



To,

Date: 07.10.2022

1. BSE Limited P.J. Towers, Dalal Street, Mumbai-400 001	2. Metropolitan Stock Exchange of India Limited 205(A), 2 nd Floor, Piramal Agastya Corporate Park, Kamani Junction, LBS Road, Kurla (West), Mumbai-400 070
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Dear Sir/ Madam,

Sub: Outcome of Board Meeting held on 07.10.2022- pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip code: BSE-511658/MSEI-NETTLINX

Unit: Nettlinx Limited

In continuation to our letter dated 27th day of September 2022 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") we would like to inform you that the Board of Directors of Nettlinx Limited ("the Company") at its meeting held today, i.e., on 07.10.2022 at 04:00 p.m. inter-alia has considered and approved the following:

1. Preferential issue of Convertible warrants:

To issue upto 10,75,000 (Ten Lakhs Seventy Five Thousand only) warrants each convertible into, or exchangeable for, 1 (one) fully paid up equity share of the Company, having a face value of INR10/- (Rupees Ten only) within the period of 18 (eighteen months) in accordance with the applicable laws ("**Warrants**") at a price of INR.90.00/- (Rupees Ninety only) each (including the warrant subscription price and the warrant exercise price) aggregating upto Rs.9,67,50,000 (Rupees Nine Crores Sixty Seven Lakhs and Fifty Thousand only) to the Promoter/ Promoter Group of the Company and certain identified non –promoter persons / entity (as listed in **Annexure I** herein) by way of preferential issue 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 Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (LODR)



Regulations, 2015 and such other acts / rules / regulations as may be applicable and subject to necessary approval of the members of the Company and other regulatory authorities, as maybe applicable ("**Warrants Issue**"). Upon issue of Warrants in accordance herewith, an amount equivalent to 25% (twenty five per cent) of the total issue size shall be called upfront from the proposed allottees.

Details relating to issue of warrants as required under Regulation 30 of the SEBI (LODR) Regulations,2015 read with SEBI circular dated September 9, 2015, bearing reference no. CIR/CFD/CMD/4/2015("SEBI Circular"), are provided in '**Annexure II**'.

2. Convening an Extra Ordinary General Meeting of the Company

To hold an Extraordinary General Meeting ("EGM") of the members of the Company on **Friday, the 04th day of November 2022 at 04:00 P.M.** (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to seek the approval of the shareholders of the Company inter alia in relation to the above Warrants Issue. The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM 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.nettlinx.org and on the website of the stock exchange(s) i.e. BSE Limited (www.bseindia.com) and MSEI Limited at www.msei.in. respectively, in due course.

The Company has fixed Friday, 28th October 2022 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting as well as voting at the EGM.

The Meeting of the Board of Directors commenced at 04.00 p.m. and concluded at 05:30 p.m.

Thanking you.

Yours sincerely
For Nettlinx Limited

Manohar Loka Reddy
Managing Director
DIN:00140229

Annexure-I
List of Proposed Allottees

Sl.No	Name of the proposed Allottee	Maximum No.of Warrants to be Allotted
A. Promoter & Promoter Group		
1.	Mr. Rohith Loka Reddy (son of Dr. Loka Manohar Reddy, Promoter and Managing Director)	6,25,000
Total-(A)		6,25,000
B. Others		
2.	Ms. Kajal Maurya	1,00,000
3.	Mr. Pradeep Kumar Singh	1,00,000
4.	Ms. Shilpi Pandey	1,00,000
5.	Mr. Suresh Sharma	50,000
6.	Mr. Wasim Hanif Diwan	1,00,000
Total-Others (B)		4,50,000
Total(A+B)		10,75,000

Annexure-II

The details relating to issuance of warrants as required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular dated September 9, 2015 are as under:

S. No	Particulars	Description
1	Type of securities proposed to be issued	Warrants carrying a right to subscribe 1 (one) Equity Share per warrant on conversion.
2	Type of issuance	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and other applicable laws
3	Total number of securities Proposed to be issued or the total amount for which the securities will be issued (approximately)	<p>Up to 10,75,000(Ten Lakhs Seventy Five Thousand only) Warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company having face value of Rs.10/- (Rupees Ten Only) ("Equity Share(s)") each at a price (including the Warrant Subscription Price and the Warrant Exercise Price) of INR 90.00/- (Rupees Ninety only) each payable in cash ("Warrant Issue Price"), aggregating upto Rs.9,67,50,000 (Nine Crores Sixty Seven Lakhs and Fifty Thousand only) ("Total Issue Size"). The price of the warrants has been determined in accordance with the SEBI ICDR Regulations. The preferential issue will be undertaken for cash consideration.</p> <p>An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the conversion of Warrant(s);</p> <p>The price of the warrants and the number of Equity Shares to be allotted on conversion of warrants shall be subject to appropriate adjustments as permitted under applicable laws.</p>

Additional information in case of preferential issue:	
5	<p>Name of the Investors</p> <p><u>Promoter</u></p> <p>1. Mr. Rohith Loka Reddy</p> <p><u>Non-Promoter</u></p> <p>1. Ms. Kajal Maurya</p> <p>2. Mr. Pradeep Kumar Singh</p> <p>3. Ms. Shilpi Pandey</p> <p>4. Mr. Suresh Sharma</p> <p>5. Mr. Wasim Hanif Diwan</p>

6	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	<p>The details of warrants, prior to and after the proposed preferential allotment, are as under:</p> <table border="1"> <thead> <tr> <th rowspan="2">Name of the Proposed Allottees</th> <th colspan="2">Pre Issue Equity holding</th> <th rowspan="2">No. of warrants to be allotted</th> <th colspan="2">Post issue Equity Holding after exercise of Warrants (assuming full Conversion of Warrants)</th> </tr> <tr> <th>No. of Shares</th> <th>%</th> <th>No. of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td colspan="6">A.Promoter</td> </tr> <tr> <td>Mr. Rohith Loka Reddy</td> <td>--</td> <td>--</td> <td>6,25,000</td> <td>6,25,000</td> <td>4.98</td> </tr> <tr> <td colspan="3">Total-A</td> <td>6,25,000</td> <td>6,25,000</td> <td>4.98</td> </tr> <tr> <td colspan="6">B.Others</td> </tr> <tr> <td>Ms. Kajal Maurya</td> <td>--</td> <td>--</td> <td>1,00,000</td> <td>1,00,000</td> <td>0.80</td> </tr> <tr> <td>Mr. Pradeep Kumar Singh</td> <td>--</td> <td>--</td> <td>1,00,000</td> <td>1,00,000</td> <td>0.80</td> </tr> <tr> <td>Ms. Shilpi Pandey</td> <td>--</td> <td>--</td> <td>1,00,000</td> <td>1,00,000</td> <td>0.80</td> </tr> <tr> <td>Mr. Suresh Sharma</td> <td>--</td> <td>--</td> <td>50,000</td> <td>50,000</td> <td>0.40</td> </tr> <tr> <td>Mr. Wasim Hanif Diwan</td> <td>--</td> <td>--</td> <td>1,00,000</td> <td>1,00,000</td> <td>0.80</td> </tr> <tr> <td colspan="3">Total-B</td> <td>4,50,000</td> <td>4,50,000</td> <td>3.60</td> </tr> <tr> <td colspan="3">Total-(A)+(B)</td> <td>10,75,000</td> <td>10,75,000</td> <td>8.58</td> </tr> </tbody> </table>	Name of the Proposed Allottees	Pre Issue Equity holding		No. of warrants to be allotted	Post issue Equity Holding after exercise of Warrants (assuming full Conversion of Warrants)		No. of Shares	%	No. of Shares	%	A.Promoter						Mr. Rohith Loka Reddy	--	--	6,25,000	6,25,000	4.98	Total-A			6,25,000	6,25,000	4.98	B.Others						Ms. Kajal Maurya	--	--	1,00,000	1,00,000	0.80	Mr. Pradeep Kumar Singh	--	--	1,00,000	1,00,000	0.80	Ms. Shilpi Pandey	--	--	1,00,000	1,00,000	0.80	Mr. Suresh Sharma	--	--	50,000	50,000	0.40	Mr. Wasim Hanif Diwan	--	--	1,00,000	1,00,000	0.80	Total-B			4,50,000	4,50,000	3.60	Total-(A)+(B)			10,75,000	10,75,000	8.58
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7.	outcome of the subscription	Post allotment, the promoters will hold 58.60% of post issue capital, assuming warrants proposed to be issued are subscribed and converted into equity shares.
8.	issue price / allotted price (in case of convertibles),	INR 90.00/- (Rupees Ninety only) per warrant
9.	number of investors	1(one) promoter and 5(Five) non promoters
10.	In case of convertibles — intimation on conversion of securities or on lapse of the tenure of the instrument.	<p>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 during the period commencing from the date of allotment of warrants until the expiry of 18(eighteen) months from the date of allotment of the warrants.</p> <p>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 the warrant holders on such Warrants shall stand forfeited by the Company.</p>
11.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	NA