

VKL/C&L/2024/83

December 21, 2024

To,

Department of Corporate Relationship BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001 Scrip Code: 511431	Corporate Relationship Department National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: VAKRANGEE
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Dear Sir/Madam,

Sub.: Outcome of the Board Meeting held on December 21, 2024 under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

With reference to above, we hereby inform you that the Board of Directors of Vakrangee Limited (the "Company") at their meeting held today i.e. Saturday, December 21, 2024 has approved the following:

- 1. Preferential Allotment of Convertible Warrants to Non - Promoter Category**
To Issue and Allot upto 35,00,00,000 Convertible Warrants ("Warrants") on a preferential basis to Non Promoters towards raising of additional capital by the Company pursuant to Section 42, 62 of the Companies Act, 2013 and in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018 ("SEBI ICDR Regulations"), as amended, and other applicable laws, at such price as determined in accordance with Chapter V of the SEBI ICDR Regulations as amended, subject to the approval of regulatory/ statutory authorities and the shareholders of the Company in its Extra Ordinary General Meeting.
- 2. Withdrawal of In-principle application for allotment of 20,00,00,000 convertible warrants to non – promoter category approved by the members of the Company on October 27, 2024 filed to BSE Limited and to National Stock Exchange of India Limited on September 27, 2024.**
- 3. The Notice of Extra Ordinary General Meeting ("EGM") of the Company scheduled to be held on Wednesday, January 15, 2025 at 11.30 a.m. through video conferencing or other audiovisual means, to seek necessary approval of the shareholders of the Company for the Preferential Issue of convertible warrants.**
- 4. Mr. Mehul Raval (Membership No.: ACS 18300), Practicing Company Secretary, is appointed as the Scrutinizer for conducting "Remote E voting" and "E- voting during the EGM" process for ensuing Extra Ordinary General Meeting.**

5. Cut-off date for determining the eligibility to vote by electronic means for the purpose of Extra Ordinary General Meeting shall be **Wednesday, January 08, 2025**.

The requisite details as required in terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are provided at **Annexure I**.

The Board Meeting commenced at 11.00 A.M and concluded at 12:05 P.M.

Kindly acknowledge its receipt.

Thanking you,
Yours faithfully,
For **Vakrangee Limited**

Amit Gadgil
Company Secretary
(Mem. No.: 49442)

Annexure I

Disclosure of Event and Information pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

A. Issuance of Convertible Warrants – Non-Promoter Category

Sr. No	Particulars	Description																																
1	Type of securities proposed to be issued	Convertible Warrants of the Company ("Warrants").																																
2	Type of issuance	Preferential allotment, on a private placement basis in accordance with Chapter V of the SEBI ICDR Regulations and other applicable law.																																
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	The Company will issue and allot upto 35,00,00,000 Warrants of the Company at a price of Rs. 28/- each (to be convertible into, or exchangeable into equivalent number of fully paid-up equity shares having Face Value of Re. 1/- each at a Premium of Rs. 27/- each) aggregating to the amount of Rs. 980,00,00,000/- to Non Promoters.																																
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):																																	
a)	Name of Investors and their corresponding subscription of No. of Warrants	<ol style="list-style-type: none"> Eminence Global Fund PCC - Eubilia Capital Partners Fund - 6,00,00,000 Multitude Growth Funds Limited - 4,00,00,000 Nexpact Limited - 5,00,00,000 Sehej Multitrade Private Limited - 4,90,00,000 Ashtvakra Properties Private Limited - 3,50,00,000 Ashtvakra IT Solutions Limited - 60,00,000 Abheek Consultancy Private Limited - 5,00,00,000 Sameena Multitrade Private Limited - 70,00,000 Montecino Trading Private Limited - 30,00,000 Calmativie Trading Private Limited - 4,00,00,000 Southernedge Multiventures Private Limited - 1,00,00,000 																																
b)	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	<table border="1"> <thead> <tr> <th rowspan="2">Sr No.</th> <th rowspan="2">Name of proposed Allottee</th> <th colspan="2">Pre-issue Holding</th> <th rowspan="2">No. of shares to be issued</th> <th colspan="2">Shareholding post exercise of warrants*</th> </tr> <tr> <th>No of Equity Shares</th> <th>% of Holdings</th> <th>No of Equity Shares</th> <th>% of holdings**</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Eminence Global Fund</td> <td>-</td> <td>-</td> <td>6,00,00,000</td> <td>6,00,00,000</td> <td>4.08</td> </tr> <tr> <td>2</td> <td>Multitude Growth Funds</td> <td>-</td> <td>-</td> <td>4,00,00,000</td> <td>4,00,00,000</td> <td>2.72</td> </tr> <tr> <td>3</td> <td>Nexpact Limited</td> <td>-</td> <td>-</td> <td>5,00,00,000</td> <td>5,00,00,000</td> <td>3.40</td> </tr> </tbody> </table>	Sr No.	Name of proposed Allottee	Pre-issue Holding		No. of shares to be issued	Shareholding post exercise of warrants*		No of Equity Shares	% of Holdings	No of Equity Shares	% of holdings**	1	Eminence Global Fund	-	-	6,00,00,000	6,00,00,000	4.08	2	Multitude Growth Funds	-	-	4,00,00,000	4,00,00,000	2.72	3	Nexpact Limited	-	-	5,00,00,000	5,00,00,000	3.40
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		4	Sehej Multitrade Private Limited	-	-	4,90,00,000	4,90,00,000	3.33
		5	Ashtvakra Properties Private Limited	-	-	3,50,00,000	3,50,00,000	2.38
		6	Ashtvakra IT Solutions Limited	-	-	60,00,000	60,00,000	0.41
		7	Abheek Consultancy Private Limited	-	-	5,00,00,000	5,00,00,000	3.40
		8	Sameena Multitrade Private Limited	-	-	70,00,000	70,00,000	0.48
		9	Montecino Trading Private Limited	-	-	30,00,000	30,00,000	0.20
		10	Calmative Trading Private Limited	-	-	4,00,00,000	4,00,00,000	2.72
		11	Southern Edge Multiventures Private Limited	-	-	1,00,00,000	1,00,00,000	0.68
		<p>* The number of shares mentioned in this column have been calculated assuming all the warrants issued to the proposed allottees will be converted fully.</p> <p>** Assuming full conversion of Existing 3,63,33,433 Convertible Warrants approved vide Special resolution dated 9th March, 2024 and allotted on 30th March, 2024 into equivalent number of Equity Shares + 35,00,00,000 Convertible Warrants into equivalent number of Equity Shares under present Preferential Issue.</p>						
c)	Issue Price	Rs. 28/- each (Rupees Twenty Eight Only) [including Premium of Rs. 27/- each]						
d)	Number of investor	11						
e)	In case of convertibles — intimation on conversion of securities or on lapse of the tenure of the instrument;	<p>a. Each of the warrants are convertible into equivalent number of Equity Shares, which may be exercised in one or more tranches within a period of eighteen months from the date of allotment.</p> <p>b. An amount equivalent to 25% of the consideration shall be payable at the time of subscription and allotment of warrants, and the remaining 75% of the consideration shall be payable on the exercise of options against each such warrant.</p>						

		<p>c. In the event that the Proposed Allottee does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottee shall be forfeited by the Company.</p>
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