

LORENZINI APPARELS LIMITED

(An ISO 9001:2015 Certified Company)

CIN : L17120DL2007PLC163192



Date: 06.09.2024

To,

**Listing Manager
BSE Limited
Phirozejeebhoy Towers
Dalal Street, Mumbai-400001**

**Listing Manager
National Stock Exchange of India Limited
Exchange Plaza Bandra Kurla Complex
Bandra (E) Mumbai – 400051**

Scrip Code: 540952

Scrip Code: LAL

Dear Sir/Madam,

Sub: Outcome of board meeting held on September 06, 2024

Ref.: Regulations 30, and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 and other applicable provisions of SEBI Listing Regulations, we are pleased to inform you that the meeting of the Board of Directors held today, the Board *inter-alia considered and approved the following items:*

1. The Director's Report for the financial year ended on March 31, 2024.
2. The notice of convening 17th Annual General Meeting (AGM) of the members of the Company for the financial year 2023-24 to be held through Video Conferencing or other Audio Visual means.
3. Finalized the date of the Book Closure from Friday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive) for the forthcoming Annual General Meeting to be held on 30th September 2024.
4. Re-appointment of Mr. Sandeep Jain (DIN: 02365790) as a director liable to retire by rotation and being eligible, offers himself for re-appointment.
5. Approval of material related party transaction limits with Mr. Button Private Limited.
6. Approval of transaction with related party for assignment of trademark owned by the company.
7. Give loans, inter corporate deposits, give guarantees in connection with loans made by any person or body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in section 186 of the companies act, 2013.
8. The Board took note of the Advisory Letter issued by the National Stock Exchange of India Limited dated September 02, 2024. The Board had a discussion on the same and confirmed that the Company will be more cautious and vigilant in the near future while submitting any further applications to the Stock Exchange.
9. The Board took note of the In-Principle Listing approval letter received from the National Stock Exchange of India Limited dated September 04, 2024 for 3820827 Equity shares of Re. 1/- each allotted pursuant to conversion of warrants issued on preferential basis.
10. The Board took note of the application received dated 05th September, 2024 from one of the Promoter named Ms. Deepika Jain, for reclassification of her status from category of "Promoter" to the "Public under Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements). The Resolution passed by the Board of Directors is attached as Annexure-A for your reference.

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The meeting of the Board of Directors commenced at 11:00 A.M. and concluded at 12:40 P.M

Kindly take the above information on record.

Thanking You,

**For and on behalf of
Lorenzini Apparels Limited**

**Sandeep Jain
Managing Director & CFO
DIN: 02365790**

CERTIFIED TRUE COPY OF THE EXTRACT OF MINUTES OF MEETING OF THE BOARD OF DIRECTORS OF LORENZINI APPARELS LIMITED HELD ON FRIDAY, 06TH SEPTEMBER, 2024 AT REGISTERED OFFICE OF THE COMPANY SITUATED AT C-64, OKHLA INDUSTRIAL AREA PHASE-I, SOUTH DELHI, NEW DELHI-110020

TO APPRISE THE REQUEST RECEIVED FROM PROMOTER OF THE COMPANY FOR RE-CLASSIFICATION FROM PROMOTER TO PUBLIC SHAREHOLDER

The Board was informed that Ms. Deepika Jain, belonging to the Promoter and Promoter Group of the company, vide letter dated 05th September, 2024 applied to the company for re-classification of her status from “Promoter and Promoter Group” category to “Public” category shareholder of the Company. The letter received from Ms. Deepika Jain was placed before the Board for its reference.

Pursuant to Regulation 31A(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“Listing Regulations”), the Company intimated about the aforesaid request for re-classification to BSE Limited and National Stock Exchange of India Limited on 05th September, 2024.

The details of shareholding of the Promoter seeking re-classification is given hereunder:

S. No	Name of the Outgoing Promoter	No. of shares held	% of shareholding
1.	Deepika Jain	3,16,894	0.18

It was also apprised to the Board members that Ms Deepika Jain, the promoter in her said request letter has also confirmed the Company that the conditions as specified under Regulation 31A(3)(b) of the Listing Regulations are duly complied with, and brief of the rationale of the same is stated herein below:

- (a) She does not hold more than ten percent of the total voting rights in the listed entity.
- (b) She does not exercise control over the affairs of the listed entity.
- (c) She does not have any special rights with respect to the Company through formal or informal arrangements, including through any shareholder agreements.
- (d) She is not a part of the board of directors of the Company.
- (e) She does not hold the Key Managerial position in the Company.

Further, Ms. Deepika Jain was classified as a Person belonging to the Promoter being the wife of Mr. Sandeep Jain, who is a promoter of the Company.

As mentioned about the facts in the said request letter, she has requested the Company to reclassify her status of shareholding in ‘Public’ category.

The Board considered the matter and passed the following resolution unanimously:

“RESOLVED THAT pursuant to the provisions of the Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), and subject to the approvals of the Stock Exchange where the equity shares of the Company are listed namely, BSE Limited and NSE

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Limited (“Stock Exchange”) if any, as may be required in this regard, the approval of the Board of Directors be and is hereby accorded to the request received from the promoter for reclassification from the “ promoter “category to ‘public’ category shareholder of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, Mr. Sandeep Jain, the Managing Director and CFO of the Company be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchanges to seek their approval for the re-classification in accordance with Listing Regulations and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

RESOLVED FURTHER THAT a certified true copy of any of the resolutions and/ or extracts of the minutes of the board meeting be issued under the signature of the directors or key managerial personnel of the Company to the concerned person with a request to act thereon.”

CERTIFIED TO BE TRUE

**For and on behalf of
LORENZINI APPARELS LIMITED**

**Sandeep Jain
(Managing Director & CFO)
DIN: 02365790**