

Sec/Coat/074/FY 2024-25

Dated : 02.12.2024

The Secretary

BSE Limited

New Trading Wing,

Rotunda Building,

PJ Tower, Dalal Street,

Mumbai- 400001

Scrip Code : 539046

The Manager

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block "G"

5th floor, Bandra Kurla Complex,

Bandra East,

Mumbai- 400051

Symbol : MANAKCOAT

Madam/Sir,

Sub : Outcome of Board Meeting held on 02.12.2024

Ref: Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") we would like to inform you that the Board of Directors of Manaksia Coated Metals & Industries Ltd. ("the Company") at its meeting held today, i.e., on Monday, December 02, 2024 inter-alia has considered and approved the following :

- 1. RAISING OF FUNDS UP TO RS. 134.55 CRORES BY WAS OF ISSUANCE OF FULLY CONVERTIBLE WARRANTS ("WARRANTS") ON PREFERENTIAL BASIS :**

To accelerate the business growth and to augment the long-term financial resources of the Company, the management has decided to create, issue and allot following Fully Convertible Warrants ("Warrants") on Preferential basis in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended ("Rules"), Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), Foreign Exchange Management (Non-debt Instruments) Rules, 2019, Foreign Exchange Management Act, 1999 and other applicable laws, regulations, guidelines and rules:

- a) ISSUANCE OF 36,00,000 (THIRTY SIX LAKHS ONLY) FULLY CONVERTIBLE WARRANTS CONVERTIBLE TO "PROMOTER/PROMOTER GROUP" AND "NON-PROMOTER, PUBLIC CATEGORY" ON PREFERENTIAL BASIS**

Up to 36,00,000 (Thirty Six Lakhs Only) fully convertible warrants convertible into equivalent number of fully paid-up equity shares of the Company having face value of Re. 1/- (Rupee one Only) each, at the option of Proposed Allottees, in one or more tranches, within 18 (eighteen) months from the date of allotment of such Warrants; to the persons belonging to "Promoter/Promoter Group" and "Non-Promoter,

Public Category” as detailed in Annexure–A, on preferential basis, at an issue price of Rs. 65/- (Rupees Sixty Five only) which is higher than the floor price determined in accordance with the provision of Chapter V of SEBI ICDR Regulations, payable in cash for aggregating amount of up to Rs. 23,40,00,000/- (Rupees Twenty Three Crores and Forty Lakhs Only), subject to approval of shareholders and other regulatory authorities, as may be applicable;

b) 1,71,00,000 (ONE CRORE AND SEVENTY ONE LAKHS ONLY) FULLY CONVERTIBLE WARRANTS TO “NON-PROMOTER, PUBLIC CATEGORY” ON PREFERENTIAL BASIS

Up to 1,71,00,000 (One Crore and Seventy One Lakhs Only) fully convertible warrants convertible into equivalent number of fully paid-up equity shares of the Company having face value of Re. 1/- (Rupee one Only) each, at the option of Proposed Allottees, in one or more tranches, within 6 (Six) months from the date of allotment of such Warrants; to the persons belonging to “Non-Promoter, Public Category” as detailed in Annexure–B, on preferential basis, at an issue price of Rs. 65/- (Rupees Sixty Five only) which is higher than the floor price determined in accordance with the provision of Chapter V of SEBI ICDR Regulations, payable in cash for aggregating amount of up to Rs. 111,15,00,000/- (Rupees One Hundred Eleven Crores and Fifteen Lakhs Only), subject to approval of shareholders and other regulatory authorities, as may be applicable

Upon allotment of Warrants in accordance herewith, an amount equivalent to 25% (twenty-five per cent) of the issue price of per warrants shall be called upfront from the proposed allottees.

Disclosure with respect to the Preferential Issue under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD–PoD–1/P/CIR/2023/123 dated July 13, 2023 is enclosed as Annexure –C to this letter.

2. Convening an Extra Ordinary General Meeting of the Company

To hold an Extraordinary General Meeting (“EGM”) of the members of the Company on **Thursday, 26th December, 2024 at 12:30 p.m.** (IST) through Video Conferencing (“VC”)/Other Audio–Visual Means (“OAVM”) to seek the approval of the shareholders of the Company inter-alia in relation to the aforesaid decisions which all are subject to approval of the shareholders of the Company. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at www.manaksiacoatedmetals.com and on the website of the stock exchange(s) i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, in due course.

The Company has fixed **Thursday, 19th December, 2024** as the “**Cut-off-Date**” for the purpose of determining the eligibility of the members entitled to vote by remote e-voting. Those shareholders holding shares either in dematerialized form or in physical form, as on the close of business hours on December 19, 2024 will be entitled to avail the facility of remote e-voting (from 9:00 AM on December 23, 2024 upto 5:00 PM on December 25, 2024) as well as voting at the EGM.

Regd. Office :

8/1 Lal Bazar Street, Bikaner Building
3rd Floor, Kolkata - 700001, INDIA
Phone : +91 33 2243 5053 / 54 / 6055
E-mail : info@mcmil.in
Website : www.manaksiacoatedmetals.com

Please note that the meeting commenced at 5.00 p.m. and concluded at 6.00 p.m.

You are requested to take the above information on your record.

Thanking you,

Yours faithfully,

For Manaksia Coated Metals & Industries Limited



Shruti Agarwal

Company Secretary & Compliance Officer

Membership No. : F12124

“ANNEXURE - A”**List of Proposed Allottees :**

Sr. No.	Names	Maximum Nos. of Warrants proposed to be allotted
A.	Promoters/Promoter Group :	
1.	Ms. Sushil Kumar Agrawal	8,00,000
2.	Mr. Karan Agrawal	4,00,000
3.	Mr. Tushar Agrawal	4,00,000
	Total (A)	16,00,000
B.	Non-Promoter/Public-Others	
1.	AIO Growth Capital Fund SPC	20,00,000
	TOTAL (B)	20,00,000
	GRAND TOTAL(A+B)	36,00,000

“ANNEXURE - B”
List of Proposed Allottees :

Sr. No.	Names	Maximum Nos. of Warrants proposed to be allotted
B.	Non-Promoter/Public-Others	
1.	Jitendra Rasiklal Sanghavi	2,500,000
2.	Sharda Subhashchandra Bhat	2,000,000
3.	Hitesh Natwarlal Kawa	1,800,000
4.	Shamina Trading L.L.C-FZ	1,500,000
5.	Kaushik Hasmukhlal Gandhi	1,256,250
6.	Nimesh Sahadeo Singh	1,181,250
7.	Minal Prakash Deshpande	1,000,000
8.	Roopal Hitesh Kawa	662,500
9.	Khyati Varshit Shah	500,000
10.	Ramesh Sakharampant Deshpande	500,000
11.	Sapna Devang Shah	450,000
12.	Narendrakumar Mansukhlal Mehta	400,000
13.	Rachana Ketan Kakrecha	300,000
14.	Divya Deven Pathak	300,000
15.	Vinay Rajendrakumar Nagda	250,000
16.	Mehul Hiralal Gandhi	250,000
17.	Jignesh Dhirajlal Shah	200,000
18.	Iconic Capital Ventures	200,000

19.	Naresh Saraaf	150,000
20.	Rajvi Devansh Khandol	200,000
21.	Vicky Vinodbhai Datraniya	200,000
22.	Satyam S Joshi	200,000
23.	Ketan Rashiklal Doshi	150,000
24.	Krusha Jayesh Khandor	150,000
25.	Ashok Bhawanji Chheda	100,000
26.	Dhruv Prakash Parekh	100,000
27.	Harshil Ashok Shah	200,000
28.	Thacker Minaxi Manilal	100,000
29.	Krunal Shah	100,000
30.	Dipali N Mehta	50,000
31.	Nidhi Agrawal	50,000
32.	Poorva Gupta	50,000
33.	Krunal adani	50,000
	TOTAL (B)	1,71,00,000
	GRAND TOTAL(A+B)	1,71,00,000

ANNEXURE-C

The details relating to issuance of warrants as required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 dated July 13, 2023 are as under :

Sl. No.	Particulars	Description
1	Type of securities proposed to be issued	Fully Convertible Warrants ("Warrants")
2	Type of issuance	Preferential Issue of Warrants in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and other applicable laws.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	a) Up to 36,00,000 fully convertible warrants convertible into equivalent number of fully paid-up equity shares of the Company having face value of Re. 1/- each, at the option of Proposed Allottees, in one or more tranches, within 18 months from the date of allotment of such Warrants; to the persons belonging to "Promoter/Promoter Group" and "Non-Promoter, Public Category" for aggregating amount of up to Rs. 23,40,00,000/- ; b) Up to 1,71,00,000 fully convertible warrants convertible into equivalent number of fully paid-up equity shares of the Company having face value of Re. 1/- each, at the option of Proposed Allottees, in one or more tranches, within 6 (Six) months from the date of allotment of such Warrants; to the persons belonging to "Non-Promoter, Public Category" for aggregating amount of up to Rs. 111,15,00,000/-
In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):		
4	Name of the Investors	As per the list attached as Annexure-A and Annexure-B
5	Issue price	Rs. 65/- (Rupees Sixty Five only) per instrument
6	Post allotment of securities outcome of	

	the subscription,	<table border="1"> <thead> <tr> <th rowspan="2">Category</th> <th colspan="2">Pre preferential issue</th> <th colspan="2">Post preferential issue*</th> </tr> <tr> <th>No of Shares</th> <th>%</th> <th>No of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Promoters & Promoter Group (A)</td> <td>51387940</td> <td>41.50</td> <td>59587940</td> <td>54.85</td> </tr> <tr> <td>Public (B)</td> <td>22881110</td> <td>30.81</td> <td>49046110</td> <td>45.15</td> </tr> <tr> <td>Total (A) + (B)</td> <td>74269050</td> <td>100.00</td> <td>108634050</td> <td>100.00</td> </tr> </tbody> </table> <p>* It includes full conversion of the today's allotment & previous outstanding warrants.</p>				Category	Pre preferential issue		Post preferential issue*		No of Shares	%	No of Shares	%	Promoters & Promoter Group (A)	51387940	41.50	59587940	54.85	Public (B)	22881110	30.81	49046110	45.15	Total (A) + (B)	74269050	100.00	108634050	100.00
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7	In case of convertibles intimation on conversion of securities or on lapse of the tenure of the instrument;	<p>The tenure of the warrants shall not exceed 6/18 (six/eighteen) months from the date of allotment; as the case maybe. Each warrant shall carry a right to subscribe 1 (one) Equity Share per warrant, which may be exercised in one or more tranches during the period commencing from the date of allotment of warrants until the expiry of 6/18(six/eighteen) months from the date of allotment of the warrants.</p> <p>In the event that, a warrant holder does not exercise the warrants within a period of 6/18 (Six/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 the Company.</p>																											
8	Nature of Consideration	Cash																											
9	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable																											