

SUDITI INDUSTRIES LTD.



Admin office: C-3/B, M.I.D.C., T.T.C. Industrial Area, Pawne Village, Turbhe, Navi Mumbai – 400 705
Tel. No: 67368600/10, web site: www.suditi.in E-mail: cs@suditi.in CIN: L19101MH1991PLC063245
Regd.Office: C-253/254, MIDC, TTC INDL.AREA, PAWNE VILLAGE, TURBHE, NAVI MUMBAI – 400 705.

Date: 23rd June 2025

To,
The Secretary,
(Listing Department)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, 21st Floor, Fort,
Mumbai - 400 001

Subject: Outcome of the Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Suditi Industries Ltd. (Script Code 521113)

Dear Sir,

The Board of Directors of the Company, in their meeting held today, inter alia considered and approved the following;

1. Board's Report, Corporate Governance Report and Management Discussion and Analysis Report and its Annexure for the Financial Year Ended March 31, 2025;
2. Draft notice of Annual General Meeting and Annual report of the Company for the Financial Year Ended March 31, 2025;
3. The appointment of M/s. Shambhu Gupta & Co, Chartered Accountants (FRN: 007234C) as the Internal Auditor of the Company for the financial year 2025-26 which is approved and recommended by the Audit Committee. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 are enclosed herewith as Annexure A;
4. Recommended Special Resolution for appointment (regularization) of Mr. Manish Harishchandra Singh (DIN: 10729798) as Director (Non-Executive Non-Independent) of the Company pursuant to applicable provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is enclosed herewith as Annexure B;
5. The appointment of M/s. Amita Karia, Practicing Company Secretaries (Membership No.: F16962) as the Secretarial Auditor of the Company for a term of five (5) consecutive years from FY 2025-26 till FY 2029-30, subject to the approval of shareholders at the ensuing AGM. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is enclosed herewith as Annexure C.

6. Raising of funds through issue and allotment of up to 15,74,182 (Fifteen Lakhs Seventy Four Thousand One Hundred Eighty Two) Equity Shares of the Face Value of Rs. 10/- (Rupees Ten Only) each to certain Non-Promoter Investors (as per "Annexure D") on preferential basis in terms of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") at Issue Price of Rs. 57.05/- (Rupees Fifty-Seven and Five paisa Only) including premium of Rs. 47.05/- (Rupees Forty-Seven and Five paisa Only) per Share (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with Regulation 164 of the ICDR Regulations aggregating up to maximum amount of Rs. 8,98,07,083.10/- (Rupees Eight Crores Ninety Eight Lakhs Seven Thousand Eighty Three and Ten Paise Only), subject to the approval of regulatory/ statutory authorities and the Members of the Company at ensuing Annual General Meeting.

The information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure- E** to this letter.

7. The Board of Directors have appointed M/s Mitesh Shah & Associates, Practicing Company Secretaries, as the Scrutinizer for scrutinizing the E-Voting process for the 34th Annual General Meeting of the Company as per the provisions of Companies Act, 2013 and other applicable provisions, if any, and rules made there under
8. Notice of Annual General Meeting ("**AGM**") of the Company to be held on **Wednesday, July 16, 2025**, through VC/OAVM, to seek necessary approval of the members of the Company for the aforesaid Preferential Issues. The Board of Directors has approved the draft notice of the AGM and matters related thereto. The notice of the said AGM 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 <https://suditi.in/> and on the website of the stock exchange(s) i.e. BSE Limited at www.bseindia.com in due course.

The Company has fixed July 09, 2025 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting. Those shareholders holding shares, as on the close of business hours on July 09, 2025 will be entitled to avail the facility of remote e-voting as well as voting at the AGM.

The meeting Commenced at 05.30 P.M. and concluded on 07.15 P.M.

Kindly acknowledge the receipt and oblige.

For Suditi Industries Limited

Pawan Agarwal
Director
DIN: 00808731

Encl: as above

ANNEXURE - A

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Brief Profile of Internal Auditor, M/s. Shambhu Gupta & Co.

Name of the Internal Auditor	M/s. Shambhu Gupta & Co.
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
Date of Appointment/Re-appointment/cessation (as applicable) & Term of Appointment/Re-appointment	23/06/2025 The Board of Directors have approved the appointment of M/s <u>Shambhu Gupta & Co.</u> , for a term of one year i.e. for Financial year 2025-26.
Brief Profile	Shambhu Gupta & Co. was established in 1990 and currently employs approximately 120 professionals and employees from varied disciplines. The firm is accredited by several commercial and industrial institutions as management consultants and its partners are members of the Institute of Chartered Accountants(ICAI).
Disclosure of relationships between directors (in case of appointment of a director) Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19	None to disclose -

ANNEXURE - B

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Brief Profile of Mr. Manish Harishchandra Singh, Non Executive Independent Director

Name of the Director	<u>Mr. Manish Harishchandra Singh</u>
Reason for change viz. appointment, resignation, removal, death or otherwise	Regularisation
Date of Appointment/Re-appointment/cessation (as applicable) & Term of Appointment/Re-appointment	Regularisation of Director (Non-Executive) of the Company w.e.f. June 23, 2025 for a period of 5 (Five) years, subject to the approval of shareholders
Brief Profile	Mr. Manish Harishchandra Singh, aged 31 years, is Currently working in AQM Technologies Private Limited as Tax Consultant. He has completed Bachelors of Commerce from University of Mumbai, in the year 2013. He has also completed Master of Commerce from University of Mumbai in the year 2015. He has passed the professional competence examination conducted by The Institute of Company Secretary of India in 2018. and has also completed Bachelor of Law from Vivekanand Education Society Law College in the year 2020. He is an Associate member of the Institute of Chartered Accountant of India. He has more than 7 years of experience in the Taxation,Audit & Finance. He has previously worked with Capsave Finance Private Limited as Assistant Manager.
Disclosure of relationships between directors (in case of appointment of a director) Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19	None He is not debarred from holding the office of Director by virtue of any SEBI Order or any other such Authority

ANNEXURE - C

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Brief Profile of Secretarial Auditor, Ms. Amita Karia

Name of the Secretarial Auditor	Amita Karia, Practising Company Secretary
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
Date of Appointment/ Re-appointment/cessation (as applicable) & Term of Appointment/ Re-appointment	23-06-2025
Brief Profile	The Board of Directors, have approved the appointment of Ms. Amita Karia (Practicing Company Secretaries) as the Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 to FY 2029-30, subject to approval of the Shareholders at the ensuing AGM
Disclosure of relationships between directors (in case of appointment of a director) Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19	None to disclose -

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ANNEXURE D

Sr. No.	Names of the Investors/ Proposed Allottees	Category (Promoter and Non-Promoter)	No. of Equity Shares Up to)	Outcome of the subscription/ Investment amount (INR) (Approx.)	Issue price/allotted price (in case of convertibles) (INR)
1	ANG Corporate Services Private Limited	Non- Promoter	3,50,570	2,00,00,018.50	57.05
2	Parikshit Kabra	Non- Promoter	26,292	14,99,958.60	57.05
3	Aliya Bhabha	Non- Promoter	87,643	50,00,033.15	57.05
4	Ayesha Bhabha	Non- Promoter	87,643	50,00,033.15	57.05
5	Kavita Handa	Non- Promoter	87,643	50,00,033.15	57.05
6	Masada Lake Enterprises LLP	Non- Promoter	1,75,285	1,00,00,009.30	57.05
7	Kamlesh Lalit Ratadia	Non- Promoter	43,821	24,99,988.05	57.05
8	Sanjay Thakur HUF	Non- Promoter	3,50,000	1,99,67,500.00	57.05
9	Rajesh Palviya	Non- Promoter	90,000	51,34,500.00	57.05
10	Neha Purohit	Non- Promoter	1,00,000	57,05,000.00	57.05
11	Sushant Goel	Non- Promoter	1,75,285	1,00,00,009.30	57.05
	Total		15,74,182	8,98,07,083.10	

ANNEXURE E

Pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Types of securities proposed to be Issued	Issue of up to 15,74,182 (Fifteen Lakhs Seventy Four Thousand One Hundred Eighty Two) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid up on Preferential basis to certain Non-Promoter Investors.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue of Equity Shares in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made thereunder.
3.	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	Issue of up to 15,74,182 (Fifteen Lakhs Seventy Four Thousand One Hundred Eighty Two) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid up, for cash, to be issued at a price of Rs. 57.05/- (Rupees Fifty Seven and Five paise Only) including premium of Rs. 47.05/- (Rupees Forty Seven and Five paise Only) each per Equity Share ("Issue Price") aggregating to an amount not exceeding Rs. 8,98,07,083.10/- (Rupees Eight Crores Ninety Eight Lakhs Seven Thousand Eighty Three and Ten paise Only)
4.	Issue Price	Rs. 57.05/- (Rupees Fifty Seven and Five paise Only) including premium of Rs. 47.05/- (Rupees Forty Seven and Five paise Only)
5.	Additional details Names of the investors No. of Investors In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	As per Annexure D Up to 11 Not Applicable