



RAMKRISHNA FORGINGS LIMITED

Date: 30 September 2023

To The Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE SCRIP CODE: 532527	To The Listing Department National Stock Exchange of India Limited “Exchange Plaza” C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai- 400 051 NSE SYMBOL: RKFORGE
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Dear Sir/Madam,

Sub: Outcome of Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In furtherance to our letters dated 25 September, 2023 and 26 September, 2023 we would like to inform you that the Board at its meeting held today i.e. 30 September, 2023, *inter-alia* considered and approved the following:

Fund raising

- 1) Raising of funds up to Rs. 1,000 Crores (Rupees One Thousand Crores only) by way of issuance of equity shares through Qualified Institutional placement (“QIP”), in accordance with the applicable laws including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations) and the Companies Act, 2013, as amended, subject to approval from the Shareholders of the Company and the receipt of such regulatory/statutory approvals as may be required.

For the purpose of giving effect to the above proposed issuance of securities as mentioned in point 1, the Board has authorised its Capital Market Committee, which was constituted earlier by the Company to decide the structure, terms and conditions thereof and all other matters related thereto.

Conversion of 46,00,000 Warrants into Equity Shares

- 2) In furtherance to our intimation dated 26 October 2022 wherein we had informed about Preferential Allotment of 46,00,000 (Forty-six Lakhs) Warrants, each convertible/exchangeable into one Equity Share of Face Value of Rs. 2/- each, (“Warrants”) at an issue price (“Warrant Issue Price”) of Rs. 205 each, after receipt of subscription amount being 25% of the Warrant Issue Price from the allottees on preferential basis as per the list forming part of the said letter.



REGISTERED & CORPORATE OFFICE

23 CIRCUS AVENUE, KOLKATA 700017, WEST BENGAL, INDIA

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CIN NO. :L74210WB1981PLC034281



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The Board of Directors considered and approved Conversion of Warrants and Issue and Allotment of 46,00,000 (Forty-six Lakhs) Equity Shares of Face Value of Rs. 2/- each on exercise of 46,00,000 Warrants upon receipt of an amount aggregating to Rs. 70,72,50,000 (Rupees Seventy Crores Seventy Two Lakhs Fifty Thousand only) at the rate of Rs. 153.75 per Warrant (being 75% of the Warrant Issue price) from the Warrant Holders pursuant to the exercise of their rights of conversion into equity shares in accordance with the provisions of the SEBI ICDR Regulations. The list of Warrant holders is enclosed as **Annexure-II**.

Pursuant to aforesaid issue of equity shares, the Issued, Subscribed and Paid-up Equity Share Capital of the Company stands increased to Rs. 32,89,79,070 consisting of 16,44,89,535 fully paid-up Equity Shares of Rs. 2/-each.

The new equity shares so allotted, shall rank pari passu with the existing equity shares of the Company.

Extra Ordinary General Meeting

3) Approved convening of an Extra Ordinary General Meeting (EGM) of the Company on Saturday, 28 October, 2023 at 11:45 A.M. (I.S.T) through Video Conferencing/Other Audio Visual Means (OAVM) to seek approval of the shareholders for the aforesaid fund raising.

Disclosure under Regulation 30 of the SEBI LODR Regulations read with SEBI Circulars SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July, 2023 are provided in **Annexures I and III**.

The Board Meeting commenced at 10:30 A.M. (I.S.T) and concluded at 12:05 P.M. (I.S.T).

Copy of the same is being also made available on the website of the Company at www.ramkrishnaforgings.com.

We request you to kindly take the abovementioned information on record and oblige.

Thanking you.

Yours truly,
For Ramkrishna Forgings Limited

Rajesh Mundhra
Company Secretary & Compliance Officer
ACS 12991



Encl.: As above

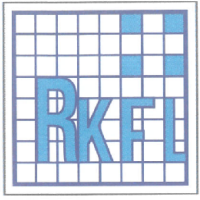


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Annexure - I

Issuance of Securities - Disclosure pursuant to SEBI Circulars SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July, 2023

Sr. No.	Particulars	Description
a)	Type of securities proposed to be issued	Equity Shares of Face Value of Re. 2/- each
b)	Type of issuance	Qualified Institutions Placement (QIP) in terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws
c)	Total number of securities Proposed to be issued or the total amount for which the securities will be issued (approximately)	Issue size of up to Rs. 1,000 Crores (Rupees One Thousand Crores only) The total number of securities proposed to be issued through QIP shall be determined after fixation of Issue Price at the time of issuance of securities.
e)	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable



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Annexure – II

The names of the allottees of Equity Shares pursuant to conversion of Warrants allotted on preferential basis:

Sr. No.	Name of Allottee	Warrants pending Conversion into Equity Shares	No. of Warrants applied for Conversion into Equity Shares	No. of Equity Shares Allotted	Amount received being 75% of the issue price per Warrant (In Rs.)	No. of warrants pending for Conversion
Promoter Category (A)						
1.	Mr. Naresh Jalan	30,00,000	30,00,000	30,00,000	46,12,50,000	Nil
2.	Eastern Credit Capital Private Limited	10,00,000	10,00,000	10,00,000	15,37,50,000	Nil
Total (A)		40,00,000	40,00,000	40,00,000	61,50,00,000	Nil
Non-Promoter Category (B)						
3.	Mr. Lalit Kumar Khetan	1,00,000	1,00,000	1,00,000	1,53,75,000	Nil
4.	Shyama Wealth Management Private Limited	5,00,000	5,00,000	5,00,000	7,68,75,000	Nil
Total (B)		6,00,000	6,00,000	6,00,000	9,22,50,000	Nil
Total (A+B)		46,00,000	46,00,000	46,00,000	70,72,50,000	Nil



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Annexure - III

Issuance of Securities - Disclosure pursuant to SEBI Circulars SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July, 2023

Sl. No.	Particulars	Description
a)	Type of securities proposed to be issued	Equity Shares of Face Value Rs. 2/- each.
b)	Type of issuance	Preferential Allotment
c)	Total number of securities Proposed to be issued or the total amount for which the securities will be issued (approximately)	Allotment of 46,00,000 Equity Shares of Face Value of Rs. 2/- each upon conversion of equal number of Warrants at an issue price of Rs. 205 each upon receipt of balance amount at the rate of Rs. 153.75 per warrant (being 75% of the Warrant Issue Price) aggregating to Rs. 70,72,50,000/- (Rupees Seventy Crores Seventy Two Lakhs Fifty Thousand Only)
d)	Additional details in case of preferential issue:	
(i)	Name of the Investors	Promoter Category: 1. Mr. Naresh Jalan 2. Eastern Credit Capital Private Limited Non-Promoter Category: 3. Mr. Lalit Kumar Khetan 4. Shyama Wealth Management Private Limited
(ii)	Post allotment of securities - outcome of the subscription. Issue price / allotted price (in case of convertibles). Number of investors	Pursuant to this allotment, the Paid-up Equity Share Capital of the Company stands increased to Rs. 32,89,79,070/- consisting of 16,44,89,535 fully paid-up Equity Shares of Face Value of Rs. 2/- each. 46,00,000 Warrants had been allotted on 26 October, 2022 carrying a right to subscribe to 1 Equity Share per warrant on receipt of amount at the rate of Rs. 51.25 per warrant (being 25% of the issue price per warrant). Now 46,00,000 Equity Shares of Face Value of Rs. 2/- each are being allotted upon conversion of equal number of warrants at an issue price of Rs. 205 each upon receipt of balance amount at the rate of Rs. 153.75 per warrant (being 75% of the issue price per warrant) aggregating to Rs. 70,72,50,000 (Rupees Seventy Crores Seventy Two Lakhs Fifty Thousand Only) 4 (Four)



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(iii)	In case of convertibles – Intimation on conversion of securities or on lapse of the tenure of the instrument	Exercise of Warrants 46,00,000 Warrants had been allotted on 26 October, 2022 carrying a right to subscribe to 1 Equity Share per Warrant on receipt of amount at the rate of Rs. 51.25 per warrant (being 25% of the issue price per warrant). Now 46,00,000 Equity Shares of Face Value of Rs. 2/- each are being allotted upon conversion of equal number of Warrants at an issue price of Rs. 205 each upon receipt of balance amount at the rate of Rs. 153.75 per Warrant (being 75% of the issue price per warrant) aggregating to Rs. 70,72,50,000/- (Rupees Seventy Crore Seventy Two Lakh Fifty Thousand Only)
e)	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable

For Ramkrishna Forgings Limited

Rajesh Mundhra
Company Secretary & Compliance Officer
ACS 12991



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