

Date: 14 February, 2025

To
The Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400051

Ref.: Megatherm Induction Limited / NSE /2024-25/73
Symbol: MEGATHERM
ISIN: INE531R01010

Dear Sir/Madam,

Sub: Intimation of amendments in the Memorandum of Association and Article of Association of the Company

In terms of 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 Members of the Company, by way of Postal Ballot, have approved the resolutions as specified in the Postal Ballot Notice dated 4th January, 2025.

1. Alteration in the Memorandum of Association of the Company.
2. Alteration in the Article of Association of the Company.

Further, the brief details of alteration in MOA & AOA as required under Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are annexed herewith marked as Annexure -I.

Kindly take the same into your records.

Yours faithfully,
For Megatherm Induction Limited

(Abanti Saha Basu)
Company Secretary & Compliance Officer

Place: Kolkata

Annexure-1

Summary of amendments in the MOA & AOA of the Company

S. No.	Amendments/ Changes
1.	<p>Alteration in the Memorandum of Association of the Company</p> <p>Insertion of the Borrowing Clause in Memorandum of Association (MOA) under Memorandum Clause No. III (B)(33) in the following manner:</p> <p>III.B.33. To borrow or raise or secure the payment of money or to receive money on such time and from time to time and in such manner as may be thought fit and in particular by the issue of debentures, or debenture-stocks, perpetual or otherwise including debentures or debenture- stock convertible into shares of this or any other company or perpetual annuities and in security for any such money so borrowed, raised or received or any such debentures or debenture-stocks so issued, to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the Company, present or future, including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities provided the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.”</p>
2.	<p>Alteration in the Article of Association of the Company</p> <p>Insertion of the clause of borrowing power in the Articles of Association under Article No. 73(a) before Article No. 74 and after Article No. 73 as per provisions of the Companies Act, 2013 in the following manner:</p> <p>73(a) Subject to the provisions of Sections 73, 179 and 180, and other applicable provisions of the Act and these Articles, the Board may, from time to time, at its discretion by resolution passed at the meeting of a Board:</p> <p>(i) generally raise or borrow or secure the payment of any sum or sums of money for the purposes of the Company;</p> <p>(ii) borrow money by way of issuance of Debentures ;</p> <p>(iii) borrow money otherwise than on Debentures;</p> <p>Provided, however, that where the money to be borrowed together with the money already borrowed (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) exceed the aggregate of the Paid-up capital of the Company and its free reserves (not being reserves set apart for any specific purpose), the Board shall not borrow such money without the consent of the Company by way of a Special Resolution in a General Meeting.</p> <p>73(b) Subject to the provisions of these Articles, the payment or repayment of money borrowed as aforesaid may be secured in such manner and upon such terms and conditions in all respects as the resolution of the Board (not by circular resolution) shall prescribe including by the issue of bonds, perpetual or redeemable Debentures or debenture–stock, or any mortgage, charge, hypothecation, pledge, lien or other security on the undertaking of the whole or any part of the property of the Company (including its uncalled Capital), both present and future and Debentures and other Securities may be assignable free from any equities between the Company and the Person to whom the same may be issued.”</p>