



RBM Infracon Limited

February 20, 2025

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

Subject: Outcome of the Board Meeting held on February 20, 2025.

Dear Sir/ Madam,

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Board of Directors of the Company at its meeting, held on February 20, 2025, inter-alia – considered and approved the following:

1. Incorporation of a Subsidiary Company in the name and style "RBM Solar Solutions Private Limited" by holding 60% of its issued and paid-up share capital aggregating to investment of Rs. 60,000/-.
2. Appointment of Mr. Jaybajrang Ramaishish Mani (DIN: 03417579), Managing Director of the Company as an Authorized Representative in the proposed Company.

The Board Meeting commenced at 04:40 PM and concluded at 05:30 PM.

The details as required under Regulation 30 of the Listing Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is attached herewith as "**Annexure 1**".

Kindly take the above on record and oblige.

Thanking you,

Yours faithfully,

For RBM INFRACON LIMITED

JAYBAJRANG RAMAISHISH MANI
CHAIRMAN CUM MANAGING DIRECTOR
DIN: 03417579



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ANNEXURE 1

Name(s) of parties involved in the transaction	RBM Infracon Limited (RBMINFRA) & RBM Solar Solutions Private Limited (RSSPL)
Purpose of the transaction	Incorporation of a Subsidiary with an objective of Power Generation.
Shareholding, if any, in the entity with whom the transaction is executed	Initial Shareholding - 60% by RBMINFRA .
Significant terms of the investment (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	<ol style="list-style-type: none"> 1. Total capital commitment by RBMINFRA would be 60% of the share Capital of the Proposed Company. 2. RBMINFRA shall have the right to appoint directors in the proposed Company. 3. RBMINFRA shall have the voting rights in the proposed Company.
Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	No
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	No
In case of issuance of shares to the parties, details of issue price, class of shares issued	<p>The authorized, Issued, Subscribed and Paid Up share capital of the proposed Company shall be ₹ 1,00,000 (Rupees One Lakh Only) divided into 10,000 equity shares of ₹ 10/- each.</p> <p>Initial subscription by RBMINFRA shall be 60% of the paid-up share capital in the proposed Company by subscribing to 6,000 equity shares of ₹ 10/- each.</p>

Regd. Office : B-1120, SUN WEST BANK, ASHRAM ROAD, Ashram Road P.O, Ahmedabad-380009, Gujarat, (India).

Corporate Office : 1st Floor, Ravi Plaza, Nilkanth Park, Dhichda Road, Jamnagar - 361002. Gujarat (India).

Branch Office : Shop No. 2 & 3, Snehdeep Residency, Nr. DIGJAM Circle, Jamnagar - 361006, Gujarat (India).

Tel/Fax : +91 288 2710463, E-mail: info@rbminfracon.com, Web : www.rbminfracon.com



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Any other disclosures related to such investment, viz., details of nominee shareholder, details of nominee on the board of directors of the unlisted entity, potential conflict of interest arising out of such investment, etc.

Nominee is not Applicable.

There would be 4 (Four) Directors on the Board of the proposed Company namely Mr. Jaybajrang Ramaishish Mani (DIN: 03417579), Mr. Aditya Mani (DIN: 08980569), Mr. Anilkumar Ramprasad Agarwal (DIN: 01096976) and Mr. Aniruddh Anilkumar Agrawal (DIN: 07063733).

Name of the target entity, details in brief such as size, turnover etc

Name: RBM Solar Solutions Private Limited as the same is approved by the Central Registration Centre and/or Ministry of Corporate Affairs.

Authorized Capital: ₹ 1,00,000/- (Rupees One Lakh Only) divided into 10,000 equity shares of ₹ 10/- each

Turnover: Not Applicable since the Company is yet to be incorporated.

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 "arms length"

The Subsidiary Company once incorporated will be related party of the RBM INFRACON LIMITED ("RBMINFRA").

Industry to which the entity being acquired belongs;

Energy Sector.

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);

Power Generation.

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Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
Indicative time period for completion of the acquisition;	Not Applicable
Nature of consideration - whether cash consideration or share swap and details of the same;	60% initial subscription to the share capital through Cash/Banking Channel.
Cost of acquisition or the price at which the shares are acquired	Not Applicable
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);	Not applicable since the Company is yet to be incorporated.

