



7/Govt/SE/2024-25/0027

5th August, 2024

**National Stock Exchange of India
Limited Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra-Kurla
Complex, Bandra (East),
Mumbai 400 051
Trading Symbol: PAKKA**

**BSE Limited
Department of Corporate Service
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai - 400 001
Scrip Code: 516030**

Ref: Prior Intimation dated 31st July 2024 under Regulation 29(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Sub: Outcome of the meeting of the Board of Directors of the Company in terms of the provisions of Regulation 30 of the SEBI Listing Regulations started at 04:00 pm (IST) and concluded at 06:09 pm (IST).

Dear Sir/Madam,

With reference to the captioned subject and in terms of Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby inform your good office that the Board of Directors of Pakka Limited (“Company”) at their Meeting held today i.e., on **Monday, 5th August 2024**, has, inter-alia, considered and approved the following:

- 1. APPROVAL OF PROPOSAL FOR ISSUE OF 54,00,000/- EQUITY SHARES TO PUBLIC (NON-PROMOTER) CATEGORY OF THE COMPANY ON PREFERENTIAL BASIS:** Preferential Issue of up to 54,00,000 (Fifty-Four Lacs) Fully Paid-up Equity Shares of the face value of Rs.10/- (Rupees Ten Only) each, on a preferential basis, at the issue price of Rs. 272/- (Rupees Two Hundred Seventy-Two Only) including a Security Premium of Rs. 262/- (Rupees Two Hundred Sixty-Two Only), which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, aggregating **up to Rs. 146,88,00,000 (Rupees One Hundred Forty-Six Crores Eighty-Eight Lakhs Only)**, in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to the persons as per list placed in **Annexure A**, subject to shareholders’ approval.
- 2. APPROVAL OF PROPOSAL FOR ISSUE OF 36,00,000/- WARRANTS TO PUBLIC (NON-PROMOTER) CATEGORY OF THE COMPANY ON PREFERENTIAL BASIS:** Preferential Issue of up to 36,00,000 (Thirty-Six Lakhs) Fully Convertible Warrants to

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Uttar Pradesh -208001
CIN: L24231UP1981PLC005294

be convertible at an option of Warrant holder(s) in one or more tranches, within 12 (Twelve) months from its allotment date into an equivalent number of fully paid-up Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each, on a preferential basis, at the issue price of Rs. 272/- (Rupees Two Hundred Seventy-Two Only) including a Security Premium of Rs. 262/- (Rupees Two Hundred Sixty-Two Only), which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, aggregating **up to Rs. 97,92,00,000 (Rupees Ninety-Seven Crores Ninety-Two Lakhs Only)**, in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to the persons mentioned in **Annexure B**, subject to shareholders' approval.

The details of the pre- and post-shareholding of the proposed allottees are placed in **Annexure C**.

Details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, and SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, with respect to the preferential issue, are enclosed as **Annexure I**.

3. **EXTRAORDINARY GENERAL MEETING:** Convening an extraordinary general meeting of the Company on Thursday, 29th August, 2024, at 10.30 a.m. through video conferencing or other audio-visual means, to seek necessary approval of the shareholders of the Company, for the Preferential Issue. Accordingly, in terms of the provisions of Chapter V of ICDR Regulations, the Relevant Date for determining the minimum issue price shall be Tuesday, 30th July 2024, i.e., being the date, which is 30 days prior to date of the Extra-Ordinary General Meeting of the Shareholders of the Company scheduled to be held on Thursday, 29th August, 2024. The Notice of Extra-Ordinary General Meeting will be filed separately in due course of time as provided under the law.
4. **ACQUISITION OF AN ADDITIONAL EQUITY SHARES IN PAKKA INC., A WHOLLY OWNED SUBSIDIARY COMPANY BASED IN USA:-** Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said Regulations, this is to inform that the Board of Directors of the Company have approved the investment of US\$ 2 Million in the equity of Pakka Inc., its wholly owned subsidiary Company.

The disclosures in respect of the said acquisition, as required under Regulation 30 of the SEBI Listing Regulations, read with Schedule III thereto and the SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is also attached as '**Annexure II**' to this letter.

5. **CHANGE OF NAME OF YASH TEAM STOCK OPTION PLAN - 2021:-** Pursuant to recommendation of Nomination and Remuneration Committee, the Board of Directors recommended to change of name of Yash Team Stock Option Plan – 2021 to **PAKKA**



TEAM STOCK OPTION PLAN – 2021 to align with the current name of the Company subject to approval of the shareholders of the Company in the ensuing Extra-Ordinary General Meeting of the Company.

- 6. DESIGNATED EMAIL ID FOR INVESTOR GRIEVANCE:-** The Company has a designated new Email - investor@pakka.com for handling investor grievances on a day-to-day basis on which investor can make a complaint. This email-id is mentioned on every public communication being made by the Company with the shareholders and also put on the website of the Company. This email-id is directly monitored by the Compliance Officer.

Kindly take the above information on record. The information in the above notice is also available on the website of the Company <https://www.pakka.com>.

Kindly bring it to the notice of all concerned.

Thanking you,

Yours faithfully,
for Pakka Limited

Sachin Kumar Srivastava
Company Secretary & Legal Head

Encl.: as above

ANNEXURE I
DISCLOSURE IN TERMS OF REGULATION 30 OF THE SEBI LISTING REGULATIONS READ WITH THE SEBI DISCLOSURE CIRCULAR

Sr. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.	i. Fully Paid-up Equity Shares; and ii. Fully Convertible warrants of the Company (" Warrants ").
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment, on private placement basis in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations
3.	Total number of securities proposed to be issued or the total amount for which these securities will be issued (approximately)	i. Issue of up to 54,00,000 (Fifty-Four Lacs) Fully Paid-up Equity Shares of the face value of Rs.10/- (Rupees Ten Only) each, on a preferential basis, at the issue price of Rs. 272/- (Rupees Two Hundred Seventy-Two Only) including a Security Premium of Rs. 262/- (Rupees Two Hundred Sixty-Two Only), which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, aggregating up to Rs. 146,88,00,000 (Rupees One Hundred Forty-Six Crores Eighty-Eight Lacs Only) , in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to the persons as per list placed in Annexure A , subject to shareholders' approval. ii. Preferential Issue of up to 36,00,000 (Thirty-Six Lacs) Fully Convertible Warrants to be convertible at an option of Warrant holder(s) in one or more tranches, within 12 (Twelve) months from its allotment date into an equivalent number of fully paid-up Equity Shares of the face value of Rs. 10/-

		(Rupees Ten Only) each, on a preferential basis, at the issue price of Rs. 272/- (Rupees Two Hundred Seventy-Two Only) including a Security Premium of Rs. 262/- (Rupees Two Hundred Sixty-Two Only), which is a price higher than the minimum price determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, aggregating up to Rs. 97,92,00,000 (Rupees Ninety-Seven Crores Ninety-Two Lakhs Only) , in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to the persons mentioned in Annexure B , subject to shareholders' approval.
4.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	
a)	Name of the investors	List of Proposed Allottees of the Equity Shares and Warrants are given as Annexure-A & B, respectively.
b)	Post allotment of securities - outcome of the subscription	The Equity Shares and Warrants are proposed to be allotted to the Allottees as mentioned in Annexure A & B, respectively. Details of the shareholding of the Proposed Allottees in the Company, prior to and after the Preferential Issue given separately as Annexure-C.
c)	Issue price	Equity Share of Face Value of INR 10 each at a Security Premium of INR 262 each (Issue Price INR 272) and warrants at issue price of INR 272 per Warrant.
d)	Number of investors	Up to 32 (Thirty-Two) investors
e)	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of INR 10 (Indian Rupees Ten), which may be exercised in one or more tranches during a period of 12 (twelve) months commencing from the date of allotment of Warrants.

ANNEXURE A**DETAILS OF THE PROPOSED ALLOTTEES**

Sr. No.	Name of Proposed Allottee	Permanent Account Number	Status	Number of equity shares proposed to be allotted
1	SBI Magnum Children's Benefit Fund - Investment Plan	AABTS6407Q	Mutual Fund	33,45,454
2	SBI Optimal Equity Fund - Long Term	ABDTS6933L	Alternative Investment Fund Category III	2,54,546
3	Akshat Greentech Private Limited	AAOCM1256H	Body Corporate	1,25,000
4	Elpro International Limited	AAACE2506L	Body Corporate	1,25,000
5	Rmarm Holdings	ABEFR4840A	AOP	1,00,000
6	Sushma Anand Jain	AABPJ1891K	Individual	1,00,000
7	Rameshchandra Vinaychand Shah	AJBPS3136R	Individual	90,000
8	Tibrewala Electronics Limited	AAACT5268J	Body Corporate	80,000
9	Dhoot Industrial Finance Ltd	AAACD1836A	Body Corporate	75,000
10	Eighty Four Investments Private Limited	AABCA1923G	Body Corporate	75,000
11	Minaxi H Kothari	AACPK0350K	Individual	75,000
12	Nabs Vriddhii LLP	AANFN3992K	LLP	75,000
13	SKFF (India) Private Limited	ABCCS0788F	Body Corporate	60,000
14	Carnelian Asset Management LLP	AAOFC3442L	LLP	50,000
15	Amit Kumar Singh	AXPPS1679B	Individual	50,000
16	Apurva Mahesh Shah	ABBPS3726K	Individual	50,000
17	Ashit Mahesh Shah	ABLPS9594H	Individual	50,000
18	Ashok Ramnarayan Boob Huf	AAEHA4212N	HUF	50,000
19	Bhawana Vohra	AHRPV2727K	Individual	50,000
20	G K Tobacco Industries Private Limited	AAFCG2363J	Body Corporate	50,000
21	Navatris Investments	AAUFN5312L	AOP	50,000
22	Pawan Poddar	AGTPP3358H	Individual	50,000
23	Raj Kumar Taneja	AAGPT7389D	Individual	50,000
24	Rajasthan Patrika Private Limited	AAACR7856G	Body Corporate	50,000
25	Shahi Exports Private Limited	AAJCS1175L	Body Corporate	50,000

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26	Sumeet Kanwar	ASSPK9671K	Individual	50,000
27	Viansh Family Trust	AADTV2122M	Trust	50,000
28	Bijal Kishorchandra Madhani	ACSPM6211F	Individual	40,000
29	Sammys Dreamland Co Private Limited	AACCS6592A	Body Corporate	40,000
30	Thermopads Private Limited	AAACT8887D	Body Corporate	40,000
TOTAL EQUITY SHARES				54,00,000

ANNEXURE B

DETAILS OF PROPOSED ALLOTTEES OF FULLY CONVERTIBLE WARRANTS			
Sr. No.	Client Name	PAN	No. of Fully Convertible Warrants
1	Carnelian Bharat Amritkaal Fund	AADTC3773D	20,50,000
2	Carnelian Asset Management LLP	AAOFC3442L	15,50,000
TOTAL NO. OF WARRANTS			36,00,000

ANNEXURE – C

DETAILS OF THE PRE AND POST-SHAREHOLDING OF THE PROPOSED ALLOTTEES

DETAILS OF PRE AND POST SHAREHOLDING OF PROPOSED ALLOTTEES OF EQUITY SHARES				
Sr. No.	Client Name	Pre-Shareholding	Post Shareholding	Post Shareholding Percentage
1	SBI Magnum Children's Benefit Fund - Investment Plan	0	33,45,454	6.91
2	SBI Optimal Equity Fund - Long Term	0	2,54,546	0.53
3	Akshat Greentech Private Limited	0	1,25,000	0.26
4	Elpro International Limited	0	1,25,000	0.26
5	Rmarm Holdings	0	1,00,000	0.21
6	Sushma Anand Jain	0	1,00,000	0.21
7	Rameshchandra Vinaychand Shah	0	90,000	0.19
8	Tibrewala Electronics Limited	0	80,000	0.17
9	Dhoot Industrial Finance Ltd	0	75,000	0.15
10	Eighty Four Investments Private Limited	0	75,000	0.15
11	Minaxi H Kothari	0	75,000	0.15
12	Nabs Vriddhii LLP	0	75,000	0.15
13	SKFF (India) Private Limited	0	60,000	0.12
14	Carnelian Asset Management LLP	0	50,000	0.10
15	Amit Kumar Singh	0	50,000	0.10
16	Apurva Mahesh Shah	0	50,000	0.10
17	Ashit Mahesh Shah	0	50,000	0.10
18	Ashok Ramnarayan Boob Huf	0	50,000	0.10
19	Bhawana Vohra	0	50,000	0.10
20	G K Tobacco Industries Private Limited	0	50,000	0.10
21	Navatris Investments	0	50,000	0.10
22	Pawan Poddar	0	50,000	0.10
23	Raj Kumar Taneja	0	50,000	0.10
24	Rajasthan Patrika Private Limited	0	50,000	0.10
25	Shahi Exports Private Limited	0	50,000	0.10

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26	Sumeet Kanwar	0	50,000	0.10
27	Viansh Family Trust	0	50,000	0.10
28	Bijal Kishorchandra Madhani	0	40,000	0.08
29	Sammys Dreamland Co Private Limited	0	40,000	0.08
30	Thermopads Private Limited	0	40,000	0.08
TOTAL NO. OF EQUITY SHARES		0	36,00,000	11.15

DETAILS OF PRE AND POST SHAREHOLDING OF PROPOSED ALLOTTEES OF WARRANTS				
Sr. No.	Client Name	Pre-Shareholding	Post Shareholding	Post Shareholding Percentage
1	Carnelian Bharat Amritkaal Fund	0	20,50,000	4.23
2	Carnelian Asset Management LLP	0	15,50,000	3.20
TOTAL NO. OF WARRANTS		0	36,00,000	7.43

ANNEXURE II

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name of Target Entity: Pakka Inc., a wholly owned USA based subsidiary Company of Pakka Limited. Turnover (FY 23-24): NIL
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	The acquisition will fall within related party transactions as Shares of Pakka Inc., wholly owned subsidiary is proposed to be acquired by Pakka Limited, its holding Company. The transaction is done at arm’s length.
3.	Industry to which the entity being acquired belongs	Packaging Industry
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>Pakka Inc., a USA based wholly owned subsidiary of the Company has acquired 100% stake in Pakka Guatemala, whereby, Pakka Guatemala has become a wholly owned subsidiary of Pakka Inc. and step-down subsidiary of Pakka Limited.</p> <p>The proposed Investment in Pakka Inc. which shall be provided in turn to Pakka Guatemala shall be used towards Strategic Opportunity for Nearshoring the production of Bagasse based Food-Packaging and Molded Service Ware Creating and leading new value space in North American food industry market by providing compostable (not only biodegradable) packaging by setting up manufacturing capabilities.</p> <p>This further investment is towards potential synergies with the business of the Company.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition	N.A.

6.	Indicative time period for completion of the acquisition	The further Investment will be completed by 30 th September, 2024.
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash
8.	Cost of acquisition or the price at which the shares are acquired	Aggregate consideration for acquisition of shares is USD 20,00,000/- i.e. Face Value of US\$ 10 per share.
9.	Percentage of shareholding/ control acquired and/ or number of shares acquired;	No change is expected as Pakka Limited already hold 100% shares of Pakka Inc. and Pakka Inc. holds 100% shares of Pakka Guatemala.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Pakka Inc is USA based wholly owned subsidiary of Pakka Limited.</p> <p>A) Turnover for the period ended 31st March, 2024 – NIL</p> <p>B) Turnover for the period ended 31st March, 2023 – NIL</p> <p>C) Turnover for the period ended 31st March, 2022 – NIL</p>