

February 06, 2024

To,

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

Sub.: Outcome of the Board Meeting held on February 06, 2024 under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Ref.: Scrip Code - 511431/VAKRANGEE

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. Tuesday, February 06, 2024 has approved the following:

1. Preferential Allotment of Convertible Warrants to Non - Promoter Category

To Issue and Allot upto 4,00,00,000 Convertible Warrants ("Warrants") on a preferential basis 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 may be 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.

2. Preferential Allotment of Convertible Warrants to Promoter Category

To Issue and Allot upto 2,00,00,000 Convertible Warrants ("Warrants") on a preferential basis in accordance with Chapter V of the SEBI ICDR Regulations, as amended, and other applicable laws, at such price as may be 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.

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 at **Annexure I**.

The Board Meeting commenced at 01.00 P.M and concluded at 01.55 P.M.

Kindly acknowledge its receipt.

Thanking you,

Yours faithfully,

For Vakrangee Limited

Sachin Khandekar
Company Secretary
(Mem. No.: A50577)

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.

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) | Upto 4,00,00,000 Warrants each convertible into, or exchangeable into equivalent number of fully paid-up equity share of the Company. | | | | | | | | | | | | | | | | | | |
| 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 | VANDV Trading Private Limited - 4,00,00,000 | | | | | | | | | | | | | | | | | | |
| 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>VandV Trading Private Limited</td> <td>-</td> <td>-</td> <td>40000000</td> <td>40000000</td> <td>3.57</td> </tr> </tbody> </table> <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> | 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 | VandV Trading Private Limited | - | - | 40000000 | 40000000 | 3.57 |
| 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 | VandV Trading Private Limited | - | - | 40000000 | 40000000 | 3.57 | | | | | | | | | | | | | | |
| c) | Issue Price | Issue price will be determined at a later stage in accordance with applicable law. | | | | | | | | | | | | | | | | | | |
| d) | Number of investor | 1 | | | | | | | | | | | | | | | | | | |
| 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> | | | | | | | | | | | | | | | | | | |

B. Issuance of Convertible Warrants - 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) | Upto 2,00,00,000 Warrants each convertible into, or exchangeable into equivalent number of fully paid-up equity share of the Company. | | | | | | | | | | | | | | | | | | |
| 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 | NJD Capital Private Limited - 2,00,00,000 | | | | | | | | | | | | | | | | | | |
| 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>NJD Capital Private Limited</td> <td>131099682</td> <td>12.37</td> <td>20000000</td> <td>151099682</td> <td>13.50</td> </tr> </tbody> </table> <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> | 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 | NJD Capital Private Limited | 131099682 | 12.37 | 20000000 | 151099682 | 13.50 |
| 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 | NJD Capital Private Limited | 131099682 | 12.37 | 20000000 | 151099682 | 13.50 | | | | | | | | | | | | | | |
| c) | Issue Price | Issue price will be determined at a later stage in accordance with applicable law. | | | | | | | | | | | | | | | | | | |
| d) | Number of investor | 1 | | | | | | | | | | | | | | | | | | |
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