

**November 23, 2022**

To,  
Corporate Relationship Department,  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai — 400001

**BSE Code: 541735**

**Subject: Outcome of the Board Meeting held on Wednesday, 23<sup>rd</sup> November, 2022**

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

Dear Sir/Madam,

We wish to inform you that the Board of Directors of the Company at its meeting concluded today, inter alia, has:

1. Approved and recommended an increase in the existing Authorised Share Capital from Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares to Rs.15,00,00,000/- (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares and consequent alteration of Memorandum of Association subject to the approval of Members of the Company.
2. Considered and approved the issue and allotment of up to 50,00,000 (Fifty Lakhs) warrants ("warrants") of the Company at a minimum price of Rs.25/- (Rupees Twenty Five only) per warrant subject Pricing Guideline of Chapter V of SEBI(ICDR) Regulations, 2018 with a right to the warrant holdersto apply for and be allotted 1 (One) Equity Share of the face value of Rs.10/- (Rupees Ten only) each of the Company ("Equity Shares") at a premium of Rs.15/- per equity share for each warrant, for total amount upto Rs.12,50,00,000/- (Rupees Twelve Crores Fifty Lakhs only) within a period of 18 (Eighteen)months from the date of allotment of the warrant, to the following person;

Sr No.	Name of Allottees	No of Shares (On conversion of warrants)	PAN Number
1	GIRISH BHATT	300000	AJTPB0972C
2	KULDIP ASHOKKUMAR PAREKH	100000	BFDPP4709J
3	JAINIL BHATT	200000	AJDPB2629L
4	FALGUN ANILKUMAR YAGNIK	156250	AAPPY1124Q
5	JAYENDRA AMICHAND MEHTA	100000	ABWPM6856F
6	NEELA FALGUN YAGNIK	156250	ABRPY8552F
7	PRAKASH AMBALAL PATEL	1000000	AICPP1376Q
8	NATVARLAL KESHAVLAL PATEL	1000000	AONPP0421R

9	KALPESH NAVNITLAL SHAH	100000	BMGPS4155K
10	MANISHA KALPESH SHAH	200000	BUZPS1999C
11	PRIYANK NATVARLAL PATEL	100000	AULPP3771A
12	MITALBEN PATEL	100000	EWXPP4717C
13	SIDDHRAJ SISODIYA	100000	BQCPS8598E
14	MOINUDDIN A PIRZADA	100000	ATVPP9133B
15	RITESH KHATRI	100000	BCYPK6947F
16	DARSHANLAL SHARMA	100000	APDPS8177E
17	YOGESH PUROHIT	100000	COFPP4375G
18	HASHMUKH SANANSE	50000	CHOPS2771P
19	RAJU DESAI	25000	AWNPD6287H
20	RAJESH GANGYADE	12500	AIVPG6771B

on preferential basis ("Preferential Issue") in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations"), as amended, subject to the approval of the Members of the Company and such regulatory/ statutory authorities as may be applicable.

The disclosures as required under regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, is enclosed as **Annexure - 1**.

### 3. Appointment of Additional Director (Non-Executive, Independent):

Mr. Rushabh Shah (DIN: 09012222) has been appointed as an Additional Director (Non Executive, Independent) on the Board of the Company with effect from November 23, 2022 pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing Annual/ Extra-ordinary General Meeting of the Company.

Mr. Rushabh Shah is not related to any of the Directors of the Company.

#### **A brief profile of Mr. Rushabh Shah is as follows:**

He is Qualified Company Secretary. He has 4+ year experience in Corporate Secretarial work. He has completed his Bachelors in Commerce, LL.B and LL.M (IPR) from Gujarat University in the year 2016, 2017 and 2021 respectively.

### 4. Appointment of Additional Women Director (Non-Executive, Independent):

Ms. Apeksha Vyas (DIN: 09469295) has been appointed as an Additional Director (Non Executive, Independent) on the Board of the Company with effect from November 23, 2022 pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing Annual/ Extra-ordinary General Meeting of the Company.

Ms. Apeksha Vyas is not related to any of the Directors of the Company.

**A brief profile of Ms. Apeksha Vyas is as follows:**

She is Qualified Company Secretary. She has 3+ year experience in Corporate Secretarial work. She has completed her Bachelors in Commerce in the year 2015 from H.A.C.C and LL.M (IPR) from I.M.Nanavati, GLS Campus in the year 2018.

**5. Reconstitution of Various Committee/s of the Board w.e.f. November 23, 2022 as below:**

**I. AUDIT COMMITTEE:**

S.No	Name of the Director	Status in Committee	Nature of Directorship
1.	Mr. Gandhi T.J.	Chairman	Non-Executive Independent Director
2.	Mr. Bhatt J. R.	Member	Non-Executive Non- Independent Director
3.	Mr. Rushabh Shah	Member	Non-Executive Independent Director
4.	Ms. Apeksha Vyas	Member	Non-Executive Women Independent Director

**II. NOMINATION AND REMUNERATION COMMITTEE:**

S.No	Name of the Director	Status in Committee	Nature of Directorship
1.	Mr. Bhatt J. R.	Chairman	Non-Executive Non- Independent Director
2.	Mr. Gandhi T.J.	Member	Non-Executive Independent Director
3.	Mr. Rushabh Shah	Member	Non-Executive Independent Director
4.	Ms. Apeksha Vyas	Member	Non-Executive Women Independent Director

**III. STAKEHOLDER'S RELATIONSHIP COMMITTEE:**

S.No	Name of the Director	Status in Committee	Nature of Directorship
1.	Mr. Bhatt J. R.	Chairman	Non-Executive Non- Independent Director
2.	Mr. Gandhi T.J.	Member	Non-Executive Independent Director
3.	Mr. Rushabh Shah	Member	Non-Executive Independent Director
4.	Ms. Apeksha Vyas	Member	Non-Executive Women Independent Director

6. Appointment of Mr. Maulik Modi of M/s. Maulik Modi & Associates, Practicing Company Secretaries as a scrutinizer.
7. The Board has further decided to call a fresh Board Meeting on 30.11.2022 to consider and approve Notice calling Extra Ordinary General Meeting for consideration and approval of shareholders for the aforesaid matters.

8. The Board Meeting Commenced at 06:00 p.m. and concluded at 07:00 p.m.

You are requested to take above information on your record.

**For, Vivanta Industries Limited**

Sweta  
Sandip  
Prajapati

Digitally signed by  
Sweta Sandip  
Prajapati  
Date: 2022.11.23  
19:11:47 +05'30'

**Sweta Prajapati**  
**Company Secretary & Compliance Officer**  
**Membership No.: A66245**

## Annexure - 1

### Disclosures as required under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**1. Type of Securities proposed to be issued (viz. Equity Shares, convertibles, etc.);**

Convertible warrants ("Warrants") with a right exercisable by the warrant holder to subscribe to one Equity Share per Warrant for cash.

**2. Type of issuance (further public offering, right issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment, etc.);**

Preferential Allotment

**3. Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately);**

Up to 50,00,000 (Fifty Lakhs) warrants at a price of Rs.25/- (Rupees Twenty Five only) per Warrant for a total amount up to Rs.12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs only).{subject to the Pricing Guideline of Chapter V of SEBI(ICDR) Regulations, 2018 based on relevant date}

**4. In case of Preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s);**

**a) Names and a number of the investors:**

**For Issuance and allotment of up to 50,00,000 Warrants on Preferential Basis:**

<b>No. of Proposed allottees</b>	20	
<b>Name of Proposed Allottees (With PAN Number)</b>	1. GIRISH BHATT	AJTPB0972C
	2. KULDIP ASHOKKUMAR PAREKH	BFDPP4709J
	3. JAINIL BHATT	AJDPB2629L
	4. FALGUN ANILKUMAR YAGNIK	AAPPY1124Q
	5. JAYENDRA AMICHAND MEHTA	ABWPM6856F
	6. PRAKASH AMBALAL PATEL	AICPP1376Q
	7. NEELA FALGUN YAGNIK	ABRPY8552F
	8. Natvarlal Keshavlal Patel	AONPP0421R
	9. KALPESH NAVNITLAL SHAH	BMGPS4155K
	10. MANISHA KALPESH SHAH	BUZPS1999C
	11. PRIYANK NATVARLAL PATEL	AULPP3771A
	12. MITALBEN PATEL	EWXPP4717C
	13. SIDDHRAJ SISODIYA	BQCPS8598E
	14. MOINUDDIN A PIRZADA	ATVPP9133B

	15. RITESH KHATRI	BCYPK6947F
	16. DARSHANLAL SHARMA	APDPS8177E
	17. YOGESH PUROHIT	COFPP4375G
	18. HASHMUKH SANANSE	CHOPS2771P
	19. RAJU DESAI	AWNPD6287H
	20. RAJESH GANGYADE	AIVPG6771B

**b) Post allotment of securities –the outcome of the subscription:**

Name of the Proposed Allottees	Pre Issue Shareholding		Post Issue Shareholding (assuming full Conversion of Warrants)	
	No. of Shares	% of Shareholding	No. of Shares	% of Shareholding
GIRISH BHATT	5000	0.05	305000	2.03
KULDIP ASHOKKUMAR PAREKH	NIL	--	100000	0.66
JAINIL BHATT	NIL	--	200000	1.33
FALGUN ANILKUMAR YAGNIK	NIL	--	156250	1.04
JAYENDRA AMICHAND MEHTA	NIL	--	100000	0.66
NEELA FALGUN YAGNIK	NIL	--	156250	1.04
PRAKASH AMBALAL PATEL	NIL	--	1000000	6.66
NATVARLAL KESHAVLAL PATEL	NIL	--	1000000	6.66
KALPESH NAVNITLAL SHAH	NIL	--	1000000	6.66
MANISHA KALPESH SHAH	NIL	--	200000	1.33
PRIYANK NATVARLAL PATEL	NIL	--	100000	0.66
MITALBEN PATEL	NIL	--	100000	0.66
SIDDHRAJ SISODIYA	NIL	--	100000	0.66
MOINUDDIN A PIRZADA	NIL	--	100000	0.66
	NIL	--	100000	0.66

RITESH KHATRI				
DARSHANLAL SHARMA	NIL	--	100000	0.66
YOGESH PUROHIT	187	0.00187	100187	0.66
HASHMUKH SANANSE	NIL	--	50000	0.33
RAJU DESAI	NIL	--	25000	0.16
RAJESH GANGYADE	NIL	--	12500	0.08

**c) Issue price/ Allotted price (in case of convertibles):**

Warrants carrying a right to subscribe to 1 Equity Share per warrant at a price of Rs.25/- (Rupees Twenty Five only) per Warrant.

**d) In case of Convertible - intimation on conversion of securities or on lapse of the tenure of the instrument:**

The warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, be entitled to exercise the warrants in one or more tranches within a period of 18 (Eighteen) months from the date of allotment of the warrant by issuing a written notice to the Company specifying the number of warrants proposed to be exercised. The Company shall accordingly issue and allot the corresponding number of Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to the warrant holders; An amount equivalent to at least 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 Warrant(s) in one or more trench;

In the event that, 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 the Company.

The price determined as per the Chapter V of the SEBI (ICDR) Regulations and the number of Equity Shares to be allotted on exercise of the Warrant shall be subject to appropriate adjustments, as permitted under applicable rules, regulations and laws, as applicable from time to time.