

FONE4 COMMUNICATIONS(INDIA) LIMITED

Registered Office: Poovathum Arcade, Koothapady Temple Road, Thammanam, P.O.

Ernakulam, Kerala -682032

CIN: U51506KL2014PLC036625 E Mail id: hamid@fone4.in

Date: December 27, 2024

To
BSE Limited,
Department of Corporate Services,
First Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001
BSE Security Code: 543521

Sub: Outcome of the meeting of the Board of Directors of Fone4 Communications (India) Limited (“Fone4” or the “Company”) held today i.e., December 27, 2024

Dear Sir/Madam,

Pursuant to Regulation 30 (read with Schedule III - Part A), and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”), please find herewith outcome of board meeting of Fone4 Communications (India) Limited (“Company”) held today i.e., on Friday, the 27th day of December, 2024 at 5:00 P.M. and concluded at 6:30 P.M. at Registered Office of the Company. The following matters were considered and approved:

1. Increase in Authorised Share Capital of the Company:

Increase in Authorised Share Capital from Rs. 18,00,00,000/- (Rupees Eighteen Crores Only) to Rs. 24,95,00,000/- (Rupees Twenty Four Crores Ninety Five Lakhs Only) and consequent amendment in the Capital Clause of the Memorandum of Association of the Company. The said resolution is subject to approval by the shareholders in Extra Ordinary General Meeting.

2. Preferential issue of equity shares of the Company subject to approval of Shareholders

Subject to the shareholders’ approval by way of passing of the Special Resolution in the General Meeting and other necessary approvals (including applicable statutory and regulatory approvals) and in compliance with applicable laws and regulations, issue and allot upto 79,00,000 equity shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company, on a Preferential Basis (‘Preferential Issue’), at an Issue price of Rs. 15/- (Rupees Fifteen only) in accordance with Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

In terms of the requirements of the Companies Act, 2013, a valuation report from Mr. A. N. Gawade, Registered Valuer having IBBI Registration No. IBBI/RV/05/2019/10746 has been obtained.

The said resolution is subject to approval by the shareholders in Extra Ordinary General Meeting to be passed by way of Special Resolution and such other approvals as may be required in this regard.

The Relevant Date, in terms of provision of SEBI (ICDR) Regulations, 2018 for the preferential issue is December 26, 2024.

The requisite details as required under Regulation 30 of SEBI Listing Regulations, read with Schedule III thereto and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed as ‘ANNEXURE I’ to this letter.

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3. The Board has decided that the Extraordinary General Meeting of the Company will be held on Saturday, January 25, 2025 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

We request you to kindly take the above information on record.

Thanking you,

For Fone4 Communications (India) Limited

Sayyed Hamid
Managing Director
DIN: 05167876

Encl.: as above

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ANNEXURE I

Sr. No.	Items for Disclosure	Description																																																			
1	Type of securities proposed to be issued	Equity Shares of Rs.10/- each																																																			
2	Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI (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)	Issuance of upto 79,00,000 Equity Shares at a price of Rs. 15/- (Rupees Fifteen only) per Equity Share including premium of Rs. 5/- per Equity Share for an aggregate amount of up to Rs. 11,85,00,000/-																																																			
4	Names of the Investors	<table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Allottees</th> <th>Status Post Allotment</th> </tr> </thead> <tbody> <tr><td>1</td><td>Roudha Zerlina</td><td>Promoter</td></tr> <tr><td>2</td><td>Sayyed Hamid</td><td>Promoter</td></tr> <tr><td>3</td><td>Sayyed Haris</td><td>Promoter</td></tr> <tr><td>4</td><td>Jugal Kishore Bhagat</td><td>Public</td></tr> <tr><td>5</td><td>Vijay Sharma</td><td>Public</td></tr> <tr><td>6</td><td>Dinesh Muddu Kotian</td><td>Public</td></tr> <tr><td>7</td><td>Hitesh Loonia</td><td>Public</td></tr> <tr><td>8</td><td>Pushpa Bhaju</td><td>Public</td></tr> <tr><td>9</td><td>White Saffron Grains LLP</td><td>Public</td></tr> <tr><td>10</td><td>Mega Flex Plastics Ltd</td><td>Public</td></tr> <tr><td>11</td><td>Sampati Devi Jain</td><td>Public</td></tr> <tr><td>12</td><td>Rosy Sethia</td><td>Public</td></tr> <tr><td>13</td><td>Urmila Daga</td><td>Public</td></tr> <tr><td>14</td><td>Sonal Bhura</td><td>Public</td></tr> <tr><td>15</td><td>Karan Ghorawat</td><td>Public</td></tr> <tr><td>16</td><td>Shakeel Latif Khan</td><td>Public</td></tr> </tbody> </table>	Sl. No.	Name of the Allottees	Status Post Allotment	1	Roudha Zerlina	Promoter	2	Sayyed Hamid	Promoter	3	Sayyed Haris	Promoter	4	Jugal Kishore Bhagat	Public	5	Vijay Sharma	Public	6	Dinesh Muddu Kotian	Public	7	Hitesh Loonia	Public	8	Pushpa Bhaju	Public	9	White Saffron Grains LLP	Public	10	Mega Flex Plastics Ltd	Public	11	Sampati Devi Jain	Public	12	Rosy Sethia	Public	13	Urmila Daga	Public	14	Sonal Bhura	Public	15	Karan Ghorawat	Public	16	Shakeel Latif Khan	Public
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5	Number of Investors	16 (Sixteen)																																																			
6	Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles)	<table border="1"> <thead> <tr> <th rowspan="2">Name</th> <th colspan="2">Pre-Preferential Issue</th> <th colspan="2">Post-Preferential Issue</th> </tr> <tr> <th>No. of Equity Shares held</th> <th>% held</th> <th>No. of Equity Shares held</th> <th>% held</th> </tr> </thead> <tbody> <tr><td>Roudha Zerlina</td><td>48,75,000</td><td>28.59%</td><td>56,75,000</td><td>22.75%</td></tr> <tr><td>Sayyed Hamid</td><td>48,74,996</td><td>28.59%</td><td>56,74,996</td><td>22.75%</td></tr> <tr><td>Sayyed Haris</td><td>5,00,000</td><td>2.93%</td><td>9,00,000</td><td>3.61%</td></tr> <tr><td>Jugal Kishore Bhagat</td><td>0</td><td>0.00%</td><td>15,00,000</td><td>6.01%</td></tr> <tr><td>Vijay Sharma</td><td>0</td><td>0.00%</td><td>5,00,000</td><td>2.00%</td></tr> <tr><td>Dinesh Muddu Kotian</td><td>0</td><td>0.00%</td><td>5,00,000</td><td>2.00%</td></tr> <tr><td>Hitesh Loonia</td><td>0</td><td>0.00%</td><td>1,00,000</td><td>0.40%</td></tr> <tr><td>Pushpa Bhaju</td><td>0</td><td>0.00%</td><td>21,00,000</td><td>8.42%</td></tr> </tbody> </table>	Name	Pre-Preferential Issue		Post-Preferential Issue		No. of Equity Shares held	% held	No. of Equity Shares held	% held	Roudha Zerlina	48,75,000	28.59%	56,75,000	22.75%	Sayyed Hamid	48,74,996	28.59%	56,74,996	22.75%	Sayyed Haris	5,00,000	2.93%	9,00,000	3.61%	Jugal Kishore Bhagat	0	0.00%	15,00,000	6.01%	Vijay Sharma	0	0.00%	5,00,000	2.00%	Dinesh Muddu Kotian	0	0.00%	5,00,000	2.00%	Hitesh Loonia	0	0.00%	1,00,000	0.40%	Pushpa Bhaju	0	0.00%	21,00,000	8.42%		
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		White Saffron Grains LLP	0	0.00%	2,50,000	1.00%
		Mega Flex Plastics Ltd	0	0.00%	1,50,000	0.60%
		Sampati Devi Jain	0	0.00%	1,00,000	0.40%
		Rosy Sethia	0	0.00%	50,000	0.20%
		Urmila Daga	0	0.00%	50,000	0.20%
		Sonal Bhura	0	0.00%	50,000	0.20%
		Karan Ghorawat	0	0.00%	50,000	0.20%
		Shakeel Latif Khan	0	0.00%	5,00,000	2.00%
		Issue Price: The Equity shares are proposed to be allotted to following allottees at a price of Rs. 15/- per equity. The issue price has been fixed in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018				
7	In case of convertibles – Intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable				
8	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable				

For Fone4 Communications (India) Limited

Sayed Hamid
Managing Director
DIN: 05167876