BANNARI AMMAN SPINNING MILLS LIMITED

Regd. Office : 252, Mettupalayam Road, Coimbatore - 641 043, Tamilnadu, INDIA
Telephone : 0422 - 2435555 E-mail : shares@bannarimills.com
Website : www.bannarimills.com CIN : L17111TZ1989PLC002476 GSTRN : 33AAACB8513A1ZE

BASML/SEC/422/SE'S/2025-26 30.06.2025

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051

BSE Limited
Floor 25
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Sub: Raising of funds - Issue of Warrants - Preferential offer - Outcome of the Board Meeting.

Ref: Scrip Code: NSE - BASML; BSE - 532674

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), we hereby inform that the Board of Directors of the Company have, inter-alia, considered and approved in their meeting held today i.e., on Monday, June 30, 2025, the following proposals:

1. **Raising of funds for the Company through the issue of Convertible Warrants ("Warrants") on preferential basis and other incidental matter as follows:**

   To issue upto 41,66,660 warrants convertible into equity shares of face value of Rs. 5/- to Promoter shareholders, on a Preferential Basis in accordance with the Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI ICDR Regulations"), and other applicable laws, at an issue price of Rs.36/- (Rupees Thirty Six only) (including premium of Rs.31/-) per warrant aggregating upto Rs.14,99,99,760/- (Rupees Fourteen crore Ninety Nine lakhs Ninety Nine thousand Seven hundred and Sixty only) on the following terms and conditions i.e. 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 as well as the shareholders of the Company.

Bannari Amman Spinning Mills Ltd CBE 43

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Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, dated July 13, 2023 with respect to the proposed Preferential Issue is enclosed as **Annexure - I**.

In view of the above, the Board of Directors of the Company have:

i. Approved the draft notice of Postal Ballot.

ii. Authorized Sri S V Arumugam, Chairman and Managing Director and Sri N Krishnaraj, Company Secretary of the company ("Authorised Representative") jointly and/or severally to finalise, sign, approve and issue all documents in relation to the resolutions sought to be passed by the postal ballot, including but not limited to the explanatory statement and forms.

iii. Appointed CS R Dhanasekaran, Practicing Company Secretary (Membership Number FCS: 7070; COP: 7745), a Practicing Company Secretary, to act as scrutinizer for conducting the E-voting/Postal Ballot process in a fair and transparent manner;

iv. Appointed MUFG Intime India Private Limited to provide services in respect of e-voting by the shareholders on the resolutions mentioned in postal ballot notice;

v. Fixed Cut-off date. Members of the Company, holding shares either in Physical form or in Dematerialised forms as on Benpos date i.e. 30.06.2025, will be sent notice of postal ballot and explanatory statement thereto to seek approval of shareholders;

The Board Meeting commenced at 4.00 PM and concluded at 7.10 PM.

Kindly take on record the above information.

Thanking you,

Yours faithfully,

For BANNARI AMMAN SPINNING MILLS LIMITED

N KRISHNARAJ
COMPANY SECRETARY
Encl: as above

N KRISHNARAJ
Digitally signed by N KRISHNARAJ
Date: 2025.06.30 19:19:28 +05'30'

SS\Server\BASML - Stock Exchange\Letter to NSE&BSE

Bannari Amman Spinning Mills Ltd ★ CBE-43 ★

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Annexure- I

Disclosures in terms of Regulation 30 of the Listing Regulations read with SEBI Circular on Continuous Disclosure Requirements concerning the issue of equity shares on a preferential basis.

Particulars of Securities	Details of Securities
Type of securities proposed to be issued	Warrants convertible into Equity Shares of face value of Rs.5/- each.
Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 read with the Companies Act, 2013 and rules made thereunder
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issue upto 41,66,660 warrants convertible into equity shares of face value of Rs.5/- each at a price of Rs.36/- [(Rupees Thirty Six only) (including a premium of Rs. 31/-) (Rupees Thirty one only)] per warrant aggregating upto Rs.14,99,99,760/- (Rupees Fourteen crore Ninety Nine lakhs Ninety Nine thousand Seven hundred and Sixty only)
Names of the proposed investor	Murugan Enterprise Private Limited
Category of the proposed investor	Promoter
Number of proposed investor	1 (One)
Issue Price	Rs.36/-
In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee(s), within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid-up equity share of face value of 5/- each of the Company. An amount equivalent to at least 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottee(s) on the exercise of option of conversion of the warrant(s). The number of Equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.

Bannari Amman Spinning Mills Ltd ★ CBE-43 ★

N KRISHNA RAJ

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Date: 2025.06.30 19:19:56 +05'30'