



TIRTH PLASTIC LIMITED

CIN: L25209GJ1986PLC009021

Date: 11/11/2024

To,
BSE Limited,
P J Towers,
Dalal Street, Fort,
Mumbai-400001

Dear Sir/Madam,

Script Code: 526675

Sub: Outcome of Board Meeting

In accordance with the provisions of Regulation 30 and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the meeting of the Board of Directors of the Company held on today, has inter alia, considered and approved following business:

1. the unaudited Financial Results along with Statement of Assets & Liabilities, Cash Flow Statement and Limited Review Report issued by the Statutory Auditor of the Company for the quarter ended on 30th September, 2024;
2. the appointment of Mr. Aadesh Sunil Gadhave (DIN: 10782976) as Additional Non-Executive Independent Director of the Company;

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as ***Annexure-A.***

3. accepted and took note of resignation of Mr. Gunjan Mahendra Doshi, (DIN: 02933336) from the post of Non-Executive Non-Independent Director and CFO of the Company;

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as ***Annexure-B.***

4. the appointment of Mr. Abhishek Hagwane as Chief Financial Officer of the Company.



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The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as *Annexure-C*.

5. accepted and took note of resignation of Mr. Naresh Kanchanbhai Rana, (DIN: 03291976) the post of Non-Executive Independent Director of the Company;

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as *Annexure-D*.

6. Acceptance of resignation of Ms. Nisha Kumari Vijay from the post of Company Secretary cum compliance officer of the Company;

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as *Annexure-E*.

7. Increase in Authorised Share Capital of the Company from Rs. 6,00,00,000/- (Rupees Six Crore Only) divided into 60,00,000 (Sixty Lakh only) Equity Shares of Rs.10/- each to Rs. 21,00,00,000/- (Rupees Twenty One Crore) divided into 2,10,00,000 (Two Crore Ten Lakhs only) Equity Shares of Rs.10 each, and subsequent to change in Memorandum of Association of the Company and subject to the approval of members in ensuing general meeting;
8. recommend the proposal to make investment, loan/guarantee & advances in excess of limits specified under section 186 of companies Act, 2013 upto Rs. 500/- Crores, subject to approval of members in ensuing general meeting;
9. recommended the proposal of increase in borrowing power in excess of limits specified under section 180 (1) (c) of companies Act, 2013 up to Rs. 500/- Crores, subject to approval of members in ensuing general meeting;
10. recommended the limit for Related Party Transaction of up to Rs. 500/- Crores, subject to approval of members in ensuing general meeting;
11. the Acquisition of 36,78,452 equity shares i.e. 100% equity shareholding of M/s. Evokenexa Advertising Private Limited ("EAPL") for a total purchase consideration of Rs. 66,21,21,360/- (Rupees Sixty-Six Crore Twenty-One Lakhs Twenty-



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One Thousand Three Hundred Sixty Only) at a price of Rs. 180/- (Rupees One Hundred Eighty Only) per equity share by issuance and allotment of up to 1,47,13,808 fully paid-up equity shares of the Company having face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs. 45/- (Rupees Forty-Five Only) per equity share (including a premium of Rs. 35/- (Rupees Thirty-Five only) per share as determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of purchase consideration) to the shareholders of EAPL. Pursuant to this acquisition EAPL will become the subsidiary of M/s. Tirth Plastic Limited.

The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as *Annexure-F*.

12. Approved offer, Issue and allot 1,47,13,808 Equity Shares of face value Rs. 10/- at a price of Rs. 45/- (Rupees Forty-Five only) per share (including premium of Rs. 35/- (Rupees Thirty-Five Only) per share on Preferential Basis for consideration other than cash (share swap) to the shareholders of "EAPL".

The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as *Annexure-G*.

13. took on records the Valuation Report of Equity shares, Certificate issued by Practicing Chartered Accountant/Practicing Company Secretary in this regard.
14. Appointed Mr. Brajesh Gupta, Practicing Company Secretary (Membership No. ACS - 33070), proprietor of M/s. Brajesh Gupta & Co. as Scrutinizer for conducting poll process for the Extra Ordinary General Meeting of the Company.
15. Approved the Notice of Extra Ordinary General Meeting (EOGM) of the Company.
16. Authorized to Managing Director, Executive Director or Company Secretary of the Company to be responsible for conducting EOGM and the entire poll process
17. Authorized to Managing Director and/or Executive Director and/or KMPs of the Company to make necessary application for In-principle application for Preferential allotment, and also authorised to Sign and submit the documentations on behalf of the company.



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18. Consideration regarding change in the name of the company will be discussed and deferred to a future date.

19. Consideration regarding change in the object of the company will be discussed and deferred to a future date.

The Board meeting commenced at 04:00 p.m. and concluded at 06:30 p.m.

You are requested to take the same on record.

Thanking you.

Yours sincerely,

For Tirth Plastic Limited

Jigar Mukeshbhai Shah
Managing Director
DIN: 06605922

Encl. as above

Limited Review Report

Review report to Tirth Plastic Limited

We have reviewed the accompanying statement of unaudited financial results of **Tirth Plastic Limited** for the period ended 30th September, 2024. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2400 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter Paragraph

We would like to draw your attention that there is no significant movement in stock and upon asking to the management, the management has clarified that they are sure about the realization value of the stock which is shown in the Financial Statement. Also, Management is sure about the Market Price of the stock that it is more than its Cost. Our opinion is not modified in respect of this matter.

Also, we would like to draw your attention that there is a legal proceeding initiated by the company for recovery of Loans and Advances of Rs. 5,00,000/- from M B Parikh & Co. and Rs. 25,01,500/- from M B Parikh Fin Stocks Ltd for which, legal proceedings are pending before Honorable Court. As informed to us by management that they are sure about its recovery. Our opinion is not modified in respect of this matter. However, we have already been created provision in the books of Account for the said outstanding amount.

Further, we would like to draw your attention that there is amount recoverable from “Shrimm Construction Private Limited” for cancellation of agreement for purchase of property. As informed to us the said agreement is cancelled and the seller is in process of refunding the amount. The total amount recoverable as on 30-09-2024 is Rs. 1,19,98,184.20/-

Our conclusion is not modified in respect of this matter.

For Shambhu Gupta & Co.
Chartered Accountants
FRN: 007234C

Gorang
Baheti



Digitally signed by
Gorang Baheti
Date: 2024.11.11
16:24:47 +05'30'

Gorang Baheti
Partner
M.No: 426813
UDIN:24426813BKASLO4390

Place of signature : Mumbai

Date: 11th November 2024



TIRTH PLASTIC LIMITED

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Statement of Unaudited financial results for the Quarter ended on 30.09.2024

PART- I						
Statement of Standalone Unaudited Financial Results for the Quarter and Half year Ended on 30th September, 2024						
Particulars	(Rs in lakhs)					
	Quarter ended on			Half year ended on		Year ended on
	30.09.2024 unaudited	30.06.2024 unaudited	30.09.2023 unaudited	30.09.2024 unaudited	30.09.2023 unaudited	31.03.2024 audited
Income from Operations						
I Revenue from operation	-	-	-	-	-	-
II Other Income	-	2.14	2.11	2.14	4.21	8.57
III Total Income (I + II)	-	2.14	2.11	2.14	4.21	8.57
IV Expenses						
a) Cost of Material Consumed						
b) Purchase of Stock in Trade						
c) Changes in inventories of finished goods, work-in-progress and stock-in-trade						
d) Employee Benefit Expense	0.36	0.36	0.36	0.72	0.72	1.44
e) Finance cost						
f) Depreciation & amortization						
g) Other Expenditure	1.02	1.24	1.11	2.26	2.43	6.49
Total Expenses (IV)	1.38	1.60	1.47	2.98	3.15	7.93
V Profit/(Loss) before extra ordinary and exceptional Items and tax (III - IV)	(1.38)	0.54	0.63	(0.85)	1.06	0.64
VI Exceptional Items						0.16
VII Profit/(Loss) before extra ordinary Items and tax (V - VI)	(1.38)	0.54	0.63	(0.85)	1.06	0.48
VIII Extra Ordinary Items						
IX Profit / (Loss) before Tax (VII - VIII)	(1.38)	0.54	0.63	(0.85)	1.06	0.48
X Tax expense						
(i) Current Tax						
(ii) Deferred Tax						
XI Profit (Loss) for the period from continuing operations (IX - X)	(1.38)	0.54	0.63	(0.85)	1.06	0.48
XII Profit/(loss) from discontinuing operations						
XIII Tax expense of discontinuing operations						
XIV Profit/(loss) from Discontinuing operations (after tax) (XII - XIII)						
XV Profit (Loss) for the period (XI + XIV)	(1.38)	0.54	0.63	(0.85)	1.06	0.48
XVI Other Comprehensive Income:						
A. (i) Items that will not be reclassified to profit or loss						
(ii) Income tax relating to items that will not be reclassified to profit or loss						
B. (i) Items that will be reclassified to profit or loss						
(ii) Income tax relating to items that will be reclassified to profit or loss						
XVII Total Comprehensive Income for the period (XV + XVI) Comprising Profit (Loss) and Other comprehensive Income for the period)	(1.38)	0.54	0.63	(0.85)	1.06	0.48
XVIII Paid up equity share capital	445.07	445.07	445.07	445.07	445.07	445.07
Face value of equity share capital	10.00	10.00	10.00	10.00	10.00	10.00
Reserve excluding Revaluation Reserves	(206.01)	(205.17)	(204.58)	(206.01)	(204.58)	(205.17)
XIX Earnings Per Share (for continuing operation):						
a) Basic	(0.03)	0.01	0.01	(0.02)	0.02	0.01
b) Diluted	(0.03)	0.01	0.01	(0.02)	0.02	0.01
XX Earnings Per Share (for discontinued operation)						
a) Basic						
b) Diluted						
XXI Earnings Per Share (for discontinued & continuing operation)						
a) Basic	(0.03)	0.01	0.01	(0.02)	0.02	0.01
b) Diluted	(0.03)	0.01	0.01	(0.02)	0.02	0.01

NOTES:

- Profit / loss from discontinuing operations, if any, included in the above shall be disclosed separately with details thereof.
- The above unaudited Financial Results have been reviewed by Audit committee of the Board and approved and adopted by Board of Directors at its meeting held on 11th November, 2024.
- This statements has been prepared in accordance with the Companies (Indian Accounting Standard) Rules,2015 - IND AS prescribed under sec- 133 of the companies Act, 2013 read with the Companies(Indian Accounting Standards) Rules, 2015 as amended by the Companies(Indian Accounting Standards) (Amendment) Rules, 2016 and other recognised accounting practices and policies to the extent applicable and in terms of Regulation 33 of SEBI(Listing Obligation and Disclosure Requirement) Regulations, 2015 .
- As per the definition of Reportable segment in Accordance with Accounting standard 17 of Segment Reporting issued by Institute of Chartered Accountant of India, the company has **only one reportable segment i.e. Trading business of Plastic related items**. Hence, seprate disclosure for segment reporing is not applicable to the company
- To facilitate Comparison , figures of previous periods has been regrouped and rearranged, wherever necessary.

Place: Ahmedabad
Date: 11th November, 2024

BY ORDER OF THE BOARD OF DIRECTORS,
FOR TIRTH PLASTIC LIMITED

JIGAR MUKESHBHAI SHAH
Managing Director
DIN : 06605922



TIRTH PLASTIC LIMITED

CIN: L25209GJ1986PLC009021

Statement of Assets and Liabilities for Companies (Other than Banks)					Rs. In Lacs	
Particulars	As at (Half year ended on)		As at (Half year ended on)		As at (the previous year ended on)	
	30.09.2024	Unaudited	30.09.2023	Unaudited	31.03.2024	Audited
Assets						
1.00 Non-current assets						
(a) Property, plant and equipment		0.15				
(b) Capital work-in-progress						
(c) Investment property						
(d) Goodwill						
(e) Other intangible assets						
(f) Intangible assets under development						
(g) Biological assets other than bearer plants						
(h) financial Assets						
Non-current financial assets						
(i) Non-current investments						
(ii) Trade receivables, non-current						
(iii) Loans, non-current		149.13		148.10		143.34
(iv) Other non-current financial asset		0.34		0.34		0.34
Total non-current financial assets		149.47		148.44		143.68
(i) Deferred tax assets (net)						
(j) Other non-current assets						
Total non-current assets		149.61		148.44		143.68
2.00 Current assets						
(a) Inventories		128.58		128.58		128.58
(b) Current financial asset						
(i) Current investments						
(ii) Trade receivables, current				0.80		
(iii) Cash and cash equivalents		26.30		13.65		6.44
(iv) Bank balance other than cash and cash equivalents						
(v) Loans, current						
(vi) Other current financial assets (to be specified)						
Total current financial assets		26.30		14.46		6.44
(c) Current tax assets (net)						
(d) Other current assets		1.97				7.54
Total current assets		156.85		143.03		142.56
3.00 Non-current assets classified as held for sale						
4.00 Regulatory deferral account debit balances and related deferred tax Assets						
Total assets		306.46		291.48		286.24
Equity and liabilities						
1.00 Equity						
Equity attributable to owners of parent						
(a) Equity share capital		445.07		445.07		445.07
(b) Other equity		(206.01)		(204.58)		(205.17)
Total equity attributable to owners of parent		239.05		240.48		239.90
Non controlling interest						
Total equity		239.05		240.48		239.90
2.00 Liabilities						
Non-current liabilities						
(a) financial liabilities						
(i) Borrowings, non-current						
(ii) Trade payables, non-current						
(iii) Other non-current financial liabilities						
Total non-current financial liabilities						
(b) Provisions, non-current						
(c) Deferred tax liabilities (net)						
Deferred government grants, Non-current						
(d) Other non-current liabilities						
Total non-current liabilities						
Current liabilities						
(a) financial liabilities						
(i) Borrowings, current		15.34				15.17
(ii) Trade payables, current		20.82		17.96		20.80
(iii) Other current financial liabilities						
Total current financial liabilities		36.16		17.96		35.98
(b) Other current liabilities		31.25		33.03		10.37
(c) Provisions, current						
(d) Current tax liabilities (net)						
Deferred government grants, Current						
Total current liabilities		31.25		33.03		10.37
Deferred government grants, Current						
Total current Liabilities		67.41		50.99		46.34
3.00 Liabilities directly associated with assets in disposal group classified as held for sale						
4.00 Regulatory deferral account credit balances and related deferred tax liability						
Total liabilities		67.41		50.99		46.34
Total equity and liabilities		306.46		291.48		286.24

To facilitate Comparison, figures of previous periods has been rearranged, wherever necessary.

Place: Ahmedabad
Date: 11th November 2024

BY ORDER OF THE BOARD OF DIRECTORS,
FOR TIRTH PLASTIC LIMITED

JIGAR MUKESHBHAI SHAH
Managing Director
DIN : 06605922



TIRTH PLASTIC LIMITED

CIN: L25209GJ1986PLC009021

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 30TH SEPTEMBER, 2024

PARTICULARS	Half year ended		Year ended
	30th September, 2024	30th September, 2023	31st March, 2024
A. CASH FLOW FROM OPERATING ACTIVITY			
Profit before Income Tax	-0.85	1.06	0.48
Adjustment for :			
Depreciation and amortisation expense			
(Gain)/loss on sale of investment			
Fair value (gain) / loss			
Dividend and interest income classified as investing cash flows	-2.14	-4.21	-8.57
Finance costs			
Operating Profit before working capital change	-2.98	-3.15	-8.09
Change in operating assets and liabilities			
(Increase)/Decrease in current trade receivables			0.80
(Increase)/Decrease in inventories			
Increase/(Decrease) in current trade payables	0.01		-3.68
(Increase)/Decrease in other Non current assets	-5.93		-0.57
(Increase)/Decrease in other current assets	5.57		-1.20
Increase/(Decrease) in provisions			
Increase/(Decrease) in other current liabilities	20.88	-13.68	-29.87
Increase/(Decrease) in other non current liabilities			
Increase/(Decrease) in other current financial liabilities	0.17		
Increase/(Decrease) in other non current financial liabilities		0.97	
Cash used in/ generated from operations	17.72	-15.86	-42.61
Income taxes paid			
Cash used in/generated from operations (A)	17.72	-15.86	-42.61
B. CASH FLOW FROM INVESTING ACTIVITIES			
Payments for property, plant and equipment			
Purchase of investments			
Dividends received			
Interest received	2.14	4.21	8.57
Net cash outflow from investing activities (B)	2.14	4.21	8.57
C. CASH FLOW FROM FINANCING ACTIVITIES			
Finance costs			
Increase/(Decrease) in Loans and Advances			
Proceeds from Borrowing			
Availment/(Repayment) of Short Term Borrowings			15.17
Availment/(Repayment) of Long Term Borrowings			
Net cash inflow/ (outflow) from financing activities (C)	0.00	0.00	15.17
Net Increase/ (Decrease) in cash and cash equivalents (A+B+C)	19.86	-11.65	-18.86
Cash and Cash Equivalents at the beginning of the financial year	6.44	25.30	25.30
Cash and Cash Equivalents at the end	26.30	13.65	6.44

The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting

Place: Ahmedabad

Date: 11th November, 2024.

BY ORDER OF THE BOARD OF DIRECTORS,
FOR TIRTH PLASTIC LIMITED


JIGAR MUKESHBHAI SHAH
Managing Director
DIN : 06605922



TIRTH PLASTIC LIMITED

CIN: L25209GJ1986PLC009021

Annexure - A

Disclosures as per the Listing Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9 2015:

Particulars	Details
Name of the Director/ KMPs	Mr. Aadesh Sunil Gadhave (DIN: 10782976)
Reasons for Change	Additional Non - Executive Independent Director
Date of Appointment	11/11/2024
Brief Profile	Mr. Aadesh Sunil Gadhave (DIN: 10782976) having expertise in the field of Marketing
Relationship Inter-se Director/ Key Managerial Personnel	Not related to any Directors/ Key Managerial Personnel of the Company.



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Annexure - B

Disclosures as per the Listing Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015:

Particulars	Details
Name of the Director/KMPs	Mr. Gunjan Mahendra Doshi, (DIN: 02933336)
Reasons for Change	Resignation from the post of Non-Executive Non-Independent Director and CFO
Date of Resignation	11/11/2024
Brief Profile	NA
Relationship Inter-se Director/ Key Managerial Personnel	Not related to any Directors/ Key Managerial Personnel of the Company.



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Annexure - C

Disclosures as per the Listing Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9 2015:

Particulars	Details
Name of the Director/KMPs	Mr. Abhishek Hagwane
Reasons for Change	Appointment as Chief Financial Officer (CFO)
Date of Appointment	11/11/2024
Brief Profile	Mr. Abhishek Hagwane having expertise in the field of Accounting and Finance.
Relationship Inter-se Director/ Key Managerial Personnel	Not related to any Directors/ Key Managerial Personnel of the Company.



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CIN: L25209GJ1986PLC009021

Annexure - D

Disclosures as per the Listing Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9 2015:

Particulars	Details
Name of the Director/ KMPs	Mr. Naresh Kanchanbhai Rana, (DIN: 03291976)
Reasons for Change	Resignation from the post of Non-Executive Independent Director
Date of Resignation	11/11/2024
Brief Profile	NA
Relationship Inter-se Director/ Key Managerial Personnel	Not related to any Directors/ Key Managerial Personnel of the Company.



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CIN: L25209GJ1986PLC009021

Annexure - E

Disclosures as per the Listing Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015:

Particulars	Details
Name of the Director/KMPs	Ms. Nisha Kumari Vijay
Reasons for Change	Resignation from the post of Company Secretary cum compliance officer
Date of Resignation	11/11/2024
Brief Profile	NA
Relationship Inter-se Director/ Key Managerial Personnel	Not related to any Directors/ Key Managerial Personnel of the Company.



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Annexure - "F"

Sr. No.	Particulars	Details									
1.	Name of the target entity, details in brief such as size, turnover etc.	M/s. Evokenexa Advertising Private Limited ("EAPL") CIN: U73100MH2024PTC416778 Authorised Capital (As on date): Rs. 4,00,00,000 Paid-up Capital (As on date): Rs. 3,67,84,520 Turnover : (As on 30/09/2024): 7,66,12,902									
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 "arms- length".	The acquisition of shares of EAPL by the Company fall under related party transactions with Company, as the Mr. Jigar Shah, Managing Director and Ms. Himadri Jigar Shah, wife of Managing Director also holds equity shares of target Company (EAPL). Details of their shareholding are as follows: <table border="1"><thead><tr><th>Name of promoter</th><th>Pre-holding share</th><th>Post holding</th></tr></thead><tbody><tr><td>Mr. Jigar Mukeshbhai Shah</td><td>-</td><td>8,80,000</td></tr><tr><td>Ms. Himadri Jigar Shah</td><td>-</td><td>8,00,000</td></tr></tbody></table>	Name of promoter	Pre-holding share	Post holding	Mr. Jigar Mukeshbhai Shah	-	8,80,000	Ms. Himadri Jigar Shah	-	8,00,000
Name of promoter	Pre-holding share	Post holding									
Mr. Jigar Mukeshbhai Shah	-	8,80,000									
Ms. Himadri Jigar Shah	-	8,00,000									
3.	Industry to which the entity being acquired belongs.	Advertising Services									
4.	Objects and effects 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).	Entering into new segment of business, this acquisition will help to diversify the established business.									
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	No governmental or regulatory approvals required for the acquisition.									
6.	Indicative time period for completion of the acquisition.	The Acquisition will be completed within a period of 15 (fifteen) days from the later of: (i) date of the approval of special resolution for preferential issue of equity shares; or (ii) receipt of date of the approval/ permission required for allotment under the preferential									



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		issue from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the stock exchanges) for issuance of the equity shares to the proposed allottees.
7.	Nature of consideration -whether cash consideration or share swap and details of the same.	Issue of shares for consideration other than cash (Share Swap)
8.	Cost of acquisition or the price at which the shares are acquired.	The Company will issue and allot 1,47,13,808 fully paid-up equity shares having face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs. 45/- (Rupees Forty Five Only) per share (including premium of Rs. 35/- per share) which is the price determined in accordance with chapter V of the SEBI ICDR Regulations per equity share for consideration other than cash (share swap), being discharge of total purchase consideration of Rs. 66,21,21,360/- (Rupees Sixty Six Crore Twenty One Lakhs Twenty One Thousand Three Hundred Sixty Only) for the acquisition of up to 36,78,452 equity shares of EAPL at a price of Rs. 180/- (Rupees One Hundred Eighty Only) per equity share from EAPL's shareholders.
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	100% of the shareholding in EAPL thus making it the subsidiary of the Company.



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Annexure - "G"

Sr. No.	Particulars	Issue of Equity Shares of the Company for Consideration Other than Cash (Share Swap)
1.	Type of Securities proposed to be issued (viz. Equity Shares, Convertibles etc.)	Equity Shares of face value Re. 10/- per share.
2.	Type of Issuance (further public Preferential Allotment offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 1,47,13,808 Equity Shares of face value Re. 10/- per share.
4.	Issue Price	Issue at price of Rs. 45/- (including premium of Rs. 35/-) as determined under Chapter V of SEBI ICDR Regulations.
5.	Names of the Investors	As per the shareholding Pattern of M/s. Evokenexa Advertising Private Limited ("EAPL")
6.	Tenure/ Conversion	Not Applicable