



BAZEL INTERNATIONAL LTD.

(A Registered Non-Banking Financial Company)

CIN : L65923DL1982PLC290287

11th January, 2023

To,

The Listing Department,

BSE Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400 001

(Scrip Code: 539946)

ISIN: INE217E01014

Subject: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Dear Sir(s),

This is to inform you that the Board of Directors of Bazel International Ltd. ("the Company") in their meeting held on 11th January, 2023 (Wednesday), which commenced at 11:00 A.M. and concluded at 04:15 P.M., have approved and taken on record the following items in the meeting:

1. The Notice of the 1st (01/2022-2023) Extra-ordinary General Meeting (EOGM) of the Company scheduled to be held on Monday, 06th day of February, 2023 at 02:00 P.M at II-B/20, First Floor, Lajpat Nagar, New Delhi-110024, was placed on the table and the same was unanimously approved by the Board.
2. Increase, Re-classification in the Authorized Share Capital and consequent alteration of Memorandum of Association, subject to the approval of shareholders in the Extra-Ordinary General Meeting.
3. Approval of the addendum to the Loan agreement dated 23rd November 2022 regarding conversion of loan to shares subject to the approval of shareholders in the Extra-Ordinary General Meeting.
4. Issuance of 3,51,000 Equity Shares of the Company on preferential basis subject to the approval of shareholders in the Extra-Ordinary General Meeting.
5. Issuance of 71,07,503 10% Non-Convertible Non-Cumulative Preference Shares subject to the approval of shareholders in the Extra-Ordinary General Meeting.
6. Execution of Employee Stock Option Plan ('ESOP 2022') via trust deed subject to the approval of shareholders in the Extra-Ordinary General Meeting.
7. Appointment of Scrutinizer for the purpose of scrutinizing the remote e-voting and physical ballot process at the ensuing EOGM of the Company.
8. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board decided to close



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the Register of Members and share transfer books for a period commencing from 31st day of January, 2023 to 06th day of February, 2023 (both days inclusive).

9. The Board has fixed 06th January, 2023 as the 1st cut-off date for the purpose of determining the shareholders for dispatching the Notice of EOGM of the Company.
10. Pursuant to Section 108 and Rule 20 of the Companies Act, 2013 and Pursuant to Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board fixed 30th January, 2023 as the Record Date (2nd Cut-Off Date) for the purpose of determining shareholders for e-voting at the EOGM of the Company.

Kindly take the same on record.

For **BAZEL INTERNATIONAL LTD.**

Preeti Puri

(Company Secretary and Compliance Officer)

Office Add.: II-B/20, First Floor
Lajpat Nagar, New Delhi-110024



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Annexure- A

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015

Preferential issue of Equity Shares by conversion of Loan

S. No.	Particulars	Details
i.	Type of securities proposed to be issued	Equity shares by conversion of loan extended by M/s Utsav Securities Private Limited
ii.	Type of issuance	Preferential Issue of equity shares
iii.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	3,51,000 Equity Shares
iv.	Additional details to the Stock Exchange: (a) Names of investors (b) Post allotment of securities- outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors (c) In case of convertibles- intimation on conversion of securities or on lapse of the tenure of the instrument	(a) M/s Utsav Securities Private Limited (b) Issue price shall be Rs 100/-s (including premium Rs 90/-) as determined by the Statutory Auditor and Registered Valuer in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any. (c) Not Applicable
v.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable



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Annexure- B

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015

Preferential issue of Preference Shares by conversion of Loan

S. No.	Particulars	Details
i.	Type of securities proposed to be issued	10% Non-Convertible Non-Cumulative Preference Shares by conversion of loan extended by M/s Utsav Securities Private Limited
ii.	Type of issuance	Preferential Issue of 1% Non-Convertible Non-Cumulative Preference Shares
iii.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	71,07,503 1% Non-Convertible Non-Cumulative Preference Shares
iv.	Additional details to the Stock Exchange: (d) Names of investors (e) Post allotment of securities- outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors (f) In case of convertibles- intimation on conversion of securities or on lapse of the tenure of the instrument	(d) M/s Utsav Securities Private Limited (e) Issue price shall be the price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any. (f) Not Applicable
v.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable
vi.	size of the issue	Rs 319837635/-
vii.	whether proposed to be listed	No
viii.	Tenure of the instrument -date of allotment and date of maturity	Date of allotment shall be within 15 days from approval of Shareholders and these preference shares shall be redeemed at the end of fifteen years from the date of allotment



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ix.	coupon/interest offered, schedule of payment of coupon/interest and principal	Coupon rate of 10%
x.	special right/interest/privileges attached to the instrument and changes thereof	The Proposed preferential issue shall rank parri-passu to the existing share capital of the Company.
xi.	delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Not applicable
xii.	details of any letter or comments regarding payment/non- payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any;	Not applicable
xiii.	details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures;	Redemption may be ssout of the profits of the company or out of the proceeds of a fresh issue of shares made for the purposes of such redemption at the discretion of Board at the time of redemption