November 4, 2024

To,
Listing Compliance Department
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

NSE Symbol: BIRDYS

Dear Sir/ Madam

Sub.: **Outcome of the Meeting of Board of Directors of the Company held on Monday, November 4, 2024**

With reference to the captioned subject and pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that the Board of Directors of the Company at their Meeting held today i.e. Monday, November 4, 2024, have amongst other matters, inter alia:

1. **Increase in Authorized Share Capital of the Company & consequently amend "Clause V" of the Memorandum of Association of Company.**

Considered and approved increase in Authorized Share Capital of the Company from Rs. 5,50,00,000/- (Rupees Five Crores Fifty Lakhs only) divided into 55,00,000 (Fifty-Five Lakhs) Equity Shares of the Face Value of Rs. 10/- (Rupees Ten only) each to Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) Equity Shares of Face Value of Rs. 10/- (Rupees Ten only) each by creation of 45,00,000 (Forty-Five Lakhs) new Equity Shares of the Face Value of Rs. 10/- (Rupees Ten only) each, and consequently amend "Clause V" of the Memorandum of Association of the Company, subject to the approval of the Members of the Company.

2. **Issue of Warrants Convertible into Equity Shares on Preferential Basis:**

Considered and approved issue of up to 40,00,000 (Forty Lakhs) Fully Convertible Warrants, each Warrant being convertible into 1 (One) Equity Share of Face Value of Rs. 10/- (Rupees Ten only) Fully Paid-Up of the Company, at an issue price of Rs. 80.81/- (Rupees Eighty and Eighty-One Paise only) which comprises of a premium of Rs. 70.81/- (Rupees Seventy and Eighty-One Paise only) per Warrant, subject to the approval of the Members of the Company, to the following proposed allottees by the way of Preferential Issue under Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations, 2018").

Name of the proposed allottee	Category	Number of Warrants
BAC Multiasset Fund Protected Cell	Non-Promoter	4,50,000
Resonance Opportunities Fund	Non-Promoter	4,50,000
Visaka India EIF Fund	Non-Promoter	4,50,000
APR Properties	Non-Promoter	2,00,000
Mr. Rachit Poddar	Non-Promoter	2,00,000
Elysian Wealth Fund	Non-Promoter	2,00,000
Basukinath Properties Pvt. Ltd.	Non-Promoter	4,50,000
Mr. Ketan Gorania	Non-Promoter	11,00,000
Mr. Srinidhi Rao	Promoter	2,50,000
Mrs. Vandana Rao	Promoter	2,50,000
Total		**40,00,000/-**

Each Warrant will be eligible for conversion into 1 (One) Equity Share of Face Value of Rs. 10/- (Rupees Ten only) Fully Paid-Up of the Company, within 18 (Eighteen) months from the date of allotment.

3. <u>To augment funds through further issue of Securities</u>

With a view to augment additional funds for operational and other corporate purposes of the Company, the Board of Directors considered various options and subject to approval of the members, decided to offer, issue & allot equity shares and/ or securities convertible into equity including Global Depository Receipts, American Depository Receipts, Foreign Currency Convertible Bonds, fully convertible debentures/ partly convertible debentures, and/ or any other financial instruments convertible into equity shares (including warrants, or otherwise, in registered or bearer form) and/ or any security convertible into equity shares with or without special rights as to voting, dividend or otherwise and/or securities linked to equity shares and/or securities with or without detachable warrants with right exercisable by the warrant holders to convert or subscribe to equity shares for an aggregate amount not exceeding Rs. 70,00,00,000 (Rupees Seventy Crores only), including premium, by way of one or more qualified institutions placement to qualified institutional buyers, public and/or private offerings or any combination thereof, in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and related matters thereto.

4. <u>Notice of Extra-Ordinary General Meeting of the Company:</u>

Approved issuance of Notice of Extra-Ordinary General Meeting of the Members of the Company to be held on Wednesday, December 4, 2024, at 09.00 a.m. (IST) at the Registered Office of the Company at J1, Shram Siddhi Vinayak Premises Co-Op Soc Ltd C-105, 1st Floor, Plot - 8, Wadala Truck Terminal Road, Antop Hill, Mumbai - 400 037, to seek Members' approval for the matters as described in Para Nos. 1, 2 & 3 above.

A detailed disclosure pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023, with regard to increase in Authorized Share Capital of the Company and consequently amend 'Clause V of the Memorandum of Association of the Company and issue of Warrants Convertible into Equity Shares on Preferential Basis, is enclosed as "**Annexure I**" and "**Annexure II**" respectively.

The meeting of the Board of Directors commenced at 06:00 p.m. (I.S.T.) and concluded at 06.50 p.m. (I.S.T.).

You are requested to kindly take note of the same.

Thanking you,

For **Grill Splendour Services Limited**
(formerly known as Grill Splendour Services Private Limited)

VANDANA SRINIDHI RAO
Digitally signed by VANDANA SRINIDHI RAO
Date: 2024.11.04 18:53:30 +05'30'

Vandana Srinidhi Rao
Chairperson & Whole-Time Director
DIN: 06395396

Annexure - I

<u>Details pursuant to SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023, regarding increase in Authorized Share Capital of the Company & consequently amend "Clause V" of the Memorandum of Association of Company:</u>

Increase in Authorized Share Capital of the Company from Rs. 5,50,00,000/- (Rupees Five Crores Fifty Lakhs only) divided into 55,00,000 (Fifty-Five Lakhs) Equity Shares of the Face Value of Rs. 10/- (Rupees Ten only) each to Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) Equity Shares of Face Value of Rs. 10/- (Rupees Ten only) each by creation of 45,00,000 (Forty-Five Lakhs) new Equity Shares of the Face Value of Rs. 10/- (Rupees Ten only) each, subject to the requisite approvals.

The extract of the Revised Capital Clause (Clause V) of the Memorandum of Association of the Company, subject to requisite approvals, is as under:

V. The Authorised Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore Only) Equity Shares of the Face Value of Rs. 10/- (Rupees Ten only) each."

Annexure – II

Details pursuant to SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023, regarding issue of Warrants Convertible into Equity Shares on Preferential Basis:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Description</th></tr>
<tr><td>1.</td><td>Type of Securities proposed to be issued</td><td>Fully Convertible Warrants, convertible into Equity Shares of the Company ("Warrants")</td></tr>
<tr><td>2.</td><td>Type of issuance</td><td>Preferential Issue is in accordance with Chapter V of the SEBI ICDR Regulations, 2018, the Companies Act, 2013 and other applicable laws.</td></tr>
<tr><td>3.</td><td>Total number of securities proposed to be issued or the total amount for which the securities approximately)</td><td>Upto 40,00,000 (Forty Lakhs) Warrants, each Warrant being convertible into 1 (One) Equity Share of Face Value of Rs. 10/- (Rupees Ten only) Fully Paid-Up of the Company, at an issue price of Rs. 80.81/- (Rupees Eighty and Eighty-One Paise only) which comprises of a premium of Rs. 70.81/- (Rupees Seventy and Eighty-One Paise only) per Warrant, aggregating to Rs. 32,32,40,000/- (Rupees Thirty-Two Crores Thirty-Two Lakhs Forty Thousand only), within a period of 18 (Eighteen) months from the date of allotment of warrants.</td></tr>
<tr><td rowspan="3">4.</td><td colspan="2">Additional details in case of Preferential Issue</td></tr>
<tr><td>I. Name of Investor</td><td>1. BAC Multiasset Fund Protected Cell
2. Resonance Opportunities Fund
3. Visaka India EIF Fund
4. APR Properties
5. Mr. Rachit Poddar
6. Basukinath Properties Pvt. Ltd.
7. Elysian Wealth Fund
8. Mr. Ketan Gorania
9. Mr. Srinidhi Rao
10. Mrs. Vandana Rao</td></tr>
<tr><td>II. Post allotment of Securities - Outcome of the subscription, Issue price / Allotted price (in case of Convertibles), Number of Investors</td><td>
<table>
<tr><td rowspan="2">Name of the Proposed Allottee</td><td rowspan="2">Category (Promoter / Non - Promoter</td><td colspan="2">Pre-Issue Shareholding Structure</td><td colspan="2">Post-Issue Shareholding Structure post conversion of warrants and allotment of equity shares</td></tr>
<tr><td>No. of Share</td><td>% of Shares</td><td>Number</td><td>% of Shares</td></tr>
<tr><td>BAC Multiasset Fund Protected Cell</td><td>Non - Promoter</td><td>Nil</td><td>-</td><td>4,50,000</td><td>4.89</td></tr>
</table>
</td></tr>
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		Resonance Opportunities Fund	Non - Promoter	Nil	-	4,50,000	4.89
		Visaka India EIF Fund	Non - Promoter	Nil	-	4,50,000	4.89
		APR Properties	Non - Promoter	Nil	-	2,00,000	2.17
		Rachit Poddar	Non - Promoter	Nil	-	2,00,000	2.17
		Basukinath Properties Pvt. Ltd.	Non - Promoter	Nil	-	2,00,000	2.17
		Elysian Wealth Fund	Non - Promoter	Nil	-	4,50,000	4.89
		Mr. Ketan Gorania	Non - Promoter	9,17,100	17.61	20,17,100	21.91
		Mr. Srinidhi Rao	Promoter	9,54,340	18.32	12,04,340	13.08
		Mrs. Vandana Rao	Promoter	9,53,750	18.31	12,03,750	13.07
	III. In case of convertibles - Intimation on conversion of Securities or on lapse of the tenure of the instrument	An amount equivalent to at least 25% of the Issue Price of the warrants shall be payable at the time of subscription and allotment of each Warrant. Balance 75% of the Issue Price of the Warrants shall be payable by the Warrant holder(s) on the exercise of the Warrant(s). In the event, a Warrant holder does not exercise the Warrants within the period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by Company.					
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable					

For **Grill Splendour Services Limited**
(formerly known as Grill Splendour Services Private Limited)

VANDANA SRINIDHI RAO
Digitally signed by VANDANA SRINIDHI RAO
Date: 2024.11.04 18:54:25 +05'30'

Vandana Srinidhi Rao
Chairperson & Whole-Time Director
DIN: 06395396