

**Date:** May 25, 2024

To, <b>The Department of Corporate Services,</b> Bombay Stock Exchange Limited, PJ Towers, Dalal Street, Mumbai-400001 Scrip Code: 511605	To, <b>Listing Department,</b> National Stock Exchange of India Limited, Exchange Plaza 5th Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Symbol: ARIHANTCAP
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**Sub:** Outcome of the Board Meeting

**Ref:** Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am

In continuation to our letter dated May 22, 2024, and pursuant to Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in their meeting held today i.e. May 25, 2024, inter-alia, approved the following matters:

**1. Issuance of Warrants Convertible into Equity Shares on Preferential Basis:**

The Board has approved the raising of funds through issue of upto 50,00,000 convertible warrants to the following proposed allottees by the way of preferential issue under Chapter V of the SEBI ICDR Regulations, 2018:

<b>Name of the Proposed Allottee</b>	<b>Number of Warrants</b>
Ashok Kumar Jain HUF	Upto 25,00,000
Arpit Jain HUF	Upto 25,00,000
<b>Total</b>	<b>Upto 50,00,000</b>

The said convertible warrants will be eligible for conversion within 18 months from the date of allotment into one equity share of face value of Re. 1/- at a premium of Rs. 67.50 per Share as per registered valuer.

The detailed disclosure along with the list of proposed allottees as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed as "**Annexure A**".

**2. Notice of (01/2024-25) Extra Ordinary General Meeting of the members of the Company to be held on Friday, June 21, 2024 at 12.30 P.M. (Indian Standard Time) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to seek members' approval for aforesaid matters.**

Appointed M/s Virendra G Bhatt, Practicing Company Secretary (Membership No. 1157), as Scrutinizer for Extra Ordinary General Meeting of the Company.

**3. To take the note of Sale, demerger or transfer the whole of undertaking of wholly owned subsidiary company Arihant Future and Commodities Limited as per Section 180(1)(a) of the Companies Act, 2013 with reference to the previous approval in the Annual General meeting held on September 25, 2021.**

**4. To take the note of Sale, demerger or transfer the whole of undertaking of wholly owned subsidiary company Arihant Financial Services Limited as per Section 180(1)(a) of the Companies Act, 2013 with reference to the previous approval in the Annual General meeting held on August 05, 2023.**

**ARIHANT CAPITAL MARKETS LIMITED**

**(CIN: L67120MP1992PLC007182)**

Regd. Off. : 6, Lad Colony YN Road, Indore - 452 001 Tel.: +91-731-4217100 Fax: +91-731-3016199

Corp. Off.: #1011 Solitaire Corporate Park, Bldg. No. 10, 1st Floor, Andheri Ghatkopar Link Road,  
Chakala, Andheri (E) Mumbai- 400093

Email: contactus@arihantcapital.com Website: www.arihantcapital.com



5. Acquiring the whole or substantially the whole of the business of the entity i.e. Get Prosper Capital Private Limited.

The disclosures pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Part A of Schedule III of the aforesaid regulations, is attached as per '**Annexure B**'.

You are requested to please take the same in your record.

The meeting of the Board of Directors commenced at 11:30 A.M. and concluded at 01:55 P.M. Kindly take on record and oblige.

Thanking You  
**For Arihant Capital Markets Limited**

**Mahesh Pancholi**  
**Company Secretary**  
**M No. F7143**

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**“Annexure A”**

**Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015 - Issue of Warrants on preferential basis**

<b>S. No.</b>	<b>Particulars of Disclosure Requirements</b>	<b>Details</b>
1.	Type of securities proposed to be issued	Warrants convertible into Equity Shares
2.	Type of Issuance	Preferential Issue in accordance with the Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 & Other applicable laws.
3.	Total Number of securities to be issued or the total amount for which the securities will be issued (approximately)	Upto 50,00,000 convertible warrants with right to the warrant holder to apply for and be allotted One (1) Equity Share of Face value of Re. 1/- each of the Company for each Warrants within a period of Eighteen (18) months from the date of allotment of warrants each convertible into or exchangeable for 1 (one) Equity Share of face value of Re. 1/- each at premium of Rs. 67.50 per Equity Share, aggregating to Rs. upto Rs. 68.50 (Rupees Sixty Eight and Fifty paisa only)
<b>Additional details required in case of Preferential Allotment</b>		
4.	Name of Investors	List of Allottees is attached as Exhibit A
5.	Post allotment of Securities – Outcome of the subscription	Details of Pre and Post Shareholding of the allottees is attached as Exhibit A
6.	Issue Price/ allotted price (in case of convertibles)	Not Applicable
7.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	An amount equivalent to atleast 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s). In the event, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by Company.

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“Exhibit A”

**List of Proposed Preferential Allottees of warrants**

<b>S. N o.</b>	<b>Name of Allottees</b>	<b>Promoter / Promoter Group</b>	<b>No. of Shares to be Allotted</b>	<b>Pre Shareholding in the Company</b>	<b>Pre Shareholding % in the Company</b>	<b>Post Shareholding in the Company</b>	<b>Post Shareholding % in the Company</b>
1.	Ashok Kumar Jain HUF	Promoter Group	25,00,000	0	0	25,00,000	2.29%
2.	Arpit Jain HUF	Promoter Group	25,00,000	0	0	25,00,000	2.29%

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**“Annexure B”**

**Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015 – Acquisition of whole or substantially whole of entity.**

<b>S. No.</b>	<b>Particulars of Disclosure Requirements</b>	<b>Details</b>
1.	Name of the target entity, details in brief such as size, turnover etc	Get Prosper Capital Private Limited is a private limited company incorporated under the provisions of Companies Act, 2013 with its registered office at 1011, Solitaire Corporate Park Andheri East Chakala, Mumbai City, Mumbai, Maharashtra, India, 400093. Get Prosper is engaged in the business of being brokers, sub-brokers, dealers or intermediaries of any and all kinds of shares, scrips, stocks, securities, Commodity, commodity derivatives, currency derivatives, interest rate derivatives, stock futures, units of mutual funds and trusts, debentures, bonds, debenture stocks, derivatives and other forms of financial instruments.
2.	Whether the acquisition would fall within related party transaction and whether the promoter/promoter group 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 acquisition would fall within the related party transaction, as Ms. Shruti Jain, the promoter of Get Prosper Capital Private Limited is also under promoter group of Arihant Capital Markets Limited. The investment has been approved by the Audit Committee and the Board of Directors of the Company in terms of the applicable provisions under the Companies Act, 2013 read with the relevant rules thereunder and the Listing Regulations and also done at arm’s length basis.
3.	Industry to which entity being acquired belongs	Stock Broking
4.	Objects and effect of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if the business is outside the main line of business of the listed entity).	By way of the acquisition, the Company and Get Prosper shall collaborate towards digitalization of products, include new technologies, and expand relationship in the area of stock broking.
5.	Brief details of any government and regulatory approvals required for the acquisition.	None
6.	Indicative time-period for completion of the acquisition	On or before March 31, 2025, subject to approval of stock exchange and completion of closing conditions.
7.	Nature of consideration whether cash consideration or share swap and details of the same	Cash transaction.

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8.	Cost of acquisition or the price at which shares being acquired	At book value
9.	Percentage of shareholding/ control acquired and/ or number of shares acquired.	The Company has agreed to acquire 100% shares of the Target Company.
10.	Brief background about the entity acquired in terms of product/ line of business acquired, date of incorporation, history of last three years turnover, country in which acquired entity has presence and other significant information	<p><b><u>Brief background:</u></b> Get Prosper is private limited company incorporated in the year 2020. It is engaged in the business of Stock broking.</p> <p><b><u>Line of business:</u></b> Stock broking</p> <p><b><u>Date of incorporation:</u></b> June 26, 2020</p> <p><b><u>Consolidated Turnover of last 3 years:</u></b> Financial year 2020-21: Rs. 0.67 Lacs Financial year 2021-22: Rs. 2.58 Lacs Financial year 2022-23: Rs. 11.90 Lacs</p> <p><b><u>Presence in Countries:</u></b> India</p>

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