



Date: 27.09.2024

To,

**BSE Limited**  
**Listing Department**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai -400001.

**Ref: Beekay Niryat Limited (Script Code: 539546)**

Dear Sir/Ma'am,

**Sub: Intimation under Regulation 30, and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

**Re: Raising of funds up to Rs. 16.32 Crores by way of Preferential Issue:**

With reference to the cited subject matter, Shareholders of the Company at the **49<sup>th</sup> Annual General Meeting** of the Company held on September 26, 2024, has inter-alia approved the following Items given as hereunder:

**1. TO APPROVE ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:**

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("the Act") and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, amended from time to time ("SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time ("SEBI Listing Regulations"), and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), BSE Limited (the "Stock Exchange") on which equity shares of the Company is listed and/ or any other competent authorities (hereinafter collectively referred to as "Regulatory Authorities") from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals (including regulatory approvals), consents, permissions and sanctions as may be necessary or required and such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to mean and include one or more Committee(s) constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the consent and approval of the Members of the Company ("Members") be and is hereby accorded to create, offer, issue and allot up to 9,75,000 (Nine Lakhs Seventy Five Thousand) Equity Shares having a face value of Rs. 10/- (Rupee Ten Only) at an issue price of Rs. 51/- (Rupees Fifty One only) per Equity Share [including premium of Rs. 41/- (Rupees Forty One only) per Equity Share], aggregating to Rs. 4,97,25,000 (Rupees Four Crore Ninety Seven Lakhs Twenty Five Thousand only) ("Consideration") by way of preferential allotment to the below mentioned persons ("Proposed Allottees") at a price not less than the price determined in accordance with Chapter V of SEBI ICDR Regulations."

————— **BEEKAY NIRYAT LIMITED** —————

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The details of the Proposed Allottees and the maximum number of equity shares of the Company proposed to be allotted are set forth in the below table:

Sr. No.	Name of the Proposed Allottees(s)	Category	No. of Equity Shares Proposed to be allotted	Total Amount (In Rs.)
1.	Bindiya Ambalal Gami	Non-Promoter	50,000	25,50,000
2.	Suresh Bhanji Gami	Non-Promoter	1,00,000	51,00,000
3.	Murji Bhanji Gami	Non-Promoter	1,00,000	51,00,000
4.	Jayshree Savji Gami	Non-Promoter	1,10,000	56,10,000
5.	Jyoti Suresh Gami	Non-Promoter	1,10,000	56,10,000
6.	Urmila Ambalal Gami	Non-Promoter	1,10,000	56,10,000
7.	Mana Murji Gami	Non-Promoter	1,10,000	56,10,000
8.	Rashila Pravin Gami	Non-Promoter	1,10,000	56,10,000
9.	Varsha Shyam Patel	Non-Promoter	50,000	25,50,000
10.	Shyam Vasta Patel	Non-Promoter	50,000	25,50,000
11.	Sumit Kumar Maheshwari	Non-Promoter	20,000	10,20,000
12.	Madhu Amit Mundra	Non-Promoter	15,000	7,65,000
13.	Jay Haresh Vora	Non-Promoter	20,000	10,20,000
14.	Vinod Radheyshyam Agarwal	Non-Promoter	20,000	10,20,000
	Total		9,75,000	4,97,25,000

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the relevant date for the purpose of determining floor price of Equity Shares shall be August 27, 2024, being the date 30 days prior to the date on which the meeting of shareholders is being held i.e. September 26, 2024, to consider the proposed preferential issue;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to make an offer to the Proposed Allottees through private placement offer letter in Form PAS-4 as prescribed under the Companies Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended after passing of this resolution with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchanges, receipt of the consideration as aforesaid and within the timelines prescribed under the applicable laws;

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 42, 62(1) (c) and any other related provisions of the Act and rules and regulations made thereunder, the shareholders hereby accord their approval to the record of private placement offer to be maintained by the Company in Form PAS-5 with details of the Proposed Allottees to whom Equity Shares are proposed to be offered on a preferential allotment basis by way of private placement.

**RESOLVED FURTHER THAT** the Preferential Allotment shall be made on the following terms and conditions: (i) The Allottees shall be required to bring in 100% of the consideration for the relevant Equity Shares on or before the date of allotment hereof. (ii) The consideration for allotment of the relevant Equity Shares shall be paid to the Company from the bank account of the Allottees and shall be kept by the Company in a separate bank account. The monies received by the Company from the Investor(s) for application of the Equity Shares pursuant to this preferential issue shall be kept by the Company in a

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separate bank account. (iii) Allotment of Equity Shares shall only be made in dematerialized form. (iv) The Equity Shares allotted to the Allottees shall rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting rights) and shall be subject to the Memorandum of Association and Articles of Association of the Company (“MOA & AOA”) and any applicable lock-in requirements in accordance with Regulation 167 of the ICDR Regulations. (v) In accordance with the provisions Chapter V of the ICDR Regulations, the pre-preferential allotment shareholding of the shareholder/allottee shall be locked-in (vi) The Equity Shares shall be allotted within a period of 15 (fifteen) days from the date of this resolution. Where the allotment of the Equity Shares is pending on account of pendency of any approval for the preferential issue / for such allotment by any regulatory / statutory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of such approval;

**RESOLVED FURTHER THAT** the Company hereby takes note of the certificate from the Practicing Company Secretary certifying that the above issue of the Equity Shares is being made in accordance with the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any member of the Board or any committee thereof or Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as they may in their sole and absolute discretion consider necessary, desirable or expedient for the purpose of giving effect to the above resolutions, including: (a) to make application(s) to the Stock Exchange for obtaining in-principle / final approval for issuance of the subscription and listing of the Equity Shares; (b) to file requisite application or documents / make declarations / filings with Ministry of Corporate Affairs, Reserve Bank of India, SEBI, Stock Exchange, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and any other statutory authority for and on behalf of the Company; (c) to represent the Company before any Government / regulatory authorities; (d) to appoint any merchant bankers or other professional advisors, consultants and legal advisors, and (e) to execute and deliver any and all documents, regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings and to do or cause to be done any and all acts, deeds or things as may be necessary, appropriate or advisable solely in order to carry out the purposes and intent of, and to give effect to the foregoing resolutions, including any forms and documents that may be required to be filed with the concerned Registrar of Companies (“ROC”) and other concerned regulatory authorities and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the Shares, utilization of issue proceeds, as may be required.”

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

————— **BEEKAY NIRYAT LIMITED** —————

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## 2. TO APPROVE THE ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (‘ICDR Regulations’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘LODR Regulations’), and subject to other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (‘SEBI’) and/ or any other competent authorities, whether in India or abroad (hereinafter referred to as ‘Applicable Regulatory Authorities’) from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include any of its committees duly constituted/to be constituted by the Board of Directors to exercise its powers including powers conferred under this resolution); the consent of the members of the Company be and is hereby accorded to offer, issue and allot 22,25,000 (Twenty Two Lakhs Twenty Five Thousand) Warrants convertible into equity shares, at a price of Rs. 51/- (Rupees Fifty one only) each payable in cash (‘Warrants Issue Price’), aggregating to Rs. 11,34,75,000 (Rupees Eleven Crore Thirty Four Lakhs Seventy Five Thousand only) convertible into, or exchangeable for 1 (one) fully paid-up equity share of the Company of face value of Re. 10/- (Rupees Ten Only) each at a premium of Rs. 41/- (Rupees Forty One only) per share in one or more tranches on preferential basis (‘Preferential Issue’) to the Proposed Allottees as stated herein below, upon such terms and conditions as may be deemed appropriate by the Board in accordance with the relevant provisions of SEBI ICDR regulations, or other applicable laws in this regard;

Sr. No.	Name of the Proposed Allottees(s)/ Warrant Holder(s)	Category	Maximum No. of warrant to be issued and allotted	**Total Amount (In Rs.)
1.	Kalpna Sharma	Non-Promoter	3,05,000	1,55,55,000
2.	Vedant Sharma	Non-Promoter	3,00,000	1,53,00,000
3.	Anuradha Chaudhary	Non-Promoter	1,00,000	51,00,000
4.	Daulat Mal Jain	Non-Promoter	5,00,000	25,50,0000
5.	Rajeev Sharma	Non-Promoter	25,000	12,75,000
6.	Hitesh Mehra	Non-Promoter	50,000	25,50,000
7.	Jeewan Mehra	Non-Promoter	50,000	25,50,000
8.	Dharmendra Agrawal	Non-Promoter	20,000	10,20,000
9.	Hemant Sarvaiya	Non-Promoter	3,60,000	1,83,60,000
10.	Trupti Hemant Sarvaiya	Non-Promoter	1,75,000	89,25,000
11.	Sarvaiya Hemant Kumar	Non-Promoter	50,000	25,50,000
12.	Hemali Mihir Shah	Non-Promoter	10,000	5,10,000
13.	Abha Chandrakant Shah	Non-Promoter	10,000	5,10,000
14.	Rakhee Amit Atawane	Non-Promoter	20,000	10,20,000
15.	Vijay Laxmi Jain	Non-Promoter	2,50,000	1,27,50,000
	<b>Total</b>		<b>22,25,000</b>	<b>11,34,75,000</b>

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\*\* Twenty Five percent of the total consideration amount shall be paid by the respective proposed allottees on or before the allotment Warrants and balance consideration i.e. Seventy-Five Per Cent shall be paid at the time of exercise of option attached to the Warrants.

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the warrants convertible into Equity Shares and the Equity Shares that would arise upon exercise of conversion of the warrant is August 27, 2024, being the date 30 days prior to the date on which the meeting of shareholders is being held i.e. September 26, 2024 to consider the proposed preferential issue;

**RESOLVED FURTHER THAT** without prejudice to the generality of the above Resolution, the issue of warrants convertible into equity shares to the Proposed Allottees under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

1. The Warrant holder shall, subject to the ICDR Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted in one or more tranches, 1 (one) fully paid up equity share against each Warrant.  
The warrant holder shall pay an amount equivalent to at least 25% of the price fixed per warrant in terms of the SEBI (ICDR) Regulations on or before the allotment of warrants. Upon exercise of the option of conversion of the warrants into Equity shares by the warrant holder, the price equivalent to 75% of the issue price per warrant shall be payable on exercising the right of conversion of warrants. If the option to acquire equity shares pursuant to conversion of warrants is not exercised within the prescribed time period of 18 months from the date of allotment of warrants, then such warrants shall be lapsed and the amount paid under this clause shall be forfeited by the Company.
2. The right attached to Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice ('Conversion Notice') to the Company specifying the number of Warrants proposed to be converted and the date designated as the specified conversion date ('Conversion Date') together with the balance payment of 75% of the value of warrants to be converted. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of equity shares in dematerialized form on the Conversion Date mentioned in the Conversion Notice, subject to receipt of the relevant Warrant exercise amount by the Warrant holder to the designated bank account of the Company.
3. The tenure of Warrants shall not exceed 18 (eighteen) months from the date of allotment of Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company.
4. Warrants and resultant equity shares to be allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and equity shares shall rank pari- passu with the existing equity shares of the Company in all respects including the payment of dividend and voting rights.
5. The Warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of rights attached to such Warrants shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations.
6. The Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company.

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7. The warrants allotted may be listed on the Stock Exchange at the discretion of the Board of the Company and for this purpose, the Board or any committee thereof or Company Secretary of the Company be and is hereby authorised to make requisite application to the appropriate authorities, including the Stock Exchanges, Depositories and other regulatory authorities. The equity shares allotted upon conversion of the Warrants will be listed on the Stock Exchange(s) where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be. The Board or any committee thereof or Company Secretary of the Company be and is hereby authorised in this regard to seek or make application to the appropriate authorities, including the Stock Exchanges, Depositories and other regulatory authorities.
8. The proposed warrants shall be issued and allotted by the Company to Proposed Allottees within a period of fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the proposed warrants is pending on account of pendency of any approval for such issue and allotment by any regulatory authority, the issue and allotment shall be completed within a period of fifteen (15) days from the date receipt of last of such approvals, if any.
9. The allotment of the Equity Shares pursuant to exercise of Warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the respective allottees.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees is recorded for the issuance of invitation to subscribe to the Warrants and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottees inviting it to subscribe to the Warrants.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, memoranda, documents (including for appointment of agencies, intermediaries and advisors/ consultants for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares upon conversion of warrants and listing thereof with the Stock Exchange as appropriate and utilisation of proceeds of the Preferential issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchange for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority including National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the proposed allottees and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Company hereby takes note of the certificate from the Practicing Company Secretary certifying that the above issuance of warrants and the subsequent conversion of these warrants into equity shares is made in accordance with SEBI ICDR Regulations.

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**“RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any member of the Board or any committee thereof or Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things as they may in their sole and absolute discretion consider necessary, desirable or expedient for the purpose of giving effect to the above resolutions, including: (a) to make application(s) to the Stock Exchange for obtaining in-principle / final approval for issuance of the subscription and listing of the Warrants and/or Equity Shares arising upon conversion of the Warrants; (b) to file requisite application or documents / make declarations / filings with Ministry of Corporate Affairs, Reserve Bank of India, SEBI, Stock Exchange, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and any other statutory authority for and on behalf of the Company; (c) to represent the Company before any Government / regulatory authorities; (d) to appoint any merchant bankers or other professional advisors, consultants and legal advisors, and (e) to execute and deliver any and all documents, regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings and to do or cause to be done any and all acts, deeds or things as may be necessary, appropriate or advisable solely in order to carry out the purposes and intent of, and to give effect to the foregoing resolutions, including any forms and documents that may be required to be filed with the concerned Registrar of Companies (“ROC”) and other concerned regulatory authorities and to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the Shares, utilization of issue proceeds, as may be required.”

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

The aforesaid business item(s) have been passed with the requisite majority of the members/shareholders, through the process of Remote E-Voting and voting during the AGM. The AGM commenced at 11:30 A.M. (IST) and concluded at 12:30 P.M. (IST).

We hope that you will find the above in order and request you to take the same on record.

Thanking you.

Yours faithfully,

For **Beekay Niryat Limited**

**Versha Goyal**  
**(Company Secretary cum Compliance Officer)**  
**M. No. A72164**

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