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CIN No : L32109MH1995PLC091107

Ref: STL/SEC/2024-25/DT-087

December 22, 2024

To,
The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: **537259**

To,
The Manager,
Listing Department
National Stock Exchange of India Limited
Bandra Kurla Complex, C-1, Block G,
Bandra (East),
Mumbai 400 051

Trading Symbol: **SUYOG**

Dear Sir/Madam,

Sub: Outcome of the meeting of the Board of Directors of Suyog Telematics Limited (“Company”) held on Saturday, December 21, 2024

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Further to our letter dated Tuesday, December 17, 2024, and in accordance with provisions of Regulation 30 read with Schedule III of the SEBI LODR Regulations, we would like to inform you that the board of directors of the Company (“**Board**”) at its meeting held on Saturday, December 21, 2024, has *inter-alia* considered and approved the following matters:

1. Issuance and allotment of the following securities by way of preferential issue on a private placement basis (“Preferential Issue”):

Subject to the approval of shareholders of the Company and such other regulatory/governmental authorities as may be required, the Board has approved to create, offer, issue and allot by way of a Preferential Issue, an aggregate of:

- i. Issuance of up to 533,333 (Five Lakhs Thirty Three Thousand Three Hundred Thirty Three) fully convertible equity warrants (“**Warrants**”) each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹10/- (Rupees Ten only) each against each Warrant at an issue price of ₹1,875/- (Rupees One Thousand Eight Hundred Seventy Five only) (including a premium of ₹1,865/- (Rupees One Thousand Eight Hundred Sixty Five only), not being less than the price as determined in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), to the person belonging to the promoter category, as mentioned in **Annexure A**, on such terms and conditions as may be determined by the Board.



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- ii. Issuance of up to 910,665 (Nine Lakh Ten Thousand Six Hundred Sixty Five) equity shares, at an issue price of ₹1,875/- (Rupees One Thousand Eight Hundred Seventy Five only) (including a premium of ₹1,865/- (Rupees One Thousand Eight Hundred Sixty Five only) per equity share of the face value of ₹10/- (Rupee Ten only) each, not being less than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations to the persons belonging to the non-promoter group category, as mentioned in **Annexure A**, on such terms and conditions as may be determined by the Board.

The information in connection with the issuance of securities pursuant to Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure B**.

2. The Board has fixed the Relevant Date, in terms of provisions of the SEBI ICDR Regulations for determining the floor price for the Preferential Issue i.e., Wednesday, December 18, 2024.
3. An Extraordinary General Meeting of the Shareholders of the Company will be held on Friday, January 17, 2025 for seeking their approval for the said Preferential Issue.
4. The Board has appointed Credit Rating Information Services of India Limited (CRISIL) as the Monitoring Agency for the aforesaid issue.

The meeting of the Board commenced on December 21, 2024 at 08.00 P.M. and concluded on December 22, 2024 at 02:00 A.M.

The Notice of Extra Ordinary General Meeting and other relevant documents shall be submitted in due course.

The disclosures along with the enclosures shall be made available on the website of the Company at www.suyogtelematics.co.in.

Kindly take the same on record of your esteemed Exchange and disseminate it on your website.

Thanking you,

Yours faithfully,

For, Suyog Telematics Limited

Aarti Shukla
Company Secretary & Compliance officer

Encl.: As above.

Annexure – A – Details of Allottees

Sr. No.	Name of the proposed allottees	Category	No. of Warrants of face value ₹10/- each to be offered/ issued/ allotted	No. of equity shares of face value ₹10/- each to be offered/ issued/ allotted	Consideration at ₹1875 per equity share (including premium of ₹1865 per equity share)
1	Suyog Holdings Private Limited	Promoter Group	533,333	N.A.	999,999,375
2	Hemant Ashar	Non-Promoter	N.A.	100,000	187,500,000
3	Capri Global Holdings Private Limited	Non-Promoter	N.A.	80,000	150,000,000
4	Rajiv Shah	Non-Promoter	N.A.	49,600	93,000,000
5	Pranav Shah	Non-Promoter	N.A.	49,600	93,000,000
6	Prem Kumar Bhajanka	Non-Promoter	N.A.	26,666	49,998,750
7	K2J Capital LLC	Non-Promoter	N.A.	16,000	30,000,000
8	Rare Farm Holdings	Non-Promoter	N.A.	16,000	30,000,000
9	Moon Beverages Limited	Non-Promoter	N.A.	16,000	30,000,000
10	Heena Darshan Chauhan	Non-Promoter	N.A.	13,333	24,999,375
11	Dipika Mangesh Chahuan	Non-Promoter	N.A.	13,333	24,999,375
12	Marwadi Chandarana Enterprise LLP	Non-Promoter	N.A.	13,333	24,999,375
13	Urvi H. Shah	Non-Promoter	N.A.	13,333	24,999,375
14	Capital Cartel	Non-Promoter	N.A.	13,333	24,999,375
15	Manhormal Golecha	Non-Promoter	N.A.	10,666	19,998,750
16	Yash Bothra	Non-Promoter	N.A.	10,666	19,998,750
17	Abhay Dhirajlal Fofaria	Non-Promoter	N.A.	10,666	19,998,750
18	Swyom India Alfa Fund	Non-Promoter	N.A.	10,666	19,998,750
19	Hari Exports Private Limited	Non-Promoter	N.A.	10,666	19,998,750
20	Akshay Arora	Non-Promoter	N.A.	10,666	19,998,750
21	Equitree Capital Advisors	Non-Promoter	N.A.	10,666	19,998,750
22	Indersinh Zala	Non-Promoter	N.A.	10,666	19,998,750
23	Manoj Kumar Desai	Non-Promoter	N.A.	10,666	19,998,750
24	Viney Equity Market LLP	Non-Promoter	N.A.	10,666	19,998,750
25	Satwani Holdings LLP	Non-Promoter	N.A.	10,666	19,998,750
26	Pilot Consultants Private Limited	Non-Promoter	N.A.	8,000	15,000,000
27	Anvi Power Investments Private Limited	Non-Promoter	N.A.	8,000	15,000,000
28	Haresh Jivraj Gada	Non-Promoter	N.A.	8,000	15,000,000
29	Atul Hansraj Gosar	Non-Promoter	N.A.	8,000	15,000,000
30	Meet Shah (HUF)	Non-Promoter	N.A.	6,933	12,999,375

Sr. No.	Name of the proposed allottees	Category	No. of Warrants of face value ₹10/- each to be offered/ issued/ allotted	No. of equity shares of face value ₹10/- each to be offered/ issued/ allotted	Consideration at ₹1875 per equity share (including premium of ₹1865 per equity share)
31	Aam Venture Private Limited	Non-Promoter	N.A.	6,666	12,498,750
32	Anuj Premkumar Agarwal	Non-Promoter	N.A.	6,666	12,498,750
33	Rajesh K. Patel	Non-Promoter	N.A.	5,333	9,999,375
34	Ashish Kumar Katiyar	Non-Promoter	N.A.	5,333	9,999,375
35	Indu Sethia	Non-Promoter	N.A.	5,333	9,999,375
36	Ashok Kumar Pansari	Non-Promoter	N.A.	5,333	9,999,375
37	Omlata Chopra	Non-Promoter	N.A.	5,333	9,999,375
38	Pankaj Khanna	Non-Promoter	N.A.	5,333	9,999,375
39	Sacheev Nanda	Non-Promoter	N.A.	5,333	9,999,375
40	Shishir Mehta	Non-Promoter	N.A.	5,333	9,999,375
41	Sandeep Sharma	Non-Promoter	N.A.	5,333	9,999,375
42	Sripal Sethia	Non-Promoter	N.A.	5,333	9,999,375
43	Vipul Mathur	Non-Promoter	N.A.	5,333	9,999,375
44	Priyanka Verma	Non-Promoter	N.A.	5,333	9,999,375
45	Namit Singh Bakshi	Non-Promoter	N.A.	5,333	9,999,375
46	Gurjeev Singh	Non-Promoter	N.A.	5,333	9,999,375
47	Integrity Global Services Private Limited	Non-Promoter	N.A.	5,333	9,999,375
48	Ashutosh Gandhi	Non-Promoter	N.A.	5,333	9,999,375
49	Doshi Vijay Dalichand (HUF)	Non-Promoter	N.A.	5,333	9,999,375
50	Heena Panditpautra	Non-Promoter	N.A.	5,333	9,999,375
51	Satre Infrastructure Pvt Ltd	Non-Promoter	N.A.	5,333	9,999,375
52	Vandana Puneet Kumar	Non-Promoter	N.A.	5,333	9,999,375
53	Devji Varchand	Non-Promoter	N.A.	5,333	9,999,375
54	Trupti Rajesh Jain	Non-Promoter	N.A.	5,333	9,999,375
55	Sneha Ashutosh Gandhi	Non-Promoter	N.A.	5,333	9,999,375
56	Uday Madhukar Joglekar	Non-Promoter	N.A.	5,333	9,999,375
57	Prakash Mahtani	Non-Promoter	N.A.	5,333	9,999,375
58	Anil Shyamdas Pagrani	Non-Promoter	N.A.	5,333	9,999,375
59	Manish Hathiramani	Non-Promoter	N.A.	5,333	9,999,375
60	Huma Saleem Qureshi	Non-Promoter	N.A.	5,333	9,999,375
61	Pooja Tejas Dhabalia	Non-Promoter	N.A.	5,333	9,999,375
62	Abhijith Sathya Prasad	Non-Promoter	N.A.	5,333	9,999,375

Sr. No.	Name of the proposed allottees	Category	No. of Warrants of face value ₹10/- each to be offered/ issued/ allotted	No. of equity shares of face value ₹10/- each to be offered/ issued/ allotted	Consideration at ₹1875 per equity share (including premium of ₹1865 per equity share)
63	Bhagwatiben Patel	Non-Promoter	N.A.	5,333	9,999,375
64	Maa Bhagwati Motors Private Limited	Non-Promoter	N.A.	5,333	9,999,375
65	Meenaben Harishbhai Lakhani	Non-Promoter	N.A.	5,333	9,999,375
66	Vibhuti Jayesh Patel	Non-Promoter	N.A.	5,333	9,999,375
67	Vinay Kumar Mittal	Non-Promoter	N.A.	5,333	9,999,375
68	Vishal Sampat	Non-Promoter	N.A.	5,333	9,999,375
69	Anup Ganeriwal	Non-Promoter	N.A.	5,333	9,999,375
70	Abha Suneet Kabra	Non-Promoter	N.A.	5,333	9,999,375
71	Coppers Rollers Pvt Ltd	Non-Promoter	N.A.	5,333	9,999,375
72	kamal chaudhary	Non-Promoter	N.A.	5,333	9,999,375
73	Mohit Podar HUF	Non-Promoter	N.A.	5,333	9,999,375
74	Opraahfx adtech Private Company	Non-Promoter	N.A.	5,333	9,999,375
75	Supreme polyweave pvt ltd	Non-Promoter	N.A.	5,333	9,999,375
76	Rajovars Capital Private Limited	Non-Promoter	N.A.	5,333	9,999,375
77	Prakash Hathirami	Non-Promoter	N.A.	5,333	9,999,375
78	Shiv Sehgal	Non-Promoter	N.A.	5,333	9,999,375
79	Ativir Securities Private Limited	Non-Promoter	N.A.	5,333	9,999,375
80	Sameer Chugh	Non-Promoter	N.A.	5,333	9,999,375
81	Mridul Exports LLP	Non-Promoter	N.A.	5,333	9,999,375
82	Ravi Gupta	Non-Promoter	N.A.	5,333	9,999,375
83	Trans Global Logistics Private Limited	Non-Promoter	N.A.	5,333	9,999,375
84	Rakesh Bansal Investments	Non-Promoter	N.A.	5,333	9,999,375
85	Nimesh Joshi	Non-Promoter	N.A.	2,700	5,062,500
86	Vapi Chemicals Private Limited	Non-Promoter	N.A.	2,671	5,008,125
87	Akarsh Pratish Mehta	Non-Promoter	N.A.	2,666	4,998,750
88	Mogalur Satya Parsad	Non-Promoter	N.A.	2,666	4,998,750
89	Nanda Kumar	Non-Promoter	N.A.	2,666	4,998,750
90	Ajay chordiya	Non-Promoter	N.A.	2,666	4,998,750
91	Harish Kumar Sharma	Non-Promoter	N.A.	2,666	4,998,750
92	Swetsam Stockholding Private Limited	Non-Promoter	N.A.	2,666	4,998,750
93	Nikunj Shah	Non-Promoter	N.A.	2,666	4,998,750
94	Sammy Welfare Trust	Non-Promoter	N.A.	2,666	4,998,750
95	Vedant Loyalka	Non-Promoter	N.A.	2,666	4,998,750

Sr. No.	Name of the proposed allottees	Category	No. of Warrants of face value ₹10/- each to be offered/ issued/ allotted	No. of equity shares of face value ₹10/- each to be offered/ issued/ allotted	Consideration at ₹1875 per equity share (including premium of ₹1865 per equity share)
96	Madhukar Ramarao	Non-Promoter	N.A.	2,666	4,998,750
97	Kavita Pankaj Aggarwal	Non-Promoter	N.A.	2,666	4,998,750
98	Navin Kumar Gupta	Non-Promoter	N.A.	2,666	4,998,750
99	Vimal Kumar Sathiya HUF	Non-Promoter	N.A.	2,666	4,998,750
100	Jignesh Ashwin Khilani	Non-Promoter	N.A.	1,066	1,998,750
101	Navin Davda	Non-Promoter	N.A.	1,066	1,998,750
102	Altaf A Jiwani	Non-Promoter	N.A.	1,066	1,998,750
	Total		533,333	910,665	2,707,496,250

Annexure - B – Details of Preferential Issue

DISCLOSURE PURSUANT TO PARAGRAPH 2 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI/HO/CFD/PoD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Sr. No.	Particulars	Disclosure
1.	Types of securities proposed to be issued	<p>i. Fully convertible equity warrants (“Warrants”) each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of face value of ₹ 10/- (Rupees Ten Only) each upon the exercise of the option attached to each such Warrant; and</p> <p>ii. Equity shares of face value of ₹10/- (Rupee Ten only) each.</p>
2.	Type of issuance	Preferential issue of the Equity Shares and Warrants in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and provisions of Chapter V of the SEBI ICDR Regulations and other applicable laws.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	<p>i. Up to 533,333 Warrants at an issue price of ₹1,875/- (Rupees One thousand eight hundred seventy five only) per Warrant (including a premium of ₹1,865/- (Rupees One thousand eight hundred sixty five only) (“Per Share Warrant Price”), aggregating up to ₹ 999,999,375/- (Rupees Ninety Nine Crore Ninety Nine Lakhs Ninety Nine Thousands Three Hundred Seventy Five only), of which an amount equivalent to 25% (Twenty-Five per cent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy-Five per cent) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrants; and</p> <p>ii. Up to 910,665 (Nine Lakh Ten Thousand Six Hundred Sixty Five) equity shares of face value ₹10/- (Rupee Ten only) each at an issue price of ₹1,875/- (Rupees Eighteen Hundred and Seventy Five Only) (including a premium of ₹1,865/- (Rupees Eighteen Hundred and Sixty Five Only) per equity share aggregating to ₹1,707,496,875/- (Rupees One Hundred Seventy Crore Seventy Four Lakh Ninety Six Thousand Eight Hundred Seventy Five Only).</p>
4.	Details to be furnished in case of preferential issue	
	a. Name of the investor(s)	Name of the Investors are enclosed herewith at Annexure – A .

Sr. No.	Particulars	Disclosure
	<p>b. Post allotment of securities outcome of the subscription, issue price /allotted price (in case of convertibles), number of investors</p>	<p>Outcome of allotment: Name of the Investors are enclosed herewith at Annexure – A. Further, detail of outcome of allotment will be disclosed at the time of allotment of Securities.</p> <p>Issue Price:</p> <p>i. Warrants at an issue price of ₹1,875/- (Rupees Eighteen Hundred and Seventy Five Only) per Warrant, of which an amount equivalent to 25% (Twenty Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrant.</p> <p>ii. Equity shares at an issue price of ₹1,875/- (Rupees Eighteen Hundred and Seventy Five Only).</p> <p>Number of Investors: There is 1 (one) investor to whom, Warrants are being issued and there are 101 (One Hundred and One) investors to whom, equity shares are being issued.</p>
	<p>In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument</p>	<p>Each of the Warrants is exercisable into one (1) equity share having a face value of ₹10/- (Rupees Ten only) each. The tenor of the Warrants is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.</p>
<p>5.</p>	<p>Any cancellation or termination of proposal for issuance of securities Including reasons thereof</p>	<p>Not applicable</p>

Thanking You,
For, Suyog Telematics Limited

Aarti Shukla
Company Secretary & Compliance officer