



Date: September 1, 2023

To,
Listing Department
National Stock Exchange of India
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai -400051

<i>Symbol- TOUCHWOOD</i>	<i>ISIN- INE486Y01013</i>	<i>Series- EQ</i>
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Subject: - Outcome of Board Meeting

Ref: Regulation 30 (read with Part A of Schedule III) and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Ma'am,

Pursuant to Regulation 30 (read with Part A of Schedule III) and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are pleased to inform you that the Board of Directors of the Company, at its meeting held today i.e., September 1, 2023, considered and approved, inter alia, the following items of business:

1. Allotment of 3,70,000 Equity Shares upon conversion of 3,70,000 Convertible Warrants

In furtherance to our letter dated February 28, 2023 & August 8, 2023 and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the Board of Directors of the Company, considered and approved the second tranche of allotment of 3,70,000 (Three Lakh & Seventy Thousand only) Equity Shares of Rs 10/- each, upon conversion of equal number of Warrants to the respective warrant holders consequent to the exercise of 3,70,000 Warrants held by them, as per details given in **Annexure-I**.

The allotment has been made for cash, upon the receipt of the remaining exercise price of Rs. 76.5 per warrant (being an amount equivalent to 75% of the warrant exercise price of Rs. 102/- per warrant), aggregating to **Rs. 2,83,05,000/-** (Rupees Two Crore Eighty-Three Lakhs and Five Thousand only) and duly signed application forms from the respective warrant holders, as per the terms of issue of Warrants.

These equity shares allotted on exercise of the warrants, shall rank pari passu in all respects with the existing equity shares, including dividend, if any.

Consequently, the issued and paid-up capital of the Company stands increased to Rs 11,08,12,450/-consisting of 1,10,81,245 equity shares of Rs. 10/- each.

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865 | ISO 9001 :2015 | UAM No. DL10F0009354

Reg. Office : Sec-B, Pkt-1, Space 301 and 302, LSC-7 Community Centre, Vasant Kunj New Delhi -110070

Corporate Office : Thapar Farm-1, Opp. Shanti Kunj Main, Sector D-3 Church Mall Road, Vasant Kunj, New Delhi - 110070

Contact: +91-9810108253 ; Website: www.touchwood.in E-mail: cs@touchwood.in

In this connection, we enclose the details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/ 4/2015 dated September 9, 2015 in 'Annexure II'.

2. **The 26th Annual General Meeting of the Company is scheduled to be held on Friday, 29th September, 2023 at 4:00 PM (IST) through Video Conferencing (VC).**
3. **Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, 23rd September, 2023 till Friday, 29th September, 2023 (both days inclusive) for the purpose of determining the entitlement of shareholders who will be eligible to receive the payment of final dividend for the FY 2022-23. Upon receipt of approval of the members of the Company at the ensuing Annual General Meeting of the Company, final dividend shall be paid to the eligible shareholders within a period of 30 days of declaration.**
4. **Appointment of M/s Advitiya Vyas & Company, Practicing Company Secretaries, as the scrutinizer for E-Voting and other related work to be undertaken at the 26th Annual General Meeting of the Company. A brief profile of M/s Advitiya Vyas & Company is enclosed herewith and marked as "Annexure III".**

The meeting commenced at 11 A.M. (IST) and concluded at 12 P.M. (IST).

In compliance with regulation 46(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the above information will be made available on the Company's www.touchwood.in

Kindly take the above information on your records.

Thanking you,

For Touchwood Entertainment Limited

Ashima Arora
Company Secretary and Compliance Officer
Membership No. 58754

Encl: As above

ANNEXURE I

List of Allottees:

S. No.	Names of Allottee(s)	Nos. of Warrants Allotted	Nos. of Warrants held before conversion	Nos. of Warrants applied for conversion	Warrant exercise price received @ Rs. 76.5 per Warrant	No. of equity shares allotted, upon conversion/exchange of Warrants
1.	Amrish Mehta	1,50,000	1,50,000	1,50,000	11475000/-	1,50,000
2.	Sajan Devi Jain	1,40,000	1,40,000	1,40,000	10710000/-	1,40,000
3.	Ayush Katta HUF	40,000	40,000	40,000	3060000/-	40,000
4.	Ram Ballabh Katta HUF	40,000	40,000	40,000	3060000/-	40,000
Total		3,70,000	3,70,000	3,70,000	2,83,05,000/-	3,70,000

ANNEXURE-II

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI Circular dated September 9, 2015 are as under:

Sr. No	Particulars	Description																																							
1.	Type of securities issued	Equity Shares pursuant to conversion of warrants.																																							
2.	Type of issuance	Preferential allotment																																							
3.	Total number of securities issued or the total amount for which the securities issued (approximately)	Allotment of 3,70,000 Equity Shares of face value of Rs. 10/- each upon conversion for equal number of Warrants at an issue price of Rs. 102 each (Rupees One Hundred and Two only) upon receipt of balance amount at the rate of Rs. 76.50 (Rupees Seventy-Six and Fifty Paise Only) per warrant (being 75% of the issue price per warrant as "Warrant Exercise Price") aggregating to Rs. 2,83,05,000/- (Rupees Two Crore Eighty-Three Lakhs and Five Thousand only).																																							
Additional information in case of preferential issue:																																									
4.	Name of the Allottee	As per Annexure I																																							
5.	Post allotment of securities - Outcome of the subscription, Issue price / allotted price (in case of convertibles), Number of investors	<table border="1"> <thead> <tr> <th rowspan="2">S. No.</th> <th rowspan="2">Name of the Allottee(s)</th> <th colspan="2">Pre-Issue Equity holding</th> <th rowspan="2">No. of Shares allotted upon conversion of warrant</th> <th colspan="2">Post-Issue Equity holding after exercise of Warrants</th> </tr> <tr> <th>No. of Shares</th> <th>%</th> <th>No. of Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Amrish Mehta</td> <td>Nil</td> <td>0</td> <td>1,50,000</td> <td>1,50,000</td> <td>1.35%</td> </tr> <tr> <td>2.</td> <td>Sajan Devi Jain</td> <td>Nil</td> <td>0</td> <td>1,40,000</td> <td>1,40,000</td> <td>1.26%</td> </tr> <tr> <td>3.</td> <td>Ayush Katta HUF</td> <td>Nil</td> <td>0</td> <td>40,000</td> <td>40,000</td> <td>0.36%</td> </tr> <tr> <td>4.</td> <td>Ram Ballabh Katta HUF</td> <td>Nil</td> <td>0</td> <td>40,000</td> <td>40,000</td> <td>0.36%</td> </tr> </tbody> </table> <p>Warrants had been allotted on 28th February, 2023 carrying a right to subscribe to 1 Equity Share per warrant on receipt of amount at the rate of Rs. 25.5 per warrant (being 25% of the issue price per warrant as "warrant subscription price").</p> <p>Now, 3,70,000 Equity Shares have been allotted on receipt of balance amount at the rate of Rs. 76.5 per warrant (being 75% of the issue price per warrant as "Warrant Exercise Price")</p> <p>4 (Four)</p>	S. No.	Name of the Allottee(s)	Pre-Issue Equity holding		No. of Shares allotted upon conversion of warrant	Post-Issue Equity holding after exercise of Warrants		No. of Shares	%	No. of Shares	%	1.	Amrish Mehta	Nil	0	1,50,000	1,50,000	1.35%	2.	Sajan Devi Jain	Nil	0	1,40,000	1,40,000	1.26%	3.	Ayush Katta HUF	Nil	0	40,000	40,000	0.36%	4.	Ram Ballabh Katta HUF	Nil	0	40,000	40,000	0.36%
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6.	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument;	<p>Exercise of 3,70,000 warrants into 3,70,000 fully paid-up equity shares of Rs. 10/- each.</p> <p>The tenure of the warrants shall not exceed 18 (eighteen) months from the date of allotment. Each warrant shall carry a right to subscribe 1 (one) Equity Share per warrant, which may be exercised in one or more tranches during the period commencing from the date of allotment of warrants until the expiry of 18 (eighteen) months from the date of allotment of the warrants.</p> <p>An amount equivalent to 25% of the Warrant Issue Price has been received at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of Warrant(s);</p> <p>In the event that, a warrant holder does not exercise the warrants within a period of 18 (Eighteen) months from the date of allotment of such warrants, the unexercised warrants shall lapse and the amount paid by the warrant holders on such Warrants shall stand forfeited by the Company.</p>
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Brief Profile of Advitiya Vyas and Company

Advitiya Vyas & Company is a peer reviewed proprietorship firm (FRN: S2016DE389400) operating in the field of Secretarial and Legal services. Based in New Delhi, the firm is engaged in providing a variety of services related to corporate law, regulatory compliance, intellectual property rights (IPR), foreign exchange management (FEMA), Reserve Bank of India (RBI) regulations, securities market, taxation, societies and trust matters, as well as various licenses and registrations. The firm's approach is characterized by a progressive mindset and a commitment to delivering results and quality service to its clients. This commitment is demonstrated through its aim to provide comprehensive solutions that merge a personal touch with the professional standards.

Mr. Advitiya Vyas, with over 7 years of post-qualification experience, leads the firm. His expertise spans a wide range of legal areas, including corporate law, secretarial audits, societies and trust matters, and intellectual property. His leadership and experience contribute to the firm's ability to offer well-rounded guidance to clients.