

The Dy. General Manager Dept. of Corporate Services BSE Limited 1 st Floor, P.J. Towers, Dalal Street, Fort, Mumbai - 400001	The Asst. Vice President Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai – 400051
Stock Code: 531746 ISIN No: INE505C01016	Stock Code: PRAENG ISIN No: INE505C01016

Dear Sir / Madam,

Sub: Regulation 30 SEBI (LODR) Regulations - Outcome of the Meeting of Board of Directors of Prajay Engineers Syndicate Limited (The Company) held on Tuesday, 02-09-2025

With reference to the above cited subject, we would like to inform you that the Board of Directors of the Company in their meeting held on 02-09-2025, have inter-alia discussed, considered and approved the following:

1. Offer, issue and allot 72,69,566 Convertible Warrants (convertible into equivalent number of equity shares of the Company) at a price of Rs. 23/- (including premium of Rs.13/-) per convertible warrant as determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), on Preferential Basis to Promoters and Non-promoters for cash consideration subject to the approval of the shareholders of the Company in the ensuing Annual General Meeting of the shareholders of the Company.

The details regarding the issuance of securities as required pursuant to the SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/0155120 dated November 11 2024, **Annexure I** to this letter.

2. Approved the constitution of Allotment Committee of the Board of Directors of the Company comprising of following persons:

Sr. No.	Name	Status	Chairman / Member of Allotment Committee
1.	L Jaysaimha Reddy	Independent Director	Chairman
2.	D Rohit Reddy	Non-Independent, Non-Executive Director	Member
3.	M Varsha Reddy	Independent Director	Member

3. Convening the 31st(Thirty First) Annual General Meeting (AGM) of the Members of the Company for the Financial Year 2024-25 on Monday, the 29th day of September, 2025, at 5:30 P.M. (IST), through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") at the Registered Office Address of the company situated at 1-10-63 & 64, 5thFloor, Prajay Corporate House, Chikoti Gardens, Begumpet, Hyderabad - 500016, Telangana and notice of the 31st AGM.
4. Closing of Register of Members and Share Transfer Books from Tuesday, 23 September, 2025 to, Monday29 September, 2025 (both days inclusive) for the purpose of the 31st AGM of the Members of the company.
5. Approved the reappointment of Mr. Rohit Reddy Dantapalli, (DIN:07560450) who retires by rotation, and being eligible offers himself for re-appointment



6. Approved the appointment of Mr. Dharam Karan Kora (DIN: 11270639), as an Independent Director for a term of 5 years, upto conclusion of 5 consecutive years from the date of the 31st AGM upon recommendation of the Nomination and Remuneration Committee (subject to the approval of members in their AGM).
7. Approved Appointment of and the payment of remuneration to Mr. Dantapalli Vijaysen Reddy (DIN 00291185), Executive Chairman & Managing Director, as set out in the Explanatory Statement, for the tenure of 3 years September 2 ,2025. (subject to the approval of members in their AGM).
8. Approved Appointment of and the payment of remuneration to M/s P. S. Rao & Associates, Company Secretaries Hyderabad Secretarial Auditors of the Company for a period of 5 (Five) consecutive financial years i.e., from the FY 2025-26 to FY 2029-30 to undertake Secretarial Audit for each of the said years at such remuneration as may be decided by the Board of Directors from time to time and on such terms and conditions. (subject to the approval of members in their AGM).

The meeting commenced at 04:30 p.m. and concluded at 05:45 p.m.

This is for your information and records.

Thanking you,

Yours Faithfully,

For Prajay Engineers Syndicate Limited

T Siva Kumar

Company Secretary and Compliance Officer

Annexure I

Disclosure of Event and Information pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI master circular SEBI/HO/CFD/PoD2/CIR/P/0155120 dated November 11 2024.

Sr. No	Particulars of Securities	Details			
a)	Type of securities proposed to be issued	Convertible Warrants (convertible into equivalent Equity Shares of face value Rs. 10/- per share)			
b)	Type of issuance	Preferential Issue			
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto 72,69,566 Convertible Warrants convertible into equivalent number of Equity Shares of face value Rs. 10/- per share.			
d)	Issue Price	Rs. 23/- per share (including premium of Rs. 13/- per share) as determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018			
e)	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):				
i)	Name of Investors and their corresponding subscription of No. of Warrants	Issue of Convertible Warrants			
		Sr. no.	Name of the Investors	No. of Warrants proposed to be subscribed	Category
		1	Dantapally Vijaysen Reddy	36,89,304	Promoter
		2	Sreepathi Sankeerthy Reddy	4,34,783	Non-Promoter
		3	Gondesi Vishnu Vardhan Reddy	4,34,783	Non-Promoter
		4	Madavaram Suman Rao	4,34,783	Non-Promoter
		5	Andem Anurag Reddy	2,17,391	Non-Promoter
		6	Datla Akash Varma	8,69,565	Non-Promoter
		7	Suraj Penukonda	2,17,391	Non-Promoter
		8	Myneni Nalina Kanthi	2,60,870	Non-Promoter
		9	Valluru Jtothsna	1,73,913	Non-Promoter
		10	Asia Sultana	5,36,783	Non-Promoter
Total			72,69,566		
ii)	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	NA			
iii)	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	NA			

iv)	Tenure/ Conversion	In case of Convertible Warrants into Equity shares: - a. The tenure of the convertible warrants of the issuer shall be eighteen months from the date of their allotment. b. An amount equivalent to at least twenty-five per cent of the consideration determined in terms of regulation 164 shall be paid against each warrant on the date of allotment of warrants and the balance seventy-five per cent. of the consideration shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such warrant by the warrant holder. c. In case if the warrant holders do not exercise the option to convert the warrants into equity shares within the above stated period of 18 months than such warrants (to the extent not converted) shall lapse and the initial sum of twenty five percent of offer price paid on such warrants shall be forfeited by the Company.
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**Annexure
BRIEF PROFILE OF DIRECTORS**

Information in respect of Director(s) seeking appointment/re-appointment as required under SEBI (LODR) Regulations, 2015 and Secretarial Standards-2 (SS-2)

Name of the Director	Mr. Vijaysen Reddy Dantapalli	Mr. Dantapalli Rohit Reddy	Mr. Dharam Karan Kora
Date of Appointment including terms and conditions of appointment	He was originally appointed on the Board of the Company on 26th April, 2019, and subsequently reappointed and his current term of appointment has come to an end and being eligible he is proposed to be appointed as Executive Chairman & Managing Director in the ensuing Annual General Meeting.	He was Originally appointed on the Board of the Company on 26.10.2017. He was appointed as Director eligible to retire by rotation w.e f. 25th April, 2019	29-09-2025
Date of first appointment on the Board	25.04.2019	26.10.2017	None
Date of Birth	03.12.1956	21.05.1992	29-03-1967
Expertise in Specific Functional areas and Experience	More than three decades of rich experience in Construction industry at all levels including formulation of strategies	Co-ordinating, leading and controlling the project activities, implementing production, productivity, quality, and customer- service standards, resolving operational problems, and identifying work process improvements.	More than 3 decades experience in Real Estate Activities and Hospitality Sector and Consultancy Services related thereto
Educational Qualification	C.A Inter	Graduate of Civil Engineering from Pennsylvania State University	Graduate
Directorships in other Companies	1. Secunderabad Golf and Leisure Resorts Private Limited 2. Prajay Velocity Developers Private Limited 3. Prajay Retail Properties Private Limited	None	None
Membership/Chairmanships of committees of Other Boards (other than the company)	None	None	None
Details of Remuneration sought to be paid and the remuneration last drawn by such person	Up to 5,00,000/- per month excluding other perks and allowances as the Board may determine from time to time.	None	None
Shareholding in the company as on 31st March, 2023	21954932	500534	NIL
Relationship between Directors inter-se/Manager and KMPs	Mr. Rohit Reddy Dantapalli, Director and Mr. Vijaysen Reddy Dantapalli are related to each other	Son of Mr. D Vijaysen Reddy, Chairman and Managing Director and Promoter of the Company	None
Number of Meetings of the Board attended during the year	5	5	NA