

Caprihans India Limited

Head Office

601, ICC Trade Towers,
Senapati Bapat Road,
Pune, Maharashtra 411016 India
Tel +91 20 6749 0100

Email: -cil@caprihansindia.com
Website: www.caprihansindia.com

Bilcare
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October 14, 2024

The Secretary
BSE Ltd
Dept. of Corporate Services,
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai - 400 001.

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on October 14, 2024 – Preferential Issue of Warrants

Ref: Scrip Code No – 509486

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), this is to inform that the Board of Directors ("Board") of the Company at its meeting held today i.e. October 14, 2024, inter-alia, has considered and approved the following:

1. Raising of funds up to Rs. 96.00 Crores by Preferential Issue of Convertible Warrants:

Preferential issue of 48,00,000 (Forty-Eight Lakh Only) convertible warrants at a price of Rs.200/- each, convertible into equal number of fully paid up equity share of the Company of face value of ₹10/- each ("Warrants") at a price of Rs. 200/- (Rupees Two Hundred only) (including a premium of Rs.190 per equity share) each payable in cash, aggregating up to Rs. 96.00 Crores (Rupees Ninety Six Crores only), which may be convertible into equity shares 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 on such terms and conditions as set out herein, subject to applicable laws and regulations, including the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and the Companies Act, 2013 as the Board may determine (the "Preferential Issue") to the Promoter of the Company ("Proposed Allottee") as detailed in Annexure-A and subject to statutory and regulatory approvals, appropriate sanctions and permissions including approval of the Members' of the Company.

Details as required under Regulation 30 of the Listing Regulations read with SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023, with respect to the Preferential Issue is enclosed as **Annexure-A**.

2. Fixing the date of the EGM and approving the notice along with the Explanatory Statement for the Preferential Issue.

The Company will be seeking approval of the shareholders for the Preferential Issue by convening an Extra-Ordinary General Meeting (EOGM) in accordance with the applicable provisions/circulars issued by Ministry of Corporate Affairs from time to time.

Notice of the EOGM will be sent only through electronic mode to those members whose e-mail address is registered with Depository Participants / Company / Link Intime Services Limited (Registrar & Transfer Agent). The notice will also be available on the Company's website at Caprihansindia.com, and on the websites of BSE Limited at www.bseindia.com.

3. Appointment of Mr. Umesh P. Maskeri, Practicing Company Secretary, as a Scrutinizer for the purpose of scrutinizing the E-voting process in a fair and transparent manner.

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CIN - L29150PN1946PLC232362

Intlaw



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Further, in continuation to our intimation dated September 30, 2024, the Trading Window for trading/dealing in the shares of the Company or trading in the Securities of the Company will remain closed till Forty-Eight (48) hours after the declaration of Un-Audited Financial Results of the Company for the quarter and half year ended September 30, 2024, in accordance with the Company's 'Code of Conduct to Regulate, Monitor, and Report Trading by Insiders of the Company.

The Board meeting commenced at 5.00 PM and concluded at 07.45 PM. This is for your information and records.

Thanking you,

Yours faithfully,

For Caprihans India Limited

A handwritten signature in blue ink, appearing to read "Pritam Paul".

Pritam Paul
CFO & Company Secretary



Encl: as above

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Annexure A

Sr. No.	Particulars	Details																								
1	Type of securities proposed to be Issued (viz. equity shares, convertibles etc.)	Convertible Warrants ("Warrants")																								
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue																								
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	48,00,000 (Forty Eight Lakh Only) Convertible Warrants at an issue price of ₹200/- (Rupees Two Hundred only) per warrant to Promoter for an amount aggregating upto Rs.96 Crores.																								
4	Name of Investors	Bilcare Limited, Promoter – 48,00,000 Warrants																								
5	Issue Price	Rs. 200 per warrant																								
6.	Post allotment of securities -outcome of the subscription.	<table border="1"> <thead> <tr> <th rowspan="2">Category</th> <th colspan="2">Pre preferential issue</th> <th colspan="2">Post preferential issue*</th> </tr> <tr> <th>No. of Shares</th> <th>%</th> <th>No. of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Promoters and Promoter Group (A)</td> <td>66,98,325</td> <td>51.00</td> <td>1,14,98,325</td> <td>64.11</td> </tr> <tr> <td>Public (B)</td> <td>64,35,646</td> <td>49.00</td> <td>64,35,646</td> <td>35.89</td> </tr> <tr> <td>Total (A) + (B)</td> <td>1,31,33,971</td> <td>100.00</td> <td>1,79,33,971</td> <td>100.00</td> </tr> </tbody> </table> <p><i>*Assuming full conversion of 48,00,000 Warrants proposed to be issued and allotted to Proposed Allottees in to 48,00,000 equity shares of the Company.</i></p>	Category	Pre preferential issue		Post preferential issue*		No. of Shares	%	No. of Shares	%	Promoters and Promoter Group (A)	66,98,325	51.00	1,14,98,325	64.11	Public (B)	64,35,646	49.00	64,35,646	35.89	Total (A) + (B)	1,31,33,971	100.00	1,79,33,971	100.00
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7.	Intimation on conversion of securities or on lapse of the tenure of the instrument	The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment. Each Warrant shall be converted into one equity share of the face value of Rs.10 each at a price of Rs.200 per share including a share premium of Rs.190 per share within a period of 18 months from the date of allotment of such warrants in one or more tranches. In the event that a Warrant holder does not exercise the Warrants within the aforesaid period, the unexercised Warrants shall lapse and the amount paid by that Warrant holder on such Warrants shall stand forfeited by the Company.																								
8.	Nature of Consideration	Cash																								
9.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable																								

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