

October 29, 2024

To,
BSE Limited
P J Towers, Dalal Street, Fort,
Mumbai - 400 001
SCRIP CODE: 540725

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
SYMBOL: SHAREINDIA

Sub: Outcome of Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In compliance with the provisions of Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we are pleased to inform you that the Board of Directors of the Company at its Meeting held today, i.e., on Tuesday, October 29, 2024, has inter-alia:

- a) Approved the Unaudited Standalone and Consolidated Financial Results for the quarter and half year ended September 30, 2024;
- b) Approved the Limited Review Report in terms of Regulation 33(3)(c) of Listing Regulations for the quarter and half year ended September 30, 2024;
- c) Declared 2nd interim dividend of Re. 0.50/- (Fifty paise only) per equity share having face value of Rs. 2/- each.
- d) Approved proposal to raise funds by way of issuance of Non-Convertible Debentures on private placement basis. Further, the detailed disclosure 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 is enclosed as Annexure – I.
- e) Approved the amendment in the Object Clause of the Memorandum of Association of the Company and Article 111 of the Article of Association of the Company, subject to the approval of shareholders of the Company. The brief details of the amendment are annexed as Annexure – II.
- f) Rescinded its earlier approval dated August 21, 2024, on the commencement of Portfolio Management Services through Company's wholly-owned subsidiary, Share India Capital Services Private Limited.
- g) Approved the proposal for incorporation of a subsidiary company, with the proposed name of Share India Wealth Multiplier Private Limited or such other name as may be approved by Registrar of Companies ('Proposed Subsidiary'), that will operate in the Category III Alternate Investment Fund (AIF) and Portfolio Management Services sectors and such other areas as may be permitted by the Board from time to time, and investment of an amount of upto Rs. 30 Crores (Rupees Thirty Crores Only) for subscribing to equity shares of the Proposed Subsidiary. Furthermore, the Board has

empowered the Finance Committee to evaluate and finalize the investment amount to be invested in the Proposed Subsidiary.

A comprehensive disclosure, as mandated by Regulation 30 of the Listing Regulations and SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are annexed as Annexure – III.

The 2nd Interim dividend shall be paid to the shareholders of the Company whose names appear in the records of the Depositories as beneficial owners of equity shares as on Thursday, November 07, 2024, which is the Record Date fixed for the purpose of aforesaid dividend. Payment/dispatch of dividend drafts towards afore-mentioned 2nd interim dividend for financial year 2024-25 will be done on or before November 27, 2024.

The Board Meeting commenced at 05:44 p.m. and concluded at 07:06 p.m.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For Share India Securities Limited

Vikas Aggarwal
Company Secretary and Compliance Officer
M. No. F5512

Annexure-I

Disclosure in terms of Regulation 30 of Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Sl. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Secured, rated, listed, taxable, redeemable, non-convertible debentures (“NCDs”).
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Issue of NCDs on private placement basis.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto 10,000 (Ten Thousand) senior, secured, rated, listed, taxable, redeemable, non-convertible debentures (NCDs) denominated in INR, having a face value of INR 1,00,000 (Indian Rupees One Lakh) each aggregating upto INR 1,00,00,00,000/- (Indian Rupees One Hundred Crore), including a Green Shoe Option of 5,000 (Five Thousand) NCDs having a face value of INR 1,00,000 (Indian Rupees One Lakh) each.
4	Size of the issue	Upto INR 1,00,00,00,000/- (Indian Rupees One Hundred Crore Only) including a Green Shoe Option of INR 50,00,00,000/- (Indian Rupees Fifty Crore Only).
5	Whether proposed to be listed? If yes, name of the stock exchange(s)	The NCDs are proposed to be listed on the wholesale debt market (WDM) segment of the BSE
6	Tenure of the instrument - date of allotment and date of maturity	<i>Series I</i> - 24 (twenty-four) months from the Date of Allotment. <i>Series II</i> - 36 (thirty-six) months from the Date of Allotment. <i>Series III</i> - 60 (sixty) months from the Date of Allotment.

7	Coupon/interest offered, schedule of payment of coupon/interest and principal	<p>Coupon/interest offered: <i>Series I</i> – 11.00% (eleven percent) per annum. <i>Series II</i> – 11.25% (eleven-point two five percent) per annum. <i>Series III</i> - 11.40% (eleven-point four zero percent) per annum.</p> <p>Schedule of payment of coupon/interest and principal:</p> <p>On 7th day of the month after expiry of each calendar Quarter. The interest for the last and final quarter shall be payable along with the redemption proceeds of the Debentures.</p>
8	Charge/security, if any, created over the assets	The Charge will be created over the loans repayable to the Company and certain other receivables of the Company in relation to said loans, equivalent to 100% of the outstanding principal and interest amount due on the NCDs.
9	Special right/interest/privileges attached to the instrument and changes thereof	Not Applicable
10	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	On the occurrence of a Payment Default, the Company will pay additional interest at 1% (one percent) per annum over the Interest Rate in respect of the Debentures on the defaulted/overdue amounts in respect of such Payment Default from the date of the occurrence of a Payment Default until such Payment Default is cured or the Obligations are repaid (whichever is earlier), on each Interest Payment Date occurring during the aforementioned period.
11	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not Applicable
12	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	<p><i>Series I</i> – Bullet repayment upon expiry of 24 (twenty-four) months. <i>Series II</i> – Bullet repayment upon expiry of 36 (thirty-six) months. <i>Series III</i> – Bullet repayment upon expiry of 60 (sixty) months.</p>

Annexure-II

Brief Details with respect to alteration in the Memorandum of Association (MoA) and Article of Association (AoA) of the Company:

Particulars	Details
Alteration in the Object Clause in the Memorandum of Association (MoA) of the Company	<p>The Object Clause of the MOA currently permits a range of activities beyond the Company's primary function of stock broking and related ancillary services. To ensure alignment thereof with core business activities carried by the Company, the revised main Object Clause of the MOA will read as follows:</p> <p>“So long as the Company is engaged in stock broking as a member of any recognised Stock Exchange in India, it will engage itself in only such business as a member of a recognised Stock Exchange is permitted to engage in under the Securities and Contracts (Regulation) Rules, 1957, and the Rules, Bye-laws & Regulations of the Stock Exchange. Subject to the foregoing, the objects for which the company is established are:</p> <p>To acquire individual Membership of Shri H.S. Kumbhat in Bombay Stock Exchange for conversion into corporate membership and to apply for and obtain memberships in stock exchanges, to carry on business either singularly or jointly with others as share and stock brokers, members of stock exchanges, depository participants, underwriters, merchant bankers, portfolio managers, research analyst, security market operators, custodians, issue houses, registrars and share transfer agents, distributors, trustees, issue advisors, as advisors and consultants in investment, financial, management, and other fields, as investors, Mutual Funds, Bankers to issue, promote and provide guarantees to the Companies engaged in connection with or incidental to or consequential upon securities / commodity business, as applicable, to invest in and acquire by way of gift or otherwise and to hold, sell, buy or otherwise deal in commodities and shares, debentures debentures-stocks, bond, units obligation and securities of all kinds, issued and guaranteed by any company, corporation, firm or person whether incorporated or established in India or elsewhere, as well as futures, options, forwards, swaps and other financial instruments of all kinds , to carry on all or any of the businesses in connection with or incidental to or consequential upon securities/commodity business as permitted by SEBI, Stock Exchanges, Commodity Exchanges, Depositories or any other regulatory body from time to time.”</p>

Alteration in the Clause 111 of the Article of Association of the Company

To align the Company's AoA with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and SEBI (Debenture Trustees) Regulations, 1993 w.r.t. issuance of Non-Convertible Debentures, the revised Clause 111 of the Article of Association shall read as follows:

“111. Notwithstanding anything to the contrary contained in these Articles, so long as any money shall be owing by the Company to any financial institutions, corporations, banks or such other financing entities or through Debenture Trustees or so long as any of the aforesaid banks, financial institutions or such other financing entities hold any shares/debentures in the Company as a result of subscription or so long as any guarantee given by any of the aforesaid entities in respect of any financial obligation or commitment of the Company remains outstanding in terms of payment of interest or repayment of principal amount, then in that event any of the said financial institutions or Debenture Trustees or such other financing entities shall, subject to an agreement in that behalf between it and the Company, have a right but not an obligation, to appoint one or more persons as Director(s) on the Board of Director as their nominee on the Board of Company in accordance with the applicable laws. The aforesaid financial institutions or Debenture Trustees or such other financing entities may at any time and from time to time remove the Nominee Director appointed by it and may in the event of such removal and also in case of the Nominee Director ceasing to hold office for any reason whatsoever including resignation or death, appoint other or others to fill up the vacancy. Such appointment or removal shall be made in writing by the relevant institution and shall be delivered to the Company and the Company shall have the power to remove the Nominee Director from office after following the provisions of the Companies Act, 2013. Each such Nominee Director shall be entitled to attend all General Meetings, Board Meetings and meetings of the Committee of which he or she is a member.”

Annexure-III

Disclosure in terms of Regulation 30 of Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Particulars	Details of Acquisition
Name of the target entity, details in brief such as size, turnover etc.;	Share India Wealth Multiplier Private Limited or such other name as may be approved by Registrar of Companies.
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”;	The Proposed Subsidiary, upon its incorporation, will become a Related Party of the Company. The transactions, if any, with the subsidiary shall be done at an arm’s length basis.
Industry to which the entity being acquired belongs;	The subsidiary will operate in the business of Category III Alternate Investment Fund (AIF) and Portfolio Management Services (PMS) and such other areas as may be permitted by the Board from time to time.
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 objective of incorporating the subsidiary is to enter the business of Category III AIF and Portfolio Management Services and such other areas as may be permitted by the Board from time to time. This aligns with the Company’s strategy to expand its financial services offerings.
Brief details of any governmental or regulatory approvals required for the acquisition;	Regulatory approvals from the Securities and Exchange Board of India (SEBI) will be required for obtaining licenses for AIF and Portfolio Management Services.
Indicative time period for completion of the acquisition;	Not Applicable
Consideration - whether cash consideration or share swap or any other form and details of the same;	The subscription to the share capital of the Proposed Subsidiary will be made in cash.
Cost of acquisition and/or the price at which the shares are acquired;	Yet to be determined.
Percentage of shareholding / control acquired and / or number of shares acquired;	Yet to be determined.
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 significant information (in brief);	Not Applicable as the Proposed Subsidiary is yet to be incorporated.