



VRUNDAVAN

Plantation Limited



Date: 13/01/2025

To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers Dalal Street, Fort
Mumbai-400001

Scrip Code: 544011

Dear Sir/Madam,


Sub: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”).

Ref: Outcome of the Board Meeting held on dated, Monday, January 13, 2025

In furtherance to the intimation dated January 8, 2025 and pursuant to Regulation 30 of the SEBI (LODR) Regulations, as amended from time to time, we here submit the Outcome of Board Meeting held on Monday, January 13, 2025 at the registered office of the Company has transacted and approved the following business:

1. Approval for raising funds by way of issuance of 9,16,872 (Nine Lakh Sixteen Thousand Eight hundred Seventy Two) Equity Convertible Warrants having face value ₹10 each (“Warrants”) on a preferential basis (“Preferential Issue”), to the persons belonging to promoter group and non-promoter/public category in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and other applicable laws, at an issue price of Rs. 51/- (Rupees Fifty-One) as determined by Registered Valuer in accordance with the provisions of Chapter V of the SEBI ICDR Regulations and other applicable regulation, if any, and subject to the approval of regulatory/statutory authorities, as applicable, and the approval of shareholders of the Company.
2. Increase in Authorized Capital of the Company from Rs. 6,00,00,000/- (Rupees Six Crore) to Rs. 25,00,00,000/- (Rupees twenty-five Crore) consequent alteration in Clause V of the Memorandum of Association relating to Share Capital of the Company subject to approval of Shareholders of the Company.
3. Approved the draft of Notice of Extra Ordinary General Meeting to be held on Saturday, February 08, 2025, at 12.00 P.M to be held on through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) by the members and authorized Directors to send Notice to all the Members of the Company under the provisions of the Companies Act, 2013 read with rules made thereunder.

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4. the “**Relevant Date**” for determining the minimum price for the purpose of the Preferential Allotment

shall be **Thursday, January 9, 2025** being the date that is thirty days prior to the date on which the meeting of members of the Company is held to consider the Preferential Allotment.

5. Adoption of valuation report received from an Independent Registered valuer, namely Amrish N Gandhi, having registration number: IBBI/RV/03/2019/12508. Also, valuation report will upload on the website of the company, which can be accessed using the link: <https://vrundavanplantation.com/>.
6. Cutoff date is January 10, 2025 for Sending Notice of Extra Ordinary General Meeting to the Members And persons whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the RTA/Depositories, as on the cut-off date i.e., Monday, February 3, 2025 only shall be entitled to avail the facility of e-voting at the Extra Ordinary General Meeting.
7. Noting of list of allottees.

Further, we wish to inform you that the Company proposed to seek Members' approval for the said proposal in due course time by way of Extra Ordinary General Meeting General Meeting of the Company, as the case may be.

Please find enclosed as Revised Annexure 'A', information required to be disclosed pursuant to Regulation 30 of SEBI LODR read with Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

The aforesaid Board Meeting commenced at 10:45 A.M. and concluded at 11:15 A.M. Kindly take the above information on record and acknowledge.


Thanking you,
Yours faithfully,

For VRUNDAVAN PLANTATION LIMITED,

MR. UPENDRA TIWARI

Managing Director
(DIN: 09630205)

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ANNEXURE A

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/2023/120 dated July 11, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

PREFERENTIAL ISSUE OF EQUITY SHARES

Sr. No	Particulars	Remarks																																																
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Fully Convertible Warrants (“Warrants”) into Equity Share of face value of Rs. 10/- each on Preferential basis to the promoter group and non-promoter/public category																																																
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 there under.																																																
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Issue of 9,16,872 Equity Convertible Warrants of face value of Rs. 10/- each on Preferential basis to the Promoters group and non-promoter at a price of Rs. 51/- Per Warrant which is not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations if any for an approximately total amount of Rs. 4,67,60,472.00/-.																																																
4.	Additional details to the stock exchange(s):																																																	
a	Names of investors	<table border="1"><thead><tr><th>Sr. no</th><th>Name of Proposed Allottees</th><th>Maximum Number of Equity Shares to be offered (no.)*</th></tr></thead><tbody><tr><td>1.</td><td>Upendra Umashankar Tiwari</td><td>72,072</td></tr><tr><td>2.</td><td>Hevantiben Upendra Tivari</td><td>72,000</td></tr><tr><td>3.</td><td>Vishal Upendra Tiwari</td><td>72,000</td></tr><tr><td>4.</td><td>Shivani Tiwari</td><td>72,000</td></tr><tr><td>5.</td><td>Dinesh Dubey</td><td>28,800</td></tr><tr><td>6.</td><td>Pratikbhai R Pujara</td><td>60,000</td></tr><tr><td>7.</td><td>Anjanaben Jagjivanbhai Goriya</td><td>60,000</td></tr><tr><td>8.</td><td>Vipul S Joshi</td><td>60,000</td></tr><tr><td>9.</td><td>Ramaben Ranchhodbhai Kundariya</td><td>60,000</td></tr><tr><td>10.</td><td>Chaitali Vipulkumar Joshi</td><td>60,000</td></tr><tr><td>11.</td><td>Apurva Rasiklal Patel</td><td>60,000</td></tr><tr><td>12.</td><td>Rameshbhai Shambhubhai Domadiya</td><td>60,000</td></tr><tr><td>13.</td><td>Shailesh Babulal Davara</td><td>60,000</td></tr><tr><td>14.</td><td>Kuldeep Gordhanbhai Ramani</td><td>60,000</td></tr><tr><td>15.</td><td>Rakshit Babulal Menpara HUF</td><td>60,000</td></tr></tbody></table>	Sr. no	Name of Proposed Allottees	Maximum Number of Equity Shares to be offered (no.)*	1.	Upendra Umashankar Tiwari	72,072	2.	Hevantiben Upendra Tivari	72,000	3.	Vishal Upendra Tiwari	72,000	4.	Shivani Tiwari	72,000	5.	Dinesh Dubey	28,800	6.	Pratikbhai R Pujara	60,000	7.	Anjanaben Jagjivanbhai Goriya	60,000	8.	Vipul S Joshi	60,000	9.	Ramaben Ranchhodbhai Kundariya	60,000	10.	Chaitali Vipulkumar Joshi	60,000	11.	Apurva Rasiklal Patel	60,000	12.	Rameshbhai Shambhubhai Domadiya	60,000	13.	Shailesh Babulal Davara	60,000	14.	Kuldeep Gordhanbhai Ramani	60,000	15.	Rakshit Babulal Menpara HUF	60,000
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B	Number of investors	Fifteen (15)																																																

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c	post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Particulars		Pre- Preferential Allotment shareholding		Post – Preferential Allotment shareholding*	
		Sr. No.		No.	%	No.	%
		1.	Upendra Umashankar Tiwari	32,80,728	61.52	33,52,800	53.65
		2.	Hevantiben Upendra Tivari	-	-	72,000	1.15
		3.	Vishal Upendra Tiwari	60,000	1.13	1,32,000	2.11
		4.	Shivani Tiwari	-	-	72,000	1.15
		5.	Dinesh Dubey	-	-	28,800	0.46
		6.	Pratikbhai R Pujara	-	-	60,000	0.96
		7.	Anjanaben Jagiivanbhai Goriya	-	-	60,000	0.96
		8.	Vipul S Joshi	-	-	60,000	0.96
		9.	Ramaben Ranchhodhbhai Kundariya	-	-	60,000	0.96
		10.	Chaitali Vipulkumar Joshi	-	-	60,000	0.96
		11.	Apurva Rasiklal Patel	-	-	60,000	0.96
		12.	Rameshbhai Shambhubhai Domadiya	-	-	60,000	0.96
		13.	Shailesh Babulal Davara	-	-	60,000	0.96
		14.	Kuldeep Gordhanbhai Ramani	-	-	60,000	0.96
		15.	Rakshit Babulal Menpara HUF	-	-	60,000	0.96
		<p>b) The shares will be issued at a price given by Register Valuer. Price is determined in terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018).</p> <p>c) The number of Proposed Investors is same as stated above.</p>					



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d	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Equity Warrants for cash, with a right to apply for and get allotted, within a period of 18 (Eighteen) months from the date of allotment of warrants, in one or more tranches, as the case may be. One Equity Share of face value of Rs.10/- each for each Warrant. Option for conversion is available only upon payment of full price of the Equity Warrants.
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Note: *The Number of shares and the price shall be determine by the Registered Valuer as per the applicable regulations 164 or 165 of the chapter V- preferential issue regulations of SEBI (ICDR)Regulations, 2018.

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