



# Indo Thai Securities Limited

CIN : L67120MP1995PLC008959

Corporate Member : NSE | BSE | MCX | NCDEX | MSEI | DP-CDSL

Date: 10<sup>th</sup> May, 2024

To, The Listing Department <b>BSE Limited</b> Department of Corporate Affairs Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Id- 533676 ISIN-INE337M01013	To, The Listing Department <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051 Scrip Code- INDOTHAI ISIN-INE337M01013
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Dear Sir/Madam,

**Subject: Outcome of the 359<sup>th</sup> Board Meeting held on 10<sup>th</sup> May, 2024.**

With reference and in further to the intimation dated 03<sup>rd</sup> May, 2024, we hereby inform you that the Board of Directors ("Board") of the Company at their meeting held today i.e. Friday, 10<sup>th</sup> May, 2024, at the registered office of the Company situated at "Capital Tower, 2nd Floor, Plot Nos. 169A-171, PU-4, Scheme No.-54, Indore, 452010, Madhya Pradesh" that commenced at 03:30 PM (i.e. 15:30 Hours) and concluded at 07:15 PM (i.e. 19:15 Hours), the Board has *inter-alia*, considered and approved the following business:

- Audited Standalone and Consolidated Financial Results of the Company for the 4<sup>th</sup> quarter as well as year ended 31<sup>st</sup> March, 2024 along with the Auditors Report thereon, Statement of Assets and Liabilities and Cash Flow Statement.
- Recommended final dividend for the Financial Year ended on 31<sup>st</sup> March, 2024, @6% (i.e Rs. 0.60/- per Equity Share) on the face value of Rs. 10/- per Equity Share.

It is further informed that the aforesaid dividend for the Financial Year ended on 31<sup>st</sup> March, 2024, @6% (i.e Rs. 0.60/- per Equity Share) on the face value of Rs. 10/- per Equity Share as recommended by the Board of Directors of the Company is subject to approval of Shareholders of the Company at the ensuing Annual General Meeting. The final dividend will be paid within 30 days from the date of declaration and approval by the shareholders of the Company.

- Increase in remuneration of Mr. Parasmal Doshi (DIN: 00051460), Chairman cum Whole Time Director of the Company, subject to member's approval.

- Increase in remuneration of Mr. Dhanpal Doshi (DIN: 00700492) Managing Director of the Company, subject to member's approval.
- Increase in remuneration of Mr. Rajendra Bandi (DIN: 00051441) Whole Time Director of the Company, subject to member's approval.
- Took on Records the Valuation Report issued by Registered Valuer and Certificates issued by Practicing Chartered Accountant for the purpose of Pricing of Securities to be issued and Compliance Certificate issued by Practicing Company Secretary for the purpose of Preferential Issue of Warrants (Convertible into Equity Shares).
- Proposal of offer, issue and allot 12,50,000 (Twelve Lakhs and Fifty Thousands Only) Warrants (convertible into Equity Shares) of Rs. 10/- (Rupees Ten only) each at a price of Rs 376 /- (Rupees Three Hundred and Seventy Six Only) including premium of Rs 366/- (Rupees Three Hundred and Sixty Six Only) per warrant on preferential basis to promoters, Promoter Group and Non promoters/ Public Category (as detailed in Annexure A) for cash aggregating upto an amount of Rs. 47 Crores (Rupees Forty Seven Crores Only), which is not less than the minimum price determined in accordance with Chapter V of the SEBI ICDR Regulations on Preferential Basis, the said approval of preferential issue of warrants are subject to the approval of shareholders in ensuing Extra Ordinary General Meeting and other statutory and regulatory approvals whereas necessary and applicable.

The detailed disclosure along with the list of **proposed allottees** as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed as **Exhibit - A**.

- Notice of Extra Ordinary General Meeting (01/2024-25) of the members of the Company to be held on Friday, 07<sup>th</sup> June, 2024 at 04.00 p.m. (Indian Standard Time) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") to seek members' approval for aforesaid matters.

Appointed M/S Kaushal Ameta & Company, Practicing Company Secretary (Membership No. 8144), as Scrutinizer for Extra Ordinary General Meeting of the Company.

- Authorized to Managing Director, Directors or Company Secretary of the Company to send the notice of Extra Ordinary General Meeting along with the necessary Certificates and Reports with respect to the Preferential Issue and the e-voting process in fair and transparent manner;



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- Authorized to the Managing Director, Directors or Company Secretary of the Company to sign the applications, documents, deeds, forms and to make necessary applications and file documentations with various authorities and stock exchanges as and where necessary for the purpose of preferential issue approved by the Board of Directors.

You are requested to please take the same in your record.

Thanking you,

Yours truly,  
**For Indo Thai Securities Limited**

**Shruti Sikarwar**  
**(Company Secretary cum Compliance Officer)**  
**Membership No: A61132**

## Annexure-A

### Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015 — Issue of Warrants on preferential basis

S. NO	Particulars	Details
1.	Type of securities proposed to be issued	12,50,000 Convertible Warrants carrying a right to subscribe one Fully Paid-up Equity Shares of company of face value Rs. 10/- per share.
2.	Type of Issuance	Preferential Issue of Share Warrants convertible into Equity Shares 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 and other applicable laws.
3.	Total Number of securities to issued or the total amount for which the securities will be issued (approximately)	Upto 12,50,000 Convertible Warrants, each convertible into 1(one) fully paid up equity share of the company, at an issue price of Rs. 376 (Rupees Three Hundred and Seventy-Six Only) including premium of Rs. 366/- (Rupees Three Hundred and Sixty-Six Only) per share aggregating to Rs. 47 Crores (Rupees Forty Seven Crores Only).
<b>Additional details required in case of Preferential Allotment</b>		
4.	Name of Investors	List of Allottees is attached as <b>Exhibit A</b>
5.	Post allotment of Securities – Outcome of the subscription	Details of Pre and Post Shareholding of the allottees is attached as <b>Exhibit A</b>
6.	Issue Price/ allotted price( in case of convertibles)	Warrants are proposed to be issued at a price of Rs. 376/- (Rupees Three Hundred and Seventy-Six Only) per warrant, which is a price higher than the minimum price determined

		in accordance with Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as on the Relevant Date.
7.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	<p>Each Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- (Rupees Ten), which may be exercised in one or more tranches during a period of 18 (Eighteen) months, commencing from the date of allotment of Warrants.</p> <p>An amount equivalent to 25% of the warrant issue price shall be payable upfront along with the application for allotment of warrants and the balance 75% shall be payable by the Proposed Allottee(s) on the exercise of option of conversion of the warrants. The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time-to-time.</p>

## List of Proposed Preferential Allottees of warrants Exhibit-A

S.N O	Name of Allottees	Promoter/ Promoter Group	No. of Shares to be Allotted	Pre Sharehol ding in the Company	Pre Sharehold ing % in the Company	Post Sharehol ding in the Company	Post Sharehol ding % in the Company
1	Vidhi Thapadiya	Non-Promoter	200,000	17000	0.17	217,000	1.93
2	Vaibhavi Trivedi	Non-Promoter	10,000	0	0.00	10,000	0.09
3	Anil Raika Family Trust	Non-Promoter	27,000	0	0.00	27,000	0.24
4	Meghana Doshi	Non-Promoter	100,000	0	0.00	100,000	0.89
5	Snehi Palviya	Non-Promoter	5,000	1210	0.01	6,210	0.06
6	Harsh Agrawal	Non-Promoter	20,000	0	0.00	20,000	0.18
7	Kriti Agrawal	Non-Promoter	15,000	0	0.00	15,000	0.13
8	Yash Bairathi	Non-Promoter	10,000	0	0.00	10,000	0.09
9	Shailja Bairathi	Non-Promoter	10,000	3400	0.03	13,400	0.12
10	Nisha Rathi	Non-Promoter	5,000	290	0.00	5,290	0.05
11	Sanjay Bhatia	Non-Promoter	20,000	0	0.00	20,000	0.18
12	Rishi Kathed	Non-Promoter	10,000	0	0.00	10,000	0.09
13	Pradeep Singh Bisht	Non-Promoter	25,000	1500	0.02	26,500	0.24
14	Girdharilal Jagetiya	Non-Promoter	50,000	0	0.00	50,000	0.44
15	Sudha Singh Kushwah	Non-Promoter	5,000	0	0.00	5,000	0.04
16	Nishit Doshi	Promoter Group	20,000	577000	5.77	597,000	5.31
17	Sarthak Doshi	Promoter Group	30,000	560000	5.60	590,000	5.24
18	Shashi Soni	Non-Promoter	5,000	0	0.00	5,000	0.04
19	Palash Bandi	Non-Promoter	10,000	600	0.01	10,600	0.09
20	Ajay Agrawal projects LLP	Non-Promoter	73,000	0	0.00	73,000	0.65



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21	Jagdishkumar Madanlal Gupta	Non-Promoter	100,000	0	0.00	100,000	0.89
22	Kusum Jagdish Gupta	Non-Promoter	100,000	0	0.00	100,000	0.89
23	Intellect Money Finvest Pvt Ltd	Non-Promoter	400,000	0	0.00	400,000	3.56
	<b>TOTAL</b>		<b>1,250,000</b>	<b>1,137,600</b>	<b>11.38</b>	<b>2,411,000</b>	<b>21.43</b>