



November 02, 2022

M/s. BSE Limited  
Phiroze Jeejeebhoy Towers,  
25th Floor, Dalal Street,  
Mumbai – 400001  
Scrip Code: 531673

Dear Sir,

Sub: Outcome of Board Meeting

Ref: Our earlier intimation on October 28, 2022.

We would like to inform you that a meeting of the Board of Directors of the company was held on November 02, 2022 to review the operations of the Company and other general corporate matters which included the following:

1. Approval for increase in authorised share capital of the company from the present Rs 12,00,00,000/- (Rupees Twelve Crores) divided into 1,20,00,000 ( One Crore Twenty Lakhs) equity shares of the face value of Rs.10/- (Rupees ten) each to Rs 24,00,00,000/- ( Rupees Twenty Four crores) divided into 2,40,00,000 (Rupees Two Crore Forty Lakhs) equity shares of the face value of Rs.10/- (Rupees ten) each and that and that Clause V of the Memorandum of Association be altered accordingly.
2. To Issue up to 1,64,26, 218 Equity Warrants to members of the Promoter Group and certain identified investors being Non-Promoters, on a preferential basis in accordance with Chapter V of the SEBI ICDR Regulations and other applicable laws, at a price of Rs. 12/- per Warrant. 25% of the total consideration of the Warrants shall be payable at the time of application and the balance would be payable at the time of conversion of the Warrants into Equity Shares. Each Warrant is convertible into 1 Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be, subject to it being in compliance with the minimum price calculated in accordance with Regulation 164 of Chapter V for Preferential Issue under SEBI ICDR Regulations and subject to the approval of regulatory/ statutory authorities and the shareholders of the Company.
3. Approve the appointment of Mr Tarun Jain as an Additional Director, subject to approval of the shareholders.
4. The Board, in the aforesaid connection, approved the issue of Notice for convening an Extra Ordinary General Meeting ("EGM") of the shareholders of the Company to be held on Thursday, December 01, 2022, at 4.30 PM through video conferencing or other audio-visual means, to seek necessary approval of the shareholders for the above items.



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ANNEXURE - I

Particulars of Securities	Details of Securities
Type of securities proposed to be issued	Convertible Warrants of face value of Rs.12/- each
Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	1,64,26,218 Equity Warrants at a price of Rs.12/- each convertible into Equity Shares at a price of Rs.12/- each (including a premium of Rs.2/- per share) aggregating to Rs. 19,71,14,616 (Rupees Nineteen Crores Seventy-One Lacs Fourteen Thousand Six Hundred and Sixteen Only)
Names of the investors	Enclosed as Annexure II
Post allotment of securities: outcome of the subscription	<p>25% of the total consideration of the Warrants shall be payable at the time of application and the balance would be payable at the time of conversion of the Warrants into Equity Shares.</p> <p>Each Warrant is convertible into 1 Equity Share and the conversion can be exercised at any time 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.</p>
Issue Price	The Equity Warrants will be issued at a price of Rs.12/- (Price as determined in compliance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.





The Information required to be submitted pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is annexed herewith as Annexure -I.

The Meeting commenced at 5.30 PM and concluded at 6.45 PM

Yours faithfully

A handwritten signature in blue ink, appearing to read "R. Trikha", is written over a circular blue stamp.



**RAMAN RAKESH TRIKHA**

**DIN NO. 00383578**

**DIRECTOR**





Annexure II

Sr.No	Name of the Investor	Category	Number of Equity Warrants	Value of the Warrants in INR
1	Raman Trikha	Promoter	20,72,686	24872232
2	Sulakshana Trikha	Promoter	23,64,000	28368000
3	Raman Trikha Entertainment Private Limited	Promoter	32,85,600	39427200
4	Tarun Jain	Non-Promoter	22,70,000	27240000
5	Shefali Jain	Non-Promoter	10,89,600	13075200
6	Hanif Amir Manjee	Non-Promoter	4,49,460	5393520
7	Saira Hanif Manjee	Non-Promoter	4,49,460	5393520
8	Zeeshan Hanif Manjee	Non-Promoter	8,98,920	10787040
9	Zainab Amir Hajeebhai Manjee	Non-Promoter	8,98,920	10787040
10	Anuj Dutt	Non-Promoter	4,40,380	5284560
11	Alok Gupta	Non-Promoter	4,40,380	5284560
12	Manish Bansal	Non-Promoter	4,40,380	5284560
13	J P Jhunjhunwala	Non-Promoter	7,02,182	8426184
14	Sanktha Prasad Pathak	Non-Promoter	6,24,250	7491000
	<b>Total</b>		<b>1,64,26,218</b>	<b>19,71,14,616</b>

