

**Date:** December 12, 2024

To,

**Listing Compliance Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex  
Bandra East, Mumbai – 400051

Dear Sir/Madam,

**Sub.: Outcome of Board meeting held today i.e. Thursday, 12<sup>th</sup> December, 2024**

**Ref: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015**

**REF: TRADING SYMBOL: APS; ISIN: INE0P0001010**

In reference to captioned subject, we hereby inform you that the Board of Directors of the Company, at their Board Meeting held today, i.e. **Thursday, 12<sup>th</sup> December, 2024** through Video Conferencing (“VC”) other Audio-Visual Means (“OAVM”), inter-alia, has considered and approved the following business:

1. Increase in Authorized Share Capital of the Company from ₹ 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of ₹ 10/- each to ₹ 22,00,00,000 (Rupees Twenty-Two Crore only) divided into 2,20,00,000 (Two Crore Twenty Lakh) Equity Shares of ₹ 10/- each along with Alteration of Clause V of the Memorandum of Association as under, subject to the approval by the members of the Company

*“V. The Authorized Share Capital of the Company is ₹ 22,00,00,000 (Rupees Twenty-Two Crore only) divided into 2,20,00,000 (Two Crore Twenty Lakh) equity shares of ₹ 10/- (Rupees Ten Only).*

2. Issue of up to 3,83,500 (Three Lakh Eighty Three Thousand five Hundred ) Equity Shares of ₹ 10 each of the Company at an issue price of ₹ 527/- (Rupees Five Hundred Twenty Seven) including a premium of ₹ 517/- (Rupees Five Hundred Seventeen), not being less than the price as determined in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), to the Non-Promoter shareholders of the Company on preferential basis on such terms and conditions as may be determined by the Board and subject to the approval by members of the Company.

*Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue is enclosed as Annexure A.*

3. Issue of up to 94,750 (Ninety Four Thousand Seven Hundred Fifty) Fully Convertible Warrants (“Warrants”) each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹ 10/- (Rupees Ten only) each against each Warrant at an issue price of ₹ 527/- (Rupees Five Hundred Twenty Seven) including a premium of ₹ 517/- (Rupees Five Hundred Seventeen), not being less than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations on preferential basis to the Promoter shareholder of the Company on such terms and conditions as may be determined by the Board and subject to the approval of members of the Company.

*Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue is enclosed as Annexure A.*

4. Convening an Extra-ordinary General Meeting of the Company on Thursday, the 09<sup>th</sup> day of January, 2025 at 11:00 a.m. through Video Conferencing (“VC”) other Audio-Visual Means (“OAVM”) to seek necessary approval of the members, for all the above proposals.
5. The Board has appointed, Dharati Patel & Associates, Practicing Company Secretaries, (Membership No. FCS-12801 and COP No. 19303), as Scrutinizer for E-voting and voting at venue in respect of Extra-Ordinary General Meeting of the Company.
6. Acquisition of substantial stake in Aplus Solar Cell Private Limited (CIN: U27201GJ2024PTC154096) and thereby making it a Subsidiary Company.  
*Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Acquisition of Shares is enclosed as Annexure B.*
7. Incorporation of Wholly Owned Subsidiary of the Company.  
*Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Incorporation of Wholly owned Subsidiary is enclosed as Annexure C.*

The meeting of Board of Directors of the Company commenced at 11:00 A.M. and concluded at 11:20 A.M.

Kindly take the same on your record.

Thanking You

Yours faithfully,

**For Australian Premium Solar (India) Limited**

**(Formerly Known as Australian Premium Solar (India) Private Limited)**

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**Dhavalkumar Jayeshkumar Suthar**  
**Whole time Director**  
**DIN: 07556437**

Encl: As above

**Annexure – A**

**DETAILS AS REQUIRED PURSUANT TO SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023 REGARDING PREFERENTIAL ALLOTMENT**

1.	<b>Type of securities proposed to be issued (viz. equity shares, convertibles etc.);</b>	<p>a.) Issue of up to 3,83,500 (Three Lakh Eighty Three Thousand five Hundred) Equity Shares of ₹ 10 each of the Company at an issue price of ₹ 527/- (Rupees Five Hundred Twenty Seven) including a premium of ₹ 517/- (Rupees Five Hundred Seventeen), not being less than the price as determined in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), to the Non-Promoter shareholders of the Company on preferential basis on such terms and conditions as may be determined by the Board and subject to the approval by members of the Company.</p> <p>b.) Issue of up to 94,750 (Ninety Four Thousand Seven Hundred Fifty) Fully Convertible Warrants (“Warrants”) each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹ 10/- (Rupees Ten only) each against each Warrant at an issue price of ₹ 527/- (Rupees Five Hundred Twenty Seven) including a premium of ₹ 517/- (Rupees Five Hundred Seventeen), not being less than the price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations on preferential basis to the Promoter shareholder of the Company on such terms and conditions as may be determined by the Board and subject to the approval of members of the Company.</p>
2.	<b>Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);</b>	Preferential Issue through Private Placement
3.	<b>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</b>	<p>a.) Up to 383500 Equity Shares at an issue price of ₹ 527/- aggregating to ₹ 20,21,04,500/-; and</p> <p>b.) Upto 94,750 Fully Convertible Warrants (each convertible into, or exchangeable for 1 (one) fully paid-up equity share of the Company having face value of ₹ 10/- each) at an issue price of ₹ 527/- aggregating to ₹ 4,99,33,250/-</p>
4.	<b>In case of preferential issue, the listed entity shall disclose the</b>	As under

	<b>following additional details to the stock exchange(s)</b>	
<b>i.</b>	<b>Names of the Investors:</b>	Kindly refer Annexure – I
<b>ii.</b>	<b>Post allotment of securities – Outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors</b>	<p>a.) Number of Investor(s): 39 Equity Investors and 1 Warrant Investor</p> <p>b.) Percentage of Post Allotment Shareholding: Annexure – I</p> <p>c.) Issue Price: ₹ 527/- per Equity Share and per Warrant</p> <p>Further, an amount equivalent to 25% of the per Warrant shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% of the per Warrant shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (One) or more tranches only within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.</p>
<b>iii.</b>	<b>In case of convertibles – Intimation on conversion of securities or on lapse of the tenure of the instrument;</b>	The proposed Warrants are liable to be converted into equal number of Equity Shares of Face Value of ₹ 10/- each, at an issue price of ₹ 527/- per equity share on or before 18 (Eighteen) months from the date of allotment of Warrants, failing which the amount paid on such Warrants along with the non-converted Warrants stands forfeited.
<b>iv.</b>	<b>Relevant Date</b>	10/12/2024
<b>v.</b>	<b>Any cancellation or termination of proposal for issuance of securities including reasons thereof</b>	Not Applicable.
<b>vi.</b>	<b>Lock-in</b>	The Equity Shares/ Warrants/ Resulting Equity Shares shall be subject to 'lock-in' as prescribed under the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Thanking You

Yours faithfully,

**For Australian Premium Solar (India) Limited**

**(Formerly Known as Australian Premium Solar (India) Private Limited)**

**Dhavalkumar Jayeshkumar Suthar**

**Whole time Director**

**DIN: 07556437**

**Annexure – I**

Name of proposed allottees	Pre-Preferential Allotment		Maximum number of Equity shares proposed to be allotted	Post issue Shareholding		Maximum number of Warrants proposed to be allotted	Post issue Shareholding (assuming allotment of equity shares and full conversion of warrants)	
	Shareholding as on 06.12.2024			No. of Shares	%		No. of Shares	%
	No. of Shares	%						
<b><u>Promoter and Promoter Group of the Company</u></b>								
Nikunj Kumar Chimanal Patel	7415400	37.57	0	7415400	36.85	94750	7510150	37.15
<b><u>Public / non-promoter</u></b>								
Patel Prashant Kumar Chimanal	0	0.00	95000	95000	0.47	0	95000	0.47
Bhatt Krushnakant N	3500	0.02	38000	41500	0.21	0	41500	0.21
Girish Kumar Laxmanbhai Patel	0	0.00	38000	38000	0.19	0	38000	0.19
Patel Girish Kumar Arvindbhai	0	0.00	19000	19000	0.09	0	19000	0.09
Javiya Divyesh Kumar Amrutlal	0	0.00	14250	14250	0.07	0	14250	0.07
Paresh Kumar Kantilal Patel	0	0.00	10500	10500	0.05	0	10500	0.05
Bhagvatiben Bhalchandra Bhavsar	0	0.00	10500	10500	0.05	0	10500	0.05
Pratik Kumar Umedbhai Patel	5500	0.03	9500	15000	0.07	0	15000	0.07
Sunita Bhandari	750	0.00	9500	10250	0.05	0	10250	0.05
Diptiben Patel	0	0.00	9500	9500	0.05	0	9500	0.05
Sunil F Motwani HUF	0	0.00	7500	7500	0.04	0	7500	0.04
Patel Ramilababen Dinubhai	0	0.00	7500	7500	0.04	0	7500	0.04
Patel Shardaben Kantilal	0	0.00	7500	7500	0.04	0	7500	0.04
Pina Virendra Vakharia	72000	0.36	6500	78500	0.39	0	78500	0.39
Dinubhai Kantilal Patel	0	0.00	5750	5750	0.03	0	5750	0.03
Patel Madhubaben Chinmanlal	0	0.00	5750	5750	0.03	0	5750	0.03
Sunil R Shah	25500	0.13	4750	30250	0.15	0	30250	0.15
Oswal Hetalben P	2500	0.01	4750	7250	0.04	0	7250	0.04
Manishbhai K Patel	2500	0.01	4750	7250	0.04	0	7250	0.04
Vanjara Samirbhai Bhailalbhai	750	0.00	4750	5500	0.03	0	5500	0.03

Rajesh Bhandari	750	0.00	4750	5500	0.03	0	5500	0.03
Manubhai Haribhai Patel	0	0.00	4750	4750	0.02	0	4750	0.02
Dashrathbhai Girdharbhai Patel	0	0.00	4750	4750	0.02	0	4750	0.02
Bhartiben Sandipbhai Patel	0	0.00	4750	4750	0.02	0	4750	0.02
Shah Priyanka Mangal	0	0.00	4750	4750	0.02	0	4750	0.02
Patel Kantilal Shivramdas	0	0.00	4750	4750	0.02	0	4750	0.02
Sushilaben Jagannath Trivedi	0	0.00	4750	4750	0.02	0	4750	0.02
Thakkar Bhagyashri	0	0.00	4750	4750	0.02	0	4750	0.02
Dharmil Rasiklal Mehta HUF	0	0.00	4750	4750	0.02	0	4750	0.02
Rashmi Jaiswal	0	0.00	4750	4750	0.02	0	4750	0.02
Patel Nikhilkumar Hirabhai		0.00	4750	4750	0.02	0	4750	0.02
Harendrakumar Champaklal Mehta	0	0.00	2750	2750	0.01	0	2750	0.01
Patel Parulben Babulal	0	0.00	2750	2750	0.01	0	2750	0.01
Anubhav Agrawal HUF	0	0.00	3000	3000	0.01	0	3000	0.01
Gohil Dhaval J	6000	0.03	2000	8000	0.04	0	8000	0.04
Suthar Dhaval Jayeshkumar	727	0.00	2000	2727	0.01	0	2727	0.01
Patel Kantaben Jayantilal	0	0.00	2000	2000	0.01	0	2000	0.01
Chhavi Bhandari	500	0.00	1750	2250	0.01	0	2250	0.01
Krupali M Purohit	0	0.00	1750	1750	0.01	0	1750	0.01

Thanking You

Yours faithfully,

**For Australian Premium Solar (India) Limited**

**(Formerly Known as Australian Premium Solar (India) Private Limited)**

**Dhavalkumar Jayeshkumar Suthar**

**Whole time Director,**

**DIN: 07556437**

**Annexure – B**

**DETAILS AS REQUIRED PURSUANT TO SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023 REGARDING ACQUISITION OF SHARES**

<b>Sr. No</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the target entity, details in brief such as size, turnover etc.;	<p><b>APLUS SOLAR CELL PRIVATE LIMITED</b> <b>CIN: U27201GJ2024PTC154096</b></p> <p>To manufacture primary cells and primary batteries and rechargeable batteries, cells containing manganese oxide, mercuric oxide silver oxide or other material.</p> <p>Authorised Share Capital is Rs. 1,00,000 (Rupees One Lakh only) (10,000 Equity Share of Face value of Rs. 10 each)</p> <p>Paid up Share Capital is Rs. 1,00,000 (Rupees One Lakh only) (10,000 Equity Share of Face value of Rs. 10 each)</p> <p><b>Size, turnover:</b> Not Applicable as Aplus Solar Cell Private Limited (“the Subsidiary Company”) has not commenced its operations.</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	<p>The Subsidiary Company is a related party of our Company.</p> <p>The Promoters are interested in the transactions as they are transferring their shareholding to the company for making the target company as Subsidiary Company.</p> <p>Acquisitions of Shares on Arm’s Length price.</p> <p>Nature of interest and details thereof:</p> <p>Nikunj Kumar Chimanlal Patel, Chairman &amp; Executive Director (Promoter) of the Company is also a Director of this Subsidiary Company.</p> <p>Dhaval Kumar Jayesh Kumar Suthar, Whole Time Director (Promoter) of the Company is also a Director of this Subsidiary Company.</p>
3.	Industry to which the entity being acquired belongs;	Solar Industry
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>The Subsidiary shall carry out business of:</p> <ol style="list-style-type: none"> <li>To manufacture primary cells and primary batteries and rechargeable batteries, cells containing manganese oxide, mercuric oxide silver oxide or other material.</li> <li>To manufacture, assemble, purchase, import, export and otherwise deal in India or abroad in all types of cells, batteries, solar cells, photovoltaic cells, energy storage devices, conversion and generation devices, appliances, gadgets, equipment’s and products.</li> </ol>

		including power packs, power supplies; generators, solar panels, chargers and subassemblies, components, parts and accessories thereof.  Subscription to these shares of the Subsidiary would further expand the business of our Company.
5.	Brief details of any governmental or regulatory approval for the required acquisition;	Not Applicable
6.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration by Acquisition of Shares
7.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	To manufacture primary cells and primary batteries and rechargeable batteries, cells containing manganese oxide, mercuric oxide silver oxide or other material  Date of incorporation: - 05/08/2024  History/Turnover: -Not Applicable (The Subsidiary Company has not commenced its operations)  Country: India
8.	Indicative time period for completion of the acquisition;	Upto 31 <sup>st</sup> January 2025
9.	Cost of acquisition or the price at which the shares are acquired;	The Company will acquire 5100 (Five Thousand One Hundred) Equity Shares of face value of Rs. 10 each Aggregating to Rs. 51,000 (Fifty-One Thousand)
10.	Percentage of shareholding / control acquired and/ or number of shares acquired;	51% of Shareholding will be acquired from the existing shareholders of Subsidiary Company.

Thanking You

Yours faithfully,

**For Australian Premium Solar (India) Limited**

**(Formerly Known as Australian Premium Solar (India) Private Limited)**

**Dhavalkumar Jayeshkumar Suthar**

**Whole time Director**

**DIN: 07556437**



**Annexure – C**

**DETAILS AS REQUIRED PURSUANT TO SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED JULY 13, 2023 REGARDING INCORPORATION OF WHOLLY OWNED SUBSIDIARY**

<b>Sr. No</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the target entity, details in brief such as size, turnover etc.;	<b><u>Name:</u></b> Name of the Wholly Owned Subsidiary will be decided by the board of directors subject to approval by the office of Central Registration Centre of Ministry of Corporate Affairs.  <b><u>Size &amp; Turnover:</u></b> Not applicable since the entity is yet to be incorporated
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	The newly incorporated company will be a Wholly Owned Subsidiary of the Company. After incorporation, it will be a related party of the company.  Being Wholly Owned Subsidiary, 100% stake will be of Parent Company hence Promoters / Promoter group will not have directly interest in the said entity.
3.	Industry to which the entity being acquired belongs;	Solar industry
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	To support existing business of the parent company.
5.	Brief details of any governmental or regulatory approval for the required acquisition;	Incorporation of the entity is subject to approval of the Central Registration Centre of Ministry of Corporate Affairs / Registrar of Companies.
6.	Nature of consideration - whether cash consideration or share swap and details of the same;	The shares will be subscribed in cash.
7.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Not applicable as the new entity is yet to be incorporated.
8.	Indicative time period for completion of the acquisition.	The incorporation will be completed on or before 31 <sup>st</sup> March, 2025.

9.	Cost of acquisition or the price at which the shares are acquired;	It is proposed to subscribe 1,00,000 equity shares at Face Value of Rs. 10/- each at the time of incorporation.
10.	Percentage of shareholding / control acquired and/ or number of shares acquired;	100 %

Thanking You

Yours faithfully,

**For Australian Premium Solar (India) Limited**

**(Formerly Known as Australian Premium Solar (India) Private Limited)**

**Dhavalkumar Jayeshkumar Suthar**

**Whole time Director**

**DIN: 07556437**