

SOM DISTILLERIES AND BREWERIES LIMITED

Registered Office: I-A, Zee Plaza, Arjun Nagar, Safdarjung Enclave, Kamal Cinema Road, New Delhi - 110029
Phone: +91-11-26169909, 26169712 Fax: +91-11-26195897

Corporate Office: SOM House, 23, Zone II, M.P. Nagar, Bhopal, Madhya Pradesh – 462011
Phone: +91-755-4278827, 4271271 Fax: +91-755-2557470

Email : compliance@somindia.com **Website:** www.somindia.com

CIN : L74899DL1993PLC052787

(BSE : 507514, NSE : SDBL)



SDBL/BSE/NSE/2023

25.08.2023

To

The Manager, Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED 'Exchange Plaza' C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. cmlist@nse.co.in <u>Security ID: SDBL</u>	Dy. General Manager, Department of Corporate Services, BSE LIMITED, First Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com <u>Security ID: 507514</u>
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**SUB: ALLOTMENT OF EQUITY SHARES AND CONVERTIBLE EQUITY WARRANTS -
OUTCOME OF THE MEETING OF THE BOARD OF DIRECTORS OF COMPANY HELD
TODAY I.E. AUGUST 25, 2023**

[Pursuant to Regulation 30 (read with Schedule III - Part A)]

Dear Sir/Madam,

1. ALLOTMENT OF EQUITY SHARES AND CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS

This is in reference to approval of the Board dated July 8, 2023 and approval of the Shareholders of the Company at the Extra-Ordinary General Meeting held on August 5, 2023 and pursuant to In-principle approvals granted by BSE Limited and National Stock Exchange of India Limited vide their respective letters dated August 11, 2023 to create, offer, issue and allot;

- (a) 2,50,000 Equity Shares (Two Lakhs Fifty Thousand) on Preferential and Private Placement basis to an identified Non-Promoter Entity,
- (b) 51,50,000 Convertible Equity Warrants to Promoters / Promoters Group and Public Investors on Preferential Basis,

Now upon receipt of an amount aggregating to Rs.6,87,50,000 (Rupees Six Crores and Eighty Seven Lakhs and Fifty Thousands only) at the rate of Rs.275/- (including premium of Rs.270/-) per Equity Shares and application forms from the proposed allottee and receipt of an amount aggregating to Rs.35,40,62,500 (Rupees Thirty Five Crores and Forty Lakhs Sixty Two Thousands and five Hundred only) being 25% of the issue price of warrant as warrant subscription price and application forms from the 4 proposed allottees,–

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- (a) The Board of Directors of the Company, has considered and approved the Allotment of 2,50,000 Equity Shares (Two Lakhs Fifty Thousand) on Preferential and Private Placement basis to the below mentioned allottee:

Name of the Allottee	Category	Number of Equity Shares Allotted
Amperсанд Growth Opportunities Fund Scheme I	Alternative Investment Fund / Non Promoter	2,50,000
Total		2,50,000

- (b) The Board of Directors of the Company, has considered and approved the Allotment of 51,50,000 (Fifty One Lakhs Fifty Thousand) warrants on preferential basis at an issue price of Rs.275/- each [including the warrant subscription price (25% of issue price per warrant) and the warrant exercise price (75% of issue price per warrant)] to the following ('Allottees') as per the below list.

Name of the Allottee	Category	Warrant Allotted	upfront payment %	Payment received (Rs.)
Mr. Jagdish Kumar Arora	Promoter	42,50,000	25	29,21,87,500
Mr. Deepak Arora	Promoter	6,00,000	25	4,12,50,000
Icy Blast Retails Private Limited	Non Promoter	1,50,000	25	1,03,12,500
Lakeside Retail Private Limited	Non Promoter	1,50,000	25	1,03,12,500
Total		51,50,000		35,40,62,500

Each of the Warrant, so allotted, is convertible in one or more tranches into or exchangeable for one fully paid-up equity share of face value of Rs.5/- (Rupee Five only) of the Company in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, on payment of the balance consideration (being 75% of the issue price per warrant) from the Allottees at the time of allotment of equity shares pursuant to exercise of conversion option against each such warrant.

(c) Additional Disclosure to Stakeholders

The Company had availed certain Unsecured Loans for working capital requirements. It is clarified that the 'Pay off some of the existing loans' as an object of the issue relates to partial repayment of the unsecured loans availed by the Company. The details of the parties to whom the repayment of unsecured loans and extent of repayment proposed is as follows:

(in ₹ Crore)

Name of Parties	Category	Balance before repayment	Repayment out of the proceeds of the Preferential Issue	Balance after repayment

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(1) Swami Multi Marketing Private Limited	Non	15.52	15.40	0.12
(2) Maxima Traders Bhopal Private Limited	Promoter	08.31	08.25	0.06
(3) Million Traders Bhopal Private Limited		06.35	06.35	0.00
Total		30.18	30.00	30.18

The need for repayment of loans above are based on current general economic and market conditions and business needs. The board has noted the above information at the time of current allotment.

2. APPOINTMENT OF MONITORING AGENCY TO MONITORING THE USE OF PROCEEDS OF THE PREFERENTIAL ISSUE

The board discussed that the Company is required to appoint monitoring agency in terms of Regulation 162A of SEBI (ICDR) Regulations, 2018 as the issue size exceeds 100 crores. The Monitoring Agency shall submit a report to our Board as required under Regulation 162A of the SEBI ICDR Regulations.

Accordingly, the Board discussed the proposals and profiles of the Credit Rating Agencies duly registered with SEBI as the monitoring agency in this respect, and authorized Mr. Nakul Kam Sethi, Executive Director, to negotiate and finalise the terms of appointment.

The said meeting commenced at 12:30 pm and concluded at 3:00 pm.

The same is also available on the Company's website i.e. www.somindia.com.

This is for your information and records please.

For Som Distilleries and Breweries Limited

Om Prakash Singh
Company Secretary & Compliance Officer