



Dated: 10<sup>th</sup> April, 2026  
Place: Hyderabad

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai-400 001  Scrip Code: 513228	National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  Symbol: PENIND
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Dear Sir/Madam,

Sub : Outcome of Board Meeting

Ref: SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015

We wish to inform you that at the meeting of the Board of Directors of the company commenced at 4:30 P.M. and concluded at 7:45 P.M. on Friday the 10<sup>th</sup> day of April, 2026, the following business were transacted:

- 1) To issue upto 30,00,000 (Thirty Lakhs Only) convertible equity warrants of the Company each convertible into, or exchangeable for, one Equity Share of Face Value ₹ 5/- (Rupee Five only) each within the period of 18 (Eighteen Months) in accordance with the applicable law (“Warrants”) at a price of ₹ 168/- (Rupees One Hundred Sixty Eight Only) each (including the warrant subscription price and the warrant exercise price) aggregating ₹ 50,40,00,000/- (Indian Rupees Fifty Crores Forty Lakhs only) to Pennar Holdings Private Limited, one of the Promoter of the Company (“the Proposed Allottee”), by way of preferential issue on a private placement 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, as amended (“Rules”), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Listing Regulations and such other acts / rules / regulations as maybe applicable and subject to the approval of the regulatory/ Statutory Authorities and the members of the Company (“Warrants Issue”). Details enclosed herewith as Annexure I. Upon issue of Warrants in accordance herewith, an amount equivalent to 25% (Twenty-Five per cent) of the total issue size shall be called upfront from the proposed allottees;
- 2) Re-appointment of Mr. RVS Ramakrishna as an Independent Director for the second term of five consecutive years w.e.f 4<sup>th</sup> June, 2026. The details as required under Regulation 30 of SEBI Regulations, 2015 is enclosed as Annexure II.
- 3) To hold the Extra-Ordinary General Meeting of the Members of the Company on Friday, 8<sup>th</sup> May, 2026 through video conferencing and / or other audio-visual means;
- 4) To fix Thursday, 30<sup>th</sup> April, 2026 as the cut-off date for determining the eligibility of the Members entitled to vote at the ensuing Extraordinary General Meeting of the Company by electronic means or in the general meeting scheduled to be held on Friday, 8<sup>th</sup> May, 2026 through video conferencing and / or other audio-visual means;

**Corporate Office:**

Pennar Industries Limited  
7<sup>th</sup> Floor, #2-91/14/8/PIL/10&11, White Fields,  
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**Registered Office:**

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CIN: L27109TG1975PLC001919

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website: www.pennarindia.com



5) Appointment of Mr. Subhash Kishan Kandrapu, (Membership No. 32743 and CP No. 17545), Practicing Company Secretary, Hyderabad as the Scrutinizer for scrutinizing the E- voting process in accordance with the provisions of the Companies Act 2013 & rules made there under and provide the consolidated report on the votes cast during the EGM and through remote e-voting “in favor” or “against” the resolutions stated in the notice sent to the members for the Extraordinary General Meeting.

6) Taking note of resignation of Mr. P V Rao, Non-Executive Non-Independent Director of the Company with effect from 11<sup>th</sup> April, 2026. The details as required under Regulation 30 of SEBI Regulations, 2015 is enclosed as Annexure II.

The same will be made available on the Company’s website viz., [www.pennarindia.com](http://www.pennarindia.com)

Kindly take the same on your records.

Thanking you

Yours faithfully,

**for Pennar Industries Limited**

A handwritten signature in blue ink that reads 'M.M. Ali Baig'.



**Mirza Mohammed Ali Baig**  
**Company Secretary & Compliance Officer**  
**ACS 29058**

Encl: As mentioned above

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### ANNEXURE-I

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular dated September 9, 2015 and amended circulars thereon are as under:

Sr. No.	Particulars	Description
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.	Convertible Equity 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 a private placement basis
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 30,00,000 (Thirty Lakhs Only) convertible equity warrants for an aggregate amount of ₹ 50,40,00,000/- (Rupees Fifty Crores Forty Lakhs only)
4. Additional information in case of preferential issue:		
a)	Name of the Investors	Pennar Holdings Private Limited
b)	post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;  Issue price / allotted price (in case of convertibles);  Number of investors;	Details of the shareholding of Pennar Holdings Private Limited in the Company, prior to and after the Preferential Issue, are given under Annexure A;  Issue Price - Rs. 168/- (Rupees One Hundred Sixty-Eight only) per Warrant;  1
c)	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Convertible Equity Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of INR 5 (Indian Rupee Five), which may be exercised in one or more tranches during a period of 18 (Eighteen) months commencing from the date of allotment of Convertible Equity Warrants.
5.	any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

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**Annexure A**

Sl. No.	Name of the Allottee	Category of the allottee as per Regulation 31 (1) of the SEBI (LODR) Regulations, 2015	Pre-Preferential Equity Holding @		No. of Equity Warrants proposed to be allotted in this preferential offer	Post preferential holding #	
			No. of shares	% of holding		No. of shares	% of holding
1.	Pennar Holdings Private Limited	Promoter	2,10,05,455	15.57	30,00,000	2,40,05,455	17.40

@Pre-Preferential Equity Holding is based on the BENPOS as on 03-04-2026.

# The post issue shareholding percentage is arrived after considering all the preferential allotments proposed to be made on fully diluted basis.

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## ANNEXURE-II

**Disclosure of Information Pursuant to Regulation 30 read with schedule III of the SEBI (LODR) Regulations 2015 and SEBI Circular No. SEBI/HO/CFD/POD2/CIR/P/0155 dated 11<sup>th</sup> November, 2024 read with SEBI Circular No. SEBI/HO/CFD/CFD-POD-2/CIR/P/2024/185 dated 31<sup>st</sup> December, 2024.**

Sl. No.	Particulars	RVS Ramakrishna (DIN No. 00009421)	P V Rao (DIN No. 03157581)
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-Appointment as Non-Executive Independent Director for the next term.	Mr. P V Rao has resigned as Non-Executive Non-Independent Director of the Company due to unavoidable personal situations and there are no other material reasons for resignation other than the one mentioned in the resignation letter.
2.	Date of appointment/reappointment/ cessation (as applicable) & term of appointment/reappointment;	Re-Appointment w.e.f: 04 <sup>th</sup> June, 2026 Term: for the second consecutive term of 5 (five) years.	With effect from the close of business hours on 11 <sup>th</sup> April, 2026.
3.	Brief profile (in case of appointment)	<p>Mr. RVS Ramakrishna is Graduate in Engineering in Chemical Technology from Birla Institute of Technology and Science, Pilani . He started his career with Coromandel Fertilisers Limited, Visakhapatnam as a Graduate Engineer Trainee. He was awarded the PGDM from Indian Institute of Management, Ahmedabad in 1982 and then joined ITW Signode India Limited as Area Sales Executive based at Jamshedpur. In 1995 he was inducted on the Board as Whole-time Director to head the Steel Business.</p> <p>RVS Ramakrishna was appointed as the Managing Director of the Company in June 1999 and as Group President (APAC &amp; MEA) i.e. Signode India, China, MEA, Japan, Korea and ASEAN in 2011. He retired from service on December 31st 2020.</p>	Not applicable

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		RVS Ramakrishna was also the Chairman of Indian Institute of Packaging from 2016 to 2019. He was also an active member of CII (AP & Telangana.	
4.	Disclosure of relationships between directors (in case of appointment of a director).	Nil.	Not applicable
5.	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange Circular dated June 20, 2018 (Affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI order or any other authority.	Mr. RVS Ramakrishna is not debarred from holding office of a Director by virtue of any SEBI Order or any other such authority.	Not applicable
6.	Affirmation that the Director being appointed is not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013.	Mr. RVS Ramakrishna is not disqualified from holding the office of director pursuant to the provisions of Section 164 of the Companies Act, 2013.	Not applicable

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Date: 10<sup>th</sup> April, 2026  
Place: Hyderabad

To,  
The Board of Directors  
M/s. Pennar Industries Limited  
CIN: L27109TG1975PLC001919  
D. No. 2-91/14/8/PIL/10 & 11, 7<sup>th</sup> Floor,  
Whitefields, Kondapur, Serilingampally,  
Hyderabad, K.V.Rangareddy - 500084

Dear Members of the Board,

**Sub: Resignation from the Board of Directors of Pennar Industries Limited**

I have had a privilege of serving on the Board of Pennar Industries Limited and contributing to its growth and progress over the years. It has been a rewarding experience to witness the Company's continued success and development.

My journey with the Pennar Group began in January 2008, when I joined as the Head and the first employee of Pennar Engineered Building Systems. With the strong support and contributions of my colleagues and the management team, we were able to establish the Pennar brand as a significant player in the pre-engineered steel buildings marker in India, in a relatively short span of time. My journey in executive leadership concluded in early 2021, when I stepped down as Joint Managing Director of Pennar Industries.

Due to certain emerging unavoidable personal circumstances, I hereby tender my resignation as a Director of the Company with effect from 11<sup>th</sup> April, 2026.

I confirm that there are no other material reasons for my resignation apart from those stated above.

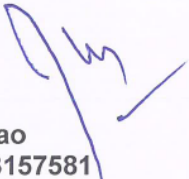
I request that my resignation be taken on record and that the necessary filings, including Form DIR-12, be made with the Registrar of Companies within the prescribed timelines. I would appreciate receiving a copy of the filed form along with the acknowledgement/challan for my records.

I cherish the memories of my association with Pennar and have learned a great deal from my fellow Board members. I would like to express my sincere gratitude to my colleagues on the Board and the management team for their support, cooperation, and camaraderie during my tenure.

I am confident that the Pennar Group will continue to grow from strength and achieve even greater milestones in the years ahead.

Thank you.

Yours Sincerely,

  
P. V. Rao  
DIN: 03157581