

January 21, 2023

Listing Compliance Department
National Stock Exchange of India Limited.
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051

Listing Compliance Department
BSE Limited.
Phirozee Jeejeebhoy
Towers, Dalal Street, Fort,
Mumbai - 400 001

NSE Symbol: ESSENTIA

Scrip Code: 535958

Ref: Outcome of the Board Meeting held on January 20, 2023

Sub: Reclassification of Promoters as per Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir/ Ma'am,

In continuation of the intimation of request letters dated January 18, 2023 and outcome of Board meeting dated January 20, 2023, wherein board has approved the request of reclassification received from the following person(s)/shareholder(s)/promoter(s) to re-classify them from "Promoter/Promoter Group" to "Public Category" subject to necessary approvals required from the stock exchange(s) and any other statutory approvals as per the provisions of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- i. Ms. Urvi A. Piramal
- ii. Mr. Rajeev Ashok Piramal
- iii. Mr. Nandan Ashok Piramal
- iv. Mr. Harshvardhan Ashok Piramal
- v. Ms. Kalpana Singhania
- vi. Ashok Piramal Group Textiles Trust

Please find enclosed a certified true copy of the relevant extracts of the minutes of the meeting of the Board of Directors of the Company considering the request for re-classification, in accordance with Regulation 31A of the SEBI (LODR) Regulations, 2015.

We request you to kindly take the above information on record and oblige.

Thanking you,

Yours Faithfully,

for Integra Essentia Limited
(Formerly Integra Garments & Textiles Limited)



Vishesh Gupta
Managing Director
DIN:00255689

EXTRACT OF MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF INTEGRA ESSENTIA LIMITED HELD ON 20TH JANUARY 2023 AT REGISTERED OFFICE SITUATED AT 902, 9TH FLOOR, AGGARWAL CYBER PLAZA-1, NETAJI SUBHASH PLACE, NEW DELHI - 110034, COMMENCED AT 5:00 P.M. AND CONCLUDED AT 6:15 P.M.

TO CONSIDER AND APPROVE THE REQUESTS RECEIVED FOR RE-CLASSIFICATION

Company Secretary informed the Board that company had received Reclassification letters from Ms. Urvi A. Piramal, Mr. Rajeev Ashok Piramal, Mr. Nandan Ashok Piramal, Mr. Harshvardhan Ashok Piramal, Ms. Kalpana Singhanian, Ashok Piramal Group Textiles Trust on January 18, 2023 (herein referred to as "Outgoing Promoters") to reclassify their status from "Promoter Category" to "Public Category" as per Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended time to time. Further, Company has already intimated about the request letters received for reclassification to the stock Exchange about the same.

The Board discussed and considered the fact that the aforementioned outgoing promoters are not in control and management over the affairs of the Company. Also, as on the date of receipt of reclassification request from the outgoing promoters, it has been noted that none of them are holding any shares in the Company and none of them have any kind of special rights in the Company.

Further the board was informed that pursuant to completion of open offer and share purchase agreement (SPA) dated March 31, 2021 by Mr. Vishesh Gupta in terms of the provisions of Regulation 3(1) and (4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto, Mr. Vishesh Gupta has acquired the substantial shareholding and control over the affairs of the company and has been, therefore, categorized as "Promoter" of the Company.

Mr. Pankaj Kumar Sharma, Company Secretary of the company with the permission of chair elaborated the rationale provided by the Outgoing Promoters and confirmed that they satisfy the requirements of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, company secretary informed the board that there is no requirement to take approval from the Shareholders of the Company as per Regulation 31(A) (3) clause (a) (iii) sub clause (a) - as the Outgoing promoter(s) and persons related to the promoter(s) seeking reclassification, together, do not hold more than one percent of the total voting rights in the listed entity.

After due consideration Board was on the view that the requests made by the Outgoing Promoters for reclassification of their shareholding may be accepted and approved, subject to approval of the Stock Exchanges/ other regulatory authorities, if any.

The Board discussed the matter in detail and passed the following resolution unanimously in favour of reclassifying the outgoing promoters:




"RESOLVED THAT pursuant to provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") and other applicable laws and subject to approval of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (together, "Stock Exchanges") and such other approvals as may be necessary, the consent of the Board be and is hereby accorded to reclassify the following members of the Promoter Group Category ("Persons") from 'Promoter Group Category' to 'Public Category':

S. No.	Name of the persons	Number of Equity Shares held in the Company	Percentage of Shareholding in the Company
1.	Ms. Urvi A. Piramal	-	-
2.	Mr. Rajeev Ashok Piramal	-	-
3.	Mr. Nandan Ashok Piramal	-	-
4.	Mr. Harshvardhan Ashok Piramal	-	-
5.	Ms. Kalpana Singhania	-	-
6.	Ashok Piramal Group Textiles Trust	-	-

RESOLVED FURTHER THAT upon receipt of the approval from Stock Exchange(s) for reclassification of the aforementioned persons, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and compliance to the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

RESOLVED FURTHER THAT any of the Director, Company Secretary or duly authorized officer of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited (as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions."

Certified True Copy
for Integra Essentia Limited



Vishesh Gupta
Managing Director
DIN:00255689