

PRESSURE SENSITIVE SYSTEMS (INDIA) LIMITED

CIN: -L24295GJ1987PLC143792

Registered Office Address: -441 Block-C 1-1 TPS-14 Sumel-II Indian Textile Plaza, Shahibaug
Ahmadabad-380004, Gujarat, India

Email ID: -pressuresensitive@gmail.com, **Website:** -www.pressuresensitive.xyz;

Phone: -+91 8128219480

Date: 28/05/2024

The Manager

The BSE Limited

25th Floor, PJ Towers,

Dalal Street Fort,

Mumbai-400 001

SUB: OUTCOME OF BOARD OF MEETING HELD ON TUESDAY, 28TH MAY, 2024.

REF: SECURITY ID: PRESSURS, SECURITY CODE: 526773

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing and Obligations and Disclosures Requirements) Regulations, 2015, we wish to inform you that a meeting of the Board of Directors of the Company at its meeting held today i.e. Tuesday, 28th Day of May, 2024 inter-alia, discussed and considered the following business matters;

1. To issue in one or more tranches upto 5,68,75,000 (Five Crore Sixty Eight Lakh Seventy Five Thousand) Convertible equity warrants ("Warrants") with each warrant convertible into 1 (one) fully paid up equity share of the company of Face Value of Rs. 1/- (Rupee One Only) each at a price not exceeding ₹ 13/- each payable in cash (including the warrant subscription price and the warrant exercise price) determined as per the provisions of Regulation 164 of SEBI (ICDR) Regulations, 2018 within the maximum period of 18 (eighteen) months aggregating upto ₹ 73,93,75,000 (Seventy Three Crores Ninety Three Lakhs Seventy Five Thousand only) to the Non Promoters on a preferential basis ("Preferential Issue"), and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws subject to approval of shareholders.

The disclosures as required under Regulation 30 of the Listing Regulations read with SEBI Circular on Continuous Disclosure Requirements (SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015, as amended), concerning the issue of securities on a preferential basis are enclosed as Annexure I to this letter.

2. Approved the alteration of Main Object of the company and subsequent alteration of Clause III of Memorandum of Association of the company subject to the shareholder's approval in upcoming Extra-Ordinary General Meeting;

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The disclosures as required under Regulation 30 of the Listing Regulations read with SEBI Circular on Continuous Disclosure Requirements (SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015, as amended), concerning alteration of object clause of MOA are enclosed as Annexure II to this letter.

3. Considered and approved increase in authorised share capital of the company to Rs. 22,00,00,000 (Rupees Twenty Two Crore) divided into 22,00,00,000 (Twenty Two Crore) Equity Shares of Face Value of Rs.1/- each and subsequent alteration of Memorandum of Association of company.
4. The Board has approved to increase in the limit of the overall managerial remuneration of the directors of the company, subject to the shareholder's approval in upcoming Extra-Ordinary General Meeting;
5. Considered and approved the Notice of Extra Ordinary General Meeting of the Members of the Company scheduled to be held on Thursday, 27th June, 2024 at 04:00 P.M. to seek necessary approvals of the members, for the aforementioned agendas.
6. The Board of Directors has appointed M/s Mukesh J & Associates, Practicing Company Secretary, Ahmedabad, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner for the purpose of proposed EGM of the Company.

The meeting of the Board of Directors commenced at 05:00 p.m. and concluded at 06:52 p.m.

You are requested to kindly take the same on record.

For, PRESSURE SENSITIVE SYSTEMS (INDIA) LIMITED

MAHESHKUMAR KALAVADIYA
ADDITIONAL DIRECTOR
DIN: 10188297

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Disclosure required pursuant to Regulation 30 of the SEBI (LODR) Regulations read with Para A of Part A of Schedule III to the said Regulations as also as per SEBI circular CIR/CFDICMD/4/2015 dated September 9, 2015

Sr. No.	Particulars	Details																		
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Convertible Equity Warrants carrying a right to subscribe 1 (one) Equity Share per Warrant.																		
2.	Type of issuance (further public offering, rights issue, Depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue 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).	Issue in one or more tranches upto 5,68,75,000 (Five Crore Sixty Eight Lakh Seventy Five Thousand) Convertible Equity Warrants.																		
4.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):																			
a)	Names of the Proposed Investors and the maximum number of warrants to be offered:	<table border="1"><thead><tr><th>NAME OF PROPOSED INVESTORS</th><th>MAXIMUM NUMBER OF WARRANTS TO BE OFFERED (NO.)</th></tr></thead><tbody><tr><td>HARSHA RAJESH JHAVERI</td><td>43,75,000</td></tr><tr><td>RAJESH JHAVERI HUF</td><td>43,75,000</td></tr><tr><td>VICKY R. JHAVERI HUF</td><td>43,75,000</td></tr><tr><td>SAGAR RAJESH JHAVERI HUF</td><td>43,75,000</td></tr><tr><td>NIMIT JAYENDRABHAI SHAH</td><td>1,75,00,000</td></tr><tr><td>JATINKUMAR DASHRATHBHAI PATEL</td><td>1,75,00,000</td></tr><tr><td>DARSHAN R. MEHTA</td><td>43,75,000</td></tr><tr><td>Total</td><td>5,68,75,000</td></tr></tbody></table>	NAME OF PROPOSED INVESTORS	MAXIMUM NUMBER OF WARRANTS TO BE OFFERED (NO.)	HARSHA RAJESH JHAVERI	43,75,000	RAJESH JHAVERI HUF	43,75,000	VICKY R. JHAVERI HUF	43,75,000	SAGAR RAJESH JHAVERI HUF	43,75,000	NIMIT JAYENDRABHAI SHAH	1,75,00,000	JATINKUMAR DASHRATHBHAI PATEL	1,75,00,000	DARSHAN R. MEHTA	43,75,000	Total	5,68,75,000
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b)	Post allotment of securities - outcome of the subscription, Issue price/Allotted price (In case of Convertibles), Number of proposed allottees	Outcome of Subscription:					
		Particulars	Pre Preferential Allotment shareholding		No. of warrants to be allotted	Post issue Equity Holding after exercise of Warrants (assuming full Conversion of Warrants)	
			No.	%		No.	No.
		HARSHA RAJESH JHAVERI	NIL		43,75,000	43,75,000	2.06
		RAJESH JHAVERI HUF			43,75,000	43,75,000	2.06
		VICKY R. JHAVERI HUF			43,75,000	43,75,000	2.06
		SAGAR RAJESH JHAVERI HUF			43,75,000	43,75,000	2.06
		NIMIT JAYENDRABHAI SHAH			1,75,00,000	1,75,00,000	8.26
		JATINKUMAR DASHRATHBHAI PATEL			1,75,00,000	1,75,00,000	8.26
DARSHAN R. MEHTA	43,75,000	43,75,000			2.06		
c)	Issue price	Rs. 13/- including the warrant subscription price and the warrant exercise price.					
d)	Number of investors	7					
e)	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 equity 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. In the event that, a warrant holder does not exercise the warrants within a maximum 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.					
f)	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	NA					

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Annexure – II

Disclosure required pursuant to Regulation 30 of the SEBI (LODR) Regulations read with Para A of Part A of Schedule III to the said Regulations as also as per SEBI circular CIR/CFDICMD/4/2015 dated September 9, 2015, with regard to Alteration in the Object Clause of Memorandum of Association of the Company are given herein under;

Sr. No.	Summary of Change
1.	There was a need to amend the existing MOA of the Company with a view to rationalise the Object Clause in the MOA to enable the Company to tap emerging business opportunities and undertake allied activities to augment the business.
2.	The Board of Directors at its Meeting held today (i.e. 28 th May 2024) approved the amended MOA, subject to the approval of the Members of the Company, for alteration of Object Clause of MOA.
3.	The object clause (clause 3) of the Memorandum of Association of the Company will be read as under: <ol style="list-style-type: none"><li data-bbox="354 1024 1455 1375">1. To carry on the business as producers, distributors, importers, exporters, exhibitors and financiers of cinematographic films, including regional films and to manufacture, own, acquire, provide, secure, arrange or deal in films and photographic, sound recording, musical, lighting appliances, instruments, equipments and machines; to construct, establish, own, hire or otherwise acquire and to manage, let on rent, fee, monetary gain or otherwise studios, laboratories, theatres, buildings, halls, open air theatres, bars, restaurants and other building or works required for the purposes of production, distribution or exhibition of the films, operas, stage plays, dances, burlesques, vaudeville, revues, ballets, pantomimes, spectacular pieces, promenade, concerts, circus or other performances and entertainment.<li data-bbox="354 1417 1455 1505">2. To carry on the business of production, distribution or exhibition of films and motion pictures including the running of theatres, cinemas, studios and cinematographic shows and exhibitions.