



SABAR
FLEX INDIA LIMITED

A Part of our daily life

Manufacturers of: All Kinds of Printed Flexible Packaging Materials

Date: April 06, 2024

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
"Exchange Plaza" Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
Fax: +91 22 2659 8237/38

Sub: Outcome of Board Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NSE Scrip Code: SABAR

Dear Sir/Madam,

Pursuant to Regulation 30 and Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby want to inform you that the Board of Directors in their meeting held today i.e. Saturday, 06th April, 2024 at 06:00 P.M. and concluded at 07:50 P.M. inter alia has:

1. Considered and approved to increase in Authorized Share Capital of the Company from existing to Rs. 26,00,00,000/- (Rupees Twenty-Six Crores only) and thereby Consequent Alteration of the Capital Clause of the Memorandum of Association of the Company. (Refer Annexure A1 for new authorized capital structure of the Company)
2. Considered and approved the fundraising upto Rs. 20,00,00,000/- (Rupees Twenty Crores only) via Further Public Offer of equity shares of the company. (Refer Annexure A2)
3. Considered and approved to ratify the member's resolution passed in the Extra Ordinary General Meeting dated July 03rd, 2023 in connection with the issue and allotment of warrants on Preferential basis to Promoters and Non-Promoters. (Refer Annexure A3)
4. Considered and approved to replace the existing clause 19 of Articles of Association of the Company subject to the approval of the shareholders in the general meeting and of Ministry of Corporate Affairs. Details of replaced clause is mentioned in the Annexure. (Refer Annexure A4)
5. Considered and decided not to increase the Borrowing Limits under Section 180(1)(C) of the Companies Act, 2013 as the existing Borrowing Limits of Rs. Hundred Crores only is sufficient for the Company as of now.
6. Considered and approved that the Extra Ordinary General Meeting of the company to be held on Monday, 06th May 2024 at 11:00 AM at the registered office of the company situated at B/1/104, Palledium, Nr. Orchid Wood Opp. Divya Bhaskar, Corporate Road, Prahladnagar, Ahmedabad, Gujarat, India, 380015.

Corporate Office: B-1/104, Palladium, Nr. Orchid Wood Opp. Divya Bhaskar, Corporate Road, Prahaladnagar, Ahmedabad, Gujarat, India

Factory: Survey No. 33, Plot No. 25 to 32, Idar Road, Dhandha, Himmatnagar-383001, Dist. S.K., N. Gujarat, India.

Cell No.: +91 2772 22206, 223041, +919825070452 | **Email:** info@sabarflex.in | www.sabarflex.com

Corporate Identity No. L25209GJ2018PLC102720 | **Tan No.:** AHMS33440B.



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7. Considered and approved Friday 12th April, 2024 as the cut-off date/record date for determining shareholders of the company for dispatch of Notice for the Extra Ordinary General Meeting of the members.
8. Considered and approved the period of closure of the Register of Members and Share transfer books of the company from Tuesday 30th April, 2024 to Monday 06th May, 2024 (both days inclusive) for the Extra Ordinary General Meeting.
9. Considered and approved Monday 29th April, 2024 as the cut-off date (record date) for determination of shareholders eligible for e-voting and to attend Extra Ordinary General Meeting and Poll Voting therein. The period of e-voting will commence on Friday 03rd May 2024 at 9:00 a.m. and ends on Sunday 05th May, 2024 at 5:00 p.m.
10. Appointed CS Aanal Mehta of M/s. Aanal Mehta And Associates, Ahmedabad having (ICSI M. No.- A61893 and CP No.- 23096) as scrutinizer of the company for the remote e-voting and poll voting at ensuing extraordinary general meeting of the Company.
11. The Board has appointed National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized e-voting's agency. The facility of casting votes by a member using remote e-voting will be provided by NSDL.

Further, the detailed disclosure as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/ CFD /CMD/4/2015 dated September 9, 2015 is enclosed as Annexures.

You are requested to kindly take the same on record and do the needful.

Yours Sincerely

FOR SABAR FLEX INDIA LIMITED

HIKMATBAHADUR KRISHABHADUR KUNWAR
MANAGING DIRECTOR
(DIN: 00024010)

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Annexure A1**Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Amendments to the Memorandum of Association of the Company	<p>The existing authorized capital of the Company is as follows:</p> <p>The Authorized Share Capital of the Company is Rs. 19,12,00,000/- divided into 19120000 equity shares of Rs. 10/- each.</p> <p>The Authorized Share Capital of the Company is proposed to be increased upto Rs. 26,00,00,000/- (Rupees Twenty-Six Crores only) divided into 26000000 equity shares of Rs. 10/- each.</p>
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Annexure A2**Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Type of securities proposed to be issued	Equity Shares ranking pari-passu to the existing equity shares of the Company
Type of issuance	Further Public offer of equity shares of the company
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	For a total amount upto Rs. 20,00,00,000/- (Rupees Twenty Crores only)
Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable

Annexure A3**Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Details of Ratification	The Stock exchange has directed to change the relevant date and to call for differential amount from the investors pursuant to such change of relevant date. The said agenda is put for the approval of the shareholders of the company in the ensuing general meeting.
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Annexure A4

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

<p>Amendments to the Articles of Association of the Company</p>	<p>To replace the existing clause 19 of Articles of Association of the Company subject to the approval of the shareholders in the general meeting and of Ministry of Corporate Affairs.</p> <p>The new clause 19 of Articles of Association of the Company is as follows:</p> <p>19. (i) In the case of transfer of shares or other marketable securities where the Company has not issued any certificates and where such shares or securities are being held in any electronic and fungible form in a Depository, the provisions of the Depositories Act, 1996 shall apply.</p> <p>(ii) Every holder of securities of the Company who intends to transfer such securities shall get such securities dematerialized before the transfer; Provided that requests for effecting transfer of securities shall not be processed by the Company unless the securities are held in the dematerialized form with a depository.</p> <p>(iii) Nothing contained in Section 56 of the Act or these Articles shall apply to transfer of securities issued by the Company, affected by a transferor and transferee both of whom are entered as beneficial owners in the records of a Depository.</p> <p>(iv) Subject to the provisions of Section 58 of the Act and Section 22A of the Securities Contracts (Regulation) Act, 1956, the Board may, at its own absolute and uncontrolled discretion and after assigning the reason for same, decline to register or acknowledge any transfer of shares, whether fully paid or not (notwithstanding that the proposed transferee be already a member), send to the transferee and the transferor notice of the refusal to register such transfer provided that registration of a transfer shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons indebted to the Company on any account whatsoever except a lien on shares.</p> <p>(v) If the Company refuses to register the transfer of any share, the Company shall within 30 days from the date on which the instrument of transfer was lodged with the Company, send notice of refusal to the transferee and transferor and there upon the provisions of Section 56 of the Act or any statutory modification thereof for the time being in force shall apply.</p> <p>(vi) There shall be paid to the Company, in respect of the transfer of any number of shares to the same party such</p>
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fee, if any as the Directors may require. Provided that the Board shall have the power to dispense with the payment of this fee either generally or in any particular case.

(vii) The Board of Directors shall have power, on giving not less than seven days previous notice in accordance with section 91 and Rules made thereunder, to close the Register of Members and/or the Register of debentures holders and/or other security holders at such time or times and for such period or periods, not exceeding thirty days at a time, and not exceeding in the aggregate forty-five days in each year as it may seem expedient to the Board:

Nothing contained in this Article shall be deemed to restrict the Board to fix a record date in substitution of, or in addition to, the closure of Register of Members or debenture holder or other security holders as may be permissible under the provisions of the Act and other applicable laws.

(viii) The Company shall incur no liability or responsibility whatsoever in consequence of its registering or giving effect to any transfer of shares made or notice prohibiting registration of such transfer, and may have entered such notice or referred thereto in any book of the Company and the Company shall not be bound or require to regard or attend, or be under any liability whatsoever for refusing or neglecting so to do though it may have been entered or referred to in some book of the Company but the Company shall nevertheless be at liberty to regard and attend to any such notice and give effect thereto, if the Directors shall so think fit.

(ix) In the case of any share registered in any register maintained outside India the instrument of transfer shall be in a form recognized by the law of the place where the register is maintained but subject thereto shall be as near to the form prescribed in as prescribed under the relevant Rules hereof as circumstances permit.

(x) No transfer shall be made to any minor, insolvent or person of unsound mind unless represented by a guardian.

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