

Ref No: 97/2024-25

Dated: 13th January, 2025

The Manager,
Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, Plot C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051. Tel No.: 2659 8235
Fax No.: 26598237/ 26598238
Trading Symbol: ANANDRATHI

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400 001.
Tel no.: 22721233
Fax No.: 22723719/ 22723121/ 22722037
Scrip Code: 543415

Subject: Outcome of Board meeting held on 13th January, 2025

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure requirement) Regulation, 2015 ("SEBI Listing Regulations"), we hereby inform you that the Board of Directors of the Company at its meeting held today, i.e. Monday, 13th January, 2025 has approved the following:

1. The Unaudited Financial Results (Standalone & Consolidated) of the Company for the third quarter and nine months ended 31st December, 2024.
2. Increase in Authorized Share capital of the Company from Rs. 25,00,00,000/- (Rupees Twenty-five Crores Only) divided into to 5,00,00,000 (Five Crores) Equity Shares of Rs.5/- each to Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into 10,00,00,000 (Ten Crores) Equity Shares of Rs. 5/- each and consequent alteration of Clause V of Memorandum of Association of the Company subject to the shareholders' approval of the Company through postal ballot and other applicable regulatory and statutory approvals.
3. Recommended Issuance of Bonus Shares by way of capitalization of reserves, in ratio of 1:1 i.e. 1 (one) new fully paid-up Equity Shares of Rs. 5/- (Rupees Five only) each for every 1 (one) existing fully paid-up Equity Shares of Rs. 5/- (Rupees Five only) each held by the eligible shareholders as on the Record Date, subject to shareholders approval through postal ballot and any other applicable regulatory and statutory approvals.

The record date will be intimated separately by the Company.

Formation and Authorized Bonus Allotment Committee and delegated the powers to do all such acts, deeds matters and things as it may, in its absolute discretion, deems necessary, expedient or in connection to the Issue of Bonus Shares

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, is enclosed herewith as Annexure I.

4. Incorporation of a wholly owned subsidiary Company in United Kingdom subject to requisite approvals from Regulatory Authorities.

Upon formation of "Wholly owned subsidiary" the relevant information required under regulation 30 of SEBI (LODR) Regulations, 2015 shall be intimated accordingly.

5. Reclassification of the status of Mr. Amit Rathi from Promoter Group Shareholder to Public Shareholder under Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as per the request letter received from him, subject to the requisite approvals from the Stock exchanges and shareholders' respectively.

Accordingly, a certified true copy of the resolution passed by the Board of Directors is enclosed as Annexure II.

The meeting of the Board of Directors of the Company commenced at 4:15 P.M. and concluded at 5:30 P.M.

The aforesaid information is also being uploaded on the Company's website i.e. <https://www.anandrathiwealth.in>

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,

For **Anand Rathi Wealth Limited**

Rajesh Bhutara

Chief Financial Officer

Encl. as above.

Disclosure pursuant to Regulation 30 of SEBI Listing Regulation and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023

Sr. No.	Particulars	Details
1	Types of Securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares of face value of Rs. 5/- each.
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Bonus Issue
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	4,15,10,317 equity shares of Rs. 5/-each
4	Whether Bonus is out of free reserves created out of profits or share premium account	The bonus equity shares will be issued out of free reserves and/or the securities premium account and/or the capital redemption reserve account of the Company available as at 31 st December, 2024.
5	Bonus ratio	1 : 1 1 (one) bonus equity shares of Rs. 5/- each for every 1 (one) fully paid-up equity share of Rs. 5/- each held, to the eligible equity shareholders of the Company as on Record Date.
6	Details of share capital - pre and post bonus issue	Pre-Bonus Issue Issued, Subscribed and Paid-up capital: 4,15,10,317 equity shares of Rs. 5/- each fully paid-up aggregating to Rs. 20,75,51,585/-. Post-Bonus Issue Issued, Subscribed and Paid-up capital 8,30,20,634 equity shares of Rs.5/- each fully paid-up aggregating to Rs. 41,51,03,170/- The actual number of bonus equity shares to be issued will be determined based on the fully paid-up equity share capital as on the record date.
7	Free reserves and/or share premium required for implementing the bonus issue	Rs. 20,75,51,585/-
8	Free reserves and/or share premium available for capitalization and the date as on which such balance is available	Aggregate amount of Rs. 6,15,04,78,682/- as at 31 st December 2024 consisting of free reserves and/or share premium available and Capital redemption reserve account.
9	Whether aforesaid figures audited	No. The figures mention in point No. 8 are unaudited figures.
10	Estimated date by which such bonus shares would be credited/dispatched	On or before 11 th March 2025 as per the regulatory timeline. The Bonus shares would be credited to the respective demat account of the shareholders on or before 11 th March, 2025, subject to completion of the requisite formalities and approvals as and when required.

The process, timeline and other requisite details with regard to postal ballot will be communicated in due course

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF ANAND RATHI WEALTH LIMITED AT THEIR MEETING HELD ON MONDAY, 13TH JANUARY 2025, AT 4:15 P.M. AT 11TH FLOOR, TIMES TOWER, KAMLA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI – 400 013

APPLICATION RECEIVED FROM MR. AMIT RATHI FOR RECLASSIFICATION OF HIS STATUS FROM “PROMOTER GROUP” SHAREHOLDER TO “PUBLIC” SHAREHOLDER:

“**RESOLVED THAT** the Board of Directors hereby takes on record the Request Letter dated 13th January, 2025 received from Mr. Amit Rathi (“Outgoing Promoter Group Shareholder”) forming part of ‘Promoter and Promoter Group’ of the Company for reclassification his status from “Promoter Group Shareholder” to “Public Shareholder”, copy of which is placed before this meeting.

RESOLVED FURTHER THAT pursuant to Regulation 31A(3)(a)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“SEBI LODR Regulations”), including any statutory modification(s) or re-enactment thereof, for the time being in force, and subject to necessary approvals from the stock exchanges where the shares of the Company are listed and subject to approval of shareholders of the Company and other applicable statutory authorities, as may be necessary, the consent of the Board of Directors be and is hereby accorded to proceed with the process of reclassification of status of Mr. Amit Rathi (“Outgoing Promoter Group Shareholder”) from “Promoter Group Shareholder” to “Public Shareholder” as the collective family shareholding would not be applicable, pursuant to the family settlement agreement entered into between Mr. Amit Rathi and Mr. Anand Rathi;

RESOLVED FURTHER THAT the Board of Directors hereby takes note that as required under the provisions of Regulation 31(A)(3)(b) of SEBI LODR Regulations, the Outgoing Promoter Group Shareholder has confirmed that he shall not:

- a. hold more than 10% of the fully paid-up equity share capital and voting capital of the Company;
- b. exercise control over the affairs of the listed entity directly or indirectly
- c. have any special rights through formal or informal agreements and shareholding agreements, if any, granting special rights to him shall be terminated;
- d. be represented on the Board of Directors (including as a nominee director) of the Company;
- e. act as a key managerial personnel in the Company;

and shall at all times from the date of such reclassification, continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) Regulations, 2015 post reclassification from "Promoter & Promoter Group" to "Public";

RESOLVED FURTHER THAT the Board of Directors hereby takes note that as required under the provisions of Regulation 31(A)(3)(b) of SEBI LODR Regulations, the above-mentioned the Outgoing Promoter Group Shareholder has further confirmed in his individual capacity that he is neither a 'willful defaulter' as per the Reserve Bank of India Guidelines nor a fugitive economic offender;

RESOLVED FURTHER THAT pursuant to provisions of 31A(3)(c) of SEBI LODR Regulations, the Board of Directors hereby confirms that:

- (i) the Company is and post reclassification will be compliant with the requirement for minimum public shareholding as required under Regulation 38 of SEBI LODR Regulations;
- (ii) Trading in Company's shares has not been suspended by stock exchanges;
- (iii) The Company does not have any outstanding dues to the Securities and Exchange Board of India, the stock exchanges or depositories;

RESOLVED FURTHER THAT the Directors or the Chief Financial Officer or the Company Secretary of the Company be and are hereby authorized, severally and or jointly, as the case may be, to do all such things and take all such steps and actions including signing certified true copy of the resolution, making of application(s), furnishing of affidavit(s), declaration(s), indemnities, document(s) etc. on behalf of the Company that may be required to be submitted to stock exchanges/any other regulatory authority and to complete all requisite formalities as may be necessary in this regard."

// CERTIFIED TRUE COPY //

For **Anand Rathi Wealth Limited**

Rajesh Bhutara
Chief Financial Officer