



**SPECIALITY
RESTAURANTS LIMITED**

CIN: L55101WB1999PLC090672 Email : corporate@speciality.co.in

Morya Land Mark - 1, 4th Floor, B-25, Veera Industrial Estate, Off New Link Road, Andheri (W), Mumbai 400 053
Tel. No. (022) 62686700 Website-www.speciality.co.in

November 14, 2024

To,
General Manager,
Listing Operations,
BSE Limited,
P.J. Tower, Dalal Street,
Mumbai - 400 001.

Vice President,
Listing Compliance Department,
National Stock Exchange of India Limited,
'Exchange Plaza', Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051.

Scrip Code : 534425

Scrip Code : SPECIALITY

Dear Sir/ Madam,

Sub: Statement on Deviation or Variation of funds raised through Issue of Warrants Convertible into Equity Shares, on preferential basis.

Pursuant to Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with SEBI Circular No. CIR/CFD/CMD1/162/2019 dated December 24, 2019, we hereby confirm that during the quarter ended September 30, 2024, there is no deviation or variation in the use of funds raised through Issue of Warrants convertible into Equity Shares, issued on preferential basis from the Objects as stated in the Explanatory Statement to the Notice of Extraordinary General Meeting of the Company dated December 21, 2022.

Accordingly, a Nil Statement of Deviation or variation, duly reviewed by the Audit Committee of the Company, for the quarter ended September 30, 2024 is enclosed as "Annexure-I".

This will also be hosted on Company's website at www.speciality.co.in.

We request you to kindly take the above on record.

Yours sincerely,
For **Speciality Restaurants Limited**

Authorized Signatory

Name: Avinash Kinshikar
Designation: Company Secretary and Legal Head



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Annexure-I

Statement of Deviation or Variation in utilisation of funds raised

Name of Listed entity	Speciality Restaurants Limited
Mode of fund raising	Preferential Issue of Convertible Warrants
Type of instrument	Warrants convertible into Equity Shares, on a preferential basis.
Date of raising funds	02.02.2023
Amount raised	Rs. 52,13,60,340/- [Please refer Note no. (i) to (vii)]
Report filed for quarter ended	30.09.2024
Monitoring Agency	Applicable
Monitoring Agency Name, if applicable	CRISIL Ratings Limited
Is there a Deviation / Variation in use of funds raised?	No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not applicable
If Yes, Date of shareholder Approval	Not applicable
Explanation for the Deviation / Variation	Not applicable
Comments of the audit committee after review	Nil
Comments of the auditors, if any	Nil

Note:

(i) The Board of Directors of the Company at their meeting held on February 02, 2023, on receipt of 25% of warrants subscription amount i.e., ₹ 53.02/- (25% of Rs.212.05) per warrant allotted 60,00,000 warrants to proposed allottees. The total amount of ₹ 31,81,20,000/- was received from proposed allottees.

(ii) The Company during the quarter April 1, 2023 to June 30, 2023 received 75% amount of Warrant Exercise for 6,00,000 warrants from 7 warrant holders amounting to ₹ 9,54,18,000/- and allotted them 6,00,000 equity shares upon conversion of warrants on April 29, 2023.

(iii) The Company during the quarter October 1, 2023 to December 31, 2023 received 75% amount of Warrant Exercise for 5,40,000 warrants from 3 warrant holders amounting to ₹ 8,58,76,200/- and allotted them 5,00,000 equity shares upon conversion of warrants on October 19, 2023 and 40,000 equity shares upon conversion of warrants on November 7, 2023.

(iv) The Board of Directors of the Company at its Meeting held on December 29, 2023 had considered and approved to extend the date of exercise of the conversion of the balance 48,60,000 warrants into equity shares for 14 warrant holders on or before August 1, 2024, i.e. last date for conversion of warrants as per SEBI (Issue of Capital Disclosure Requirements) Regulations, 2018, as amended.

(v) The total amount received for utilization till June 30, 2024 was ₹ 49,94,14,200/-.

(vi) The Company during the quarter under review received 75% amount of Warrant Exercise for 1,38,000 warrants from 2 warrant holders amounting to ₹ 2,19,46,140/- and the Board at its Meeting held on August 6, 2024 allotted 1,38,000 Equity Shares. The total amount received by the Company towards preferential issue was ₹ 52,13,60,340/-.

(vii) The Board at its Meeting held on August 6, 2024 forfeited warrant subscription amount of ₹ 25,03,60,440/- of the 14 warrant holders holding 47,22,000 warrants issued on preferential allotment basis, due to the non-exercise of conversion option within 18 months from the date of the allotment i.e. August 1, 2024, being last date for conversion of warrants as per SEBI (Issue of Capital Disclosure Requirements) Regulations, 2018.

Registered Office: 'Uniworth House' 3A, Gurusaday Road, Kolkata - 700019.



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Preferential Issue of Convertible Warrants:

Objects for which funds have been raised and where there has been a deviation, in the following table									
Original Object	Modified Object, if any	Original Allocation (₹ in Crores)				Modified allocation, if any (₹ in Crores) to be utilised upto September 30, 2025 [^]	Funds utilized upto September 30, 2024 (₹ in Crores)	Amount of Deviation/ Variation for the quarter according to applicable object	Remarks, if any
		FY 2022-23	FY 2023-24	FY 2024-25	Total				
Existing Restaurants Upgrade	N.A.	6.00	18.00	12.00	36.00	11.00	9.66	Nil	-
Development of New Restaurants/ Confectionaries/ Commissaries in various cities of India - Capital Expenditure/ Lease Deposits	N.A.	5.00	40.50	14.00	59.50	39.63	30.69	Nil	-
General Corporate Purpose - 25% of the funds to be raised	N.A.	31.73	-	-	31.73	1.51	1.51	Nil	-
Total		42.73	58.50	26.00	127.23	52.14	41.86		

[^]The Board of Directors of the Company at its Meeting held on November 14, 2024 approved modification to allocation of the schedule of deployment and utilization of the amount of ₹ 52.14 crore (including ₹ 25.04 crore forfeited amount) received towards the Objects of the Issue from March 31, 2025, within the limit of total Issue size i.e. 127,23,00,000 crore as previously approved by the Members of the Company at Extra Ordinary General Meeting held on January 18, 2023, to be utilized upto September 30, 2025.

Note:

The schedule of deployment as set out in the table above is based on internal management estimates of the Company, assessed in light of current circumstances of the Company's business. The schedule of deployment is, however, dependent upon various factors beyond the Company's control, such as delays in execution by external contractors, availability of raw materials on commercially acceptable terms or at all, general economic conditions and political conditions and force majeure. Accordingly, the actual amounts to be spent in a particular financial year for the proposed object may be different than the amount set out in the table above. Furthermore, to the extent the Company is unable to utilise any portion of the funds towards the aforementioned object as per the estimated schedule of deployment set out above, such surplus amounts shall be deployed in subsequent financial years towards the aforementioned object.



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Interim Use of Proceeds

Pending utilization for the purpose set forth above, the Company intends to invest the funds in high quality interest bearing liquid instruments including deposits with banks and investments in mutual funds/Bonds/INVIT for the necessary duration. The management in accordance with policies established by the Board from time to time, will have flexibility in deploying the Proceeds of the issue.