



July 15, 2024

To,
BSE Limited
Phiroze Jejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 543971

Dear Sir/Madam,

Sub: Outcome of the meeting of the Board of Directors of Bondada Engineering Limited (“Company”) held on Monday, July 15, 2024.

Ref.: Regulation 30 and all other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Further to our letter dated Thursday, July 11, 2024, and in accordance with provisions of Regulation 30 read with Schedule III and all other relevant Regulations of the SEBI LODR Regulations, we would like to inform you that the board of directors of the Company (“**Board**”) at its meeting held today *i.e.*, Monday, July 15, 2024, has *inter-alia* considered and approved the following matters:

1. Considered and approved the Director’s Report along with Secretarial Audit Report issued by Secretarial Auditors of the Company for the Financial Year ended March 31, 2024 as per the provisions of the Companies Act, 2013 and other applicable provisions, if any and Rules made there under;
2. Approved the declaration of the final dividends for the Financial Year 2023-24.
3. The Company has fixed Friday, July 26, 2024, as the Record Date for the purpose of determining entitlement of the members for payment of final dividend referred to in point 2 above.
4. Considered and took note that Mr. Raghavendra Rao Bondada, Executive Director (DIN: 01883766) retires by rotation and eligible to offer himself for re-appointment.
5. Considered and took note that Mrs. Bondada Neelima, Non-Executive Director (DIN: 05220852) retires by rotation and eligible to offer himself for re-appointment.
6. Considered and took note of revision in remuneration of Mr. Raghavendra Rao Bondada.
7. Considered and took note of revision in remuneration of Mr. Satyanarayana Baratam.

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C-26, Kushaiguda Industrial
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ECIL, Hyderabad,
TG-500062

Phone Number: 7207034662

CIN : U28910TG2012PLC080018 **Email :** Info@bondada.net, **Website :** www.bondada.net

8. Took note of ratification of remuneration of Cost Auditors.

9. Sub-Division/ Split of Equity Shares

Considered and approved the sub-division/split of existing 1 (One) equity share of the Company having a face value of Rs. 10/- (Rupees Ten only) each, fully paid-up, into 5 (Five) equity shares having a face value of Rs. 2/- (Rupees Two only) each, fully paid-up, subject to shareholder's approval.

The record date for the purpose of the above sub-division/split of Equity Shares shall be decided after obtaining approval of the shareholders through the Annual General Meeting and will be intimated in due course. Details of sub-division/split of existing equity shares in terms of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (“SEBI Circular”) are attached as ‘Annexure – A’.

10. Alteration of Capital Clause of Memorandum of Association

Considered and approved alteration of the Capital Clause (Clause V) of the Memorandum of Association of the Company (MoA) on account of sub-division/split of equity shares of the Company, subject to the approval of the Company. A brief of alteration in MoA in terms of SEBI Circular is attached as ‘Annexure – B’.

11. Allotment of 3,13,200 (Three Lakhs Thirteen Thousand and Two Hundred) fully convertible equity warrants (“Warrants”) at an issue price of ₹1,756/- (Rupees One Thousand Seven Hundred and Fifty-Six Only) per Warrant on a preferential basis to Dr. Faruk G. Patel. Each Warrant is convertible into one fully paid-up Equity Share of ₹10/- each on payment of the balance 75% of the total consideration. The details of the Allottee are as follows:

Name of the Proposed Allottee	Category	Equity Warrants allotted
Dr. Faruk G. Patel	Non-Promoter	3,13,200
Total		3,13,200

Further, the securities allotted on a preferential basis shall be subject to such lock-in restriction as prescribed under Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The information in connection with the allotment of securities pursuant to Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as Annexure-C.

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12. Notice of Annual General Meeting (AGM)

Authorized conducting Annual General Meeting for seeking consent of members of the Company for the Resolutions set out in the Notice of AGM and approved the Notice of AGM and other matters incidental thereto.

The Notice of AGM along with e-voting instructions shall be sent only through e-mail to those shareholders who hold shares as of the cut-off date i.e., Friday, July 12, 2024, and whose email address is registered with the Company's RTA/ Depository Participants (DP).

The meeting of the Board of Directors of the Company commenced at 5.00 p.m. and concluded at 8.30 p.m.

The Notice of AGM and other relevant documents shall be submitted in due course.

The disclosures along with the enclosures shall be made available on the website of the Company at www.bondada.net.

Kindly take the same on record of your esteemed Exchange and disseminate it on your website.

Thanking you,

Yours faithfully,

For, Bondada Engineering Limited

Sonia Bidlan
Company Secretary & Compliance Officer
M. No- A37766

Place: Hyderabad

Encl.: As above.

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Annexure - A – Details of Sub-Division/Split

DISCLOSURE PURSUANT TO PARAGRAPH 2 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023.

S. No.	Particulars	Disclosure
1.	Split ratio	1:5 i.e., existing 1 (One) equity share of the Company having a face value of Rs. 10/- (Rupees Ten only) each fully paid-up shall be sub-divided/split into 5(Five) equity shares having a face value of Rs. 2/- (Rupees Two only) each fully paid-up.
2.	The rationale behind the split/consolidation	To enhance the liquidity of the Company's equity shares and encourage the participation of investors by making it more affordable.
3.	Pre and post-share capital – authorised, paid-up and subscribed	<p><u>Pre-Sub-Division:</u></p> <p>Authorised Capital: Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crore and Fifty-Lakhs) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each.</p> <p>Issued, Paid-up, Subscribed Capital: Rs. 21,60,20,590/- (Rupees Twenty-One Crore Sixty Lakhs Twenty Thousand Five Hundred and Ninety Only) divided into 2,16,02,059 (Two Crores Sixteen Lakhs Two Thousand and Fifty-Nine) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each</p> <p><u>Post-Sub-Division:</u></p> <p>Authorised Capital: Rs. 25,00,00,000 (Rupees Twenty-Five Crores Only) divided into 12,50,00,000 (Twelve Crore Fifty Lakh) equity shares of Rs. 2/- (Two Only) each.</p> <p>Issued, Paid-up, Subscribed Capital: Rs. 21,60,20,590/- (Rupees Twenty-One Crore Sixty Lakhs Twenty Thousand Five Hundred and Ninety Only) divided into 10,80,10,295 (Ten Crore Eighty Lakhs Ten Thousand Two Hundred and Ninety Five Only) Equity Shares of the face value of Rs. 2/- (Rupees Two Only) each.</p>
4.	Expected time of completion	Approximately within 3 months from the date of approval of the Members of the Company and subject to completion of the necessary formalities
5.	Class of shares that are sub divided	Equity Shares having a face value of Rs. 10/- (There is only one class of Shares of the Company).
6.	Number of shares of each class pre and post-split	Same as in point 3 above

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S. No.	Particulars	Disclosure
7.	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	Not Applicable

Thanking You,
For, Bondada Engineering Limited

Sonia Bidlan
Company Secretary & Compliance officer
M. No- A37766

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Annexure - B – Details of Alteration in MOA

DISCLOSURE PURSUANT TO PARAGRAPH 14 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023.

The Board of Directors of the Company at its Meeting held on July 15, 2024, subject to the approval of the Members, approved the sub-division/split of equity shares of the Company in the ratio of 1:5 i.e., existing 1 (One) equity share of the Company having a face value of Rs. 10/- (Rupees Ten only) each fully paid-up shall be sub-divided/split into 5 (Five) equity shares having a face value of Rs. 2/- (Rupees Two only) each fully paid-up.

Consequently, the Board has also approved the necessary alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company as below:

V. The Authorised Share Capital of the Company is Rs. 25,00,00,000 (Rupees Twenty-Five Crore Only) divided into 12,50,00,000 (Twelve Crore Fifty Lakh) equity shares of Rupees 2/- (Two Only) each.”.

For, Bondada Engineering Limited

Sonia Bidlan
Company Secretary & Compliance officer
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Annexure C

DISCLOSURE PURSUANT TO PARAGRAPH 2 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023.

Preferential Issue (Disclosure post allotment of Securities):

Sr. No	Particulars	Details of Securities																
1.	Type of Securities	Warrants																
2.	Type of Issuance	Preferential Issue 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	3,13,200 (Three Lakhs Thirteen Thousand and Two Hundred) Warrants at an issue price of ₹1,756/- (Rupees One Thousand Seven Hundred and Fifty-Six Only) (including a premium of ₹1,746/- (Rupees One Thousand Seven Hundred and Forty-Six only) per Warrant aggregating to ₹54,99,79,200/- (Rupees Fifty-Four Crores Ninety-Nine Lakhs Seventy Nine Thousand Two Hundred only).																
In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):																		
i.	Name of the Investors	1. Dr. Faruk G. Patel																
ii.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles),	<table border="1"> <thead> <tr> <th rowspan="2">Investor</th> <th rowspan="2">Particulars</th> <th colspan="2">Pre-issue shareholding</th> <th colspan="2">Post-issue shareholding</th> </tr> <tr> <th>No.</th> <th>%</th> <th>No.</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Dr. Faruk G. Patel</td> <td>Warrants</td> <td>Nil</td> <td>Nil</td> <td>3,13,200</td> <td>1.43%</td> </tr> </tbody> </table> <p><i>*The above post-issue shareholding percentage is calculated assuming full conversion of Warrants issued pursuant the Preferential Issue.</i></p> <p>Issue Price: Warrants at an issue price of ₹1,756/- (Rupees One Thousand Seven Hundred and Fifty-Six Only) (including a premium of ₹1,746/- (Rupees One Thousand Seven Hundred and Forty-Six only) per Warrant, of which an amount equivalent to 25% (Twenty Five percent) of the Warrant Price has been paid by the allottee to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy Five percent) of the Warrant Price shall be payable to the Company at the time of allotment of the Equity Shares upon exercise of the option attached to the relevant Warrant.</p>	Investor	Particulars	Pre-issue shareholding		Post-issue shareholding		No.	%	No.	%	Dr. Faruk G. Patel	Warrants	Nil	Nil	3,13,200	1.43%
Investor	Particulars	Pre-issue shareholding			Post-issue shareholding													
		No.	%	No.	%													
Dr. Faruk G. Patel	Warrants	Nil	Nil	3,13,200	1.43%													

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iii.	Number of investors;	1
iv.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Each of the Warrants is exercisable into 1 (One) Equity Share having face value of ₹10/- (Rupees Ten only) each. The tenor of the Warrants is 18 months from the date of allotment. The Warrants shall be convertible in one or more tranches.

Thanking You,
For, **Bondada Engineering Limited**

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