

18th February, 2025

To
The Listing Department
Bombay Stock Exchange Limited
Phirozee Jeejeebhoy Towers
Dalal Street, 25th Floor
Mumbai – 400 001

Sub: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform Stock Exchange that a Meeting of the Board of Directors of the Company held today i.e. Tuesday, 18th February, 2025 inter alia transacted the following businesses:

1. To consider and approve issue of bonus shares:

Recommended the issuance of bonus equity shares in the ratio of 1:1 [i.e (One) bonus equity shares of Rs. 10 each for every 1 (One) fully paid-up equity share held as on record date] subject to the approval of Shareholder's. All fractions of bonus equity shares will be rounded off.

The record date for reckoning eligible shareholders entitled to receive bonus shares will be communicated later.

The relevant detail of the bonus is attached herewith **Annexure 1**.

2. To consider and approve split of shares.

Considered and Approved the Sub-Division/Split of the face value of Equity Shares of the Company [i.e. the Face Value of Equity Shares of the Company, such that Equity Shares share having Face value of Rs. 10/- (Rupees Ten Only) be sub-divided/ split into 1 (One) Equity Share having Face value of Rs. 5/- (Rupee Five Only) each fully paid-up equity share held as on record date] subject to the approval of Shareholder's.

The record date for reckoning eligible shareholders will be communicated later for the purpose of Sub-Division/Split of the face value of Equity Shares of the Company.

The relevant details for the purpose of Sub-Division/Split of the face value of Equity Shares of the Company is attached herewith as **Annexure 2**.

3. To consider and approve right issue of equity shares of the Company.

Fund raising of an amount not exceeding INR 49,00,00,000/- (Indian Rupees Forty Nine Crores Only), through issuing Equity Shares by way of Rights Issue to the eligible equity shareholders of the Company as on Record date (to be notified subsequently within due course), in accordance with applicable laws, including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, SEBI Listing Regulations, along with relevant circulars issued by the Securities and Exchange Board of India, Companies Act, 2013. ("Rights Issue").

Necessary information in respect of issuance of securities as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with Regulation 30 -Para A of Part A of schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time are annexed herewith as **Annexure 3**.

Constitution of the Rights Issue Committee to proceed with the Rights issue and authorized its members to decide on the terms and conditions of the Issue, decide the other terms and conditions of the Rights Issue, including but not limited to deciding on the record date, determining the rights issue price, approval of draft letter of offer, rights entitlement ratio, timing and terms of payment, appointment of intermediaries and other related matters.

RANJEET MECHATRONICS LTD.

(FORMERLY KNOWN AS: RANJEET ELECTRIC PVT. LTD. || DESTINY ZONE SECURITY SYSTEMS PVT. LTD. || HIMGIRI SOLUTIONS PVT. LTD.)

REGISTER ADDRESS: - Block A. #407 4th Floor Dev Aurum, Anandnagar Cross Road, Prahaladnagar Road, Ahmedabad.

380015. Gujarat. Tel.: 91 79 4000 Email: info@ranjeet.co.in and cs.compliance@ranjeet.co.in II

Website:-www.ranjeet.co.in CIN NO. L31100GJ1993PLC019635

4. To consider increase in remuneration of Mr. Rakesh Swadia, Chairman and Managing Director of the Company.

Approved the Increase in remuneration of Mr. Rakesh Swadia, Chairman and Managing Director of the Company upto Rs. 6,00,000 p.m. subject to shareholder's approval.

5. To consider increase in remuneration of Mr. Devarshi Swadia, Wholetime Director of the Company.

Approved the Increase in remuneration of Mr. Devarshi Swadia, Wholetime Director of the Company upto Rs. 6,00,000 p.m. subject to shareholder's approval.

6. To consider and approve proposal for migration of the Company from SME Board to Main Board.

Considered and approved Migration of Listing/Trading of Equity Shares of the Company from SME Platform of BSE Limited (BSE) to Main Board of BSE Limited in terms of Chapter IX of SEBI (ICDR) Regulations, 2018 subject to approval of members, BSE Limited or such other authorities as required.

7. Any other business with the permission of chair.

Increase in Authorised Share Capital of the Company:

Approved to alter and increase the Authorized Share Capital of the Company from existing Rs. 10,00,00,000 /- (Rupees Ten Crore Only) divided into 1,00,00,000 (One Crore Only) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 25,00,00,000/- (Rupees Twenty-Five Crore Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each and that existing Clause V of the Memorandum of Association of the Company be substituted by following new Clause V:

"V. The Authorised Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each."

8. Approved the notice of Postal ballot for above purpose.

9. Appointed Mr. Abhishek Prakashchand Chhajed, partner of SCS AND Co. LLP (LLPIN: AAV-1091) Company Secretary in Practice as a Scrutinizer for conducting the postal ballot through remote e-voting in a fair and transparent manner for passing the resolution proposed in the postal ballot notice

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. C1R/ CFD/CMD/ 4/2015 dated September 9, 2015 is enclosed as Annexure - I.

Please note that the Board Meeting commenced at 12.30 p.m. and concluded at 06.05 p.m.

This is for your information and records.

Thanking you,

Yours faithfully,

For, RANJEET MECHATRONICS LIMITED

DEVARSHIBHAI RAKESHBHAI SWADIA
WHOLE-TIME DIRECTOR
DIN: 00356752

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Annexure-1

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sr. No.	Particulars	Disclosure
1.	Type of securities proposed to be issued	Equity shares
2.	Type of Issuance	Bonus Issue
4.	whether bonus is out of free reserves created out of profits or securities premium account or the Capital redemption reserve	Yes
5.	Bonus Ratio	1:1 i.e. 1 (One) bonus equity shares of Rs. 10/- each for every 1 (One) equity shares held as on the record date. The Record date will be announced in due course of time
6.	Details of share capital- pre and post Bonus Issue	The Pre-bonus issue Paid up share capital as on the date of this letter is Rs. 10,00,00,000 consisting of 1,00,00,000 equity Shares of Rs. 10/- each. The post-bonus paid up equity share capital shall be Rs. 20,00,00,000 /- consisting of 2,00,00,000 equity Shares of Rs. 10/- each.
7.	Free reserves and share premium required for implementing the bonus issue;	Rs. 4,13,93,000 /- will be utilized from Balance of Free reserves and Rs. 5,86,07,000 /- will be utilized from Balance of Security premium Account for implementation of bonus issue.
8.	Free reserves and share premium available for capitalization and the date as on which such balance is available	As on March 31, 2024: Rs. 10,23,93,000 is Free reserves (Surplus).
9.	Whether the aforesaid figures are audited	Yes (31st March, 2024) As per Audited Financial statements for the year ended on March 31 2024.
10.	Estimated date by which such bonus shares would be credited/ dispatched	Within 2 months from the date of Board approval.

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Annexure-2

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sr. No.	Particulars	Disclosure																											
1.	Split Ratio	10:5 (Pursuant to the Sub-division/split of the face value of Equity Shares of the Company, all the Authorized, Issued, Subscribed and Paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each existing on the Record date to be fixed by the Board of Directors of the Company, shall stand sub-divided/split into 1 (One) Equity Share of face value of Re. 5/- (Rupee Five Only) each fully paid up.)																											
2.	Rationale behind the split of equity shares	To improve the liquidity of the Company's shares in the stock market and to make it affordable to the small retail shareholders as also to broad base the small retail shareholders.																											
3.	Pre and Post Share Capital Structure	<table border="1"> <thead> <tr> <th rowspan="2">Type of Capital</th> <th colspan="3">Pre-Split Capital Structure</th> <th colspan="3">Post-Split Capital Structure</th> </tr> <tr> <th>No. of Equity shares</th> <th>Face Value (Rs.)</th> <th>Total Share Capital (Rs.)</th> <th>No. of Equity shares</th> <th>Face Value (Rs.)</th> <th>Total Share Capital (Rs.)</th> </tr> </thead> <tbody> <tr> <td>Authorized Share Capital</td> <td>25000000 (subject to approval of members)</td> <td>10</td> <td>250000000</td> <td>50000000</td> <td>5</td> <td>250000000</td> </tr> <tr> <td>Issued, Paid-up and Subscribed capital</td> <td>20000000 (Subject to Bonus Issue)</td> <td>10</td> <td>200000000</td> <td>40000000</td> <td>5</td> <td>200000000</td> </tr> </tbody> </table>	Type of Capital	Pre-Split Capital Structure			Post-Split Capital Structure			No. of Equity shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of Equity shares	Face Value (Rs.)	Total Share Capital (Rs.)	Authorized Share Capital	25000000 (subject to approval of members)	10	250000000	50000000	5	250000000	Issued, Paid-up and Subscribed capital	20000000 (Subject to Bonus Issue)	10	200000000	40000000	5	200000000
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4.	Expected Time of Completion	Within 5 months from approval of the shareholders.																											
5.	Class of shares which are sub-divided/split	Equity Shares																											
6.	Number of shares of each class pre and post-split	As per Point No. 3 Above																											
7.	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	Not Applicable																											

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Annexure-3

The details as required under Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as under: -

S. No.	Particular	Details
1	Type of Securities Proposed to be issued	Equity shares of face value of Rs. 10/- each (Equity Shares)
2	Type of issuance (further public offering, rights issue, depository receipts (ADR /GDR), qualified institutions placement, preferential allotment etc.);	Right Issue of Equity Shares to the existing Shareholders
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Up to Rs. 49,00,00,000/- (Approx.)

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