



December 23, 2023

To,

**BSE Limited,**  
25<sup>th</sup> Floor, Phiroze  
Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai-400001

**BSE Scrip Code: 530025**

Dear Sir/Madam,

**Subject: Outcome of Board Meeting held today (23.12.2023) - Regulation 30 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

**Ref: Extract of Board Meeting Minutes for Re-classification of Promoters under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

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We refer to our Intimation dated 12<sup>th</sup> December 2023, intimating about the request received for Re-classification of *Ghanshyam Das Sanghi, Ruchita Sanghi, Chetan Sanghi and Nirmala Kawadiya* from 'Promoter Group Category' to 'Public Category'. Further, via this intimation we want to inform to the Exchange regarding the outcome of the Board Meeting held on 23<sup>rd</sup> December, 2023, whereby the Board of Directors have duly approved, subject to the approval of the BSE Ltd, and/or such other approvals, if any, as may be required, the Re-classification request received under Regulation 31A SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations').

Further, in accordance with Regulation 31A (8) (b) of the Listing Regulations, the Extract of the minutes of the meeting of the Board of Directors of the Company approving the request for re-classification as stated above are enclosed herewith.

The meeting commenced at **04:00 P.M.** and concluded at **04:30 P.M.**

Kindly take the above information on records and confirm compliance.

Thanking You  
Yours sincerely  
**For Samyak International Limited**

**Lakhan Dabi**  
**Company Secretary & Compliance Officer**

*Enclosure: A/a*



**EXTRACT FROM THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF SAMYAK INTERNATIONAL LIMITED HELD ON SATURDAY, 23<sup>RD</sup> DECEMBER, 2023 AT N-38 SAKET NAGAR INDORE MP 452001 IN (COMMENCED AT 04:00 PM AND CONCLUDED AT 04:30 PM)**

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TO CONSIDER AND APPROVE THE REQUEST RECEIVED FROM ***GHANSHYAM DAS SANGHI, RUCHITA SANGHI, CHETAN SANGHI AND NIRMALA KAWADIYA*** FOR RE-CLASSIFICATION FROM 'PROMOTER & GROUP CATEGORY' TO 'PUBLIC CATEGORY'.

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The Board was informed that, the ***Ghanshyam Das Sanghi, Ruchita Sanghi, Chetan Sanghi And Nirmala Kawadiya*** ('outgoing promoters') cumulative holding 61,800 equity shares in Samyak International Limited by requested the Company for re-classification of her shareholding from 'Promoter & Promoter Group Category' to 'Public Category'. The Board was also informed about the rationale for such re-classification that the outgoing promoters are no way related to any of the business carried out by the Company and not engaged in the management and day to day business affairs of the Company and also does not have any right either to appoint any Director of the Company or an ability to control the management or policy decisions of the Company in any manner whatsoever including by virtue of their shareholding and that none of the act would influence the decision taken by the Company.

Further the Board also briefed that outgoing promoters had specifically mentioned in their stated request letter that they all satisfying all the conditions specified in sub clause (i) to (vii) of clause (b) of sub regulation 3 of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') and also confirmed that at all times from the date of such re-classification they shall continue to comply with conditions mentioned in sub-clauses (i), (ii) and (iii) of Clause (b) of sub regulation 3 of Regulation 31A and shall also comply with conditions mentioned at sub clause (iv) and (v) of clause (b) of Sub- regulation (3) of Regulation 31A of the Listing Regulations for a period of not less than three years from the date of such re-classification, failing which they shall automatically be re-classified as Promoter/Promoter Group, as applicable.

Accordingly, on the basis of the rationale and the confirmation provided by the outgoing promoters in accordance with provisions of Regulation 31A of the Listing Regulations, the Board was of the view that the abovementioned request for re-classification from 'Promoter Group Category' to 'Public Category' be accepted and approved by the Board of Directors of the Company, which shall be subject to the approval of BSE Limited, and/or such other approval, if any, as may be necessary in this regard.



It was also discussed that Proviso (a) to Regulation 31A (3)(a)(iii), provides for an exemption with respect to seeking approval from the Members in the General Meeting for re-classification from 'Promoter & Promoter Group Category' to 'Public Category' where the promoter(s) seeking re-classification and persons related to the promoter(s) seeking reclassification, together, do not hold more than one per cent (1%) of the total voting rights in the listed entity.

Therefore, in view of the above, the outgoing promoters along with all other persons related to them (i.e., immediate relative), if any, do not hold more than one per cent of the total voting rights in Samyak International Limited, the condition to seek approval of the members in the General Meeting, as laid down in Regulation 31A(3)(a)(iii), can be dispensed with.

*The Board considered the matter and passed the following resolution unanimously: -*

**"RESOLVED THAT** pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations'), and subject to the approval of BSE Limited and/or such other approval, if any, as may be required, the consent of the Board of Directors be and is hereby accorded to approve the re-classification of holding(s) from 'Promoter & Promoter Group Category' to 'Public Category', for the following shareholder:

Sr. No.	Name of promoter seeking re-classification	Category	No. of shares held	Percentage of Equity Share Capital
1.	Ghanshyam Das Sanghi	Promoter Group	20,000	0.32%
2.	Ruchita Sanghi	Promoter Group	20,000	0.32%
3.	Chetan Sanghi	Promoter Group	20,000	0.32%
4.	Nirmala Kawadiya	Promoter Group	1,800	0.03
	<b>Total</b>		<b>61,800</b>	<b>0.99%</b>

**FURTHER RESOLVED THAT** pursuant to the deliberations of the Board of Directors at the Meeting on the reclassification request received and on the basis of analysis of merits of the said request and in view of the provisions of Regulation 31A of Listing Regulations, and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub regulation (3) and compliance of sub-regulation (a) of Regulation 31A of Listing Regulations, the consent of the Board of Directors be and is hereby accorded to the Company to seek approval of BSE Ltd, and/or of any other authority, for reclassification of abovementioned promoter from 'Promoter & Promoter Group Category' to 'Public Category'.



**FURTHER RESOLVED THAT** as the condition specified under the proviso (a) to Regulation 31A(3)(a)(iii) is being satisfied in the instant case, the requirement to seek approval of the members in the general meeting by way of ordinary resolution be dispensed with.

**FURTHER RESOLVED THAT** the application be made by the Company to BSE Limited, and/or to any other authority for their approval, as may be necessary to give effect to this resolution.

**FURTHER RESOLVED THAT** any of the Directors of the Company and Company Secretary of the Company be and are hereby severally authorized to sign applications, papers, documents etc. and to do all such acts, deeds, matters and things as it may, in their absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubt that may arise in order to give effect to the above resolution for and on behalf of the Company."

**For Samyak International Limited**

**Lakhan Dabi**  
**Company Secretary & Compliance Officer**