

VIDLI RESTAURANTS LIMITED

Reg Office:-D-09, Eastern Business District, LBS Road, Bhandup West, Mumbai 400078.

•T: +91 7400058768 •W: www.kamatsindia.com •E: cs@kamatsindia.com

CIN: L55101MH2007PLC173446

Date: 13th June, 2023

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.

Scrip Code: 539659
Scrip ID: VIDLI

Dear Sir/Madam,

Sub: Outcome of meeting of the Board of Directors and disclosures pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, it is hereby disclosed that the Board of Directors of the Company, at its meeting held today, has:

1. considered and approved increase in the authorized share capital of the Company, subject to approval of the members by Special Resolution proposed to be passed via Postal Ballot, from Rs. 11,00,00,000/- (Rupees Eleven Crore only) consisting of 1,10,00,000 (One Crore and Ten Lakhs only) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 14,00,00,000/- (Rupees Fourteen Crore only) consisting of 1,40,00,000 (One Crore Forty Lakhs) equity shares of Rs. 10/- (Rupee Ten) each and consequently alter Clause V of the Memorandum of Association of the Company pertaining to authorized share capital of the Company.
2. Issuance of 24,00,000 (Twenty Four Lakhs) Warrants at a price of Rs. 50/- each, being price not less than the price as determined in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), aggregating to 12,00,00,000/- (Rupees Twelve Crores Only) carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant, to the Promoter, Promoter Group and Non-Promoter category on such terms and condition as may be determined by the Board and approved by the members by Special Resolution. The details regarding the issuance of securities as required pursuant to Paragraph 2 of Part A, Schedule III of the SEBI Listing Regulations read with the SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, are set out in Annexure I.
3. The Board has fixed the Relevant Date to be Tuesday, 13th June, 2023, in terms of provisions of SEBI ICDR Regulations for determining the minimum price for the preferential issue.



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4. The Board has approved the Notice of Postal Ballot which will be submitted separately. The Board has fixed Friday, 9th June, 2023 as the Cut-Off date for the purpose of the dispatch of Notice of Postal Ballot electronically, along with the details of e-voting to the Members. The Board has appointed Ms. Pooja Sawarkar, Proprietor of M/s. Pooja Sawarkar & Associates, Practicing Company as the Scrutinizer for conducting the postal ballot process through remote e-voting in a fair and transparent manner and National Securities Depository Limited (NSDL) as agency in respect of e-voting for the postal ballot.

The meeting of the Board of Directors commenced at 5.30 p.m. and concluded at 6.00 p.m.

Kindly take the same in your records.

Thanking You
For Vidli Restaurants Limited

Dr. Vidhi V. Kamat
Managing Director
DIN: 07038524
Encl: a/a



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Annexure I

Sr. No.	Particulars of Disclosure	Disclosure																																																														
1	Type of securities proposed to be issued	24,00,000 (Twenty Four Lakhs) entitling the Warrant Holders to apply for and get allotted one equity share of the face value of Rs. 10/- (Rupees Ten) each fully paid-up in the Company against every Warrant held by Warrant Holder (“Warrants”), at any time, in one or more tranches.																																																														
2	Type of issuance	Preferential Issue																																																														
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issue of upto 24,00,000 (Twenty Four Lakhs) Warrants at a price of Rs. 50/- (Rupees Fifty Only) each, aggregating to 12,00,00,000/- (Rupees Twelve Crores Only).																																																														
4	Name of the investors	1. Dr. Vikram V. Kamat 2. Value Line Advisors Private Limited 3. Mr. Vaibhav Doshi and 4. Vijit Global Securities Private Limited																																																														
5	Post allotment of securities – outcome of the subscription,	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="text-align: center;">Name of the Proposed Allottees</th> <th colspan="2" style="text-align: center;">Pre-Issue Equity holdings</th> <th colspan="2" style="text-align: center;">Allotment of equity warrants</th> <th colspan="2" style="text-align: center;">Post-Issue Equity holdings (Assuming full conversion of warrants)</th> </tr> <tr> <th style="text-align: center;">No. of shares</th> <th style="text-align: center;">% of share holding</th> <th style="text-align: center;">No. of Warrants</th> <th style="text-align: center;">% of warrant holding</th> <th style="text-align: center;">No. of shares</th> <th style="text-align: center;">% of share holding</th> </tr> </thead> <tbody> <tr> <td colspan="7" style="text-align: center;">Promoter</td> </tr> <tr> <td>Vikram V. Kamat</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> <td style="text-align: center;">10,00,000</td> <td style="text-align: center;">41.67</td> <td style="text-align: center;">10,00,000</td> <td style="text-align: center;">7.56</td> </tr> <tr> <td colspan="7" style="text-align: center;">Non- Promoter:</td> </tr> <tr> <td>Value Line Advisors Private Limited</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> <td style="text-align: center;">9,00,000</td> <td style="text-align: center;">37.50</td> <td style="text-align: center;">9,00,000</td> <td style="text-align: center;">6.81</td> </tr> <tr> <td>Vaibhav Doshi</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> <td style="text-align: center;">2,50,000</td> <td style="text-align: center;">10.42</td> <td style="text-align: center;">2,50,000</td> <td style="text-align: center;">1.89</td> </tr> <tr> <td>Vijit Global Securities Private Limited</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> <td style="text-align: center;">2,50,000</td> <td style="text-align: center;">10.42</td> <td style="text-align: center;">2,50,000</td> <td style="text-align: center;">1.89</td> </tr> <tr> <td>Total</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> <td style="text-align: center;">24,00,000</td> <td style="text-align: center;">100</td> <td style="text-align: center;">2400000</td> <td style="text-align: center;">18.15</td> </tr> </tbody> </table>	Name of the Proposed Allottees	Pre-Issue Equity holdings		Allotment of equity warrants		Post-Issue Equity holdings (Assuming full conversion of warrants)		No. of shares	% of share holding	No. of Warrants	% of warrant holding	No. of shares	% of share holding	Promoter							Vikram V. Kamat	0	0	10,00,000	41.67	10,00,000	7.56	Non- Promoter:							Value Line Advisors Private Limited	0	0	9,00,000	37.50	9,00,000	6.81	Vaibhav Doshi	0	0	2,50,000	10.42	2,50,000	1.89	Vijit Global Securities Private Limited	0	0	2,50,000	10.42	2,50,000	1.89	Total	0	0	24,00,000	100	2400000	18.15
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	issue price /allotted price (in case of convertibles),	Rs. 50/- (Rupees Fifty Only) per Warrant, out of which an amount equivalent to 25% (Twenty Five percent) of the Warrant Price shall be payable to the Company at the time of application for allotment of the Warrants, and the balance 75% (Seventy Five percent) of the Warrant Price shall be payable to the Company at the time of exercising the option of conversion of the Warrants into Equity Shares.
	number of investors	4 (Four)
6	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the Warrants has option to convert into 1 Equity Share having face value of 10/- (Rupees Ten Only) each within 18 months from the date of their allotment, in one or more tranches.
7	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable