

Date: February 21, 2023

Corporate Relations Department  
**BSE Limited,**  
1st Floor, New Trading Wing,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

The Market Operations Department  
**National Stock Exchange of India Limited,**  
Exchange Plaza, 5th Floor,  
Plot No C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051.

Dear Madam/ Sir,

**Ref: Peninsula Land Limited (Company Code: 503031, NSE: PENINLAND)**

**Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”)**

Further to the prior intimation made on 16<sup>th</sup> February, 2023 under Regulation 29 of the SEBI LODR Regulations and pursuant to Regulation 30 read with Schedule III of the SEBI LODR Regulations, we wish to inform you that the Board of Directors (“**Board**”) of Peninsula Land Limited (“**Company**”) in its meeting held today i.e., 21<sup>st</sup> February 2023 has *inter alia* considered and approved the following:

**1. Issuance and allotment of the following securities by way of preferential allotment on a private placement basis (the “Preferential Allotment”):**

Subject to approval of the shareholders of the Company and any regulatory/governmental approvals (if required), the Board has approved to create, offer, issue and allot by way of a preferential allotment on a private placement basis, an aggregate of:

- (i) 14500000 equity shares of face value Rs 2/- (Rupees Two) each, at a price of Rs 14/-(Rupees Fourteen) per such equity share; and
- (ii) 15300000 warrants exchangeable into equity shares of face value Rs 2/- (Rupees Two) each, at a price of Rs 14/-(Rupees Fourteen) per such warrant,

to the proposed subscriber (specified below) (the “**Proposed Subscriber**”) for cash consideration aggregating to Rs. 41,72,00,000/- (Rupees Forty One Crore Seventy Two Lacs only) in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws:

Sr. No.	Name of the Proposed Subscriber	No. and price of equity shares proposed to be issued and allotted to the Proposed Subscriber	No. and price of warrants proposed to be issued and allotted to the Proposed Subscriber
1.	Miranda Tools Private Limited, a member of the Promoter Group of the Company	14500000 equity shares having face value of Rs 2/- at a price of Rs 14/- per equity share	15300000 warrants exchangeable into equity shares of face value Rs 2/- at a price of Rs 14/- per warrant

The details regarding the issuance of securities as required pursuant to Paragraph 2 of Part A, Schedule III of the SEBI LODR Regulations read with the SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, (the “**SEBI Disclosure Circular**”) are set out in **Annexure I**.

**2. Approval of issue of notice for Extraordinary General Meeting:**

The Board has approved the convening of an Extraordinary General Meeting of the shareholders of the Company on March 18, 2023, along with the draft notice convening the meeting to be issued to the shareholders.

The meeting commenced at 4:30 P.M. and concluded at 8:50 P.M.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
**For Peninsula Land Limited**

**Sonal A. Rathod**  
**Company Secretary & Compliance Officer**

Encl.: as above

**ANNEXURE I**

**Disclosure pursuant to Paragraph 2 of Part A, Schedule III of the Listing Regulations read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015.**

Sr. No	Particulars of disclosure	Disclosure
1.	Type of securities proposed to be issued	(i) 14500000 equity shares having a face value of Rs. 2/- (Rupees Two only) per equity share (" <b>Equity Shares</b> "); and  (ii) 15300000 warrants, each convertible into 1 (one) equity share of face value Rs. 2/- (Rupees Two only) upon the exercise of the option attached to each such warrant, subject to the terms of the warrants (" <b>Warrants</b> ").
2.	Type of issuance	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)	(i) 1,45,00,000 Equity Shares at a price of Rs 14/- (Rupees Fourteen) per Equity Share aggregating to Rs 20,30,00,000/- (Rupees Twenty Crore Thirty Lacs only); and  (ii) 1,53,00,000 Warrants at a price of Rs 14/- (Rupees Fourteen ) per Warrant (" <b>Per Warrant Price</b> "), aggregating to Rs 21,42,00,000/- (Rupees Twenty One Crore Forty Two Lacs Only), of which an amount equivalent to 25% (twenty five percent) of the Per Warrant Price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (seventy five percent) of the Per Warrant Price shall be payable to the Company at the time of issue and allotment of the Equity Shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (one) or more tranches within a period of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.  The total subscription amount aggregates to Rs 41,72,00,000/- (Rupees Forty One Crore Seventy Two Lacs only). The Equity Shares and the Warrants issued to the Proposed Subscriber shall aggregate to 9.64% (Nine Point Six Four Percent) shareholding of the Proposed Subscriber in the Company, on a fully diluted basis as on the date of their allotment.
4.	<b>Details to be furnished in case of preferential issue</b>	
	a. Name of the Investors	Miranda Tools Private Limited, a member of the Promoter Group of the Company.

b. Post allotment of securities – outcome of the subscription, issue price/allotted price (in case of convertibles), number of investors	<u>Outcome of allotment:</u>							
	<b>Proposed Subscriber</b>	<b>Particulars</b>	<b>Pre-issue</b>		<b>Post-issue</b>			
<b>Post allotment of Equity Shares</b>					<b>Post conversion of Warrants into Equity Shares<sup>^</sup></b>			
		<b>No.</b>	<b>%</b>	<b>No.</b>	<b>%</b>	<b>No.</b>	<b>%</b>	
Miranda Tools Private Limited	Equity Shares and Warrants	Nil	Nil	1,45,000	4.94%	1,53,000	9.64%	

*<sup>^</sup>The shareholding of the Proposed Subscriber post exercise of Warrants as shown is calculated assuming full exercise of the Warrants and consequent allotment of Equity Shares to the Proposed Subscriber and assuming no increase or decrease in total share capital of the Company has occurred in the interim of the subscription to the Warrants and their conversion into Equity Shares.*

Issue Price:

(i) Equity Shares at a price of Rs 14/- (Rupees Fourteen) each.

(ii) Warrants at a price of Rs 14/- (Rupees Fourteen) per Warrant (“**Per Warrant Price**”), of which an amount equivalent to 25% (twenty five percent) of the Per Warrant Price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (seventy five percent) of the Per Warrant Price shall be payable to the Company at the time of issue and allotment of the Equity Shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (one) or more tranches only within a period of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.

Number of Investors:

There is 1 (one) allottee who is being issued Equity Shares and Warrants by way of this Preferential Allotment, i.e., Miranda Tools Private Limited (a member of the Promoter Group of the Company).

| c. In case of convertibles – | Each of the Warrants is exchangeable into 1 Equity Share having face value of Rs 14/- (Rupees Fourteen only) each. The tenor of the Warrants | | | | | | | |

	intimation on conversion of securities or on lapse of the tenure of the instrument	is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable