



MANUFACTURER OF

DRUGS & PHARMACEUTICALS LTD.

**BULK DRUGS &
IMPORTERS OF
SOLVENTS & CHEMICALS**

H.O: 203/4 SAHAKAR BHAVAN, 340/48 N.N STREET, MUMBAI-400009 ☎ : (022) 23455543 Email: corporate@aareydrugs.com
REGD OFF. & FACTORY: E-34 MIDC, TARAPUR, BOISAR, DIST.-THANE ☎ (02525) 271049 Email: info@aareydrugs.com
CIN: L99999MH1990PLC056538

Date:- 10th August, 2023

To,

BSE Limited The Manager, Corporate Service Department P.J. Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 524412	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex, Bandra (E), Mumbai – 400051 NSE Symbol: AAREYDRUGS
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Sub.: Outcome of Board Meeting held on Today i.e. Thursday,10th August, 2023.

Dear Sir / Madam,

Further to our notice dated 07th August, 2023 and in terms of provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform your good office that the Board of Directors of Worth Investment and Trading Co Limited, in their Meeting held today i.e., Thursday, 10th August, 2023 inter alia, considered and approved the following business:

1. Increase of Authorised Share Capital of the Company from Rs. 255000000/- to Rs. 355000000/-:

Increase of Authorised Share Capital of the Company from existing Rs. 255000000/- (Rupees Twenty five Crores Fifty Lakh Only) consisting of 25,50,000 (Twenty five Lakhs Fifty thousand) equity shares of face value Rs. 10/- (Rupees Ten Only) each to Rs. 355000000/- (Rupees Thirty five Crores fifty Lakhs Only) consisting of 25,50,000 equity shares of face value Rs. 10/- (Rupees Ten Only) each, and consequent alteration in Clause V of the Memorandum of Association and Articles of Association of the Company relating to the share capital of the Company, subject to the approval of the Members at the ensuing 33rd Annual General Meeting ("33rd AGM").

2. Issue of 50,00,000 Equity Shares under Preferential Issue:

To issue up to 50,00,000 (Fifty Thousand Only) fully paid-up equity shares of the Company of face value Rs. 10/- (Rupees Ten Only) at a price of relevant date



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pursuant to pricing as will be calculated as on relevant date i.e. 04th August, 2023 to (as listed in **Annexure-I**), (“Proposed Allottees”) who are belonging to promoter group and non-promoter group, the preferential issue which will be in accordance with provisions of Sections 23, 42 and 62(1) (C) of the Companies Act, 2013 as amended, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the Companies (Share Capital and Debentures) Rules, 2014 as amended, Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“the SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI LODR Regulations”) and such other Acts / Rules / Regulations as may be applicable and subject to necessary approval of the Members of the Company at the ensuing 33rd Annual General Meeting and other regulatory authorities, as may be applicable.

Necessary information in respect of issuance of securities as per the SEBI Circular No.: CIR/CFD/CMD/4/2015 dated 09th September, 2015 and the SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2013 read with Regulation 30 - Para A of Part A of Schedule III of the SEBI LODR Regulations, as amended from time to time are annexed herewith as **Annexure-I**.

3. Issuance of 50,00,000 warrants convertible into equity shares of the Company on preferential basis:

To issue up to 50,00,000 (Fifty Lakhs) warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity shares of the Company of face value Rs. 10/- (Rupees Ten Only) (“Warrants”) at a price of as on relevant date to (as listed in **Annexure-II**), (“Proposed Allottees”) who are belonging to promoter group and non-promoter group, the preferential issue which will be in accordance with provisions of section 23, 42 and 62(1) (C) of the Companies Act, 2013 as amended, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, and the Companies (Share Capital and Debentures) Rules, 2014 as amended, Chapter V of the SEBI ICDR Regulations, the SEBI LODR Regulations and such other acts / rules / regulations as may be applicable and subject to necessary approval of the Members of the Company at the ensuing Annual General Meeting and other regulatory authorities, as may be applicable.



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Necessary information in respect of issuance of securities/warrants as per the SEBI Circular No.: CIR/CFD/CMD/4/2015 dated 09th September, 2015 and the SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2013 read with Regulation 30 - Para A of Part A of Schedule III of the SEBI LODR Regulations, as amended from time to time are annexed herewith as **Annexure II**.

4. Convening of 33rd (Thirty Third) Annual General Meeting ("33rd AGM") for the approval of the Members of the Company:

The Board of Directors of the Company have decided to hold 33rd AGM of the Company on Tuesday, 05th September, 2023 by OAVM means and approved the draft notice of the 33rd AGM and matters related thereto to be issued to the Members for convening the 33rd AGM.

5. Appointment of Scrutinizer:

The Board of Directors of the Company has appointed CS Virendra bhatt and his associates, Practicing Company Secretary, (ACS No.: 1157 / COP No.: 124) as a Scrutinizer for the purpose of conducting the e-voting process and voting at the venue of the 33rd AGM of the Company.

The Meeting of the Board of Directors of the Company commenced at 1:00 P.M. and concluded at 02:20 P.M.

We request you to take the above information on record.

Thanking you,

**Yours faithfully,
For Aarey Drugs and Pharmaceuticals Limited**

**Nimit Ghatalia
Director
DIN: 07069841**

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Annexure-I

Disclosure pursuant to the SEBI Circular No.: CIR/CFD/CMD/4/2015 dated 09th September, 2015 and the SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2013 read with Regulation 30 - Para A of Part A of Schedule III of the SEBI LODR Regulations:

Sr. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue basis in accordance with Sections 42, 62 of the Companies Act, 2013 and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable Acts / Rules / Regulations.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 50,00,000 (FiftyThousand Only) fully paid-up equity shares of the Company of face Value Rs. 10/- (Rupees Ten Only) at a price on relevant date
4.	Issue Price	As on relevant date
5.	Names of the investors	As mentioned in Table-A of Annexure-I below.
6.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	As mentioned in Table-A of Annexure-I below.
7.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable



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Table-A of Annexure-I

Sr. No.	Name of the Proposed Allottees	Category	Pre-Pref. Holding		Max. No. of Shares proposed to be issued and allotted	Post-Pref. Holding*	
			Number of Shares	% of Shares		Number of Shares	% of Shares
1	Riddhi Trade Solutions Private Limited	Non Promoter	0	0	50000	50000	0.14
2	Rakesh V Shah Huf	Non Promoter	0	0	100000	100000	0.28
3	Shefali Sameer Bhujbal	Non Promoter	0	0	40000	40000	0.11
4	Chanchal Rakesh Kabra	Non Promoter	0	0	30000	30000	0.08
5	Rextar Plus Services Private Limited	Non Promoter	0	0	50000	50000	0.14
6	Prachi Amit Shah	Non Promoter	0	0	25000	25000	0.07
7	Marygold Health And Education Private Limited	Non Promoter	0	0	50000	50000	0.14
8	Vikas Malu	Non Promoter	0	0	50000	50000	0.14
9	Jigar Arvind Shah	Non Promoter	0	0	50000	50000	0.14
10	Varun Anil Parakh	Non Promoter	0	0	50000	50000	0.14
11	Sagar Dattatraya Meghe	Non Promoter	0	0	50000	50000	0.14
12	Sangeeta Arvind Nighojkar	Non Promoter	0	0	75000	75000	0.21
13	Vedaputi Narasimhan Devadoss	Non Promoter	0	0	50000	50000	0.14
14	Rajan Dental Institute Pvt Ltd	Non Promoter	0	0	50000	50000	0.14
15	Black Hawk Properties Pvt Ltd	Non Promoter	0	0	380000	380000	1.07



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16	Watco Chennai Real Estate Pvt Ltd	Non Promoter	0	0	100000	100000	0.28
17	Vijaykumar B Shah	Non Promoter	0	0	150000	150000	0.42
18	Priti V Shah	Non Promoter	0	0	150000	150000	0.42
19	Sumit Malhotra	Non Promoter	0	0	100750	100750	0.28
20	Trisha Malhotra	Non Promoter	0	0	100800	100800	0.28
21	Karan Monomer Private Limited	Non Promoter	0	0	63630	63630	0.18
22	Manisha Anil Bajaria	Non Promoter	0	0	200000	200000	0.57
23	Viraj Anil Bajaria	Non Promoter	50000	0.19	100000	150000	0.42
24	Chirag Jitendra Bajaria	Non Promoter	50000	0.19	103790	153790	0.43
25	Riya Shah	Non Promoter	0	0	40000	40000	0.11
26	Shlok Shah	Non Promoter	0	0	61000	61000	0.17
27	Jasmine Nanavati	Non Promoter	44680	0.17	50000	94680	0.26
28	Preyash Nanavati	Non Promoter	0	0	153030	153030	0.43
29	Dinesh Matalia	Non Promoter	0	0	76000	76000	0.21
30	Rajesh Pranlal Ghatalia	Promoter	3451	0.01	100000	103451	0.29
31	Bina Rajesh Ghatalia	Promoter	4003584	15.77	251000	4254584	12.02
32	Mihir Rajesh Ghatalia	Promoter	2835888	11.17	100000	2935888	8.3
33	Nimit Rajesh Ghatalia	Promoter	1150000	4.53	100000	1250000	3.53
34	Mira Mihir Ghatalia	Promoter	690000	2.72	250000	940000	2.66
35	Ekta Nimit Ghatalia	Promoter	0	00	250000	250000	0.71
36	Mihir Rajesh Ghatalia (Huf)	Promoter	0	0	150000	150000	0.42
37	Priti Chetan Mehta	Non Promoter	20737	0.08	100000	120737	0.34

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38	Chetan Kiritbhai Mehta	Non Promoter	300000	1.18	50000	350000	0.99
39	Worth Investment & Trading Company Limited	Promoter group	0	0	250000	250000	0.71
40	Enam Organics India Limited	Promoter group	0	0	250000	250000	0.71
41	Suraj Tradelinks Private Limited	Promoter group	2010000	7.92	200000	2210000	6.25
42	Nimit Impex Private Limited	Promoter group	2010000	7.92	200000	2210000	6.25
43	Chirag Hasmukh Zatakia	Non Promoter	0	0	100000	100000	0.28
44	Vishal Hasmukh Zatakia	Non Promoter	0	0	100000	100000	0.28

*The post-issue shareholding as shown above is calculated assuming full subscription and allotment of the equity shares.

**%includes total increase of share capital

Annexure-II

Disclosure pursuant to the SEBI Circular No.: CIR/CFD/CMD/4/2015 dated 09th September, 2015 and the SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2013 read with Regulation 30 - Para A of Part A of Schedule III of the SEBI LODR Regulations:

Sr. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Warrants fully convertible into Equity Shares
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue basis in accordance with Sections 42, 62 of the Companies Act, 2013 and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable Acts / Rules / Regulations.
3.	Total number of securities proposed to be issued or the total	Up to 50,00,000 (Fifty Lakhs) Fully Convertible Warrants ("Warrants/

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	amount for which the securities will be issued (approximately);	Convertible Warrants”) for cash at an issue price as on relevant date with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up Equity Share of face value of Rs. 10/- (Rupees Ten Only) each of the Company (“Equity Shares”) within a period of 18 (Eighteen) months from the date of allotment of the Warrants,
4.	Issue Price	As on relevant date
5.	Names of the investors;	As mentioned in Table-A of Annexure-II below.
6.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	As mentioned in Table-A of Annexure-II below.
7.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Each of the Warrant is exercisable into 1 (One) Equity Share having face value of Rs. 10.00/- (Rupees Ten Only) each. The tenor of the Warrants is 18 (Eighteen) Months from the date of their allotment. The Warrants shall be convertible in one or more tranches.
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable



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Table-A of Annexure-II

Sr. No.	Name of the Proposed Allottees	Category	Pre-Pref. Holding		Max. No. of Shares proposed to be issued and allotted	Post-Pref. Holding*	
			Number of Shares	% of Shares		Number of Shares	% of Shares
1	Rajesh Pranalal Ghatalia	Promoter	3451	0	400000	403451	1.14
2	Bina Rajesh Ghatalia	Promoter	4003584	15.77	400000	4403584	12.44
3	Mihir Rajesh Ghatalia	Promoter	2835888	11.17	400000	3235888	9.14
4	Nimit Rajesh Ghatalia	Promoter	1150000	4.53	400000	1550000	4.38
5	Mira Mihir Ghatalia	Promoter	690000	2.72	400000	1090000	3.08
6	Ekta Nimit Ghatalia	Promoter	0	0	400000	400000	1.13
7	Mihir Rajesh Ghatalia (HUF)	Promoter	0	0	400000	400000	1.13
8	Priti Chetan Mehta	Non Promoter	20737	0.08	200000	220737	0.62
9	Archana Pramod Wani	Non Promoter	0	0	400000	400000	1.13
10	Worth Investment & Trading Company Limited	Promoter group	0	0	400000	400000	1.13
11	Enam Organics India Limited	Promoter group	0	0	400000	400000	1.13
12	Suraj Tradelinks Private Limited	Promoter group	2010000	7.92	400000	2410000	6.81
13	Nimit Impex Private Limited	Promoter group	2010000	7.92	400000	2410000	6.81

**The post-issue shareholding as shown above is calculated assuming full subscription and allotment of the warrants & full conversion of warrants in to Equity shares.*