



RBM Infracon Limited

February 19, 2025

To
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C- 1, Block-G, Bandra Kurla Complex,
Bandra (E), Mumbai-400 051

Sub: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, this is to inform you that the Meeting of the Board of directors was held today Wednesday, February 19, 2025 at the registered office of company, inter-alia, have considered and approved following among other businesses:

1. To Issue and allotment of up to 50,00,000 convertible equity warrants of the Company in one or more tranches by way of Preferential basis.

The Board considered and Approved to issue 50,00,000 Fully Convertible Warrants ("Warrants") at a price as may be decided as per Reg. 164 of the SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018 ("the SEBI ICDR Regulations"), each convertible into equivalent number of fully paid up equity share of the company of face value of Re. 10/- (Rupees Ten Only) at an option of the proposed Allottees, within a maximum period of 18 months from the date of allotment of warrants to specified investors, on preferential issue basis in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, on such terms and conditions as determined by the Board in terms of applicable rules and regulations and subject to approval of Shareholders. The information in this regard pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed as **Annexure-1** to this letter.

The relevant date, in terms of provision of SEBI ICDR Regulations for determining the floor price of the Preferential Issue is February 19, 2025.

2. APPOINTMENT OF M/S. PATEL JAIN & ASSOCIATES AS THE JOINT STATUTORY AUDITOR OF THE COMPANY.

The board of directors of the company based on the recommendation and approval of the audit committee has approved to appoint M/S. PATEL JAIN & ASSOCIATES "Chartered Accountants", having (Firm's Registration No. 129797W) as the Joint Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting (AGM) of the company to be held in the year 2025-26 for the financial year 2024-25.

3. Approval for issue of Notice of Extra Ordinary General Meeting

The Board has also approved Convening of an Extra Ordinary General Meeting of the Members of the Company on Friday, March 21, 2025, along with draft notice convening the meeting to be issued/dispatched to the shareholders for seeking their approval inter alia for the Preferential Issue.



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4. Appointed National Securities Depository Limited (NSDL) as Remote E-Voting Agency for resolutions proposed to be passed at Extra Ordinary General Meeting.
5. Approved Appointment of M/s. SCS & Co. LLP, Company Secretaries, as Scrutinizer for carrying out Remote e-Voting Process and Voting at the Extra Ordinary General Meeting in fair and transparent manner.

Please note that the Board Meeting commenced today at 12:00 p.m. and concluded at 3:00 p.m.

This is for your information and records.

Thanking you,

Yours faithfully,

FOR, RBM INFRACON LIMITED

JAYBAJRANG RAMAISHISH MANI
CHAIRMAN CUM MANAGING DIRECTOR
DIN: 03417579



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Annexure-1

Disclosures a required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No.	Particulars	Details			
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Fully Convertible Warrants each convertible into equivalent number of fully paid-up equity share of the Company			
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, Preferential allotment etc.)	Preferential Allotment			
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	50,00,000 Fully Convertible Warrants at a price as may be decided as per Reg. 164 of the SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018			
4.	Issue Price/ Allotted Price (In case of convertibles)	Rs. 580/- per Convertible Equity warrant per Reg. 164 of the SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018 aggregating upto Rs 290,00,00,000/- (two hundred and ninety crore only)			
5.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	<p>Each Warrant would be convertible into equivalent number of fully paid up equity share of face value of Re. 10/- each of the Company at an option of Proposed Allottee, within a maximum period of 18 months from the date of allotment of Warrants.</p> <p>An amount equivalent to atleast 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottee on the exercise of option of conversion of the warrant(s).</p> <p>The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.</p>			
6.	Number of the investor	23 (Twenty Three)			
7.	Name of investor	Pre-Preferential Issue, holding if any	Warrants to be offered	*Post allotment of securities - outcome of The subscription	% of holding
1	JAY BAJRANG MANI	6006000	1800000	7806000	51.69
2	ADITYA MANI	100	500000	500100	3.31
3	SEEMA MANI	109400	500000	609400	4.03
4	PAYAL MANI	0	100000	100000	0.66
5	PALLAVI MANI	0	100000	100000	0.66
6	TULSI PRASAD SHUKLA	100	1500	1600	0.01
7	RANJAN KUMAR	0	1000	1000	0.01
8	RAMNIWASH MISHRA	0	1500	1500	0.01
9	SHIVA SHUKLA	0	1000	1000	0.01
10	KESAV SHUKLA	0	1000	1000	0.01
11	JINANSHI CONSULTANCY	0	272000	272000	1.80

Regd. Office : MB Complex, Main Road, Baitalpur, Deoria. (U.P.) 274201 India.

Corporate Office : 2&3, Snehdeep Residency, Nr.Digjam Circle, Jamnagar - 361 006. Gujarat (India)

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	PRIVATE LIMITED				
12	SHRUTI SINGHVI	0	100000	100000	0.66
13	VANDANA SINGHVI	0	100000	100000	0.66
14	DIPEN NANDASANA	0	1500	1500	0.01
15	BHAVESH NANDASANA	0	1500	1500	0.01
16	DIMPAL NANDASANA	400	1500	1500	0.01
17	MEENABEN KALARIYA	0	1000	1000	0.01
18	MANOJ GUPTA	0	10000	10000	0.07
19	KUNJIT MAHESHBHAI PATEL	0	500000	500000	3.31
20	ROOPYAA TRADEBIZZ LIMITED	0	900000	900000	5.96
21	KINNARI MAHESHBHAI PATEL	0	100000	100000	0.66
22	RENU GUDADHE	0	5000	5000	0.03
23	PRIYAM SHAH	0	1500	1500	0.01

*The post-issue shareholding as shown above is calculated assuming full exercise of equity and warrants and consequent allotment of the equity shares of the Company.