



G. K. CONSULTANTS LIMITED

PROJECT CONSULTANTS-CONCEPT TO COMMISSIONING
Web: gkconsultantsltd.com, CIN: L74140DL1988PLC034109
302, G. K. HOUSE, 187A, SANT NAGAR, EAST OF KAILASH,
NEW DELHI-110065. INDIA
PHONE : 26489299, 26489431 FAX : 011-26489299
E-mail : ak_gkcl@yahoo.co.in

Date:-18/04/2024

To,
The Manager (Listing Department)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 531758

Sub: Outcome of the Board Meeting held on Thursday, 18th April, 2024

Pursuant to the provisions of Regulation 30 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), this is to inform you that the Board of Directors (“the Board”) of the Company at its Meeting held on Thursday, 18th April, 2024, has inter alia, considered and approved the following:

1) Increase in Authorised Share Capital:

Increase in Authorised Share Capital from Rs. 6,00,00,000/- (Rupees Six Crores) divided into 60,00,000 (Sixty Lacs Only) Equity Shares of Rs.10/- each to Rs. 12,00,00,000/-(Rupees Twelve Crores) divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity Shares of Rs. 10/- and consequent amendment in the Capital Clause of the Memorandum of Association of the Company. The said resolutions are subject to approval by the members of the Company.

2) Issuance of Warrants by way of Preferential Allotment:

In accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI (ICDR) Regulations”) as amended on such terms and condition as may be determined by the Board and subject to approval of shareholders of the Company through extra ordinary general meeting, and other applicable laws following securities are approved to be issued on a preferential basis (“Preferential Issue”):

- Upto maximum of 60,00,000 (Sixty Lacs) warrants, to the persons belonging to non-promoters, each carrying a right to subscribe to 1 (one) equity share against each warrant of face value of Rs. 10 each at a price of Rs 13.25 /- (Rupees Thirteen and Twenty Five Paise Only) per warrant (including a premium of 3.25 per warrant) determined in accordance with the applicable provisions of Chapter V of SEBI (ICDR) Regulation 2018, as amended from time to time aggregating to Rs. 7,95,00,000/- (Rupees Seven Crore Ninety Five Lakhs only).

For arriving at Offer Price, the Board has also considered the Valuation Report given by a Registered Valuer.

In compliance with applicable provisions of Companies Act, 2013 and SEBI (ICDR) Regulations, 2018 and other applicable laws.

The details as required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to issuance of securities is enclosed as Annexure-I to this letter.

3) Approval for issue of Notice of Extra-Ordinary General Meeting

The Board has approved convening of an Extra Ordinary General Meeting of the members of Company on Friday, May 17, 2024 through video conferencing (“VC”) and /Other Audio Visual Means for seeking member’s approval for above stated matters.

The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at www.gkconsultantsltd.com and on the website of the stock exchange(s) i.e. BSE Limited at www.bseindia.com in due course.

4) Fixing of cut-off date

The Company has fixed Friday, 10th May, 2024 as the "**Cut-off-Date**" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting facility. Those shareholders holding shares either in dematerialized form or in physical form, as on the close of business hours on Friday, 10th May, 2024 will be entitled to avail the facility of remote e-voting as well as voting at the EGM.

5) Appointment of scrutinizer

The Board has appointed Mr. Avinash Kumar, Practicing Company Secretary (FCS 21809), Proprietor of M/s. S A B & Company, Company Secretaries as Scrutinizer to scrutinize the voting that will take place through electronic means in a fair and transparent manner, in respect of resolutions as proposed to be passed by the Members at the ensuing Extra Ordinary General Meeting.

6) Acceptance of Resignation

The Board has accepted the resignation of Sh. Anil Kumar Goel (DIN: 01050857), Executive Director of the Company, with effect from close of business hours on 11th April, 2024, who has resigned on account of advance age and health issues.

The details as required under Regulation 30 of Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 are enclosed herewith Annexure-II.

7) Approval of Appointment of Additional Director (Executive Director)

Appointment of Sh. Rajan Gupta (DIN: 00849668) as an Additional Director (Executive Director) of the Company subject to the approval of the shareholder at the ensuing general meeting of the Company.

Further, in accordance with Circular no. LIST/COMP/14/2018-19 June 20, 2018 issued by BSE Limited, Sh. Rajan Gupta (DIN: 00849668) is not debarred from holding the office of director by virtue of any SEBI order or of any other authority.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, and brief profile of Sh. Rajan Gupta (DIN: 00849668) is provided in Annexure- III.

8) Reconstitution of Share Allotment and Transfer Committee

In view of resignation of Sh. Anil Kumar Goel, he ceases to be member of Share Allotment and Transfer Committee. In his place, the Board of Directors has approved to include Mr. Rajan Gupta as member of Share Allotment and Transfer Committee.

The Board meeting commenced at 04:00 P.M. and concluded at 5:50 P.M.

These are also being uploaded on the Company's website at www.gkconsultantsltd.com

You are requested to take the above information on records.

Thanking you,
For **G.K. Consultants Limited**

KHUSHAMBI
COMPANY SECRETARY AND COMPLIANCE OFFICER

Annexure- I

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/ CFD/CMD/4/2015 dated September 9, 2015 are provided below herewith as under:

Sr. No	Particular	Description
1	Type of securities proposed to be issued	Share Warrants carrying a right to subscribe to 1 (one) equity share per warrant, which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants until expiry of 18 (Eighteen) months from the date of allotment of the Warrants.
2	Type of issuance	Preferential issue of warrants in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“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)	Upto maximum of 60,00,000 (Sixty Lacs) equity share warrants, to persons belonging to non-promoter category;
4	Details furnished in case of preferential issue	
I	Name of the investor	As per list attached
ii	Post allotment of securities- outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Not Applicable
iii	Issue Price	Rs. 13.25/- (Rupees Thirteen and Twenty-Five Paise only) per warrant (including a premium of 3.25 per warrant) as per provisions of Regulation 164(1) read with Regulation 166A of SEBI ICDR Regulation.
iv	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Equity share warrants will be converted into equal number of Equity Shares within a period of 18 Months from the Date of Allotment in one or more tranches, as the case may be and on such other terms and conditions as applicable. The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.
5	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

List of investors for Issue Upto maximum of 60,00,000 (Sixty Lacs) warrants, convertible into equal number of equity shares.

S. No.	Name of Proposed Allottees	Maximum number of Category convertible warrants proposed to be allotted	Percentage (%)	Category
1.	Mr. Rajan Gupta	22,50,000	37.5	Non-Promoter
2.	Mr. Saurabh Jain	7,50,000	12.5	Non-Promoter
3.	Mr. Anil Kumar Garg	7,50,000	12.5	Non-Promoter
4.	Mr. Puneet Mehta	5,00,000	8.33	Non-Promoter
5.	Mr. Nitin Sharma	5,00,000	8.33	Non-Promoter
6.	Sh. Dharmendra Kumar Mishra	5,00,000	8.33	Non-Promoter
7.	Ms. Purnima	2,50,000	4.17	Non-Promoter
8.	Mr. Nand Kishor Gupta	2,50,000	4.17	Non-Promoter
9.	Mr. Deepak Kumar Jain	2,50,000	4.17	Non-Promoter
	Total	60,00,000	100	

Annexure- II

Information as required under Regulation 30-Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

S. No.	Particulars	Description
1.	Reason for Change	Resignation of Sh. Anil Kumar Goel (DIN: 01050857) as the Executive Director of the Company, with effect from close of business hours on 11 th April, 2024.
2.	Date of cessation	Close of business hours on 11 th April, 2024
3.	Brief Profile	Not Applicable
4.	Disclosure of relationships between directors	Not Applicable
5.	Information as required under BSE circular LIST/COM/14/2018-19	Not Applicable
Additional Information in case of resignation of an Executive Director - Sh. Anil Kumar Goel		
6.	Letter of Resignation along with detailed reason for resignation	Enclosed herewith
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any	<u>Directorships:</u> 1) G.K. CONSULTANTS LIMITED <u>Committee Membership(s):</u> Share Allotment and Transfer Committee
8.	The Executive Director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Sh. Anil Kumar Goel has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.

ANIL KUMAR GOEL

April 11, 2024

The Board of Directors,
G.K. Consultants Limited
302, G K House,
187A, Sant Nagar, East of Kailash,
New Delhi-110065

Dear Sir/Madam,

Subject: Resignation as an Executive Director of the Company

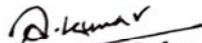
I was appointed as an Executive Director, on the Board of G.K. Consultants Limited (the Company) with effect from **09-08-1995**.

I hereby bring to the kind notice of the Board that due to my advance age and health issues; I hereby tender my resignation as an Executive Director of the Company with effect from close of business hours on April 11, 2024. Consequently, I will also be stepping down as the Member of the Share Allotment and Transfer Committee of the Company.

I hereby confirm that there are no other material reasons for my resignation other than those mentioned above.

I take this opportunity to thank the Board and other Committee members for the support extended to me during my tenure as an Executive Director of the Company. I wish great success to the Company in all its future endeavors.

Regards and Best Wishes,


Anil Kumar Goel
DIN: 01050857

701, Sector A, Vasant Kunj, New Delhi 110 070
email: anilgoel701@gmail.com

Annexure- III

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sr. No	Details of events that needs to be provided	Information of such event (s)
1.	Name	Sh. Rajan Gupta
2.	Designation	Additional Director (Executive Director)
3.	Reason for change viz. appointment	Appointment
4.	Date of Appointment	18 th April 2024
5.	Brief Profile (In case of appointment)	Mr. Rajan Gupta (DIN: 00849668) is MBA Finance from NIBM Chennai & passed out in year 2009. He has more than 14 years experience in the field of financing, real estate related business and also agri-farming. He has been advising number of companies on management and administration matter.
6.	Disclosure of relationship between Directors (In case of appointment)	NIL