



Motisons Jewellers Limited

270, 71, 72, 76, Johari Bazar, Jaipur-302003 | Tel.: +91-0141-4150000
SB-110 Lalkothi, Tonk Road, Jaipur-302015 | Tel.:+91-0141-4160000
F-33, Gautam Marg, Vaishali Nagar, Jaipur-302021 | Tel.:+91-0141-3510000
Email: motisons@gmail.com • Website: www.motisonsjewellers.com

CIN-L36911RJ2011PLC035122

August 14, 2024

BSE Limited

Dept of Corporate Services
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001 (Maharashtra)
Symbol Code :544053

National Stock Exchange of India Limited

The Listing Department
Exchange Plaza, C-1, Block G, Bandra Kurla
Complex, Bandra (East),
Mumbai- 400 051(Maharashtra)
Symbol :MOTISONS

Sub: Outcome of Board Meeting held on Wednesday, August 14, 2024

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

Dear Sir/Ma'am,

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in their meeting held today i.e. Wednesday, August 14, 2024, at the corporate office of the company to *inter-alia* considered and approved the following businesses:

1. RAISING OF FUNDS UP TO RS. 170 CRORES BY WAY OF PREFERENTIAL ISSUE

in terms of the company's long-term business growth plans and in order to widen the business horizons and to augment the long-term financial resources of the Company through raising of funds, by way of creating, issuing and allotting up to 1,00,00,000 (One Crore only) Fully Convertible Warrants convertible into equivalent number of fully paid up equity shares of the Company having face value of Rs. 10/- (Rupees Ten Only), to the persons belonging to "Non-Promoter, Public Category", as detailed in **Annexure-I**, on preferential basis, at an issue price of Rs. 170/- which is higher than the floor price determined in accordance with the provision of Chapter V of SEBI ICDR Regulations, payable in cash for aggregating amount of up to Rs. 170,00,00,000/- (Rupees One Hundred and Seventy Crores Only) in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended ("Rules"), Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), Foreign Exchange Management (Non-debt Instruments) Rules, 2019, Foreign Exchange Management Act, 1999 and other applicable laws, regulations, guidelines and rules and subject to the approval of shareholders and other regulatory authorities, as may be applicable:

*The information in connection with the Preferential Issue pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as **Annexure II** to this letter.*

2. INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY

To increase the Authorized Share Capital of the Company from existing Rs. 113,00,00,000/- (Rupees One Hundred and Thirteen Crores Only) comprising of Rs. 103,00,00,000/- Equity share capital divided into 10,30,00,000 (Ten Crores Thirty Lakhs Only) Equity Shares of Rs. 10/- each and Rs. 10,00,00,000 (Rupees Ten crores only) Preference Share Capital divided into 1,00,00,000



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(One Crore Only) Preference Shares of Rs.10/- each to Rs.125,00,00,000 (Rupees One Hundred and Twenty Five Crores Only) comprising of Rs. 115,00,00,000/- (Rupees One Hundred and Fifteen Crores only) Equity share capital divided into 11,50,00,000 (Eleven Crores and Fifty Lakh only) Equity Shares of Rs. 10/- each and Rs. 10,00,00,000 (Rupees Ten crores only) Preference Share Capital divided into 1,00,00,000 (One Crore Only) Preference Shares of Rs.10/- each and consequent amendment in the Capital Clause (Clause V) of Memorandum of Association of the Company, subject to approval of the shareholders of the Company.

3. MEMBERS' APPROVAL THROUGH THE PROCESS OF POSTAL BALLOT

to seek members' approval through the process of postal ballot for the above-said today's board decision and approved the draft notice of Postal Ballot and authorized Director(s)/ KMP(s) to issue the same to the concerned, appointment of Mr. Pankaj Kumar Gupta, Proprietor of M/s. Kumar G & Co, (COP No.-7579), Practicing Company Secretaries as Scrutinizer for postal ballot and matters related thereto.

The notice of the postal ballot will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at www.motisonsjewellers.com and on the website of the stock exchange(s) i.e. Bombay Stock Exchange of India Limited at www.bseindia.com and National Stock Exchange of India Limited www.nseindia.com in due course.

The Board Meeting commenced at 09:30 A.M. and concluded at 12:35 P.M.

You are requested to take the above information on record and oblige.

Thanking you,

Yours Faithfully,

For Motisons Jewellers Limited

Bhavesh Surolia
Company Secretary & Compliance Officer
Membership No.: A64329

Encl: as above



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ANNEXURE I

THE NAMES OF THE PROPOSED ALLOTTEES OF WARRANTS, TO BE ALLOTTED ON PREFERENTIAL BASIS:

S. No.	Name of the Proposed Allottees	Category	Warrants Quantity*
1	North Star Opportunities Fund VCC-Bull Value Incorporated VCC Sub-Fund	FPI/FII	35,00,000
2	Eminence Global Fund PCC- Eubilia Capital Partners Fund I	FPI/FII	35,00,000
3	Nexpact Limited	FPI/FII	30,00,000
Total			1,00,00,000

**maximum quantity of warrants proposed to be allotted to respective allottee in the proposed Preferential Issue*



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ANNEXURE II

FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS

S. No.	Particulars	Disclosures																								
1	Type of securities proposed to be Issued	Fully Convertible Warrants ('Warrants')																								
2	Type of issuance	Preferential Allotment																								
3	Total number of securities proposed to be issued or total amount for which the securities will be issued	Up to 1,00,00,000 (One Crore only) Fully Convertible Warrants convertible into equal number of Equity Shares of face value of Rs. 10/- each, to persons belonging to "Non-Promoter, Public Category" at an issue price of Rs. 170/- which is higher than the floor price determined in accordance with the provision of SEBI ICDR Regulations, payable in cash aggregating amount of up to Rs. 170,00,00,000.																								
In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):																										
4	Name and number of the Investor(s)	As per the list attached as Annexure-I																								
5	Issue price	Issue price of Rs. 170/- (Rupees One Hundred and Seventy Only)																								
6	post allotment of securities - outcome of the subscription	<table border="1"> <thead> <tr> <th rowspan="2">Category</th> <th colspan="2">Pre preferential issue</th> <th colspan="2">Post preferential issue*</th> </tr> <tr> <th>No of Shares</th> <th>%</th> <th>No of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Promoters and Promoter Group (A)</td> <td>6,49,75,000</td> <td>66.00</td> <td>6,49,75,000</td> <td>59.91</td> </tr> <tr> <td>Public (B)</td> <td>3,34,71,000</td> <td>34.00</td> <td>4,34,71,000</td> <td>40.09</td> </tr> <tr> <td>Total (A) + (B)</td> <td>9,84,46,000</td> <td>100.00</td> <td>10,84,46,000</td> <td>100.00</td> </tr> </tbody> </table> <p>* Assuming full conversion of 1,00,00,000 Warrants proposed to be issued and allotted to Proposed Allottees in to 1,00,00,000 equity shares of the Company.</p>	Category	Pre preferential issue		Post preferential issue*		No of Shares	%	No of Shares	%	Promoters and Promoter Group (A)	6,49,75,000	66.00	6,49,75,000	59.91	Public (B)	3,34,71,000	34.00	4,34,71,000	40.09	Total (A) + (B)	9,84,46,000	100.00	10,84,46,000	100.00
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Total (A) + (B)	9,84,46,000	100.00	10,84,46,000	100.00																						
7	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment. Each Warrant shall carry a right to subscribe 1 (one) equity share per warrant, which may be exercised in one or more tranches, within 18 (eighteen months) from the date of allotment of such warrants. 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 that Warrant holder on such Warrants shall stand forfeited by the Company.																								
8	Nature of Consideration	Cash																								
9	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable																								