

Ref: SEC/ JS/

Sep 03, 2021

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No.C/1, Block - G,
Bandra-Kurla Complex, Bandra (E)
Mumbai — 400051
Fax No. (022) 2659 8237 / 8238 / 66418124 / 8125

(Scrip ID - NIPPOBATRY)

BSE Limited
(Formerly Bombay Stock Exchange Ltd.)
Floor 25, P.J. Towers,
Dalal Street,
Mumbai — 400001
Fax No. (022) 2272 3353

(Scrip Code — 504058)

Dear Sir,

Sub.: Outcome of the Board Meeting

Time of Commencement: 03.30 P.M.

Time of Conclusion : 04.15 P.M.

The Board of Directors, at its meeting held on 03rd September, 2021, resolved the following:-

1. Declared sub-division of 37,50,000 equity shares of the Company having face value of Rs.10/- each into 75,00,000 equity shares of face value of Rs. 5/- each, subject to approval of the shareholders to be obtained by Remote E-Voting at the ensuing Annual General Meeting of the Company. (Details in Annexure-I).
2. Approved amendment to the capital clause of Memorandum of Association of the Company, subject to approval of the shareholders to be obtained by Remote E-Voting at the ensuing Annual General Meeting of the Company. (Details in Annexure-II).
3. Approved circulation of AGM Notice thereof in relation to approval of shareholders for sub-division of shares and alteration of relevant clause of Memorandum of Association of the Company, as detailed above. (Details in Annexure-III).



4. Approved the Re-appointment of Mr. P. Dwaraknath Reddy as Managing Director of the Company for a period of one year with effect from 01st October 2021 and approved the Remuneration payable as recommended by the Nomination and Remuneration Committee subject to approval of the Members of the Company. (Brief Profile in Annexure-IV)
5. Approved the Re-appointment of Mr. R.P. Khaitan as Joint Managing Director of the Company for a period of one year with effect from 01st October 2021 and approved the Remuneration payable as recommended by the Nomination and Remuneration Committee subject to approval of the Members of the Company. (Brief Profile in Annexure-V)
6. Approved the payment of revised remuneration to Mr. P. Aditya Reddy as Joint Managing Director of the Company as recommended by the Nomination and Remuneration Committee subject to approval of the Members of the Company.

Kindly acknowledge the receipt.

Thanking You.

Yours Faithfully,

For Indo- National Ltd



J. Srinivasan

Company Secretary

Annexure-I

**Disclosure for Sub-Division of Shares required under Regulation 30 of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI
Circular No. CIR/CFD/CMD/4/2015 dated 09/09/2015**

<u>PARTICULARS</u>	<u>DISCLOSURES</u>
Ratio of Sub-division	Sub-division of 37,50,000 equity shares of the Company having face value of Rs.10/- each fully paid up into 75,00,000 equity shares of face value of Rs.5/- each fully paid up i.e. for every 1 share of Rs.10/- each held in the company 2 shares of face value of Rs. 5/- each will be issued.
Rationale behind the sub-division	The Board of Directors considered that the sub-division will be in the interest of the Company.
Pre sub-division share capital-	
Authorized	Rs. 5,00,00,000 divided into 50,00,000 equity shares of Rs. 10/- each.
Paid up and subscribed capital	Rs.3,75,00,0000 divided into 37,50,000 equity shares of Rs. 10/- each fully paid up
Post sub-division share capital-	
Authorized Capital	Rs. 5,00,00,000 divided into 1,00,00,000 equity shares of Rs. 5/- each Fully paid up.
Paid up and subscribed capital	Rs. 3,75,00,000 divided into 75,00,000 Equity shares of Rs. 5/- each fully paid up.
Expected time for completion	Within prescribed timeline specified in this regard, if any.
Class of shares which are subdivided	Equity Shares (There is only one class of equity shares)
Number of shares of each class pre and post sub-division	Since there is only one class of shares, the required details are not applicable



Annexure-II**Disclosure required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09/09/2015****Amendments to Memorandum of Association of the Company, in brief**

The Board of Directors of the Company at its meeting held, today, on 03rd September 2021 subject to approval of the shareholders, to be obtained by means of Remote E-Voting has resolved to amend clause V (Capital Clause) of the Memorandum of Association of the Company as below;

“The Share Capital of the Company is Rs. 5,00,00,000 (Rupees Five Crores) divided into in 1,00,00,000 (One Crore) Equity Shares of Rs. 5/- each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being in force with power to increase or reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes (being those specified in Companies Act,1956) and to attach thereto, respectively such preferential as may be determined in accordance with the regulations of the Company and to modify / abrogate any rights, privileges and conditions in such manner as may be for the time being be permitted by the said Act or provided by the Articles of Association of the Company for the time being in force.”

For INDO NATIONAL LIMITED


COMPANY SECRETARY

Annexure-III

Disclosure required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09/09/2015

Date of Notice	The date of the AGM Notice is 03rd Sep, 2021. The same is expected to be circulated to the shareholders on or before 06th Sep, 2021	
Prescribed Details		
Agenda / Resolutions Proposed	Resolution to be passed	Manner of Approval
Approval of sub-division of shares		
Approval of alteration of Capital Clause (Clause 5) of Memorandum of Association		
	All the proposed resolutions will be passed by way of Special Resolutions	All resolutions will be passed through e-voting

For INDO NATIONAL LIMITED


COMPANY SECRETARY

Annexure-IV


Brief Profile of Mr. P. Dwaraknath Reddy Managing Director of the Company:-

Sl.No.	Name of the Appointee	Mr. P. Dwaraknath Reddy
1	Age	68 Yrs
2	Qualification	B.Com
3	Experience	48 years
4	Expertise in specific functional area.	Mr. P. Dwaraknath Reddy has over 48 years' of experience in FMCG Industry.
5	Shareholding in the company	1653695

Annexure-V

Brief Profile of Mr. R.P. Khaitan Joint Managing Director of the Company:-

Sl.No.	Name of the Appointee	Mr. R.P.Khaitan
1	Age	73 Yrs
2	Qualification	B.Com (Hons)
3	Experience	51 years in the field of FMCG Industry.
4	Shareholding in the company	69049

For INDO NATIONAL LIMITED

 COMPANY SECRETARY