



Date: 18<sup>th</sup> June, 2024

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001.

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting – Reg 29 and 30 of SEBI (LODR) Reg, 2015**

With respect to the issuance of securities on a preferential basis, in terms of Regulation 30 and other application regulations of SEBI (LODR) 2015 read with circulars/notifications/directions issued if any, we wish to inform you that the Board of Directors of the Company (the "Board") at its meeting held today, has considered and approved the following:

**1. To increase the Authorised Share Capital of the company and consequent Alteration of Capital Clause of Memorandum of Association**

To increase Authorised Share Capital of the Company from ₹ 50,00,00,000/- (Rupees Fifty Crores Only) divided into 25,00,00,000 (Twenty Five Crores Only) Equity Shares of ₹ 2 /- each to ₹ 63,00,00,000/- (Rupees Sixty Three Crores Only) divided into 31,50,00,000 (Rupees Thirty One Crores Fifty Lakhs only) Equity Shares of ₹ 2/- each and, by creation of additional 6,50,00,000 (Six Crores Fifty Lakhs) equity shares of ₹ 2/- each and alteration in the Capital Clause of Memorandum of Association, subject to necessary approval of the shareholders of the Company at the ensuing Extraordinary General Meeting and other regulatory authorities, as may be applicable.

Furthermore, Clause V of the Memorandum of Association shall also be substituted with new clause V as follows,

V. "The Authorized Share Capital of the Company is Rs. 63,00,00,000/- (Rupees Sixty Three Crores only) divided into 31,50,00,000 (Thirty One Crores Fifty Lakhs) Number of Equity Shares of Face Value Rs. 2/- (Rupees Two only) each, all of which share capital shall be capable of being increased or reduced in accordance with Company's regulations and legislative provisions for the time being in force in that behalf, with power to divide the shares in the capital for the time being into Equity share capital and preference share capital, to attach thereto respectively any preferential, qualified, deferred or special rights, privileges or conditions and to vary, modify or abrogate any rights, privileges or conditions."

**2. Issuance of Convertible Share Warrants of the Company on preferential basis:**

Subject to the approval of the shareholders of the Company, has approved the issue and allotment of up to **2,95,00,000** (Two Crores Ninety Five Lakhs only) Convertible Share Warrants ("Warrants") (to Non Promoters) at a price of Rs. 117/- per warrant with a right to the warrant holders to apply for and be allotted 1 (One) Equity Share of the face value of Rs. 2/- each for each Warrant within a period of 18 (Eighteen) months from the date of allotment of the Warrants, at a price arrived at in the manner as set out in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations").

  


CIN: L72200TG1991PLC013135

BlueCloudSoftechSolutionsLimited

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The details in respect of the Preferential Issue, as required to be disclosed under Regulation 30 of the SEBI Listing Regulations, read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023 -/123 on disclosure of material events/ information by listed entities, dated July 13, 2023 (“SEBI Disclosure Circular”) is set out below at **Annexure – I**.

The proposed Issue will be undertaken in accordance with the provisions of Chapter V of the SEBI ICDR Regulations 2018, and any other applicable rules / regulations / guidelines, if any, prescribed by any other regulatory or statutory authorities.

### **3. Appointment of Statutory Auditors**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby informed you the Board of Directors of the Company in its meeting held on Tuesday, the 18<sup>th</sup> Day of June 2024 appointed M/s. JMT & Associates, Practicing Chartered Accountants (FRN No. 104167W) as Statutory Auditor of the Company to fill the casual vacancy arises due to resignation of previous Statutory Auditor i.e. M/s. P C N & Associates.

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. CIR/CFD/ CMD/4/2015 dated 9<sup>th</sup> Sep, 2015 are attached as **Annexure-III**.

The Company shall subsequently intimate the date and other relevant details for the shareholders' approval to be obtained for this purpose.

The Board Meeting of the Company commenced at 04:00 P.M and concluded at 09.30 P.M.

**For BLUE CLOUD SOFTECH SOLUTIONS LIMITED**



**Manoj Sandilya Telakapalli**  
**Whole Time Director**  
**DIN :09630299**



**Annexure I**

S.No	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.	Convertible Share Warrants of the Company (“Warrants”).
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment, on a private placement basis.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 2,95,00,000 ( Two Crores Ninety Five Lakhs) Convertible Warrants into Equity Shares
4	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
a	Name of the investors	<b>Annexure II</b>
b	Post allotment of securities - outcome of the subscription	
c	Issue price	Rs. 117/- ( Rupees One Hundred and Seventeen Only
d	Number of Investors	36
e	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of INR 2 (Indian Rupees Two), which may be exercised in one or more tranches during a period of 18 (eighteen) months commencing from the date of allotment of Warrants.

  




**Annexure II**

S.No	Name of the Investor	No. of Securities proposed to be allotted	Category (Promoter / Non Promoter)	Pre-Preferential Issue shareholding percentage of the Proposed Allottees	Post-Preferential Issue shareholding percentage of the Proposed Allottees
1	Thakkar Nilesh Kumar Farshuram HUF	1,000,000	Non Promoter	---	0.40
2	Mitesh Kumar Farshuram Thakkar HUF	1,000,000	Non Promoter	---	0.40
3	Shailesh Kumar Farshuram Thakkar HUF	1,000,000	Non Promoter	---	0.40
4	Thakkar Dharmesh Kumar Bhudarilal HUF	250,000	Non Promoter	---	0.10
5	Thakkar Harshil Dharmesh Bhai	250,000	Non Promoter	---	0.10
6	Thakkar Kushi Dharmesh Bhai	250,000	Non Promoter	---	0.10
7	Wealth 4 u Hospitality Consultancy Private Limited	200,000	Non Promoter	---	0.08
8	Bhumika Sumit Desai	200,000	Non Promoter	---	0.08
9	Darshan P Desai HUF	100,000	Non Promoter	---	0.04
10	Everest Corporation	2,000,000	Non Promoter	---	0.81
11	Aditya Enterprise	2,000,000	Non Promoter	---	0.81
12	Nakshatra Tradelink Private Limited	2,000,000	Non Promoter	---	0.81
13	Paramount Incorporation	2,000,000	Non Promoter	---	0.81
14	Snowman Incorporation	2,000,000	Non Promoter	---	0.81
15	Zeal Global Opportunities Fund	5,500,000	Non Promoter	---	2.22
16	Vijay P Bhandari HUF	50,000	Non Promoter	---	0.02
17	Urvi Nimesh Chitalia	250,000	Non Promoter	---	0.10
18	Kurjibhai Rupareliya	1,650,000	Non Promoter	---	0.67
19	Prachi Rupareliya	1,650,000	Non Promoter	---	0.67
20	Lalitaben Rupareliya	1,600,000	Non Promoter	---	0.65



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21	Niranjana Mundhra	500,000	Non Promoter	---	0.20
22	Sanjay Chhabra	500,000	Non Promoter	---	0.20
23	Sandeep Chhabra	500,000	Non Promoter	---	0.20
24	Laksh Chhabra	500,000	Non Promoter	---	0.20
25	Kaustubh Chhabra	500,000	Non Promoter	---	0.20
26	Heena H Mehta	250,000	Non Promoter	---	0.10
27	Ami Jasmine Shah	250,000	Non Promoter	---	0.10
28	Helly Jasmine Shah	250,000	Non Promoter	---	0.10
29	Uma Binani	250,000	Non Promoter	---	0.10
30	Harsh Binani HUF	250,000	Non Promoter	---	0.10
31	Komal Dhaval Parekh	150,000	Non Promoter	---	0.06
32	Abhishek Karnawat	150,000	Non Promoter	---	0.06
33	Rohit Karnawat	150,000	Non Promoter	---	0.06
34	Kinnari Vikas Shah	150,000	Non Promoter	---	0.06
35	Anushka A Chikhale	100,000	Non Promoter	---	0.04
36	Varsha Anil Parakh	100,000	Non Promoter	---	0.04
	Total	2,95,00,000			11.91

\* (on a fully diluted basis postallotment)

  




**Annexure III**

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with circular No. CIR/CFD/ CMD/4/2015 dated 9th September, 2015

S.No.	Particulars	
		JMT & Associates Chartered Accountants FRN. 104167W
1	Reason for change Viz., appointment, Resignation, Removal, Death or otherwise.	Appointment: to fill the casual vacancy arises due to the resignation of the previous Statutory auditor of the company
2	Date of Appointment/ <del>cessation</del> (as applicable) appointment & terms of appointment	17 <sup>th</sup> June 2024
3	Term of Appointment	Appointment shall also be approved by the Company at forthcoming General Meeting within three months of the recommendation of Board of Directors and to conduct audit for the FY 2024-25.
4.	Brief profile of the firm	<p>JMT &amp; Associates Chartered Accountants FRN. 104167W</p> <p><b>JMT &amp; Associates</b> is a Chartered Accountants firm established in 1989 rendering comprehensive professional services in the areas of Audit &amp; Assurance Services, Advisory Services and other Regulatory Compliance Services.</p> <p>Twelve partners having rich experience in diverse fields of Indian Taxation, Compliance, Auditing, Assurance and Business Advisory.</p> <p>Firm is Peer Reviewed by ICAI Empaneled with RBI and CAG for Bank Audit &amp; Public Sector Companies Audits</p> <p>Presently serving as a Statutory Auditors for Various Listed and Unlisted Companies</p>
5.	Disclosure of relationships between Directors	Not Applicable

  
