

Ref.: BIL/SE/2024-25/62

Date: 19th March, 2025

BHARTIYA
FASHION

The Vice-President, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. – C/1, G Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400051 Fax – 022-26598237/38	The General Manager, Listing Department, BSE Limited, Floor -25, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai- 400001 Fax – 022-22722037/39/41/61 Scrip Code: 526666
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CIN L74899TN1987PLC111744

SUB.: OUTCOME OF MANAGEMENT COMMITTEE MEETING OF THE BOARD OF DIRECTOR OF THE COMPANY HELD ON WEDNESDAY, 19TH MARCH, 2025 - "CONVERSION OF 7,75,000 WARRANTS OUT OF 12,01,000 WARRANTS INTO EQUAL NUMBER OF EQUITY SHARES OF THE COMPANY"

www.bhartiya.com

Dear Sir/Ma'am,

In terms of Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015, we wish to inform you that the Management Committee of the Board of Directors of the Company in their meeting held on today i.e. Wednesday, 19th March, 2025 at Discovery Centre, Bhartiya City, Bangalore, Karnataka 560064, has considered and approved the allotment of 7,75,000 fully paid-up equity shares of face value of Rs. 10/- each, pursuant to conversion of 7,75,000 fully convertible warrants out of 12,01,000 warrants into said equal number of equity shares at an issue price of Rs. 430/- (including a premium of Rs. 420/- each), to the following allottee under the the "Promoter & Promoter Group" Category", on preferential basis, upon receipt of balance amount aggregating to Rs. 24,99,37,500/- (Rupees Twenty-Four Crores Ninety-Nine Lakhs Thirty-Seven Thousand and Five Hundred Only) at the rate of Rs. 322.50/- (Rupees Three Hundred Twenty-Two Rupees and Fifty Paise Only) per warrant (being 75% of the issue price per warrant) from the allottee pursuant to the exercise of their rights of conversion into equity shares in accordance with the provisions of SEBI (ICDR) Regulations, 2018:

S. No	Name of Allottees	No. of warrants allotted	No. of warrants applied for conversion	No. of equity shares allotted	Amount received being 75% of the issue price per warrant	No. of warrants pending for conversion
1	Urbanac Projects Private Limited	12,01,000	7,75,000	7,75,000	24,99,37,500	4,26,000
	Total	12,01,000	7,75,000	7,75,000	24,99,37,500	4,26,000

Pursuant to members approval, these warrants were allotted, in terms of SEBI (ICDR) Regulations, 2018 to the "Promoter & Promoter Group" Category", on preferential basis, at an Issue Price of Rs. 430/- (Rupees Four Hundred and Thirty Only) per warrant on payment of Rs. 107.50/- (Rupees One Hundred Seven and Fifty Paise only) per warrant, being 25% of the Issue Price, entitling the warrants holders to get their warrants converted into equal number of Equity Shares of the Company by paying remaining 75% i.e., Rs. 322.50/- within 18 months from the date of warrant allotment.

Consequent to today's conversation of warrants/allotment of Equity Shares, the issued and paid-up capital of the Company stands increased to Rs. 12,98,44,110/-consisting of 1,29,84,411 equity shares of Re. 10/- each. The new equity shares so allotted, shall rank *pari-passu* with the existing equity shares of the Company.

It may be pleased note that 4,26,000 total warrants are outstanding for conversion and warrant holder is entitled to get its warrants converted into equal number of Equity Shares of the Company by paying remaining 75% i.e., Rs. 322.50/- per warrant within 18 months from the date of warrant allotment.

Disclosure under Regulation 30 of SEBI Listing Regulations read with SEBI circular **SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024** is enclosed as **Annexure I** to this letter.

The Management Committee Meeting commenced at 10:30 hour and concluded at 12:00 hour.

You are requested to take the information on record and oblige.

Thanking you,

Yours Sincerely,

For Bhartiya International Limited

Yogesh Kumar Gautam
(Company Secretary cum Compliance Officer)

Encl.: a/a

Annexure-I

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 November 11, 2024 are as under:

BHARTIYA INTERNATIONAL
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S. No.	Particulars	Disclosures																
1	Type of securities proposed to be Issued	Equity Shares pursuant to conversion of warrants.																
2	Type of issuance	Preferential Allotment																
3	Total number of securities proposed to be issued or total amount for which the securities will be issued	Allotment of 7,75,000 Equity Shares at an issue price of Rs. 430/- (including a premium of Rs. 420/- each), upon conversion for equal number of Warrants allotted at an issue price of Rs. 430/- each upon receipt of balance amount at the rate of Rs. 322.50/- per warrant (being 75% of the issue price per warrant) aggregating to Rs. 24,99,37,500/-.																
Additional information in case of preferential issue:																		
4	Name of the Investor(s)	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">S. No.</th> <th style="width: 55%;">Name of Allottee</th> <th style="width: 40%;">Category</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Urbanac Projects Private Limited</td> <td>Promoter & Promoter Group</td> </tr> </tbody> </table>	S. No.	Name of Allottee	Category	1.	Urbanac Projects Private Limited	Promoter & Promoter Group										
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1.	Urbanac Projects Private Limited	Promoter & Promoter Group																
5	<p>Post allotment of securities - outcome of the subscription,</p> <p>Issue price / allotted price (in case of convertibles), number of investors</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="2" style="width: 35%;">Name of the Allottee(s)</th> <th colspan="2" style="width: 15%;">Pre- Issue Equity holding</th> <th rowspan="2" style="width: 15%;">No. of Shares allotted upon conversion of warrant</th> <th colspan="2" style="width: 25%;">Post issue Equity Holding after exercise of Warrants</th> </tr> <tr> <th style="width: 10%;">No. of shares</th> <th style="width: 5%;">%</th> <th style="width: 10%;">No. of shares</th> <th style="width: 5%;">%</th> </tr> </thead> <tbody> <tr> <td>Urbanac Projects Private Limited</td> <td style="text-align: center;">0</td> <td style="text-align: center;">0</td> <td style="text-align: center;">7,75,000</td> <td style="text-align: center;">7,75,000</td> <td style="text-align: center;">5.97</td> </tr> </tbody> </table> <p>Warrants had been allotted on June 14, 2024 carrying a right to subscribe to 1 Equity Share per warrant on receipt of amount at the rate of Rs. 107.50/- per warrant (being 25% of the issue price per warrant). -</p> <p>Now, 7,75,000 Equity Shares have been allotted on receipt of balance amount at the rate of Rs. 322.50/- per warrant (being 75% of the issue price per warrant)</p>	Name of the Allottee(s)	Pre- Issue Equity holding		No. of Shares allotted upon conversion of warrant	Post issue Equity Holding after exercise of Warrants		No. of shares	%	No. of shares	%	Urbanac Projects Private Limited	0	0	7,75,000	7,75,000	5.97
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	No. of shares	%	No. of shares		%													
Urbanac Projects Private Limited	0	0	7,75,000	7,75,000	5.97													
6	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Exercise of 7,75,000 warrants into 7,75,000 fully paid-up Equity Shares of Rs.10/-each.																