



RBM Infracon Limited

Date: December 27, 2023

To
The Listing Department
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, 27th December 2023 at the registered office of company, inter-alia, have considered and approved following among other businesses:

1. To offer, issue and allot 16,62,000 equity shares of the company, each having face value of 10/-, at a price of 386/- per equity share and for an aggregate consideration of 64,15,32,000/- (Rupees Sixty-Four Crore Fifteen Lakhs and Thirty-Two Thousand Only), on a preferential basis for consideration in cash and other than cash:

The Board considered and approved the Issuance of 16,62,000 Equity shares of face value of Rs. 10/- each ("Equity Shares"), on a preferential basis ("Preferential Issue") in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended, and other applicable laws, at a price of Rs. 386/- per Equity Share aggregating to Rs. 64,15,32,000/- (Rupees Sixty-Four Crore Fifteen Lakhs and Thirty-Two Thousand Only) for consideration in cash and other than cash, subject to the approval of the Members of the Company and such regulatory/statutory authorities as may be applicable. 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 December 22, 2023.

2. Issue and allotment of up to 5,30,000 convertible equity warrants of the Company in one or more tranches by way of Preferential basis.

The Board considered and Approved to issue 5,30,000 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



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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-2** to this letter.

The relevant date, in terms of provision of SEBI ICDR Regulations for determining the floor price of the Preferential Issue is December 22, 2023.

3. Approved Shifting of Registered office from Uttar Pradesh to Gujarat:

The Board considered and approved Shifting the registered office of the Company from the State of Uttar Pradesh to the Gujarat, and consequent changes in the Clause II of the Memorandum of Association ("MoA") of the Company subject to the approval of the members by way of special resolution to be passed in EGM and other necessary approvals, wherever required.

4. 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 Wednesday, January 24, 2023, along with draft notice convening the meeting to be issued/dispatched to the shareholders for seeking their approval inter alia for the Preferential Issue.

Please note that the Board Meeting commenced today at 4:00 p.m. and concluded at 8:00 p.m.

This is for your information and records.

Thanking you,

Yours faithfully,

FOR, RBM INFRACON LIMITED
RBM INFRACON LIMITED

JAYBAJRANG RAMKISHAN 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.)	Equity Shares	
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)	16,62,000 number of Equity Shares to be issued at a price of Rs. 386/- per Equity Share arrived as per the relevant provisions of SEBI ICDR Regulations, aggregating to Rs. 64,15,32,000/- (Rupees Sixty-Four Crore Fifteen Lakhs and Thirty-Two Thousand Only) for consideration in cash and other than cash.	
4	Additional details in case of preferential issue:		
5	Names of the proposed investors and the maximum number of equity shares to be offered.	Name of Proposed Investors	Maximum Number of Equity Shares to be offered (no.)
		VANAJA SUNDER IYER	3,50,000.00
		MONEYSTONE CONSULTANTS LLP	3,50,000.00
		VIMANA CAPITAL MANAGEMENT LLP	80,000.00
		SAHIL SHARMA	17,000.00
		CHAMPALAL NAVEEN KUMAR	25,000.00
		I PRAMOD	25,000.00
		RAKESH LAROA	50,000.00
		RAGHAV CHAUDHARY	10,000.00
		MADHURI AGARWAL	5,000.00
		SUNNY PHERWANI	5,000.00
		BENGAL TIGER CAPITAL ADVISORS LLP	9,000.00
		PERCHCAP LLP	10,000.00
		ROOPALI UPPAL	90,000.00
		PUNEET BEHL	4,000.00
		MANICKAM RAVICHANDRAN	2,00,000.00
		RIYA MANOJ KULCHANDANI	25,000.00
		ANUPAMA TYAGI	25,000.00
		DINESH BABU CHANDRASEKAR	25,000.00
		TRUPTI MANHARLAL MEHTA	18,000.00
		SHYAM SUNDER KAPOOR	15,000.00
		RAKHI HARISH MAIDASANI	15,000.00
		SUNEEL PADAVALA HUF	15,000.00
		KANCHAN BATRA	12,000.00
		RATNA PRADIP KURHADE	12,000.00
		SHANMUGANATHAN KARUPPIAH	12,000.00
		NAVEEN MENEZES	10,000.00
		MANISHA RAJESH THAKUR	10,000.00



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		AARCHI BINAKIYA	10,000.00																																																						
		ISHA KHAN	8,000.00																																																						
		NILAY RAMESHBHAI PATEL	7,000.00																																																						
		SANTANU PAHARI	7,000.00																																																						
		SAMEER PRANUBHAI JOSHI HUF	7,000.00																																																						
		SAHAKUNTALA DEVI SAHU	7,000.00																																																						
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		KEYURI BHAVIN GANATRA	5,000.00																																																						
		YUVA EQUITY FUND PRIVATE LIMITED	10,000.00																																																						
		LATA THAKKAR	4,000.00																																																						
		JINAL MANOJBHAI NANDASANA	10,000.00																																																						
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		MONALI JIGNESH BALODIYA	6,000.00																																																						
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		ANANDRAJ PRAKASHCHAND CHHAJER	2,000.00																																																						
		ANANT SINGHVI	4,000.00																																																						
6	Post Allotment of Securities- Outcome of The Subscription, Issue Price/Allotted Price (In Case of Convertibles), Number of Proposed Investors.	Outcome of the Subscription:																																																							
		<table><tr><th rowspan="2">Name of the Investor</th><th colspan="2">Pre- Preferential Allotment shareholding</th><th colspan="2">*Post allotment of securities - outcome of the subscription</th></tr><tr><th>No.</th><th>%</th><th>No.</th><th>%</th></tr><tr><td>VANAJA SUNDER IYER</td><td>0</td><td>0.00</td><td>3,50,000</td><td>3.29</td></tr><tr><td>MONEYSTONE CONSULTANTS LLP</td><td>0</td><td>0.00</td><td>3,50,000</td><td>3.29</td></tr><tr><td>VIMANA CAPITAL MANAGEMENT LLP</td><td>0</td><td>0.00</td><td>80,000</td><td>0.75</td></tr><tr><td>SAHIL SHARMA</td><td>0</td><td>0.00</td><td>17,000</td><td>0.16</td></tr><tr><td>CHAMPALAL NAVEEN KUMAR</td><td>0</td><td>0.00</td><td>25,000</td><td>0.24</td></tr><tr><td>I PRAMOD</td><td>0</td><td>0.00</td><td>25,000</td><td>0.24</td></tr><tr><td>RAKESH LAROA</td><td>0</td><td>0.00</td><td>50,000</td><td>0.47</td></tr><tr><td>RAGHAV CHAUDHARY</td><td>0</td><td>0.00</td><td>10,000</td><td>0.09</td></tr><tr><td>MADHURI AGARWAL</td><td>0</td><td>0.00</td><td>5,000</td><td>0.05</td></tr></table>		Name of the Investor	Pre- Preferential Allotment shareholding		*Post allotment of securities - outcome of the subscription		No.	%	No.	%	VANAJA SUNDER IYER	0	0.00	3,50,000	3.29	MONEYSTONE CONSULTANTS LLP	0	0.00	3,50,000	3.29	VIMANA CAPITAL MANAGEMENT LLP	0	0.00	80,000	0.75	SAHIL SHARMA	0	0.00	17,000	0.16	CHAMPALAL NAVEEN KUMAR	0	0.00	25,000	0.24	I PRAMOD	0	0.00	25,000	0.24	RAKESH LAROA	0	0.00	50,000	0.47	RAGHAV CHAUDHARY	0	0.00	10,000	0.09	MADHURI AGARWAL	0	0.00	5,000	0.05
Name of the Investor	Pre- Preferential Allotment shareholding		*Post allotment of securities - outcome of the subscription																																																						
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SUNNY PHERWANI	0	0.00	5,000	0.05
BENGAL TIGER CAPITAL ADVISORS LLP	0	0.00	9,000	0.08
PERCHCAP LLP	0	0.00	10,000	0.09
ROOPALI UPPAL	8000	0.09	98,000	0.92
PUNEET BEHL	0	0.00	4,000	0.04
MANICKAM RAVICHANDRAN	0	0.00	2,00,000	1.88
RIYA MANOJ KULCHANDANI	0	0.00	25,000	0.24
ANUPAMA TYAGI	3000	0.04	28,000	0.26
DINESH BABU CHANDRASEKAR	0	0.00	25,000	0.24
TRUPTI MANHARLAL MEHTA	0	0.00	18,000	0.17
SHYAM SUNDER KAPOOR	0	0.00	15,000	0.14
RAKHI HARISH MAIDASANI	0	0.00	15,000	0.14
SUNEEL PADAVALA HUF	10000	0.12	25,000	0.24
KANCHAN BATRA	0	0.00	12,000	0.11
RATNA PRADIP KURHADE	0	0.00	12,000	0.11
SHANMUGANATHAN KARUPPIAH	0	0.00	12,000	0.11
NAVEEN MENEZES	0	0.00	10,000	0.09
MANISHA RAJESH THAKUR	0	0.00	10,000	0.09
AARCHI BINAKIYA	0	0.00	10,000	0.09
ISHA KHAN	0	0.00	8,000	0.08
NILAY RAMESHBHAI PATEL	0	0.00	7,000	0.07
SANTANU PAHARI	0	0.00	7,000	0.07
SAMEER PRANUBHAI JOSHI HUF	0	0.00	7,000	0.07
SAHAKUNTALA DEVI SAHU	0	0.00	7,000	0.07
SNEHA MAKHIJA	0	0.00	7,000	0.07
PREETI GUPTA	0	0.00	5,000	0.05
KEYURI BHAVIN GANATRA	0	0.00	5,000	0.05
YUVA EQUITY FUND PRIVATE LIMITED	0	0.00	10,000	0.09
LATA KIRIT THAKKAR	0	0.00	4,000	0.04
JINAL MANOJBHAI NANDASANA	0	0.00	10,000	0.09



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RAMABEN NANDASANA	0	0.00	10,000	0.09
NANDASANA RUTI	0	0.00	10,000	0.09
KALARIYA SACHIN DHIRUBHAI	0	0.00	10,000	0.09
KANTARIYA SEJAL SAGARBHAI	0	0.00	12,000	0.11
KANTARIYA SAGAR VALABHDAS	0	0.00	12,000	0.11
PUJAN SAMIR BHAI BHESDADIA	0	0.00	5,000	0.05
JANGIPAR SHREYKUMAR	0	0.00	10,000	0.09
MONALI JIGNESH BALODIYA	0	0.00	6,000	0.06
BHUMIKABEN NILESHKUMAR BHALODIYA	0	0.00	6,000	0.06
HITESHKUMAR RAMNIKLAL BHALODIYA	0	0.00	12,000	0.11
PARESHKUMAR RAMNIKLAL BHALODIYA	0	0.00	6,000	0.06
PARSOTTAM KANJI BHALODIA	0	0.00	6,000	0.06
RAMNIKLAL KANJI BHALODIA	0	0.00	6,000	0.06
HARDIK PARSHOTAMBHAI BHALODIA	0	0.00	6,000	0.06
JIGNESHKUMAR PARSOTTAMBHAI BHALODIYA	0	0.00	6,000	0.06
KANTABEN RAMNIKLAL BALODIYA	0	0.00	6,000	0.06
DIPTI HARDIK BHALODIYA	0	0.00	6,000	0.06
BHAVESH VINODRAI MAKADIA	0	0.00	10,000	0.09
ANANDRAJ PRAKASHCHAND CHHAJER	0	0.00	2,000	0.02
ANANT SINGHVI	0	0.00	4,000	0.04

Issue Price: Rs. 386/- per equity share as per the provisions of Regulation 164(1) and Regulation 164(4) of the SEBI ICDR Regulations. The number of Proposed Investors are same as stated above.



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Annexure-2

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)	5,30,000 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. 386/- per Convertible Equity warrant per Reg. 164 of the SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018 aggregating upto Rs 20,45,80,000/- (Twenty Crore Forty-Five Lakhs and Eighty Thousand only)			
5.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	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. 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). 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.			
6.	Number of the investor	1 (One)			
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)	ADITYA JAY BAJRANG MANI	100	5,30,000	5,30,100	4.99

*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.