

SUDITI INDUSTRIES LTD.



Admin office: C-3/B, M.I.D.C., T.T.C. Industrial Area, Pawne Village, Turbhe, Navi Mumbai – 400 705
Tel. No: 67368600/10, web site: www.suditi.in E-mail: cs@suditi.in CIN: L19101MH1991PLC063245
Regd.Office: C-253/254, MIDC, TTC INDL.AREA, PAWNE VILLAGE, TURBHE, NAVI MUMBAI – 400 705.

Date: December 04, 2024

To,
The Secretary,
Listing Department
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers,
Street, Mumbai - 400 001

Reference: - Suditi Industries Ltd. (Scrip Code 521113)

Subject: Outcome of Board Meeting:

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended (“**SEBI LODR Regulations**”), we hereby inform you that the Board of Directors of Suditi Industries Limited (“**the Company**”) at their Meeting held today, i.e., **Wednesday, December 04, 2024**, inter-alia considered and approved:

1. Increase in Authorised Share Capital of the Company from the existing Authorised Share Capital of Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 60,00,00,000/- (Rupees Sixty Crores Only) divided into 6,00,00,000 (Six Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each and Consequential Alteration in the Capital Clause of the Memorandum of Association, subject to shareholders’ approval at ensuing Extra Ordinary General Meeting.
2. Raising of funds through issue and allotment of up to **1,23,00,000 (One Crore Twenty Three Lakhs)** Share Warrants, each Warrant convertible into 1 (one) Equity Share of the Face Value of Rs. 10/- (Rupees Ten Only) to certain Promoter and Non-Promoter Investors (as per “**Annexure A**”) on preferential basis in terms of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**ICDR Regulations**”) at Issue Price of **Rs. 27.50/- (Rupees Twenty Seven and Fifty Paise Only)** including Premium of **Rs. 17.50/- (Rupees Seventeen and Fifty paise Only)** per warrant (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with Regulation 164 of the ICDR Regulations aggregating up to maximum amount of **Rs. 33,82,50,000/- (Rupees Thirty Three Crores Eighty Two Lakhs Fifty Thousand Only)**, subject to the approval of regulatory/ statutory authorities and the Members of the Company at ensuing Extra Ordinary General Meeting.

The information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-B** to this letter.

3. Raising of funds through issue and allotment of up to **1,32,49,000 (One Crore Thirty Two Lakhs Forty Nine Thousand)** Equity Shares of the Face Value of Rs. 10/- (Rupees Ten Only) each to certain Promoter and Non-Promoter Investors (as per “**Annexure C**”) on preferential basis in terms of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**ICDR Regulations**”) at Issue Price of **Rs. 27.50/- (Rupees Twenty Seven and Fifty paise Only)** including premium of **Rs. 17.50/- (Rupees Seventeen and Fifty paise Only)** per Share (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with

Regulation 164 of the ICDR Regulations aggregating up to maximum amount of **Rs. 36,43,47,500/- (Rupees Thirty Six Crores Forty Three Lakhs Forty Seven Thousand Five Hundred Only)**, subject to the approval of regulatory/ statutory authorities and the Members of the Company at ensuing Extra Ordinary General Meeting.

The information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-D** to this letter.

4. Notice of Extra Ordinary General Meeting (“EGM”) of the Company to be held on **Friday, January 03, 2025**, through VC/OAVM, to seek necessary approval of the members of the Company for the aforesaid Preferential Issues. The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at <https://suditi.in/> and on the website of the stock exchange(s) i.e. BSE Limited at www.bseindia.com in due course.

The Company has fixed December 27, 2024 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting. Those shareholders holding shares, as on the close of business hours on December 27, 2024 will be entitled to avail the facility of remote e-voting as well as voting at the EGM.

5. The Board of Directors have appointed M/s Mitesh Shah & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner for the purpose of EGM of the Company.

The meeting commenced at 07:00 PM and concluded at 08:45 PM.

We request you to kindly take the same on your record.

Thanking you,

**Yours faithfully,
For Suditi Industries Limited**

**Pawan Agarwal
Director
DIN: 00808731
Encl: as above**

ANNEXURE A

Sr. No.	Names of the Investors/ proposed Allottees	Category (Promoter and Non-Promoter)	No. of Shares Warrants (up to)	Outcome of the subscription/ Investment amount (INR) (Approx.)	Issue price/allotted price (in case of convertibles) (INR)
1	Pawan Agarwal	Promoter	30,00,000	8,25,00,000	27.50
2	Harsh Pawan Agarwal	Promoter	30,00,000	8,25,00,000	27.50
3	Tanuj Pawan Agarwal	Promoter	30,00,000	8,25,00,000	27.50
4	Tanay Pawan Agarwal	Promoter	30,00,000	8,25,00,000	27.50
5	Animesh Maheshwari	Non-Promoter	3,00,000	82,50,000	27.50
	Total		1,23,00,000	33,82,50,000	

ANNEXURE B

Pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Types of securities proposed to be Issued	Issue of up to 1,23,00,000 (One Crore Twenty Three Lakhs) Share Warrants, each Warrant convertible into 1 (one) Equity Share of Rs. 10/- each on Preferential basis to certain Promoter Investors.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue of warrants in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made thereunder.
3.	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	Issue of up to 1,23,00,000 (One Crore Twenty Three Lakhs) Share Warrants at a price of Rs. 27.50/- (Rupees Twenty Seven and Fifty Paise Only) per Warrant, each convertible into 1 (one) Equity Share of face value of Rs. 10/- (Rupees Ten Only) each fully paid up at a premium of Rs. 17.50/- (Rupees Seventeen and Fifty paise Only) each per warrant ("Issue Price") in cash, for an aggregate consideration of up to Rs. 33,82,50,000/- (Rupees Thirty Three Crores Eighty Two Lakhs Fifty Thousand Only)
4.	Issue Price	Rs. 27.50/- (Rupees Twenty Seven and Fifty Paise Only) including premium of Rs. 17.50/- (Rupees Seventeen and Fifty Paise Only)
5.	Additional details Names of the investors No. of Investors In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	As per Annexure A Up to 5 Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee(s) of warrants (as under Annexure A), within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid-up equity share of face value of Rs. 10/- each of the Company. An amount equivalent to at least 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottee(s) of warrants on the exercise of option of conversion of the warrant(s). The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time. As per Annexure A

ANNEXURE C

Sr. No.	Names of the Investors/ Proposed Allottees	Category (Promoter and Non-Promoter)	No. of Equity Shares Up to)	Outcome of the subscription/ Investment amount (INR) (Approx.)	Issue price/allotted price (in case of convertibles) (INR)
1	Swaminatha Prabu Jegathesan	Non- Promoter	3,10,000	85,25,000	27.50
2	Nikhil Vora HUF	Non- Promoter	8,00,000	2,20,00,000	27.50
3	Ankur Ashok Chaturvedi	Non- Promoter	1,73,000	47,57,500	27.50
4	Rakhee Ashok Chaturvedi	Non- Promoter	2,10,000	57,75,000	27.50
5	Kenai Advisors LLP	Non- Promoter	8,00,000	2,20,00,000	27.50
6	Vikrant Mudaliar	Non- Promoter	2,70,000	74,25,000	27.50
7	Asha Dhoot	Non- Promoter	2,00,000	55,00,000	27.50
8	Animesh Maheshwari	Non- Promoter	14,00,000	3,85,00,000	27.50
9	Maganlal Arjan Gala	Non- Promoter	95,000	26,12,500	27.50
10	Prakash Lakhani HUF	Non- Promoter	40,00,000	11,00,00,000	27.50
11	Prakash Lakhani	Non- Promoter	2,00,000	55,00,000	27.50
12	Sushant Goel	Non- Promoter	1,00,000	27,50,000	27.50
13	Vivek Agarwal	Non- Promoter	2,00,000	55,00,000	27.50
14	Yash Patel	Non- Promoter	1,00,000	27,50,000	27.50
15	Snehi Palviya	Non- Promoter	45,500	12,51,250	27.50
16	Prithi Palviya	Non- Promoter	45,500	12,51,250	27.50
17	Sanjay Thakur	Non- Promoter	3,00,000	82,50,000	27.50
18	Intime Knits Private Limited	Promoter	40,00,000	11,00,00,000	27.50
	Total		1,32,49,000	36,43,47,500	

ANNEXURE D

Pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Types of securities proposed to be Issued	Issue of up to 1,32,49,000 (One Crore Thirty Two Lakhs Forty Nine Thousand) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid up on Preferential basis to certain Promoter and Non-Promoter Investors.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue of Equity Shares in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made thereunder.
3.	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	Issue of up to 1,32,49,000 (One Crore Thirty Two Lakhs Forty Nine Thousand) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid up, for cash, to be issued at a price of Rs. 27.50/- (Rupees Twenty Seven and Fifty paise Only) including premium of Rs. 17.50/- (Rupees Seventeen and Fifty paise Only) each per Equity Share ("Issue Price") aggregating to an amount not exceeding Rs. 36,43,47,500/- (Rupees Thirty Six Crores Forty Three Lakhs Forty Seven Thousand Five Hundred Only)
4.	Issue Price	Rs. 27.50/- (Rupees Twenty Seven and Fifty Paise Only) including premium of Rs. 17.50/- (Rupees Seventeen and Fifty Paise Only)
5.	Additional details Names of the investors No. of Investors In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	As per Annexure C Up to 18 Not Applicable