

506, Akshar Square, Near Page One Restaurant, Sandesh Press Road, Vastrapur, Ahmedabad - 380054. Gujarat (India).  
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Date: June 16, 2026

To,  
The Listing Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra East, Mumbai – 400051.

**Subject: Outcome of Board Meeting and Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Reference: Magson Retail and Distribution Limited (Symbol: MAGSON).**

Dear Sir/Madam,

Further to our letter dated 6th June 2026 and Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we wish to inform you that the Board of Directors of “Magson Retail and Distribution Limited” (“the Company”) at their Meeting held today i.e. **Tuesday, June 16, 2026**, at the registered office of the Company situated at Office No. 506, Akshar Square, Near Page One Hotel, Sandesh Press Road, Vastrapur, Bodakdev, Ahmedabad – 380054, Gujarat, India, have inter-alia considered and approved the following matters:

- 1. Issue of upto 3,00,000 (Three Lakh) Fully Paid Up 0% Unsecured Compulsory Convertible Debentures (“CCDs”) of face value of Rs. 100/- each to the proposed allottees belonging to the category of Non-Promoters on a preferential basis, subject to the approval of Shareholders of the Company:**

Raising of funds aggregating up to INR 3,00,00,000/- (Rupees Three Crores only) by way of issue of up to 3,00,000 (Three Lakh) Fully Paid Up 0% Unsecured Compulsorily Convertible Debentures (“CCDs”) of face value of INR 100/- (Rupees One Hundred only) each, to the proposed allottees mentioned in Table A, belonging to Non-Promoters, on a preferential and private placement basis (“Preferential Issue”), in accordance with the provisions of the Companies Act, 2013, as amended (“Act”), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), as amended from time to time, and other applicable laws, wherein such CCDs shall be compulsorily convertible into such number of Equity Shares of the Company having face value of INR 10/- each, within a period of not exceeding 18 months from the date of allotment of such CCDs, at such conversion price calculated as per Regulation 164/166A or such other applicable Regulation of SEBI ICDR based on the Relevant Price which will be a date 30 days prior to the date on which the CCDs holder exercises the Conversion of CCDs into the Equity Shares of the Company, in accordance with the provisions of SEBI ICDR Regulations, and the issue and allotment of CCDs and conversion thereof into Equity Shares shall be subject to the provisions of Sections 42, 62(1)(c), 71 and other applicable provisions of the Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, each as amended, Chapter V of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and subject to such approvals, permissions, consents and sanctions of the shareholders of the Company and other regulatory/statutory authorities, as may be required.

**Details of Allottees: Table A**

S. No.	Name of the Proposed Allottees	Category	Maximum Number of CCDs to be Issued (Upto)
1.	Kirit Jaisingh Maganlal	Indian Individual Non-Promoter	3,00,000
<b>Total</b>			<b>3,00,000</b>

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The details as required under SEBI Listing Regulations read with SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, with respect to Issuance of CCDs is enclosed herewith as *Annexure - A*.

**2. Issue of upto 61,200 Fully Paid-up Equity Shares to the Proposed Allottees belonging to the Non-Promoters/Public Category of the Company on a preferential basis, subject to the approval of Shareholders of the Company:**

Raising of funds aggregating up to INR 1,00,04,976/- (Rupees One Crore Four Thousand Nine Hundred and Seventy-Six only) by way of issue of Fully Paid Up Equity Shares ("Shares") to the Allottees belonging to the category of Non-Promoters/Public as mentioned herein in Table B, on a preferential and private placement basis, up to 61,200 (Sixty-One Thousand and Two Hundred) at a price of INR 163.48/- (Rupees One Hundred Sixty Three and Forty Eight Paise only) per Equity Share including Premium of INR 153.48/- (Rupees One Hundred Fifty Three and Forty Eight Paise only) each, being the issue price determined in accordance with the provisions of the Companies Act, 2013, as amended, ("Act"); the Securities and Exchange Board of India (Issue of Capital and Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended from time to time and Preferential Issue shall be in accordance with the provisions of Section 42 and Section 62(1)(c) of the Act read with Companies (Prospectus and Allotment of Securities Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended ("Rules"), Chapter V of SEBI ICDR Regulations, SEBI Listing Regulations and such other acts/ rules / regulations as may be applicable and subject to necessary approval of the Shareholders of the Company and other regulatory authorities, as may be applicable.

**Details of Allottees: Table B**

S. No.	Name of the Proposed Allottees	Category	Maximum Number of Equity Shares to be Issued (Upto)
1.	Atul Hariharbhai Brahmbhatt	Indian Individual Non-Promoter	48,960
2.	Prajapati Dharmendrabhai	Indian Individual Non-Promoter	12,240
<b>Total</b>			<b>61,200</b>

The details as required under SEBI Listing Regulations read with SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, with respect to Issuance of Equity Shares is enclosed herewith as *Annexure - B*.

3. Convening of 01/2026-27 Extra-Ordinary General Meeting ("EGM") on **Wednesday, 15<sup>th</sup> July 2026 at 03:00 PM IST**, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to seek the approval of the members of the Company and approval of Notice calling EGM. The notice of the said EGM and other related details shall be submitted to the Stock Exchange in due course in compliance with the provisions of the SEBI Listing Regulations.
4. Noting of the Valuation Report submitted by Den Valuation (OPC) Private Limited, IBBI Registered Valuer Entity – Securities and Financial Assets being an Independent Registered Valuer Entity (IBBI Registration No. IBBI/RV-E/06/2021/146), for calculation of Minimum Floor Price as per SEBI ICDR Regulations.
5. Fixed, **Monday, June 15, 2026**, being the date 30 days prior to the date of passing of resolution at the Ensuing EGM to be held on **Wednesday, 15<sup>th</sup> July 2026**, being the Relevant Date in relation to the issue of Equity Shares in accordance with SEBI ICDR Regulations.
6. Fixed, Friday, June 12, 2026, as the cut-off date for the purpose of reckoning the name of the eligible members for dispatch of Notice of EGM along with the details of E-voting; and

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7. Appointment of CS Kunal Sharma proprietor of M/s. Kunal Sharma & Associates, Practicing Company Secretary, (CP No: 12987 / Membership No: FCS10329) as the Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

The Board Meeting commenced at 04:00 PM IST and concluded at 05:30 PM IST.

Kindly consider this and take on record as a requisite disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The above information will be made available on the website of the Company [www.magson.in](http://www.magson.in).

Kindly take the same on your record and disseminate the same on your website.

Thanking You,

Yours Faithfully,

**For, Magson Retail and Distribution Limited**

**Himani Thakkar**  
*Company Secretary  
& Compliance Officer*  
Mem No.: A71150



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**Annexure - A**

Sr. No.	Disclosure Requirements	Details
1.	Type of Securities proposed to be issued (viz. equity share, convertibles etc.)	<b>Fully Paid Up 0% Unsecured Compulsory Convertible Debentures ("CCDs") of face value of Rs. 100/- each</b> convertible into such number of Equity Shares of the Company as may be determined at the time of conversion based on the conversion price and conversion ratio to be decided on a later date in accordance with the applicable provisions of the SEBI ICDR Regulations.
2.	Type of Issuance	Preferential Issue on a private placement basis in accordance with the provisions of Companies Act, 2013 and rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Issue of upto 3,00,000 (Three Lakh) Fully Paid Up 0% Unsecured Compulsory Convertible Debentures ("CCDs") of face value of Rs. 100/- each, convertible into such number of fully paid-up Equity Shares of the Company having face value of INR 10/- (Rupees Ten only) each, within a period of 18 months from the date of allotment of CCDs, at such conversion price calculated as per Regulation 164/166A or such other applicable Regulation of SEBI ICDR based on the Relevant Price which will be a date 30 days prior to the date on which the CCDs holder exercises the Conversion of CCDs into the Equity Shares of the Company, in accordance with the provisions of SEBI ICDR Regulations, aggregating up to INR 3,00,00,000/- to Non-Promoter Allottees as mentioned in the above disclosure.  The CCDs are proposed to be issued in accordance with the provisions of the Companies Act, 2013, as amended ("Act") and the SEBI ICDR Regulations and the preferential issue shall be undertaken for cash consideration.  The conversion price and the number of Equity Shares to be allotted pursuant to conversion of CCDs shall be subject to appropriate adjustments as permitted under applicable laws.
4.	<b>Additional details in case of preferential issue:</b>	
a.	Names of Investors	Please refer Table A of the Disclosure.
b.	Post allotment of securities - outcome of the subscription	Please refer Table A of the Disclosure.
c.	Issue price/ allotted price (in case of convertibles)	CCDs are Issued at face value of Rs. 100/- each.  CCDs shall be converted into such number of Equity Shares at such conversion price calculated as per

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Sr. No.	Disclosure Requirements	Details
		Regulation 164/166A or such other applicable Regulation of SEBI ICDR based on the Relevant Price which will be a date 30 days prior to the date on which the CCDs holder exercises the Conversion of CCDs into the Equity Shares of the Company, in accordance with the provisions of SEBI ICDR Regulations.
d.	Number of investors	1 (One). Please refer Table A of the Disclosure..
e.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instruments	CCDs shall be convertible into such number of fully paid-up Equity Shares of the Company having face value of INR 10/- (Rupees Ten only) each, within a period of 18 months from the date of allotment of CCDs, at such conversion price calculated as per Regulation 164/166A or such other applicable Regulation of SEBI ICDR based on the Relevant Price which will be a date 30 days prior to the date on which the CCDs holder exercises the Conversion of CCDs into the Equity Shares of the Company, in accordance with the provisions of SEBI ICDR Regulations.
f.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

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**Annexure - B**

Sr. No.	Disclosure Requirements	Details
1.	Type of Securities proposed to be issued (viz. equity share, convertibles etc.)	Fully Paid-up Equity Shares of the Company.
2.	Type of Issuance	Preferential Issue on a private placement basis in accordance with the provisions of Companies Act, 2013 and rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Issue of up to 61,200 (Sixty-One Thousand and Two Hundred) Fully Paid-up Equity Shares of the Company of face value of INR 10/- (Rupees Ten only) to the Allottees belonging to the Category of Non-Promoters/Public by way of a preferential issue on a private placement basis at the issue price of INR 163.48/- (Rupees One Hundred Sixty Three and Forty Eight Paise only) per Equity Share including Premium of INR 153.48/- (Rupees One Hundred Fifty Three and Forty Eight Paise only), which is not less than the minimum price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations aggregating INR 1,00,04,976/- (Rupees One Crore Four Thousand Nine Hundred and Seventy-Six only), in accordance with Chapter V of the SEBI ICDR Regulations, as amended and other applicable laws, and subject to the approval of regulatory / statutory authorities and the shareholders of the Company.
4.	<b>Additional details in case of preferential issue:</b>	
a.	Names of Investors	Please refer Table B of the Disclosure.
b.	Post allotment of securities - outcome of the subscription	Please refer Table B of the Disclosure.
c.	Issue price/ allotted price (in case of convertibles)	Equity Share of face value of INR 10/- (Rupees Ten only) each at a Issue Price of INR 163.48/- (Rupees One Hundred Sixty Three and Forty Eight Paise only) per Equity Share including Premium of INR 153.48/- (Rupees One Hundred Fifty Three and Forty Eight Paise only), which is not less than the minimum price determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.
d.	Number of investors	2 (Two). Please refer Table B of the Disclosure.
e.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instruments	Not Applicable
f.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable