



A Govt. Recognised One Star Export House

# Vinny Overseas Limited

MFG. OF RAYON - COTTON - POLYESTER - FASHION WEAR OF FABRICS

B/h.. International Hotel, Narol-Isanpur Road, Narol, Ahmedabad-382 405. (Guj.) INDIA.  
(M) 9328804500-6300-7400 E-mail : cfo@vinnyoverseas.in, vinnyoverseas@gmail.com, vinnyoverseas2001@yahoo.com  
Web. : www.vinnyoverseas.in • CIN : L51909GJ1992PLC017742

January 16, 2023

To,  
The Manager,  
Listing & Compliance Department,  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G Block, Bandra Kurla Complex, Bandra,  
Mumbai – 400051

Scrip ID: VINNY

To,  
Department of Corporate  
Services,  
Bombay Stock Exchange  
Limited  
Address: 25<sup>th</sup> Floor, P.J. Tower,  
Dalal Street Fort,  
Mumbai-400001

Scrip Code:543670

**Sub: Outcome of the Board Meeting of Vinny Overseas Limited (“The Company”) held on today i.e. Monday, January 16<sup>th</sup>, 2023.**

Dear Sir/Madam,

With reference to captioned subject and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company in its meeting held today i.e. January 16<sup>th</sup>, 2023 at its registered office has, inter alia, considered and approved the following business items, subject to approval of shareholders in ensuing Extra Ordinary General Meeting:

1. Considered, approved and recommended an alteration in the capital of the company by split/sub-division of equity share of the company from Rs. 10/- per share to Re 1/- per share. The Record Date for such sub-division/split of equity shares will be intimated in due course.

Details of split/sub-division of shares in terms of as required as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 (“SEBI Circular”) is attached as Annexure-A.

2. Considered, approved and recommended an increase in authorised share capital from Rs. 12,50,00,000/- (Rupees twelve crore fifty lakhs only) to 25,00,00,000 (Rupees twenty five crore only).
3. Considered, approved and recommended an alteration in the capital clause of the Memorandum of Association



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4. Considered, approved and recommended the issue of Bonus equity shares in the ratio of 13:10i.e., 13 (Thirteen) Bonus Equity share of Rs.1/- each (postconsidering the split of sharessubject to the approval of the Members)for every 10 (ten) fully paid equity shares held as on Record Date, by the shareholder, subject to the approval of the Members of the Company in the Extra Ordinary General Meeting.

Details as required as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 ("SEBI Circular") is annexed herewith as Annexure-B.

5. Considered and approved, January 13<sup>th</sup>, 2023 as the Cut-off date for ascertaining the list of Shareholders to whom notice of Extra Ordinary General Meeting (EOGM) shall be sent and for reckoning voting rights. The EOGM of the company is scheduled on Tuesday, 14<sup>th</sup> February, 2023 at 11:00 a.m. at its registered office at B/H International Hotel Narol-Isanpur Road Narol Ahmedabad, Gujarat-382405.
6. The Board has appointed M/s Ladhawala Ronak & Associates, Practicing Company Secretary (Member No. A41819/ COP:16599) as Scrutinizer to scrutinize e-voting in a fair and transparent manner.

Kindly take the same on your records.

The Board meeting commenced at 03:30 P.M. and concluded at 04:05 P.M.

Kindly take the same on your records and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

For VINNY OVERSEAS LIMITED

Hiralal  
Jagdishchan  
d Parekh

Digitally signed by  
Hiralal Jagdishchand  
Parekh  
Date: 2023.01.16  
16:31:12 +05'30'



Hiralal Parekh

(Managing Director)

DIN:00257758



**Annexure-A**

Further, as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 please find below disclosure regarding issue of bonus shares:

<b>Particulars</b>	<b>Disclosure</b>					
<b>Split Ratio</b>	<b>Split/ Sub-division of each Equity share of the Company from Rs.10/- to Re. 1/-.</b>					
<b>Rationale behind the Split</b>	<b>To enhance the liquidity of Equity shares and widen the shareholder base by making equity shares more economical to the investors.</b>					
<b>Details of pre and post share capital</b>						
<b>Particulars</b>	<b>Pre-Split/Sub-Division</b>			<b>Post-Split/Sub-Division</b>		
	<b>No. of Shares</b>	<b>Face Value (In Rs.)</b>	<b>Total Share Capital (in Rs.)</b>	<b>No. of Shares</b>	<b>Face Value (In Rs.)</b>	<b>Total Share Capital (in Rs.)</b>
<b>Authorized Share Capital</b>	1,25,00,000	10.00	12,50,00,000/-	25,00,00,000*	1.00	25,00,00,000
<b>Paid-up Share Capital</b>	1,01,14,057	10.00	10,11,40,570/-	10,11,40,570	1.00	10,11,40,570/-
<b>Subscribed Share Capital</b>	1,01,14,057	10.00	10,11,40,570/-	10,11,40,570	1.00	10,11,40,570/-
<b>Expected time of completion</b>	<b>Tentatively within 2 months from the date of Board approval Subject to necessary approvals</b>					
<b>Class of shares which are sub-divided</b>	<b>Equity Shares (Only one class of Equity shares in Company)</b>					
<b>Number of shares of each class</b>	<b>Not applicable as one class of Equity shares in the Company.</b>					
<b>Number of shareholders who did not get any share in the consolidation and their pre-consolidation shareholding</b>	<b>Not applicable.</b>					

\* Authorised share Capital will be increased to INR 25,00,00,000 from INR 12,50,00,000 subject to shareholder's approval and necessary filings with the Authorities and their approvals.

**Annexure-B**

Further, as per regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 please find below disclosure regarding issue of bonus shares:

Whether bonus is out of free reserves created out of profits or securities premium account or the capital redemption reserve	The bonus equity shares will be issued out of free reserves and the securities premium account of the Company available as at 31 <sup>st</sup> March, 2022
Bonus Ratio	13:10 i.e. 13 (Thirteen) Bonus Equity Share for every 10 Equity share held as on record date to be decided.
Details of share capital - pre and post-bonus issue	<p>The pre-bonus paid-up equity share capital as on date of this letter is Rs. 10,11,40,570/- consisting of 1,01,14,057 equity shares of Rs.10/- each.</p> <p>The post-bonus paid-up equity share capital is expected to be around Rs. 23,26,23,311/-consisting of 23,26,23,311equity shares of Rs. 1/-each. (post considering the split of shares subject to shareholders approval)</p> <p>Or</p> <p>The post-bonus paid-up equity share capital is expected to be around Rs. 23,26,23,311/- consisting of 23262331equity shares of Rs. 10/-each.(Pre split)</p>
Free reserves or securities premium or capital redemption reserve required for implementing the bonus issue	Rs. 13,14,82,741/-
Free reserves or securities premium redemption reserve available for capitalization and the date as on which such balance is available	<p><u>Reserves &amp; Surplus</u></p> <p>31<sup>st</sup> March, 2022: 1644.17 (Lacs)</p> <p>30<sup>th</sup> September, 2022: 1678.65(Lacs)</p>
Whether the aforesaid figures are audited	<p>31<sup>st</sup> March, 2022 - YES</p> <p>30<sup>th</sup> September, 2022-Limited Review Report</p>
Estimated date by which such bonus shares would be credited/dispatched	Within 2 months from the date of Board approval Subject to Necessary Approvals