

September 16, 2024

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

Scrip Code: GRAPHISAD**ISIN: INE0POU01017****Sub: Outcome of the adjourned Board Meeting of the Company****Re: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

We would like to inform you that vide letter dated September 13, 2024, we have intimated the stock exchange, i.e., National Stock Exchange of India Limited with regards to adjournment of the Board Meeting of the Company to September 16, 2024 which was scheduled to be held on September 13, 2024.

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company in its adjourned meeting held today, September 16, 2024 which commenced at 01: 30 P.M. and concluded at 06:30 P.M., inter-alia, has considered and approved the following:

1. Increase in Authorized capital

Subject to the approval of members and other concerned authorities, to approve to increase the authorized share capital of the company from Rs. 20,00,00,000/- (Rupees Twenty Crores Only) to Rs. 27,00,00,000/- (Rupees Twenty Seven Crores Only) for meeting the requirements of proposed issue of Warrants.

2. Issue of Warrants on Preferential Basis

Subject to the approval of members and other concerned authorities, to issue up to 45,00,000 (Forty Five Lakhs only) Warrants, each convertible or exercisable for 1 (One) fully paid-up equity shares of the Company of face value of Rs. 10/- (Rupees Ten Only) each at an exercise price of Rs. 64/- per Equity Share ("Warrant Exercise Price") aggregating to Rs. 28,80,00,000

For GRAPHISADS LIMITED


Shobharam Dhama
Company Secretary
M. No. 23402

(Rupees Twenty Eight Crore Eighty Lakh Only) to the persons belonging to Promoter and Non-Promoter category (Details as annexed in Annexure-A)

3. **Convening of Extra-Ordinary General Meeting**

This is to inform you that the Board has approved to convene the Extra-Ordinary General Meeting of members of the Company on Tuesday, 15th October, 2024 at the registered Office of the Company or any other place as may be decided by Chairman and Managing Director through physical mode.

Approval of members is required for the purpose of increase in Authorized Share Capital of the Company and issue of Warrants on preferential basis.

Pursuant to provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer books of the Company will remain closed from Wednesday, the 09th day of October, 2024 to Tuesday, 15th October, 2024 (both days inclusive). The Cut-off Date for determining the eligibility to vote by electronic means i.e., remote e-Voting and e-Voting during the EGM is Tuesday, 08th October, 2024.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide the facility to its members, to cast their votes by electronic means, i.e., remote e-Voting and e-Voting during the EGM, through National Securities Depository Limited (NSDL), on all the resolutions mentioned in the Notice convening EGM. The Cut-off Date for determining the eligibility to vote by electronic means i.e., remote e-Voting and e-Voting during the EGM is Tuesday, 08th October, 2024. The remote e-Voting facility will be available during following period at <https://www.evoting.nsdl.com:->

Commencement of remote e-voting	09:00 A.M. IST on Saturday, 12th October, 2024
End of remote e-voting	05:00 P.M. IST on Monday, 14th October, 2024

The notice of the EGM is being sent to the eligible shareholders and all other concerned persons in compliance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of Companies (Management and Administration) Rules, 2014. The notice shall also be disseminated on the websites of the Company and the Stock Exchange, i.e. National Stock Exchange of India Limited (NSE)

The Notice of EGM shall be available on the Company's website viz. **www.graphisads.com** and website of the Stock Exchange, i.e., NSE at **www.nseindia.com**. The Notice of EGM shall also be available on the website of NSDL at **www.evoting.nsdl.com**.

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4. Appointment of M/s Deepak V Sharma & Co., Company Secretaries as the scrutinizer

M/s Deepak V Sharma & Co., Company Secretaries has been appointed as the Scrutinizer by the Board of Directors, to scrutinize remote e-Voting process and e-Voting during the EGM, in a fair and transparent manner.

You are requested to take the above information on records and upload the same on your respective websites.

Thanking you,

Yours faithfully,

For **Graphisads Limited**

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Compliance Officer

Additional details as required under Regulation 30 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Issuance of Warrants on Preferential Issue Basis

S. No.	Particulars	Remark
a.	Type of securities proposed to be issued (viz., equity shares, convertible etc.)	Warrants convertible into equity shares
b.	Type of issuance	Preferential issuance under Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
c.	Total number of securities proposed to be issued or the total amount for which securities will be issued (approximately)	➤ Upto 16,32,000 (Sixteen Lakh Thirty Two Thousand) warrants, convertible into equivalent number of equity shares at an issue price of Rs. 64/- per Equity Share ("Warrant Exercise Price") aggregating to Rs. 10,44,48,000/- (Rupees Ten Crore Forty Four Lakh Forty Eight Thousand only) to the promoters ➤ Upto 28,68,000 (Twenty Eight Lakh Sixty Eight Thousand) warrants, convertible into equivalent number of equity shares at an issue price of Rs. 64/- per Equity Share ("Warrant Exercise Price") aggregating to Rs. 18,35,52,000/- (Rupees Eighteen Crore Thirty Five Lakh Fifty Two Thousand only) to the non-promoters
Additional details in case of preferential issue		
d.	Name of the investors	Mr. Mukesh Kumar Gupta Ms. Padma Gupta Mr. Alok Gupta Ms. Prerna Gupta Ms. Shilpa Gupta M/s. SBJ Management Services Pvt Ltd M/s. Atul Goel Family Trust M/s. SRM Value Growth Investments Private Ltd Mr. Anand Jalan Mr. Anuj Shantilal Badjate Ms. Niharika Malhotra Mr. Deepak Tayal

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		Ms. Preeti Bhauka Ms. Neha Agrawal Mr. Sachin Agarwal Mr. Kinchit Sunilkumar Mehta Mr. Manish Grover Mr. Manish Mehta Mr. Vikram Kathuria Mr. Kapish Jain Mr. Madhusudan Uppal Mr. Rinku Shroff Ms. Sulochana Jalan Mr. Nikhil Daga Mr. Rabindra Jhunjunwala Ms. Gurpreet Sareen Mr. Anand B Shah Mr. Shyam Lal Gupta Ms. Anjali Kumar M/s. Mahesh Kumar (HUF) Mr. Rohan Garg Mr. Balbir Singh Khullar Mr. Deven Khullar Ms. Sonia Khullar	
e.	Post allotment of securities- outcome of the subscription, issue price/allotted price (in case of convertible)		
a.	Outcome of the subscription	As per Table- A given below	
b.	Issue price/ allotted price (in case of convertible)	Rs. 64/- per Equity Share ("Warrant Exercise Price")	
c.	Number of investors	34	
f.	In case of convertibles- Intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant would be convertible into one equity share and the rights attached to the Warrants can be exercised at any time within a period of 18 (Eighteen) months from the date of allotment of Warrants. An amount equivalent to 100% of the Warrant Exercise Price shall be payable at the time of subscription and allotment of each Warrant. The amount paid against Warrants shall be adjusted / set-off against the issue price for the resultant Equity Shares. The Warrant proposed to be issued shall	

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		be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger / realignment, rights issue or undertakes consolidation / sub-division / re-classification of Equity Shares or such other similar events or circumstances requiring adjustments. In case the Warrant holder fails to exercise the Warrant within a period of 18 months from date of allotment of Warrant, the Warrant shall lapse and the 100% of the Warrant Exercise Price paid at the time of issuance of Warrant will be forfeited by the Company.
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Thanking you,

Yours faithfully,
For **Graphisads Limited**

For **GRAPHISADS LIMITED**

Shobharam Dhama
Company Secretary
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Shobharam Dhama
Company Secretary &
Compliance Officer

TABLE- A

S. No.	Name of the proposed Allottee	Category	Pre-Issue Holding (No. of Shares)	% of Pre-Preferential Issue Capital	No. of Warrants to be allotted	*Post Issue Holding (No. of Shares)	*% of Post-Preferential Issue Capital
1.	Mr. Mukesh Kumar Gupta	Promoter	79,38,000	43.43	4,92,000	84,30,000	37.0118
2.	Ms. Padma Gupta	Promoter	27,05,500	14.80	4,92,000	31,97,500	14.0755
3.	Mr. Alok Gupta	Promoter	27,13,900	14.85	2,16,000	29,29,900	12.8268
4.	Ms. Shilpa Gupta	Promoter Group	700	-	2,16,000	2,16,700	0.9514
5.	Ms. Prerna Gupta	Promoter Group	1,05,000	0.57	2,16,000	3,21,000	1.4093
6.	M/s. SBJ Management Services Pvt Ltd	Non-Promoter	-	-	4,14,000	4,14,000	1.8177
7.	M/s. Atul Goel Family Trust	Non-Promoter	-	-	2,40,000	2,40,000	1.0537
8.	M/s. SRM Value Growth Investments Private Ltd	Non-Promoter	-	-	9,03,600	9,03,600	3.9672
9.	Mr. Anand Jalan	Non-Promoter	-	-	21,600	21,600	0.0948
10.	Mr. Anuj Shantilal Badjate	Non-Promoter	13,200	0.072	4,10,400	4,23,600	1.8598
11.	Ms. Niharika Malhotra	Non-Promoter	-	-	26,400	26,400	0.1159
12.	Mr. Deepak Tayal	Non-Promoter	-	-	60,000	60,000	0.2634
13.	Ms. Preeti Bhauka	Non-Promoter	-	-	30,000	30,000	0.1317
14.	Ms. Neha Agrawal	Non-Promoter	-	-	24,000	24,000	0.1054
15.	Mr. Sachin Agarwal	Non-Promoter	-	-	18,000	18,000	0.0790
16.	Mr. Kinchit Sunilkumar Mehta	Non-Promoter	-	-	18,000	18,000	0.0790
17.	Mr. Manish Grover	Non-Promoter	-	-	1,00,800	1,00,800	0.4426

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18.	Mr. Manish Mehta	Non-Promoter	-	-	50,400	50,400	0.2213
19.	Mr. Vikram Kathuria	Non-Promoter	-	-	50,400	50,400	0.2213
20.	Mr. Kapish Jain	Non-Promoter	-	-	84,000	84,000	0.3688
21.	Mr. Madhusudan Uppal	Non-Promoter	-	-	98,400	98,400	0.4320
22.	Mr. Rinku Shroff	Non-Promoter	-	-	18,000	18,000	0.0790
23.	Ms. Sulochana Jalan	Non-Promoter	-	-	18,000	18,000	0.0790
24.	Mr. Nikhil Daga	Non-Promoter	-	-	18,000	18,000	0.0790
25.	Mr. Rabindra Jhunjhunwala	Non-Promoter	-	-	24,000	24,000	0.1054
26.	Ms. Gurpreet Sareen	Non-Promoter	-	-	25,200	25,200	0.1106
27.	Mr. Anand B Shah	Non-Promoter	-	-	18,000	18,000	0.0790
28.	Mr. Shyam Lal Gupta	Non-Promoter	-	-	39,600	39,600	0.1739
29.	Ms. Anjali Kumar	Non-Promoter	-	-	15,600	15,600	0.0685
30.	M/s. Mahesh Kumar (HUF)	Non-Promoter	-	-	15,600	15,600	0.0685
31.	Mr. Rohan Garg	Non-Promoter	-	-	7,200	7,200	0.0316
32.	Mr. Balbir Singh Khullar	Non-Promoter	-	-	39,600	39,600	0.1739
33.	Mr. Deven Khullar	Non-Promoter	-	-	39,600	39,600	0.1739
34.	Ms. Sonja Khullar	Non-Promoter	-	-	39,600	39,600	0.1739

**The above table shows the expected holding in the Company upon consummation of the allotment, and assuming the conversion of Warrants, if allotted into Equity Shares and that, holdings of all other shareholders shall remain the same post-issue as they were on the date of which the pre-issue shareholding pattern was prepared.*

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