal Gulati (<i>Equity Shares</i>)</p> <p>15. Swyom India Alpha Fund (<i>Equity Shares</i>)</p> <p>16. Iqbal Singh Chatha (<i>Warrants</i>)</p> <p>17. Gurcharan Singh Gosal (<i>Warrants</i>)</p>
5.	Post allotment of securities: Outcome of subscription	As per Annexure - I
6.	Issue Price / allotted price	₹ 127 per Equity Share and Warrant. For determining the Issue price in accordance with Regulation 164(1) of the SEBI (ICDR) Regulations, 2018.
7.	Number of investors	17 (Seventeen)
8.	In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument	The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the Warrants. In the event the Warrant holder does not exercise the right attached to the Warrant(s) within 18 months from the date of allotment of the Warrants, such unexercised Warrant(s) shall lapse and the amount paid to the Company at the time of subscription of such unexercised Warrant(s) shall stand forfeited.

CHATHA FOODS LIMITED

Village Chaundheri, P.O. Dappar, Chandigarh- Ambala Highway, Distt- SAS NAGAR, Punjab 140506

+91-1762-506711 Website: <https://cfpl.net.in> |

CIN- L15310PB1997PLC020578 GST/UIN- 03AAACC9345F1ZY PAN NO. AAACC9345F