

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512, Email: enbeetrade@gmail.com

CIN No: L50100MH1985PLC036945

November 07, 2023

To,
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Scrip Code: 512441

Sub.: Intimation under 31A of the SEBI (LODR) Regulations, 2015 for Reclassification from "Promoter/Promoter Group" to "Public"

Dear Sir/ Ma'am,

Pursuant to the provisions of Regulation 31A of the SEBI (LODR) Regulations and with reference to our earlier intimation dated 21st October, 2023, regarding the request for re-classification of the shares from Four (04) "Promoter/Promoter Group" to "Public", this is to inform you that the matter was considered and approved by the Board of Directors meeting held on 07th November, 2023.

Accordingly, please find attached herewith, a certified copy of the relevant extract of the minutes of the meeting and the resolution(s) adopted by the Board of Directors during the meeting held on 07th November, 2023.

Kindly take the same on record and oblige.

Thanking you,
Yours faithfully,

FOR ENBEE TRADE AND FINANCE LIMITED



10002
Amarr Narendra Galla
Managing Director
DIN: 07138963

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512, Email: enbeetrade@gmail.com

CIN No: L50100MH1985PLC036945

CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF ENBEE TRADE AND FINANCE LIMITED HELD ON TUESDAY, 07th NOVEMBER, 2023 AT B4/C5 GODS, GIFT CHS LTD, N M JOSHI MARG, LOWER PAREL, MUMBAI-400013.

Time of commencement of the Meeting: 5 P.M

Time of conclusion of the Meeting: 5.30 P.M.

Director Present

1. AMARR NARENDRA GALLA
2. JAYESH GULABBHAI PATEL
3. SSAMTA AMAR GAALA
4. AKASH SHAILESH GANGAR

Others Present

1. MEHUL NARENDRA GALA, CFO
2. RUCHIKA KABRA, Company Secretary

Chairman for the Meeting

Mr. Amarr Narendra Galla was elected as the Chairman for the Meeting and welcomed the board members and the invitees to the meeting.

Quorum

The business before the Meeting was taken up after having established that the requisite Quorum was present.

ITEM NO. 1:

Approval of Un-Audited Financial Results for the quarter ended September 30, 2023 as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The Chairman placed before the Board the Un-audited Financial Results along with the Limited Review Report for the quarter ended 30th September, 2023 for their approval. The Board approved the same and authorized Mr. Amarr Narendra Galla to sign the Un-audited Financial Results along with the Limited Review Report on behalf of the Board.

The Chairman placed the Un-audited Financial Results along with the Limited Review Report thereon and it is resolved as follows:

"RESOLVED that the Un-audited Financial Results for the quarter ended 30th September, 2023 and the Limited Review Report thereon are hereby approved and adopted by the board".



ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512, Email: enbeetrade@gmail.com

CIN No: L50100MH1985PLC036945

RESOLVED FURTHER THAT Amarr Narendra Galla, Managing Director of the Company be and are hereby severally authorized to do all such things and take all such steps and actions including signing any application, document etc. on behalf of the Company that may be required to be submitted to stock exchanges/ any other regulatory authority and to complete all requisite formalities as may be necessary in this regard.”

ITEM NO. 2:

Approval of the re-classification from the, promoter/ promoter Group- to the “Public”; Category in accordance with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Board Intimation Dated October 21, 2023.

The Board was apprised that Four (04) persons belonging to the ‘promoter and promoter group’ of the Company (“*Outgoing Promoters*”), had vide respective letter dated October 21, 2023, requested the Company for reclassification from the ‘promoter and promoter group’ category to ‘public’ category shareholder of the Company (“*Request Letters*”).

The Company intimated the aforesaid request(s) for re-classification to BSE Limited (“*Stock Exchange*”) on October 21, 2023 within 24 hours of receipt of Request Letters.

The Request Letters received from Outgoing Promoters were placed before the Board for its perusal.

Further, the Board was also informed that the Outgoing Promoters vide their respective Request Letters have confirmed that they are:

1. Not controlling affairs of the Company directly or indirectly.
2. Not having special rights in the Company through formal or informal arrangements including through any shareholder agreements.
3. No representation on the Board of Directors (including not having nominee directors) of the Company
4. Not acting as a key managerial person in the Company.
5. Neither a wilful defaulter as per RBI Guidelines nor a fugitive economic offender.

Further, the Board was also apprised that as Outgoing Promoters neither individually nor together exceeds 10% of the total voting rights in the Company. Also, they were not involved in the day-to-day affairs of the Company and were not playing a role in the business decisions or otherwise.

The Board is requested to note that Outgoing Promoters are satisfying all the conditions specified in Regulation 31A (3)(b) of the Listing Regulations and undertake to comply that at all times from the date of such re-classification, they will continue to comply with conditions mentioned in sub-clauses (i), (ii) and (iii) of Clause (b) of sub-regulation 3 of Regulation 31A and shall also with conditions mentioned sub-clause (iv) and (v) of clause (b) of sub-regulation (3) of Regulation 31A of the SEBI (LODR) Regulations, 2015 for a period of not less than three years from the date of such reclassification.

Accordingly, on the basis of the rationale provided above and in accordance with the provisions of Regulation 31A of the Listing Regulations, the Board was of the view that the



Amarr

ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512, Email: enbeetrade@gmail.com

CIN No: L50100MH1985PLC036945

requests of Outgoing Promoters for re-classification from the 'promoter and promoter group' category to 'public' category shareholder be accepted and approved, which shall be subject to the approvals of Shareholders, Stock Exchanges, and/or such other approval if any as may be necessary in this regard.

The Board was also informed that none of the Directors of the Company is/are interested in this resolution. The approval of the Board towards re-classification is subject to the approval of the members, BSE Limited, and/or such other approval, if any, as may be necessary in this regard in terms of Regulation 31A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Board was then requested to consider the said request for re-classification. The Board then considered and passed the following resolution:

"RESOLVED THAT pursuant to provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI LODR Regulations"), including any statutory modification (s) or re-enactment thereof, for the time being in force and other applicable provisions, if any, Request Letters received from below-mentioned persons ("Outgoing Promoters") forming part of 'Promoter and Promoter Group' of the Company for reclassification of their shareholding to 'public category', as placed before the Board be and are hereby noted and taken on record.

Sr. No.	Name of promoters seeking Reclassification	Number of Shares held	% of holding
1.	NEEL BHARAT MAMANIA	3,31,230	2.31
2.	REKHA BHARAT MAMANIA	3,31,230	2.31
3.	BHARAT THAKARSHI MAMANIA	1,91,660	1.34
4.	BHARAT THAKARSHI MAMANIA HUF	1,23,850	0.86

RESOLVED FURTHER THAT pursuant to Regulation 31A(3)(a)(ii) of SEBI LODR Regulations and subject to the approval of shareholders in the general meeting and necessary approvals from the stock exchanges where the shares of the Company are listed and any other appropriate statutory authorities, as may be necessary, and after analysing the reclassification Request Letters received from each above-mentioned persons, the consent of the Board be and is hereby accorded to proceed with the process of re-classification of shareholding of above-mentioned persons forming part of 'Promoter and Promoter Group' to 'public' category.

RESOLVED FURTHER THAT the Board be and is hereby takes note that as required under the provisions of Regulation 31(A)(3)(b) of SEBI LODR Regulations, Outgoing Promoters have confirmed that they shall not:

- hold more than 10% of the fully paid-up equity share capital and voting capital of the Company;
- have any special rights through formal or informal agreements and shareholding agreements, if any, granting special rights to them shall be terminated;



ENBEE TRADE AND FINANCE LIMITED

Regd. Office: B4 / C5 Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai 400013

Ph: 022- 79692512, Email: enbeetrade@gmail.com

CIN No: L50100MH1985PLC036945

- be represented on the Board of Directors (including as a nominee director) of the Company for a period of more than 3 years from the date of shareholders' approval;
- act as a key managerial persons for a period of more than 3 years from the date of shareholders' approval;
- Directly or indirectly exercise control over the affairs of the Company.

And shall at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) Regulations, 2015 post reclassification from "Promoter & Promoter Group" to "Public".

RESOLVED FURTHER THAT, the Board be and is hereby takes note that as required under the provisions of Regulation 31(A)(3)(b) of SEBI LODR Regulations, the above mentioned persons have further confirmed in their individual capacity that they are not 'wilful defaulter' as per the Reserve Bank of India Guidelines nor are they fugitive economic offender.

RESOLVED FURTHER THAT pursuant to provisions of 31A (3)(c) of SEBI LODR Regulations, the Board hereby confirms that:

- (i) The Company is and post re-classification will be compliant with the requirement for minimum public shareholding as required under Regulation 38 of SEBI LODR Regulations;
- (ii) Trading in Company's shares has not been suspended by stock exchanges;
- (iii) The Company does not have any outstanding dues to the Securities and Exchange Board of India, the stock exchanges or depositories.

RESOLVED FURTHER THAT Amarr Narendra Galla, Managing Director of the Company be and are hereby severally authorized to do all such things and take all such steps and actions including signing any application, document etc. on behalf of the Company that may be required to be submitted to stock exchanges/ any other regulatory authority and to complete all requisite formalities as may be necessary in this regard."

CERTIFIED TRUE COPY

FOR ENBEE TRADE AND FINANCE LIMITED



Amarr
Amarr Narendra Galla
Managing Director

DIN: 07138963