

# MADHUVVEER COM 18 NETWORK LIMITED

Reg. Office.: Office No # 812, Anand Mangal - III, Opposite Core house, Near Hirabag,  
Near Rajnagar Club, Ambawadi, Ahmedabad-06 | Phone - 9773151363  
Email: [tohealpharmachem@gmail.com](mailto:tohealpharmachem@gmail.com) CIN: L24230GJ1995PLC026244

July 17, 2024

To,  
The Dy. Gen Manager  
Corporate Relationship Dept.  
**BSE Limited**  
P. J. Tower, Dalal Street,  
Mumbai- 400 001

**Equity Scrip Code:531910**

Dear Sir/Madam,

**Sub: Outcome of Meeting of Board of Directors held on July 17, 2024.**

**Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015**

With regard to the captioned matter and in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), this is to inform you that at the meeting of the Board of Directors of the Company held today i.e. Wednesday, July 17, 2024, the Board of Directors have inter alia approved the following:

1. To Offer, Issue and allot up to 1,00,00,000 equity shares of the Company by way of Preferential Allotment.

Issuance of up to 1,00,00,000 equity shares of face value of Rs.10/-(Rupees Ten only) each ("Equity Shares") out of which 55,00,000 (Fifty Five Lakhs) equity shares to be allotted to the persons belongs to Promoter and Promoter Group category and 45,00,000 (Forty Five Lakhs) equity shares to be allotted to the persons belongs to Public category, on a preferential basis ("Preferential Issue") in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended, Companies Act, 2013 and other applicable laws, at a price of 40/-(Rupees Forty only) per equity share including premium of Rs. 30/- (Rupee Thirty only) per equity share in accordance with Regulation 165 of SEBI ICDR Regulations as the shares of the Company are infrequently traded on the stock exchange, aggregating to Rs. 40,00,00,000/- (Rupees Forty Crores Only), subject to the approval of the Members of the Company at the ensuing General Meeting and such regulatory/ statutory authorities as may be applicable.

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The details regarding the issuance of securities as required pursuant to the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 are set out in Annexure 1 to this letter.

2. Board has approved to increase the Authorised Share Capital of the Company from the existing Authorised Share Capital of Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 36,00,00,000/- (Rupees Thirty Six Crore Only) divided into 3,60,00,00,00 (Three Crore Sixty Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and consequential alteration in the Authorized Share Capital Clause (V) of the Memorandum of Association, subject to approval of shareholders at the ensuing General Meeting.

The details regarding the alteration of Memorandum of Association as required pursuant to the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 are set out in Annexure II to this letter.

The Board Meeting commenced at 06:00 p.m. and concluded at 6:45 p.m.

You are requested to take the same on your record.

Thanking You,  
Yours Faithfully,

**For, Madhuveer Com 18 Network Limited**

**(Himani Vora)**  
**Company Secretary & Compliance Officer**  
**Membership No.: A73750**



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Disclosure with respect to the preferential issue as required under Regulation 30(6) read with Schedule III, Part A, Para A of the SEBI Listing Regulations and the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July, 2023 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023

## Annexure 1

SR. No	PARTICULARS OF DISCLOSURE	DISCLOSURE				
1	Type of securities proposed to be issued	Equity Shares having face value of Rs. 10/- each at a premium of Rs. 30/- per share to the person belongs to Promoter and Promoter Group and Public				
2	Type of issuance	Preferential Issue in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), as amended and other applicable law				
3	Total number of securities proposed to be issued and the total amount for which securities will be issued	<p>Up to 1,00,00,000 (One Crore Only) equity shares having face value of INR 10/- each, for issue price of INR 40/- (Indian Rupees Forty Only) per equity share (face value of INR 10/- and premium of INR 30/- (Rupees Thirty Only)) for a total consideration of up to INR 40,00,00,000 (Indian Rupees Forty Crores Only).</p> <p>As the equity shares of the Company are infrequently traded on stock exchange therefore the price is determined in accordance with Regulation 165 of the ICDR Regulations. The preferential issue will be undertaken for cash consideration.</p> <p>The price of the equity shares to be allotted shall be subject to appropriate adjustments as permitted under applicable laws.</p>				
4	Details to be furnished in case of preferential issue					
	a) Name of the proposed Investors and maximum number of shares to be offered	<table border="1"><thead><tr><th>Name of the Proposed Investor</th><th>Maximum number of shares to be offered</th></tr></thead><tbody><tr><td>Mr. Dhruvin Shah (Person belonging to</td><td>27,00,000</td></tr></tbody></table>	Name of the Proposed Investor	Maximum number of shares to be offered	Mr. Dhruvin Shah (Person belonging to	27,00,000
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Mr. Dhruvin Shah (Person belonging to	27,00,000					

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		Promoter and Promoter group category)			
		Mr. Dakshesh Shah (Person belonging to Promoter and Promoter group category)	5,00,000		
		Ms. Sheetal Shah (Person belonging to Promoter and Promoter group category)	3,00,000		
		Mr. Sagar Shah (Person belonging to Promoter and Promoter group category)	10,00,000		
		Mr. Samir Shah (Person belonging to Promoter and Promoter group category)	5,00,000		
		Ms. Shweta Shah (Person belonging to Promoter and Promoter group category)	5,00,000		
		Mr. Meet Kariya (Person belonging to Public group category)	5,00,000		
		Mr. Jay Kariya (Person belonging to Public group category)	5,00,000		
		Mr. Shlok Rathod (Person belonging to Public group category)	35,00,000		
	b) Issue Price	The issue price is INR 40/- per equity share including premium of Rs. 30/- (Rupees Thirty only) per equity share as per Regulation 165 of SEBI ICDR Regulations, 2018.			
	c) Post allotment of securities, outcome of the subscription, issue	Name of Proposed Allottee	Category	Pre-issue shareholding structure	Post issue shareholding structure

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price / allotted price (in case of convertibles), number of investors			No	%	No	%
	Mr. Dhruvin Shah	Promoter and Promoter group	8812486	36	11512486	33.39
Mr. Dakshesh Shah	Promoter and Promoter group	-	-	500000	1.45	
Ms. Sheetal Shah	Promoter and Promoter group	360360	1.47	660360	1.92	
Mr. Sagar Shah	Promoter and Promoter group	6996940	28.58	7996940	23.19	
Mr. Samir Shah	Promoter and Promoter group	-	-	500000	1.45	
Ms. Shweta Shah	Promoter and Promoter group	-	-	500000	1.45	
Mr. Meet Kariya	Non Promoter	1250000	5.11	1750000	5.08	
Mr. Jay Kariya	Non Promoter	1250000	5.11	1750000	5.08	
Mr. Shlok Rathod	Non Promoter	2500000	10.21	6000000	17.40	

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	d)In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable
e.	Number of Investor	9
f.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	<p>The Board has decided to offer, issue and allot the above mentioned equity shares in the Board Meeting held on June 21, 2024 subject to approval of shareholders of the Company and submitted the necessary intimation and outcome of Board Meeting with the Stock Exchange within the due course of time.</p> <p>However, due to delay in receipt of Trading Approval for earlier issued equity shares from the Stock Exchange, the Board has decided to defer the further course of action in this matter and submitted the necessary outcome along with reason of the same on July 2, 2024.</p> <p>Accordingly, Company has given the intimation of convening the fresh Board Meeting on July 12, 2024 and convened the Board Meeting today and decided to offer, issue and allot the above-mentioned equity shares on preferential basis.</p>

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## Annexure II

### Brief Details of amendment to Memorandum of Association:

Amendment to the Authorised Share Capital (Clause V of the Memorandum of Association of the Company)

**“V. The Authorised Share Capital of the Company is Rs. 36,00,00,000 (Rupees: Thirty Six Crores) divided into 3,60,00,000 (Rupees: Three Crores Sixty Lakhs) Equity Shares of Face Value of Rs. 10/- (Rupees: Ten only) each.”**

Thanking you,  
Yours faithfully,

For, Madhuveer Com 18 Network Limited

(Himani Vora)  
Company Secretary & Compliance Officer  
Membership No.: A73750

