



Power & Instrumentation (Guj.) Limited

AN ISO 9001 : 2008 COMPANY

CIN : L32201G1983PLC006456

Date: 01-08-2024

To, THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED, Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai-400051 Scrip Symbol: PIGL	To, BSE Limited, Floor 25, P. J. Towers Dalal Street, Mumbai - 400 001 Scrip Code: 543912
---	---

Sub: Outcome of Fourth (04/2024-25) Board Meeting

Dear Sir/Madam,

This is to inform you that pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other as applicable, the meeting of the Board of Directors of the Company held on today Thursday, August 01, 2024 at the Registered Office of the Company situated at B-1104 Sankalp Iconic, Opp Vikram Nagar, Iscon Temple Cross Road, S. G. Highway, Ahmedabad-380054, Gujarat, commenced at 05:30 P.M. and concluded at 08:15 P.M. In that meeting following Business were transacted;

1. Considered and approved increase in Authorised Capital from Existing Rs.13,00,00,000/- to Rs.22,00,00,000/- and corresponding amendments to the Clause V of the Memorandum of Association of the Company subject to approval of Shareholders;

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular is enclosed as 'Annexures I'

2. Considered and decided to Issue upto 34,39,000 (Thirty-Four Lakhs Thirty Nine Thousands) Equity Shares of Rs.10/- each at issue price of Rs. 83.75/- each including the Premium of Rs. 73.75/-each, determined under Regulation 166A read with Regulation 164 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to Non-Promoter Group on preferential basis under the terms of SEBI (Issue of Capital & Disclosures Requirement) Regulation, 2018 subject to Shareholders and other necessary approvals;

The requisite details as required in terms of 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, are provided in Annexure II.

3. Considered and decided to Issue 50,96,000 (Fifty Lakhs Ninety Six Thousands) Equity Warrants at Rs. 83.75/- per warrants, determined under Regulation 166A read with Regulation 164 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to Promoter Group and Non-Promoter Group on preferential basis under the terms of SEBI (Issue of Capital & Disclosures Requirement) Regulation, 2018 subject to Shareholders and other necessary approvals;

**Initiative
GroupPower**

Registered Office : B-1104, Sankalp Iconic Tower, Opp. Vikramnagar, Iscon Temple Cross Road, S.G. Highway, Ahmedabad-380058.
T. : +91-79-40051222 / 40031612 / **E-mail :** admin@grouppower.org **Url :** www.grouppower.org

AHMEDABAD ♦ MUMBAI ♦ DELHI ♦ PUNE ♦ GOA ♦ INDORE ♦ KOCHI ♦ RAIPUR



Power & Instrumentation (Guj.) Limited

AN ISO 9001 : 2008 COMPANY

CIN : L32201G1983PLC006456

The requisite details as required in terms of 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, are provided in Annexure III.

4. Decided to call Extra Ordinary General Meeting of the Company on Saturday, August 24, 2024 at 12.30 P.M. at the registered office of the Company and approved the draft notice of Extra Ordinary General Meeting of the Company.
5. Considered and decided to acquire controlling stake in Peaton Electricals Company Limited ("PECL") to make the said Company as subsidiary.
This further acquisition will be based on the valuation of PECL and the consideration will be discharged by the Company in terms of the share purchase agreement to be executed.

The requisite details of acquisition as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 as – "Annexure IV"

Please take the same on your record.

Yours faithfully,

For, POWER AND INSTRUMENTATION (GUJARAT) LIMITED

PADMARAJ PADMNABHAN PILLAI
Managing Director
DIN: 00647590



Registered Office : B-1104, Sankalp Iconic Tower, Opp. Vikarnagar, Iscon Temple Cross Road, S.G. Highway, Ahmedabad-380058.
T. : +91-79-40051222 / 40031612 / **E-mail :** admin@grouppower.org **Url :** www.grouppower.org

AHMEDABAD ♦ MUMBAI ♦ DELHI ♦ PUNE ♦ GOA ♦ INDORE ♦ KOCHI ♦ RAIPUR

DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the Company hereby discloses the material event as provided in the Schedule III of Listing Regulations:

Amendments to Memorandum of Association of the Company, in brief

The Board of Directors of the Company at its Meeting held on **August 01, 2024** subject to approval of the shareholders to be obtained, has resolved to amend "clause V" (Capital Clause) of the Memorandum of Association of the Company.

The Current Authorized Capital of the Company is Rs. 13,00,00,000 (Rupees Thirteen Crore Only) divided into 1,30,00,000 (One Crore Thirty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each. The Company proposes to increase its authorized share capital to Rs. 22,00,00,000 (Rupees Twenty Two Crores Only) divided into 2,20,00,000 (Two Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to facilitate fund raising in future via issuance of equity shares. The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members. Therefore, the proposed Clause V of the Memorandum of Association of the Company after Increase in Authorized Share Capital will be as follows:

"The Authorized Share Capital of the Company is Rs. 22,00,00,000 (Rupees Twenty-Two Crores Only) divided into 2,20,00,000 (Two Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each"

ANNEXURE II**DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015**

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company hereby discloses the material event as provided in the Para A under Part A of Schedule III of Listing Regulations.

Sr. No.	Particular of material event	Details
a.	Type of securities proposed to be issued	Equity Shares of Rs. 10/- each on Preferential basis to Non-promoter group as provided under Annexure A.
b.	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.
c.	Total number of securities proposed to be issued	Upto 34,39,000 Equity Shares at issue price of Rs. 83.75/- including premium of Rs. 73.75/- per equity shares.
d.	Name & Number of Investors	As per Annexure A

Annexure A

Sr. No.	Name of Investor	Category	No. of Shares
1.	Kapil Kumar	Non- Promoter	50000
2.	Vivek Umang Shah	Non- Promoter	25000
3.	Rasesh Hasmukhbhai Parikh	Non- Promoter	7500
4.	Parikh Jayshil Hemang	Non- Promoter	7500
5.	Sejal Hemang Parikh	Non- Promoter	7500
6.	Hemang Hasmukhbhai Parikh	Non- Promoter	7500
7.	Zarna Rasesh Parikh	Non- Promoter	7500
8.	Hasmukhbhai Mohanlal Parikh	Non- Promoter	7500
9.	Parikh Prisha	Non- Promoter	7500
10.	Vilasben Hasmukhbhai Parikh	Non- Promoter	7500
11.	Anuja Subhash Bissa	Non- Promoter	63000
12.	Ripudaman Datta	Non- Promoter	50000
13.	Sanjay Mervyn Sherman	Non- Promoter	29000
14.	Rah Fortune	Non- Promoter	29000
15.	Nikita Berry	Non- Promoter	24000
16.	Neel Thakker	Non- Promoter	24000
17.	Pravin Bhimrao Jadhav	Non- Promoter	24000
18.	Padmakar Jagannath Murodiya	Non- Promoter	24000
19.	Shraddha S Gampawar	Non- Promoter	24000
20.	Chanchal Mehta	Non- Promoter	24000
21.	Govind Rathi Huf	Non- Promoter	19000

22.	Mukesh Saraswat	Non- Promoter	19000
23.	Mahavir Shanti Lal Jain	Non- Promoter	19000
24.	Natasha Nahar	Non- Promoter	19000
25.	Psingh Realty Private Limited	Non- Promoter	19000
26.	Vishnu Priya Bhala	Non- Promoter	19000
27.	Mudit Lakhotia	Non- Promoter	19000
28.	Nivedita	Non- Promoter	19000
29.	Ashokkumar Jain Huf	Non- Promoter	19000
30.	Kavita Shivkant Chavan	Non- Promoter	19000
31.	Manav Hari Raheja	Non- Promoter	19000
32.	Dev Ramesh Bulchandani	Non- Promoter	19000
33.	Murli Shriniwas Lahoti Huf	Non- Promoter	19000
34.	Nilpesh Mahendra Shah	Non- Promoter	18000
35.	Sonal Shah	Non- Promoter	12000
36.	Parinda Pankit Shah	Non- Promoter	12000
37.	Shaili Sudhir Bheda	Non- Promoter	80000
38.	Rupesh Soni	Non- Promoter	150000
39.	Nirali Nileshkumar Shah	Non- Promoter	60000
40.	Maitri Praveen Maru	Non- Promoter	60000
41.	Rakesh Kumar Bansal	Non- Promoter	60000
42.	Avni Tejas Parekh	Non- Promoter	35000
43.	Urvi Pranav Parekh	Non- Promoter	35000
44.	Thakkar Manan Suresh	Non- Promoter	30000
45.	Kamala Charla	Non- Promoter	30000
46.	Abhishek Chhaged Jain	Non- Promoter	24000
47.	Himani Hardik Shah	Non- Promoter	24000
48.	Nishit Praful Gorgri HUF	Non- Promoter	24000
49.	Nitin Chittananda Rao	Non- Promoter	24000
50.	Kaushal Bharat Ruparel	Non- Promoter	24000
51.	Paresh Bhaskar Shah	Non- Promoter	24000
52.	Kunal Dilip Sukhani	Non- Promoter	24000
53.	Babulal R Taori Huf	Non- Promoter	24000
54.	Krutika H Parekh	Non- Promoter	24000
55.	Chetan Kumar	Non- Promoter	24000
56.	Niyati Minesh Sanghvi	Non- Promoter	25000
57.	Dhruvesh Anil Sanghvi	Non- Promoter	61000
58.	Harshil Kantilal Kothari	Non- Promoter	74000
59.	Everlon Financials Ltd	Non- Promoter	24000
60.	Rakesh Chandra	Non- Promoter	24000
61.	Bhagwan Singh	Non- Promoter	24000
62.	Gurvinder Singh	Non- Promoter	24000
63.	Vipul Ashok Sanghavi	Non- Promoter	24000
64.	Vipin Kumar Vindal	Non- Promoter	24000
65.	Rita Rajendra Shah	Non- Promoter	24000
66.	Ritesh Dugar	Non- Promoter	24000
67.	Gaurav Sud	Non- Promoter	24000
68.	Honi Dilip Tanna	Non- Promoter	130000

69.	Hitesh Premchand Shah HUF	Non- Promoter	121000
70.	Vaishali Maulik Shah	Non- Promoter	121000
71.	Muskan Sarin	Non- Promoter	121000
72.	Devki Nandan Sharma	Non- Promoter	121000
73.	Bhavesh Ravindra Sanghvi	Non- Promoter	90000
74.	Dipak S Shah Huf	Non- Promoter	60000
75.	Manish kumar	Non- Promoter	60000
76.	Ashish Anubhai Gopani	Non- Promoter	55000
77.	Siddharth Gautam Teli	Non- Promoter	55000
78.	Tvisha Hardik Shah	Non- Promoter	49000
79.	Hiren Kothari	Non- Promoter	42000
80.	Pramod Koyothi	Non- Promoter	29000
81.	Mayank Bathwal	Non- Promoter	29000
82.	Kapil Vinodrai Vasania	Non- Promoter	29000
83.	Shree Bajarang Power & Ispat Ltd	Non- Promoter	25000
84.	Khushboo Agarawal	Non- Promoter	25000
85.	Seema Dilip Vora	Non- Promoter	100000
86.	Noida Holdings Private Limited	Non- Promoter	20000
87.	Rajiv Mehta	Non- Promoter	20000
88.	Pavnish Kumar	Non- Promoter	20000
89.	Sanskrit Bansal	Non- Promoter	20000
90.	Raghav Arvind Chaudhary	Non- Promoter	27000
91.	Vasanitiben Vinodraj Doshi	Non- Promoter	12000
92.	Sweta Chitrang Merchant	Non- Promoter	35000
93.	Jignesh Rajeshbhai Madhwani	Non- Promoter	29000
94.	Vishal Bhupendra Halvawala	Non- Promoter	29000
95.	Sureshkumar D Parmar	Non- Promoter	12000
96.	Jayeshkumar Pravinchnadra Vankawala	Non- Promoter	29000
97.	Alok Nandkishor Bansal	Non- Promoter	29000

ANNEXURE III**DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015**

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the Company hereby discloses the material event as provided in the Para A under Part A of Schedule III of Listing Regulations.

Sr. No.	Particulars	Details
1.	Types of securities proposed to be Issued	Issue of Equity warrants convertible into 1 (one) Equity Share of Rs. 10/- each on Preferential basis to Promoters and non-promoter group as provided under Annexure B.
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 50,96,000 Warrants at a price of Rs. 83.75/- per Warrant, each convertible into 1 Equity Share of face value of Rs. 10/- each fully paid up including at a premium of Rs. 73.75/- in cash, for an aggregate consideration of up to Rs. 42,67,90,000/- (Rupees Forty Two Crores Sixty Seven Lakhs Ninety Thousand Only).
4.	Issue Price	Rs. 83.75/- (Rupees Eighty-Three point Seventy Five only) [including premium of Rs. 73.75/- (Rupees Seventy-Three point Seventy-Five Only)]
5.	Additional details i. Names of the investors ii. No. of Investors In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	As per Annexure B Up to 13 Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee(s), 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) 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.

ANNEXURE - B

Sr. no.	Names of the Investors/ proposed Allottees	Category (Promoter and Non-promoter)	No. of Share Warrants (Upto)
1.	PADMARAJ P PILLAI HUF	Promoter Group	800000
2.	PADMAVIR HOSPITALITY LLP	Promoter Group	1700000
3.	POWER INFRA-CONS PVT LTD	Promoter Group	1650000
4.	Sureshkumar Bansilal Shah	Non- Promoter	25000
5.	Manjulaben Shah	Non- Promoter	25000
6.	Manisha Vipulkumar Pathak	Non- Promoter	200000
7.	Pulakeshin Pvt Ltd	Non- Promoter	200000
8.	Ishita Yatin Mota	Non- Promoter	90000
9.	Prakaash S shah	Non- Promoter	186000
10.	Ghisulal Kisan Kumar	Non- Promoter	120000
11.	Hardik Atul shah	Non- Promoter	60000
12.	NOIDA HOLDINGS PRIVATE LIMITED	Non- Promoter	20000
13.	RAJIV MEHTA	Non- Promoter	20000

Annexure IV

DISCLOSURE OF MATERIAL EVENT UNDER REGULATION 30(2) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the Company hereby discloses the material event as provided in the Para A under Part A of Schedule III of Listing Regulations.

Sr.no.	Particulars	Details
1.	Name of the Target Entity, details in brief such as size, turnover etc,	M/s. Peaton Electricals Company Limited ("PECL") ("Target Company") Authorized Capital : Rs. 1,50,00,000/- Paid up Capital: Rs. 1,21,43,000/- Turn Over: Rs. 2,56,125.72/- (Rs. In '000) (as on March 31, 2023)
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter /promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	Yes, The Company will acquire the stake from Existing shareholders of the Target Company, who are also the promoter of POWER AND INSTRUMENTATION (GUJARAT) LIMITED. (PIGL) In this transaction, Mr.Padmaraj Padmnabhan Pillai Mrs. Padmavati Pillai and Mrs. Padmavati Pillai shareholders of the target company are holding the position of the Directors in PIGL. The transaction will be done on an arms' length basis based on the Valuations Reports of the SEBI Registered Category I Merchant Banker.
3.	Industry to which the entity being acquired belongs	Manufacturing of Electrical Panel, Compact Sub-station and bus trunking system.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The acquisition is of strategic nature facilitating the PIGL of backward integration of its business with growth in revenue and margin.
5.	Brief details of any governmental or	Not Applicable

	regulatory approval required for the acquisition							
6.	Indicative time period for completion of the acquisition	The acquisition of shares is likely to be completed within 18 months.						
7.	Nature of consideration: Whether cash consideration or Share swap and details the same	Cash consideration based on the valuation report of the SEBI Registered Category I Merchant Banker.						
8.	Cost of acquisition or at the price at which the shares are acquired	Cost of acquisition will be based on the Valuation Report of SEBI Registered Category I Merchant Banker.						
9.	Percentage of shareholding/ control acquired and / or number of share acquired	The Company already holds 15.23% stake of the Target Company and it will further acquire additional stake to increase it's shareholding in the Target Company upto 60% .						
10.	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information [in brief)	<p>Peaton Electricals Company Limited ("Target Company") (CIN :U31403GJ2006PLC049428) is a company registered under the provisions of the Companies Act, 2013 and having its registered office at in the state of Gujarat, India.</p> <p>The Company is engaged in manufacturing pf Power Control Panel and part thereof as well as trading of electrical items.</p> <p>Date of Incorporation: 22/11/2006</p> <p>History of last 3 years turnover: (Rs. in '000)</p> <table border="1"> <thead> <tr> <th>2020-21</th> <th>2021-22</th> <th>2022-23</th> </tr> </thead> <tbody> <tr> <td>2,86,860.76</td> <td>3,73,700.43</td> <td>2,56,125.72</td> </tr> </tbody> </table>	2020-21	2021-22	2022-23	2,86,860.76	3,73,700.43	2,56,125.72
2020-21	2021-22	2022-23						
2,86,860.76	3,73,700.43	2,56,125.72						