

Ref. No.: SCML/2024-25/324

Date: March 08, 2025

To,

The Manager Listing Department **BSE Limited**Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400 001

Scrip Code: 511700

Subject: Outcome of the Meeting of Board of Directors of Standard Capital Markets Limited ("the Company") in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Dear Sir/ Madam,

With reference to the above captioned subject and in terms of the provisions of Regulation 30 of Listing Regulations, we wish to inform your good office that the Board of Directors of the Company, at their meeting held today i.e., March 08, 2025, have, *inter alia*, considered and approved the following:

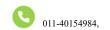
1. The Company to sponsor Alternative Investment Fund (AIF) - Category III in the name of "Standard Global Opportunities Fund" or any other name as approved by the regulator and in this regard:

Approved the proposal to act as a Sponsor & Settlor to the proposed Category III - Aternative Investment Fund and committed the initial contribution of up to Rs. 50.00 crore, subject to approval of SEBI.

The Company to manage assets and investment of an Alternative Investment Fund (AIF) as approved by the regulator and in this regard:

Approved the proposal that Wholly-owned Subsidiary (WOS) of the Company "Standard Capital Advisors Limited" to act as the Investment Manager to the said Alternate Investment Fund and to manage the Assets and Investment of Alternate Investment Fund.









The details, as required under the Regulation 30(6) read with Schedule III Part A Para A (1) of the SEBI Listing Regulations read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P /2023/120 dated 11th July, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 Dated 13th July, 2023 is attached as **Annexure–A.** 

2. Approved the acquisition of 100% stake in US Financial & Investment Limited, a Company based out of Hong Kong.

US Financial & Investment Limited ("the Company") is a company incorporated and domiciled in Hong Kong and has its registered office and principal place of business at Flat A, 7IF, Tak Lee Commercial Building, II3-II7 Wan Chai Road, Wan Chai, Hong Kong. Company holds a valid **Money Lender License** in Hong Kong and is not subject to any regulatory actions, suspensions, or revocations.

This acquisition aligns perfectly with Standard Capital's strategic vision of becoming a leader in the Non-Banking Financial Companies (NBFCs) sector. By integrating U.S. financial expertise and resources, Standard Capital is positioned to enhance its capabilities, broaden its service offerings, and provide increased value to its clients on a global scale. This move not only strengthens its competitive edge but also opens new avenues for growth and innovation in the financial services industry.

The details as required under Regulation 30 of the Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, in this connection are provided in **Annexure B.** 

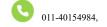
3. Approved the Incorporation of Wholly Owned Subsidiary, a DFSA Category 2 Private Company, in Dubai International Financial Center, Dubai.

The proposed subsidiary shall be named as **STANDARD GLOBAL FINANCE** or such other name as approved by the regulator and the subsidiary will provide **secured and unsecured lending** including trade finance to HNIs and corporates. The firm will provide the following financial services:-

- Providing Credit
- Dealing in Investments as Principal











The details as required under Regulation 30 of the Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, in this connection are provided in **Annexure C.** 

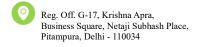
4. Preferential Issue of 72,45,74,641 Equity Shares of face value of Re. 1/- each of the Company to persons belonging to Non-Promoter Category, on preferential basis, upon conversion of loan, at an issue price of Rs. 1.30/- per Equity Shares, in accordance with provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and applicable provisions of Companies Act, 2013 and rules made thereunder for cash, subject to shareholders' approval. The names of the proposed allottees are mentioned below:

	S.	Name of the Proposed		Category	Outstanding loan	Number of
	No.	Allottees			proposed to be	Equity
					converted (in Rs.)	Shares to be
						allotted
	1.	Flash	Merchandise	Non-Promoter	50,00,00,000/-	38,46,15,385
		Private Lir	mited			
	2.	YUCCA	Merchants	Non-Promoter	44,19,47,033/-	33,99,59,256
		Private Lir	mited	JUJ LIIII	ILCU	
Ī	Total			94,19,47,033/-	72,45,74,641	

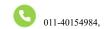
Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, with respect to the Preferential Allotment is enclosed as "Annexure D".

### 5. Considered and approved the Material Related Party Transaction with

- i. Gauray Jindal
- ii. Ram Gopal Jindal
- iii. Quicktouch Technologies Limited
- iv. Genius Townships Private Limited
- v. Bir Foods & Restaurants Private Limited
- vi. Standard Infracap Services Limited
- vii. Standard Capital Advisors Limited
- viii. Kry Brooms Private Limited
- ix. Hilum Commodities Private Limited
- x. Vein India Scholars Private Limited











xi. Amplitude Infrastructure Private Limited

xii. Institution Infrastructure Private Limited

xiii. Standard Insurance Broking Limited

subject to approval of the Shareholders at the Extra Ordinary General Meeting

6. Draft notice of Extra-ordinary General Meeting of the Company, inter-alia, approving the item as mentioned in (4) & (5) above. Other details will be disseminated in due course.

The meeting of the Board of Directors commenced at 1:00 P.M. and concluded at 1:35 P.M.

Kindly take the aforementioned submissions on your records.

Thanking You, Yours Sincerely,

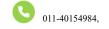
For Standard Capital Markets Limited

Markets Limited

Vineeta Gautam

**Company Secretary & Compliance Officer** 





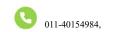




#### Annexure-A

S.	Particulars	Disclosures			
No.					
1.	Name of the target entity,	Standard Global Opportunities Fund			
	details in brief such as size,	Total Obligation of Contribution: Up to INR 50.00			
	turnover etc.;	Crores in first scheme.			
		Turnover: 2023-2024 NA			
		2022-2023 NA			
		2021-2022 NA			
2.	Whether the acquisition would	Standard Capital Markets Limited will serve as the			
	fall within related party	Sponsor and Settlor for the proposed Category III			
	transaction(s) and whether the	Alternative Investment Fund (AIF), while Standard			
	promoter/ promoter group/	Capital Advisors Limited, a wholly owned subsidiary of			
	group companies have any	the Company, will manage the assets and investments			
	interest in the entity being	of the AIF.			
	acquired? If yes, nature of	Upon the execution of the investment management			
	interest and details thereof	agreement between the trustee of the AIF and			
	and whether the same is done	Standard Capital Advisors Limited, the AIF will be			
	at "arm's length";	considered a related party of the Company as defined			
7	Market	under Regulation 2(1)(zb) of the SEBI (Listing			
		Obligations and Disclosure Requirements) Regulations,			
		2015. Consequently, the investment in the controlled			
		trust will fall under the category of related party			
		transactions.			
		Since the transaction qualifies as material related			
		party transaction, it would be subject to shareholders'			
		approval.			
		The transaction is done at Arm's Length basis.			
3.	Industry to which the entity	Alternate Investment Fund			
	being acquired belongs;				
4.	Objects and impact of	,			
	acquisition (including but not	strategic focus on external financial investments,			
	limited to, disclosure of				
	reasons for acquisition of	medium to long term. This approach reflects the			
target entity, if its business is		Company's commitment to making strategic			









	outside the main line of	investments that will enhance its growth and
	business of the listed entity);	sustainability, ultimately contributing to the long-term
		success and profitability of the Company.
5.	Brief details of any	The transaction is subject to approval of the SEBI and
governmental or regulatory Sh		Shareholders' approval, it being material related party
	approvals required for the	transaction.
	acquisition;	
6.	Indicative time period for	On receipt of requisite approvals of SEBI
	completion of the acquisition;	
7.	Consideration - whether cash	Cash
	consideration or share swap or	
	any other form and details of	
	the same;	
8.	Cost of acquisition and/or the	Upto Rs. 50 Crores
	price at which the shares are	
	acquired	
9.	Percentage of shareholding /	Subject to approval, the Company has agreed to
	control acquired and / or	acquire units of the aforesaid Scheme of AIF at face
	number of shares acquired;	value.
10.	Brief background about the	Standard Capital Markets Limited will serve as the
	entity acquired in terms of	Sponsor and Settlor for the proposed Category III
	products/line of business	Alternative Investment Fund (AIF). Meanwhile,
	acquired, date of	Standard Capital Advisors Limited, a wholly owned
	incorporation, history of last 3	subsidiary of the Company, will manage the assets and
	years turnover, country in	investments of the AIF. This structure ensures that the
	which the acquired entity has	Company has dedicated expertise and control over the
	presence and any other	management and direction of the AIF, enhancing its
	significant information (in	strategic investment capabilities.
	brief);	Turnover: 2023-2024 NA
		2022-2023 NA
		2021-2022 NA
	I .	





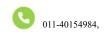




## **Annexure B**

S.	Particulars	Disclosures
No.		
1.	Name of the target entity, details in brief such as size, turnover etc.	US Financial & Investment Limited It is a company incorporated and domiciled in Hong Kong and holding a valid Money Lending License. Turnover: 2023-2024: HKD 1.2 Million 2022-2023: HKD Nil 2021-2022: HKD Nil
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	ard Capital
3.	Industry to which the entity being acquired belongs	Company holds a valid Money Lending License in Hong Kong .
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The acquisition of US Financial & Investment Limited aims to expand Standard Capital's market presence and Lending capabilities. US Financial specialized Money Lending strategies and market position may provide Standard Capital new growth opportunities, synergies, or competitive advantages. The impact includes enhanced product offerings, increased market share, and potential cost efficiencies.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Acquisition is subject to RBI approval and requisite approval as required
6.	Indicative time period for completion of the acquisition	On or before December 2025



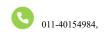






7.	Consideration - whether cash	Investment in securities is made for cash			
	consideration or share swap or any	consideration			
	other form and details of the same;				
8.	Cost of acquisition or the price at	1,000,000 shares at USD 6.00 per share each			
	which the shares are acquired	subject to final closer by Shareholder of			
		Target company.			
9.	Percentage of shareholding / control	The Company will have 100% stake in US			
	acquired and / or number of shares	Financial & Investment Limited by virtue of			
	acquired	this acquisition			
10.	Brief background about the entity	US Financial & Investment Limited, a private			
	acquired in terms of products/line of	company limited by shares incorporated in			
	business acquired, date of	Hong Kong under CR No.: 2854880. The			
	incorporation, history of last 3 years	Company has a paid-up capital of HKD			
	turnover, country in which the	1,000,000 with 1,000,000 issued shares.			
	acquired entity has presence and any	Company holds a valid Money Lending			
	other significant information (in brief);	License in Hong Kong and is not subject			
		to any regulatory actions, suspensions,			
	Stand	or revocations.			
	Stalla	Turnover: 2023-2024 : HKD 1.2 Million			
	N. A. a. val. a. a. ta a.	2022-2023 : HKD Nil			
	Markets	2021-2022 :HKD Nil			









# **Annexure C**

S.	Particulars	Disclosures
No.		
1.	Name of the target entity, details in brief such as size, turnover etc.;	Standard Global Finance or any other name as approved by competent authority, upon incorporation shall have:  Total Obligation of Contribution: Company is planning to infuse up to INR 100 Cr. Initially in tranches.  In compliance with the applicable regulations. It will be appropriately capitalized in accordance with applicable regulation.  Turnover: Not applicable, since the proposed company is not yet incorporated.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/	Standard Global Finance, once incorporated, become a wholly owned company of Standard Capital Markets Limited and will be the related party of the Company.
	group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	
3.	Industry to which the entity being acquired belongs;	The proposed company will provide secured and unsecured lending including trade finance to HNIs and corporates. The firm will provide the following financial services:  • Providing Credit • Dealing in Investments as Principal
4.	Objects and impact of acquisition (including but not	The said investment is in line with Company's strategy on external financial investments that









	limited to, disclosure of	are focused on value creation in medium to long
	reasons for acquisition of	term prospects of the Company.
	target entity, if its business is	
	outside the main line of	
	business of the listed entity);	
5.	Brief details of any	Obtaining "in-principle" approval from the DFSA
	governmental or regulatory	And RBI approval
	approvals required for the	
	acquisition;	
•		After obtaining "in-principle" approval from the
	completion of the acquisition;	DFSA
		And RBI approval
7.	Consideration - whether cash	Cash
	consideration or share swap or	
	any other form and details of	
	the same;	
8.	Cost of acquisition and/or the	Face Value
8.	Cost of acquisition and/or the price at which the shares are	Face Value
8.		Face Value  Caro Capital
9.	price at which the shares are	Face Value Wholly Owned Subsidiary 100% Control
	price at which the shares are acquired	dard Capital
	price at which the shares are acquired  Percentage of shareholding /	dard Capital
	price at which the shares are acquired  Percentage of shareholding / control acquired and / or	dard Capital
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;	Wholly Owned Subsidiary 100% Control
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC,
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of products/line of business	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC, Dubai
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of products/line of business acquired, date of	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC, Dubai  Standard Global Finance, once incorporated,
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC, Dubai  Standard Global Finance, once incorporated, become a wholly owned company of standard
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC, Dubai  Standard Global Finance, once incorporated, become a wholly owned company of standard capital markets limited and will be the related
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC, Dubai  Standard Global Finance, once incorporated, become a wholly owned company of standard capital markets limited and will be the related party of the Company.
9.	price at which the shares are acquired  Percentage of shareholding / control acquired and / or number of shares acquired;  Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other	Wholly Owned Subsidiary 100% Control  Standard Capital Markets Limited proposed to incorporate a DFSA Category 2 Firm in DIFC, Dubai  Standard Global Finance, once incorporated, become a wholly owned company of standard capital markets limited and will be the related party of the Company.  Having Object of Secured and Unsecured Lending







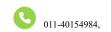


## **Annexure D**

# <u>Details on Preferential Allotment in terms of SEBI Circular No.</u> <u>SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:</u>

S.	Particulars	Disclosures				
No.						
1.	Type of securities proposed to be issued	Equity Shares				
2.	Type of issuance	Preferential Issue				
3.	Total number of securities	Issue and allotment of up to <b>72,45,74,641</b> Equity Shares of				
	proposed to be issued or total	the face value of Re. 1/- (Rupees One Only) each, upon				
	amount for which the securities	conversion of loan, for cash, aggregating up to Rs.				
	will be issued	94,19,47,033/- (Rupees Ninety Four Crore and Nineteen				
		Lakh Forty Seven	-	-		
		issue price of Rs.				• •
		accordance with th	•		-	
	- Ctor	Capital and Disclos				•
	<b>Stal</b>	amended and appli				
4.	Name and number of the	Flash Merchand	dise Private	Limited	 J	·
	Investor(s)	2. YUCCA Mercha	nts Private L	imited		
5.	Post allotment of securities-	Name of Pre-Preferential Post Preferential				
	outcome of the subscription	Investors				
			No. of	%	No. of	%
			Shares		Shares	
		Flash	0	0.00	38,46,15,385	15.67
		Merchandise				
		Private Limited				
		YUCCA	0	0.00	33,99,59,256	13.85
		Merchants				
		Private Limited				
6.	Issue price	Rs. 1.30/- per Equity Share				
7.	In case of convertibles, Intimation	Not Applicable				
	on conversion of securities or on					
	lapse of the tenure of the					
	instrument.					
8.	Nature of Consideration (Whether	Cash (conversion of outstanding loan into equity)				
	cash or consideration other than					









	cash)	
9.	Any cancellation or termination of	Not Applicable
	proposal for issuance of securities	
	including reasons thereof.	

Thanking You,
Yours Sincerely,
For Standard Capital Markets Limited

Vineeta Gautam
Company Secretary & Compliance Officer





