



# BRAND CONCEPTS LIMITED

CIN – L51909MP2007PLC066484  
4th Floor UNO Business Park, Indore Bypass Road, Opposite Sahara City,  
Bicholi Mardana, Indore, Madhya Pradesh, India, 452016  
Phone: 91-731-4223000, Fax- 4221222/444  
Email: [info@brandconcepts.in](mailto:info@brandconcepts.in)

Date: **03-12-2025**

To,  
**National Stock Exchange of India Limited**  
Listing & Compliance Department  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400051

To,  
**BSE Limited**  
Listing & Compliance Department  
Phiroze Jesejeebhoy Towers  
Dalal Street,  
Mumbai – 400001

**Symbol: [BCONCEPTS]**

**Scrip Code: 543442**

**Sub.: Outcome of the Circular Resolution passed by the Board of Directors for allotment of 6,10,000 Warrants Convertible into Equity shares of the Company on Preferential basis to Promoter Group of the Company.**

Dear Sir/ Madam,

Pursuant to the Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with relevant circulars thereto issued by Securities and Exchange Board of India from time to time (“SEBI Listing Regulations”) and in compliance with the Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”) and approval accorded by the Shareholders of Brand Concepts Limited (“the Company”) at their Extra-Ordinary General Meeting held on October 16, 2025, and In-Principle approval granted by the National Stock Exchange of India Limited (“NSE”) and by BSE Limited on November 19, 2025.

The Company upon receipt of Rs. 4,99,89,500/- (Rupees Four Crores Ninety-Nine Lacs Eighty-Nine Thousand & Five Hundred only) which is equivalent to 25% of the total consideration and the remaining 75% of the consideration shall be payable on the exercise of options against each such warrants. Details of allottees and as described below:

| Sr. No | Name of the Proposed Allottee | Category of the allottee | Number of Warrants allotted |
|--------|-------------------------------|--------------------------|-----------------------------|
| 1.     | Prateek Maheshwari            | Promoter                 | 6,10,000                    |

Further, the aforesaid warrant(s) are being allotted in demat form and are subject to lock-in, in compliance with the applicable provisions of SEBI ICDR Regulations. The conversion of warrants into equivalent number of equity shares of the Company can be exercised by the warrant holder(s) at any time during the period of eighteen months from the date of allotment of Warrants i.e. **03-12-2025** in one or more tranches,



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upon payment of the remaining 75% of the amount payable against each such warrant before the last date of conversion of warrants.

Since the Company has allotted warrants, presently there is no change in the paid-up equity share capital of the Company.

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 and with reference to the amended Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, we are enclosing continuous disclosure as required under Sub para 2.1 of Para A of Part A of Schedule III regarding allotment of warrant convertible into equivalent equity shares of the Company.

We request you to take this information on your records.

Thanking you,

For, **Brand Concepts Limited**

**Swati Gupta**

**Company Secretary & Compliance Officer**

**M No. A33016**

*Encl: a/a*



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## ANNEXURE – I

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are as under:

| S No. | Particulars  | Details   |
|-------|--|---|
| 01    | Type of securities <del>proposed</del> to be issued  | Allotment of Share Warrants Convertible into equal number of Equity Shares of the Company.  |
| 02    | Type of Issuance   | Preferential Allotment in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and other applicable laws  |
| 03    | Total number of securities proposed to be issued or total amount for which the securities will be issued                               | Allotment of 6,10,000 (Six Lacs Ten Thousand Warrants) convertible into equivalent number of Equity Shares of the Company having face value of Rs. 10/-each at a price of Rs. 327.80/-aggregating to Rs. 19,99,58,000 (Nine Crores, Ninety-Nine Lacs, Fifty-Eight Thousand Only). (Total Issue Size).   |
| 04    | <b>In case of preferential issue, the listed entity shall disclose the following additional details to the Stock Exchange(s):</b>      |   |
| i.    | Names of Investor(s)   | As per list attached in <b>Annexure – 1A</b> .  |
| ii.   | Post allotment of securities – outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors | <p>The details of the shareholding of the allottees in the Company prior to and after the Preferential allotment has been mentioned in the <b>Annexure – 1A</b>.</p> <p>The Issue Price of the warrants is Rs. 327.80/- per warrant determined as per the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.</p> |



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|      |  |  |
|------|--|--|
|      |  | The number of investors is 1 (One).  |
| iii. | In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument | <p>Each Warrant is convertible into One (1) equity share of Rs. 10/- each at a premium of Rs. 317.80/- per equity shares each fully paid up and the conversion can be exercised at any time within a period of 18 months from the date of allotment i.e. 03-12-2025 in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>The remaining 75% of the consideration shall be payable on the exercise of options against each such warrant.</p> |
| iv.  | Any cancellation or termination of proposal for issuance of securities including reasons thereof             | Not Applicable   |





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## ANNEXURE - 1A

### LIST OF ALLOTTEES

| S No. | Name of the Allottees and Category | Pre-Issue Equity Shareholding |        | No. of Convertible Warrants allotted | Post-Issue Equity Shareholding* |        |
|-------|------------------------------------|-------------------------------|--------|--------------------------------------|---------------------------------|--------|
|       |                                    | No.                           | %      |                                      | No.                             | %      |
| 1.    | Prateek Maheshwari                 | 13,76,154                     | 11.08% | 6,10,000                             | 19,86,154                       | 15.24% |

*\*Post preferential issue shareholding is on fully diluted basis with the assumption that all the convertible warrants will be converted into equity shares.*

For Brand Concepts Limited

Swati Gupta  
Company Secretary & Compliance Officer  
M No. A33016