



December 13, 2023

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir/Madam,

Scrip Code: 539222

Sub.: Outcome of Board Meeting

Dear Sir/Madam,

With reference to the above captioned subject matter, this is to inform you that Board of Directors of the Company in its meeting held today at the registered office of the Company on December 13, 2023 had inter-alia, considered and approved the following matters:

- a) Alteration in the capital of the Company by sub-division/split of existing equity share of the Company from 1 (one) equity share having face value of Rs. 10/- (Rupees Ten only) each, fully paid-up into 10 (ten) equity shares having face value of Re. 1/- (Rupee One) each fully paid-up, subject to the approval of shareholders of the Company. The Record Date will be intimated in due course. Other requisite details regarding split / sub-division of shares in terms of the **SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are as attached herewith in Annexure-A.**
- b) Alteration of the Capital Clause (Clause V) of the Memorandum of Association of the Company (MOA) on account of sub-division of equity shares, subject to approval of shareholders through postal Ballot of the Company.
- c) Alteration of Articles of Association of the Company on account of sub-division of equity shares, subject to approval of shareholders through postal Ballot of the Company.
- d) Upon the recommendation of Nomination and Remuneration committee, the board has decided to seek approval of the shareholders through postal ballot for appointment of **Mr. Mukesh Patwa (DIN No.06676976)** as Whole time director of the Company for a period of 5 (five) consecutive years with effect from December, 13 2023.

Further, **Mr. Mukesh Patwa (DIN No.06676976)** have confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority and are not related to any of the Directors of the Company except Mr. Lokesh Patwa. **Mr. Mukesh Patwa (DIN No.06676976)** also confirmed that he is not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013. The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with **SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, is enclosed as Annexure B.**

- e) Upon the recommendation of Nomination and Remuneration committee, the board has decided to seek approval of the shareholders through postal ballot for appointment of **Mr. Dharendra Radheshyam Maurya (DIN NO: 00511403)** as Non- Executive Independent Director of the Company for a first term of 5(five) Consecutive years with effect from December, 13 2023.



Further, **Mr. Dharendra Radheshyam Maurya (DIN NO: 00511403)** have confirmed that they meet the criteria of 'Independence' under the provisions of the Companies Act, 2013 and are not debarred from holding the office of a Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority and are not related to any of the Directors of the Company. **Mr. Dharendra Radheshyam Maurya (DIN NO: 00511403)** also confirmed that he is not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013. The detailed disclosures as required under **Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, is enclosed as Annexure C.**

- f) The Board of Directors of the Company has approved Postal Ballot to be conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration), Rules, 2014 for above mentioned resolutions for approval of the Members of the Company.
- g) Appointed M/s. Santosh Singh & Associates, (CP Number 17638), Practicing Company Secretaries to act as "The Scrutinizer" for conducting the Postal Ballot by way of remote e-voting process in accordance with the Act and in a fair and transparent manner.

The Board Meeting commenced at 02:00 P.M. and concluded at 02:55 P.M.

Copies of the Postal Ballot Notice will be circulated to Stock Exchanges and the Members through electronic mode and will also be available on the Company's website <https://growington.in/> in due course.

This is for your information and record.

Thanking you,

Yours Faithfully,

For Growington Ventures India Limited

Sunita Gupta
(Company Secretary and Compliance Officer)
M.No: 57186



ANNEXURE-A

DISCLOSURE FOR SPLIT/ SUB-DIVISION OF SHARES UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

S.No.	Particulars	Disclosure					
1.	Split ratio	Split/sub division of 1 (One) Equity Share of the Company having Face Value of Rs. 10/-each into 10 (Ten) Equity Shares of the Company having Face Value of Re.1/- each.					
2.	Rationale behind the Split	To enhance the liquidity of Equity Shares and widen the shareholders base by making the Equity Shares more economical to the investors.					
3.	Pre and post share capital, authorized, paid-up and subscribed						
	Particulars	Pre-Split/Sub-division			Post-Split/Sub-division		
		No. of Shares	Face Value (Rs.)	Total Share Capital (in Rs.)	No. of Shares	Face Value (Rs.)	Total Share Capital (in Rs.)
	Authorized	1,62,00,000	10/-	16,20,00,000	16,20,00,000	1/-	16,20,00,000
	Paid-up	1,60,55,394	10/-	16,05,53,940	16,05,53,940	1/-	16,05,53,940
	Subscribed	1,60,55,394	10/-	16,05,53,940	16,05,53,940	1/-	16,05,53,940
4.	Expected time of Completion	Tentatively within 2 months from the date of Board's meeting					
5.	Class of shares which are subdivided	Equity Shares (There is only one class of equity shares)					
6.	Number of shares of each class pre and post-split.	Not Applicable since the company has only one class of shares.					
7.	Number of shareholders who did not get any share in the consolidation/split and their pre-consolidation/split shareholding.	Not Applicable					



Annexure B

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr.No	Particulars	Mr. Mukesh Patwa
1.	Reason for change viz. appointment-appointment, resignation, removal, death or otherwise	Appointment of Mr. Mukesh Patwa as Whole-time director of the company
2.	Date of Appointment	With effect from 13 th December, 2023
3.	Brief profile	Mr. Mukesh Patwa has obtain a graduate degree and has also been granted the intermediate degree from Institute of Chartered Accountant of India. In past 15 years of his work experience he has been working in the field of Finance, Accounts, MIS, and overall Taxation. For the previous two years, he was also connected to the travel and tour industry where he overall manages the affairs related to accounting and taxation.
4.	Disclosure of relationships between directors (in case of appointment of a director):	Not related to any other Director / Key Managerial Personnel of the Company except Mr. Lokesh Patwa.



Annexure C

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr.No	Particulars	Mr. Dharendra Radheshyam Maurya
1.	Reason for change viz. appointment-appointment, resignation, removal, death or otherwise	Appointment of Dharendra Radheshyam Maurya as Non - Executive Independent Director of the company
2.	Date of Appointment	With effect from 13 th December, 2023
3.	Brief profile	Mr. Dharendra Radheshyam Maurya has been a Practicing Company Secretary for the past 13 years and in addition holds a postgraduate degree in commerce. His knowledge of Corporate Law, Corporate Governance, financial and regulatory compliances is extensive.
4.	Disclosure of relationships between directors (in case of appointment of a director):	Not related to any other Director / Key Managerial Personnel of the Company.