



SYSCHEM (INDIA) LIMITED

Regd.Off.: Village BARGODAM, Tehsil Kalka,
Distt. Panchkula (Haryana) Tel.No.:0172-5070472;
CIN: L24219HR1993PLC032195,

Website: www.syschem.in; Email: info@syschem.in

Date: 24th December, 2024

To
The Secretary
BSE Limited,
Corporate Relationship Dept.,
P. J. Towers, Dalal Street,
Mumbai - 400 001.
Scrip Code: 531173

Dear Sir/Madam,

Subject: Outcome of the Board Meeting

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the Board of Directors of the Company at its meeting held today, has, inter alia, considered and approved the following which shall be subject to the approval of shareholders of the Company and applicable regulatory authorities as the case may be:

1. The Board has accorded its consent to raise funds by issuance of fully convertible warrants convertible in to equivalent number of equity shares to the person(s) belonging to the Promoter and Promoter Group on preferential basis and recommended for the approval of the members by way of Extra Ordinary General Meeting of the Company, as per details mentioned herein under and also approved the following matter:
 - a) Up to maximum of 1,67,00,000 (One Crore Sixty Seven Lakhs Only) Convertible Warrants ("Warrants") each carrying a right exercisable by the warrants holder(s) to subscribe to one (1) equity share against each warrant at a price of Rs. 49/- per warrant (including the warrant subscription price and warrant exercise price) determined in accordance with the applicable provisions of Chapter V of SEBI (ICDR) Regulation 2018, as amended on such terms and condition as may be determined by the Board and subject to approval of shareholders of the Company through extra ordinary general meeting and applicable regulatory authorities as the case may be, in accordance with the SEBI (ICDR) Regulations and other applicable laws.
 - b) The details as required under SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 read with SEBI Master Circular, with respect to issuance of securities is enclosed as Annexure A to this letter.
 - e) The Company will take shareholders' approval in extra ordinary general meeting that will be held on 20th of January, 2025 that is Monday at 11:30 A.M through Video Conferencing

/ Other Audio Visual Means ("VC/OAVM") only without physical presence of the members at the venue (Deemed Venue for Meeting is Registered Office at VILL-Bargodam, Tehsil – Kalka Distt Panchkula, Harayana on the following matters: -

S.NO	PARTICULARS
1.	To increase the authorized share Capital of the Company and consequently alteration of Memorandum of Association.
2.	To Consider and approve issuance of Convertible Warrants of the Company on Preferential Basis
3.	To consider and approve to increase the remuneration of the Managing Director of the Company
4.	To consider and approve to increase the remuneration of the Whole Time Director of the Company
5.	To consider and approve the appointment of Independent Director

- f) The Board has proposed to fix 20th December, 2024, as the Cut- Off date for the purpose of determining the name of shareholder(s) for the purpose of dispatch of Notice of Extra Ordinary General Meeting along with the details of E-voting to the shareholders.
- g) The Board has appointed Mr. Kanwaljit Singh, Practicing Company Secretary (FCS 5901) CP No. 5870), Proprietor of M/s Kanwaljit Singh, Practicing Company Secretaries as Scrutinizer to conduct the e-voting process in fair and transparent manner.
- h) The Board has approved the Draft Notice of Extra Ordinary General Meeting for seeking shareholders' approval.
2. The Board has also approved an increase in the Authorized Share Capital of the Company from Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into 4,80,00,000(Four Crores Eighty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each and 2,00,00,000(Two Crores) Preference Shares of Rs 1/- each to Rs.62,00,00,000/- (Rupees Sixty Two Crore only) divided into 6,00,00,000 equity shares (Six Crores) of Rs 10/- each and 2,00,00,000/- Preference Shares of Rs1/-each by the creation of additional 1,20,00,000(One Crores and Twenty Lakhs only) equity shares of Rs.10/-(Ten only) each.
- (a) Details required under regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P /CIR/2023/123 dated July 13, 2023 is provided in the Annexure B.

The matters as stated above are subject to approval of members of the company.

These are also being uploaded on the company's website at https://syschem.in/investors_INFO.html

Meeting of the Board of Directors commenced at 11:00 A.M. and concluded at 12:55 P.M.

You are requested to kindly take the above information on records.

Thanking you,

Yours Faithfully,

For Syschem (India) Limited

Shikha Kataria
Company Secretary & Compliance Officer
M.NO:5730

ANNEXURE A

The details as required under Regulation 30 of 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 are enclosed herewith as under:

Issuance of Securities

S. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Convertible Warrants
2	Type of Issuance	Preferential Issue
3	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Up to maximum of 1,67,00,000 number of convertible warrants convertible in to equivalent number of equity shares.
4	In case of preferential issue, the listed entity shall disclose the following additional details to the Stock Exchange(s): i. Names of Investor(s) ii. Post allotment of securities – outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	As per List Attached. The Issue Price of the convertible warrants is Rs. 49/- including premium of Rs 39/- determined as per the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018
	iii. In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant is convertible into One (1) equity share and the 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. Option for conversion of warrants shall be available upon payment of full price of warrant before such exercise of option.

		The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.
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LIST OF PROPOSED ALLOTTEE

Sr. No.	Name of Proposed Allottee	Maximum Number of Warrants to be allotted
1.	VIRENDRA POPATLAL SHAH	22,00,000
2.	BHAVESH VIRENDRA SHAH	22,00,000
3.	BIMAL VIRENDRA SHAH	22,00,000
4.	KALPANA VIRENDRA SHAH	30,00,000
5.	MEENAL BIMAL SHAH	2,50,000
6.	GAYATRI DEEPAK PAREKH	2,50,000
7.	DINESH JAGDISHCHANDRA KHOKHANI	22,00,000
8.	MEHUL JAGADISHCHANDRA KHOKHANI	22,00,000
9.	MAHESH J KHOKHANI	22,00,000
	TOTAL	1,67,00,000

Annexure B

Details required under regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P /CIR/2023/123 dated July 13, 2023:

Amendment in Memorandum of Association (“MOA”) of Company:

Clause No	Existing Clause	Proposed Clause
V	The Authorized Share Capital of the Company from Rs. 50,00,00,000/- (Rupees Fifty Crore Only) divided into 4,80,00,000(Four Crores Eighty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each and 2,00,00,000(Two Crores) Preference Shares of Rs 1/- each.	The Authorized share Capital of Rs.62,00,00,000/- (Rupees Sixty-Two Crore only) divided into 6,00,00,000 equity shares of Rs 10/- each and 2,00,00,000/- Preference Shares of Rs 1/- each by the creation of additional 1,20,00,000(One Crores and Twenty Lakhs only) equity shares of Rs.10/-.