



Date: January 21, 2025

**To,
BSE Limited
Department of Corporate Services
25th Floor, P J Towers,
Dalal Street
Mumbai – 400001**

BSE Scrip Code: 544163

Subject: Outcome of Board Meeting.

Dear Sir / Madam,

With reference to the subject cited, this is to inform the Exchange that the meeting of the Board of Directors of Greenhitech Ventures Limited held on Tuesday, January 21, 2025 at 08:00 p.m. at the registered office of the Company, the following were considered and approved:

1. The Board of Directors of the Company has decided to Alteration in article 14 sub clause (1) (3) of the Articles of Association of the Company by insert the new article for to empower the Company for the said further issue of securities may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to approval of shareholders;
2. The increase in authorized share capital of the company from existing Rs. 5,00,00,000 (Rupees Five Crores Only) divided into 50,00,000 (Fifty Lac) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 15,00,00,000/- (Rupees Fifteen Crores) divided into 1,50,00,000 (One Crore Fifty Lacs) Equity Shares of having face value of Rs.10/- (Rupees Ten Only) by creating additional Rs.10,00,00,000 (Rupees Ten Crores Only) Equity Shares of Rs. 10/- each, subject to approval of shareholders;
3.
 - a) The Board decided and approved to acquire 76% stake in Tritech Industrial Solutions Private Limited (“TISPL” or “Target Company”) on swap basis through preferential allotment by issue of 2,73,600 Equity Shares at an issue price of Rs. 105/- per share (including a premium of Rs. 95/- per share).
 - b) The Board decided and approved to acquire 100% stake in Greenkashi Bio Energy Private Limited (“GBEPL” or “Target Company”) on swap basis through preferential allotment by issue of 71,44,637 Equity Shares at an issue price of Rs. 105/- per share (including a premium of Rs. 95/- per share).
 - c) Issue of 8,24,000 equity shares at an issue price of Rs. 105/- per share (including a premium of Rs. 95/- per share) to the non-promoters on preferential basis.
 - d) Issue of 12,09,200 convertible Warrants at an issue price of Rs. 105/- per share (including a premium of Rs. 95/- per share) to the non-promoters on preferential basis.



4. Considered and approved the Notice of Extra Ordinary General Meeting (EGM) of the Members of the Company scheduled to be held on Wednesday, February 19, 2025 at 11:00 A.M. at the Registered office of the Company.
5. Appointment of Nikunj Kanabar & Associates, as Scrutinizer for scrutinizing voting of EGM;

Disclosure as per SEBI (LODR) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 is enclosed as **Annexures A**.

The meeting concluded at 09:00 p.m.

Kindly arrange to take the same on your records.

Thank you

FOR GREENHITECH VENTURES LIMITED

NAVED IQBAL
MANAGING DIRECTOR
DIN: 06685505



Annexure - A

i) Disclosure as per SEBI (LODR) Regulations, 2015 is given below:

Acquisition of the 76% stake in Trittech Industrial Solutions Private Limited:

Sl. No.	Particulars	Trittech Industrial Solutions Private Limited
1	Type of securities proposed to be issued	Equity Shares of Rs. 10/- each.
2	Type of issuance	Preferential allotment in terms of Section 42 read with Section 62 of the Companies Act, 2013 and other applicable provisions and/or SEBI Regulations.
3	Name of the target entity, details in brief such as size, turnover etc.	Trittech Industrial Solutions Private Limited. The Company has an authorized share capital of Rs. 5,00,000 divided into 50,000 equity shares of Rs.10/- each and paid-up capital of Rs. 1,00,000 divided into 10,000 shares of Rs. 10/- each. The Company has achieved a turnover of Rs. 439.27 Lacs for the 31 st March, 2024.
4	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”;	No, the acquisition would not fall within related party transaction(s) and the promoter/ promoter group/ group companies do not have any interest in the entity being acquired.
5	Industry to which the entity being acquired belongs	Trittech Industrial Solutions Private Limited is engaged in the following business 1.To undertake project management consultancy, engineering, industrial consultancy and fabrication of Agro, food, chemicals, Distillery, Ethanol and power related projects for setting up relating industries in india & abroad as per law & regulation prevailing in the states or countries 2. To provide advisory services in india and Overseas on matters relating agro, food, chemical, Distillery, Ethanol and power Sector and for that end to develop innovative methods of production and development of existing and new technologies, identify projects, prepare project report and profile, market research, feasibility studies



		and reports, pre-investment studies and investigation of industries 3. To Operation and maintenance in chemical, power Ethanol, Distillery, food, agro industry, Quality inspection, third party inspection in Chemical, power, ethanol, Distillery, food, agro industry.
6	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)	Greenhitech Ventures Limited proposes to enter into the business of consultancy and fabrication of Agro, Food, chemical and Power related project for setting industries. The acquisition of Tritech Industrial Solutions Private Limited will help Greenhitech Ventures Limited in achieving inorganic growth which will benefit all the stakeholders associated with the Company including shareholders at large.
7	Brief details of any governmental or regulatory approvals required for the acquisition;	Appropriate approvals will be taken from the shareholders in the general meeting and from the BSE Limited like In-principle approval for issue, allotment and listing/ trading.
8	Indicative time period for completion of the acquisition	Within six months from the date of the decision taken by the Board of the Company.
9	Nature of consideration - whether cash consideration or share swap and details of the same	Swapping of Shares
10	Cost of acquisition or the price at which the shares are acquired	2,73,600 Equity shares are proposed to be issued at an issue price of Rs. 105/- each including premium of Rs. 95/- per share which amounts to Rs. 2,87,28,000/- Acquisition is done on swap basis and there is no cash outflow, Valuation report from the registered valuer is obtained and uploaded on the website of the Company.
11	Percentage of shareholding/ control acquired and / or number of shares acquired	7600 Equity Shares (76.00%) of Tritech Industrial Solutions Private Limited

Details of the Proposed Allottees

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares to be swapped in TISPL	No. of Equity Shares to Issue and Allot against swapping	Current Status / Category	Proposed Status / Category
1.	Sandeep Kumar Maurya	3000	108000	Non-Promoter	Non-Promoter
2.	Sudhir Kumar Tiwari	3000	108000	Non-Promoter	Non-Promoter



3.	Niraj Trigun	1600	57600	Non-Promoter	Non-Promoter
	Total	7,600	2,73,600		

ii) Disclosure as per SEBI (LODR) Regulations, 2015 is given below:

Acquisition of the 100% stake in Greenkashi Bio Energy Private Limited:

Sl. No.	Particulars	Greenkashi Bio Energy Private Limited
1	Type of securities proposed to be issued	Equity Shares of Rs. 10/- each.
2	Type of issuance	Preferential allotment in terms of Section 42 read with Section 62 of the Companies Act, 2013 and other applicable provisions and/or SEBI Regulations.
3	Name of the target entity, details in brief such as size, turnover etc.	Greenkashi Bio Energy Private Limited. The Company has an authorized share capital of Rs. 7,50,00,000 divided into 75,00,000 equity shares of Rs.10/- each and paid-up capital of Rs. 7,14,46,370 divided into 71,44,637 shares of Rs. 10/- each. The Company has achieved a turnover of Rs. 21.48 Lacs for the 31 st March, 2024.
4	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”;	Yes, the acquisition would fall within related party transaction(s) and the promoter/ promoter group/ group companies have shareholding in Greenkashi Bio Energy Private Limited, therefor the interest in the entity being acquired. The related party transaction is arm’s length.
5	Industry to which the entity being acquired belongs	Greenkashi Bio Energy Private Limited is engaged in the business of Manufacturers, Exporters, Importers, Traders, Dealers, Buyers, Sellers, Distributors, Processors in India an abroad of all types of Carbon from various sources of raw material vis a vis tyre char, coal, pet coke and etc.
6	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its	Greenhitech Ventures Limited proposes to enter into the business of Carbon from various sources of raw material.



	business is outside the main line of business of the listed entity)	The acquisition of Greenkashi Bio Energy Private Limited will help Greenhitech Ventures Limited in achieving inorganic growth which will benefit all the stakeholders associated with the Company including shareholders at large.
7	Brief details of any governmental or regulatory approvals required for the acquisition;	Appropriate approvals will be taken from the shareholders in the general meeting and from the BSE Limited like In-principle approval for issue, allotment and listing/ trading.
8	Indicative time period for completion of the acquisition	Within six months from the date of the decision taken by the Board of the Company.
9	Nature of consideration - whether cash consideration or share swap and details of the same	Swapping of Shares
10	Cost of acquisition or the price at which the shares are acquired	71,44,637 Equity shares are proposed to be issued at an issue price of Rs. 105/- each including premium of Rs. 95/- per share which amounts to Rs. 75,01,86,885/- Acquisition is done on swap basis and there is no cash outflow, Valuation report from the registered valuer is obtained and uploaded on the website of the Company.
11	Percentage of shareholding/ control acquired and / or number of shares acquired	71,44,637 Equity Shares (100.00%) of Greenkashi Bio Energy Private Limited

Details of the Proposed Allottees

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares to be swapped in GBEPL	No. of Equity Shares to Issue and Allot against swapping	Current Status / Category	Proposed Status / Category
1.	Naved Iqbal	30,55,000	30,55,000	Promoter	Promoter
2.	Javed Iqbal	3,80,000	3,80,000	Promoter	Promoter
3.	Shagufta Javed	4,29,250	4,29,250	Promoter	Promoter
4.	Mohammad Nadeem	1,35,750	1,35,750	Promoter	Promoter
5.	Amit Singh	5,00,000	5,00,000	Non-Promoter	Non-Promoter
6.	Olatech Solution Limited	5,00,000	5,00,000	Non-Promoter	Non-Promoter
7.	Samuel Michael Bruce	21,44,637	21,44,637	Non-Promoter	Non-Promoter
	Total	71,44,637	71,44,637		



iii) Disclosure as per SEBI (LODR) Regulations, 2015 is given below:

S. No.	PARTICULARS	DETAILS
1.	Type of securities proposed to be issued	Equity Shares
2.	Type of issuance	Preferential Issue under Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
3.	Total number of securities proposed to be issued	8,24,000 (Detailed list is mentioned hereunder)
4.	Total amount for which the securities will be issued	Rs. 8,65,20,000/-
5.	Post allotment of securities- outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	<ul style="list-style-type: none"> ➤ Issue price of the Equity Shares is Rs. 105/- each. The issue price is not lower than the floor price determined in accordance with the Regulation 164 & 166A of Chapter V of SEBI ICDR Regulations. ➤ Total Number of Investors: 14 <p>The issuance of 8,24,000 Equity Shares is subject to the approval of members by way of passing special resolution at the Extra Ordinary General Meeting to be held on February 19, 2025.</p>

Details of Proposed Allottees

Sr. No.	Name of the Proposed Allottee	No. of Equity Shares to be allotted	Current Status / Category	Proposed Status / Category
1.	Visionary Wealth Creator Private Limited	47,000	Non-Promoter	Non-Promoter
2.	Satya Pal Gulati	47,000	Non-Promoter	Non-Promoter
3.	Purvi Dhwanil Shah	18,000	Non-Promoter	Non-Promoter
4.	Deevi Venkata Narasimha Sri Sairam	32,000	Non-Promoter	Non-Promoter
5.	Sumit Kanhayalal Gehani	47,000	Non-Promoter	Non-Promoter
6.	Jayanti Mathur	24,000	Non-Promoter	Non-Promoter
7.	Anmol Ajay Rathi	24,000	Non-Promoter	Non-Promoter
8.	Pushpa Ashok Madrecha	1,90,000	Non-Promoter	Non-Promoter
9.	Hiren Paramanand Shah	1,90,000	Non-Promoter	Non-Promoter
10.	Purple Rubix India Private Limited	47,000	Non-Promoter	Non-Promoter
11.	Ankit Gupta	14,000	Non-Promoter	Non-Promoter
12.	Ashish Poddar	24,000	Non-Promoter	Non-Promoter



13.	Saurabh Agarwal	24,000	Non-Promoter	Non-Promoter
14.	Amrita Amit Singh	96,000	Non-Promoter	Non-Promoter
	Total	8,24,000		

iv) Disclosure as per SEBI (LODR) Regulations, 2015 is given below:

S. No.	PARTICULARS	DETAILS
1.	Type of securities proposed to be issued	Convertible Warrants
2.	Type of issuance	Preferential Issue under Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
3.	Total number of securities proposed to be issued	Convertible Warrants: 12,09,200 (Detailed list is mentioned hereunder)
4.	Total amount for which the securities will be issued	Convertible Warrants: Rs. 12,69,66,000/-
5.	Post allotment of securities- outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors In case of convertibles – intimation on conversion of securities or on the lapse of the tenure of the instrument	<ul style="list-style-type: none"> ➤ Issue price of the Convertible Warrants is Rs. 105/- each. The issue price is not lower than the floor price determined in accordance with the Regulation 164 & 166A of Chapter V of SEBI ICDR Regulations. Minimum 25% of the price of the Warrant would be payable upfront at the time of application and the balance 75% shall be payable at the time of conversion of the warrants into Equity Shares of the Company. ➤ Total Number of Investors: 5 for Convertible Warrants ➤ Conversion ratio of each Convertible Warrant: 1:1 <p>Each Warrant can be converted into 1 (One) Equity Share of the Company and conversion can be exercised at any time within a period of 18 months from the date of allotment of Warrants, in one or more tranches as the case may be and on such other terms and conditions as applicable. In case the investor fails to exercise the same within the stipulated period, the warrants shall lapse.</p> <p>The issuance of Convertible Warrants is subject to the approval of members by way of passing special</p>



		resolution at the Extra Ordinary General Meeting to be held on February 19, 2025.
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LIST OF INVESTORS FOR CONVERTIBLE WARRANTS:

Sl. No.	Name	Category	No. of Warrants
1.	Amit Kumar Singh	Non-Promoter	8,00,000
2.	Noida Holdings Private Limited	Non-Promoter	1,25,000
3.	All Rounder Marketing Private Limited	Non-Promoter	2,25,000
4.	Amit Mehta	Non-Promoter	50,000
5.	Deepak Jayantilal Shah	Non-Promoter	9,200
Total			12,09,200