

IIRM HOLDINGS INDIA LIMITED

(Formerly known as Sudev Industries Limited)

[CIN No.: L70200UP1992PLC018150]

Date: 27/02/2024

To,
The Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P.J. Towers, Dalal Street,
Mumbai-400001

Sub: Outcome of Board Meeting held on 31st August 2022 along with Explanation with delay in Disclosure.

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Scrip Code: 526530

Dear Sir/Madam,

This is to inform you that the Company in its Board Meeting dated 31st August 2022 had approved the following:

The requisite disclosures as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 30, 2015 / SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as Annexures to this letter.

1. Approval for splitting of the company's equity shares of Rs 10/- each into two (2) equity shares of face value Rs. 5/- each, subject to approval of shareholders of the Company. The Record Date for such sub-division/split of equity shares will be intimated in due course. -**Annexure A.**
2. Increase in the Authorized Share Capital of the Company from Rs. 5,00,00,000/- (Rupees Five Crores Only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each to Rs. 50,00,00,000/- (Rupees Fifty Crores) divided into 10,00,00,000 (Ten Crores) Equity Shares of face value of Rs. 5/- (Rupees Five Only) each, subject to approval of shareholders of the Company.
3. Re-issue of 14,25,125 (Fourteen Lakhs Twenty-Five Thousand One Hundred and Twenty-five Only) forfeited equity shares on a preferential allotment and private placement basis, subject to approval of shareholders of the Company. -**Annexure B.**
4. Appointment of Mr. Bala Satyanarayana Ganguapati (DIN: 00509488) as an Additional Non-Executive Independent Director of the Company, subject to approval of the shareholders of the Company with effect from 31st August 2022 for a period of five years. Further, Mr. Bala Satyanarayana Ganguapati is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority and not related to any Director. - **Annexure C.**
5. Appointment of Mr. Vurakaranam Ramakrishna (DIN: 00700881) as an Additional Non-Executive Director of the Company, subject to approval of the shareholders of the Company with effect from 31st August 2022. Further, Mr. Vurakaranam Ramakrishna is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority and not related to any Director. - **Annexure C.**
6. Vacation of office of Mr. Ravi Sharma (DIN: 02543805) as non-executive & independent director with effect from 31st August 2022. - **Annexure D.**

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7. The 29th Annual General Meeting of the Company will be held on Friday, 30th Day of September 2022 at 10:00 A.M. at the Registered Office of the Company situated at B1/26, Sector-18, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201301. The Notice of AGM and Annual Report of the Company for the year ended 31st March 2022 will be sent separately to the Stock Exchange(s) and to the Members of the Company in due course.
8. We further inform you that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 23rd September 2022 to Friday, 30th September 2022 (both days inclusive) for the purpose of holding Annual General Meeting.
9. The Board of Directors considered and agreed to the contents and resolutions placed in the Notice calling 29th Annual General Meeting of the company.

Explanation for delay in submission of required details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The necessary disclosure regarding above agenda items, within the specified timeline under Regulation 30 of SEBI (LODR) Regulations, 2015 was not made, as the trading in the Company's shares at that time was under suspension, and the management of the Company was in transition. In the said transitional period, the non-compliance had occurred inadvertently. As soon as the non-compliance is noticed by the new management of the Company, the lapse is hereby rectified with this submission.

We hereby request you to kindly take a considerate view of the aberration and further request you not initiate any action in this regard.

Hope this clarifies our position. Kindly take our submissions on record and oblige.

Meeting Date	31 st August 2022
Board Meeting commenced	12:00 Noon
Board Meeting concluded	05:00 pm

Thanking you,
Yours faithfully,

For IIRM Holdings India Limited
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Vurakaranam Ramakrishna
Managing Director & Chairman
DIN:00700881

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Annexure A

Details required pursuant to SEBI (LODR), Regulations read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 30, 2015/SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Split ratio;	1:2		
Rationale behind the split	To increase the liquidity of the Company's Shares		
Pre and post share capital – authorized, paid-up and subscribed*	Details of Equity Share Capital before sub-division:		
	Share Capital	No. of Shares	Amount (Rupees)
	Authorized Capital	5,00,00,000	50,00,00,000
	Issued Capital	4,21,33,00	4,21,33,000
	Paid up Capital	4,21,33,00	4,21,33,000
	Listed Capital	4,21,33,00	4,21,33,000
	Details of Equity Share Capital after sub-division:		
	Share Capital	No. of Shares	Amount (Rupees)
	Authorized Capital	10,00,00,000	50,00,00,000
	Issued Capital	84,26,600	4,21,33,000
Paid up Capital	84,26,600	4,21,33,000	
Listed Capital	84,26,600	4,21,33,000	
Expected time of completion	On or before the end of Financial Year 2023-24 and since completed.		
Class of shares which are subdivided	Equity Shares		
Number of shares of each class pre and post-split or consolidation	As stated above		
Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding.	Not Applicable		

*Note: The details of share capital are provided as on the record date.

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Vurakaranam Ramakrishna
Managing Director & Chairman
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Annexure B

Disclosures in terms of Regulation 30 of the Listing Regulations read with SEBI Circular on disclosure of material events/information

S.No.	PARTICULARS			
1.	Type of securities proposed to be issued	Equity		
2.	Type of issuance	Preferential allotment and private placement basis		
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	14,25,125 (Fourteen Lakhs Twenty-Five Thousand One Hundred and Twenty-Five Only) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each, (the forfeited Equity Shares on which Rs.5/- (Rupees Five Only) has already been paid), at a price of Rs. 6/- (including a premium of Rs 1/- each), aggregating to amount of Rs. 85,50,750/- (Rupees Eighty-Five Lakhs Fifty Thousand Seven Hundred Fifty Only)		
Additional details applicable for preferential issue				
4.	Names of the investors	Mr. Vurakaranam Ramakrishna		
5.	Post allotment of securities - outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	S.No.	Particulars	Details
		1	Outcome of the Subscription	Outcome of the subscription shall be intimated after post allotment of proposed equity shares.
		2	Issue price	6
3	Number of investors	1		
6.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable		
7.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable		

Note: The issuance of securities as dealt above is completed as on date.

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Vurakaranam Ramakrishna
Managing Director & Chairman
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Annexure C

S.No.	Particulars	Mr. Bala Satyanarayana Ganguapati	Mr. Vurakaranam Ramakrishna
1.	Reason for change viz. appointment, resignation, removal, death or otherwise.	Appointment as Additional Non-Executive Independent Director of the Company, subject to the approval of the shareholders.	Appointment as Additional Non-Executive Director of the Company, subject to the approval of the shareholders.
2.	Date of appointment/cessation (as applicable) & term of appointment.	Date of appointment: 31 st August 2022. Term: Five years (subject to the shareholders' approval).	Date of appointment: 31 st August 2022. Term: Liable to retire by rotation, subject to approval by the shareholders.
3.	Brief profile (in case of appointment).	Mr. Bala Satyanarayana Ganguapati has more than 30+ years of experience in Finance & Accounting. He had rich exposure in the aforesaid areas having worked with different corporates.	Mr. Vurakaranam Ramakrishna, a Chartered Accountant by qualification immense expertise across various classes of Insurance such as Health Insurance, Engineering Insurance, Liability Insurance and Reinsurance. His negotiation skills are tremendous value adds and his oratory skills are praised across various knowledge fora.
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA	NA

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Annexure D

S.No.	Particulars	Mr. Ravi Sharma
1.	Reason for change viz. appointment, resignation, removal, death or otherwise.	Removal
2.	Date of appointment/cessation (as applicable) & term of appointment.	31 st August 2022
3.	Brief profile (in case of appointment).	NA
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA
5.	Information as required under BSE circular Number LIST/COM/14/2018- 19.	NA
6.	Letter of Resignation along with detailed reason for resignation.	NA (Removed, as he absented himself from all the meetings of Board of Directors held during the period of 12 Months commencing from 1 st April 2021)
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any	NA
8.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	NA

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