



Vaswani Industries Limited

POWER • SPONGE IRON • STEEL

• CIN - L28939CT2003PLC015964 • GSTN 22AABCV9564E1ZB

Ref: VIL/BSE & NSE/2025-26/May/6

Date: 08.05.2025

To,

The Manager (Listing)
BSE Limited
The Secretary, Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai(M.H.) – 400001
BSE Script Code:533576

The Manager (Listing)
National Stock Exchange of India Ltd.
The Manager, Listing Department
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai-400051.
NSE Symbol: VASWANI

Sub: Submission of Outcome of the Board Meeting Held on May 8, 2025, Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company convened a meeting today, Thursday, May 8, 2025, at 3:45 P.M. The key outcomes of the meeting are as follows:

1. Issuance of Equity Shares on a Preferential Basis:

The Board approved the proposal to raise funds up to ₹8,00,00,000 by issuing equity shares on a preferential basis, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. This is subject to the approval of shareholders and other requisite authorities.

Details of the preferential issue, as required under Regulation 30 of the SEBI LODR Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure A**.

2. Approval of Postal Ballot Notice and Cut-off Date:

The Board approved the Postal Ballot Notice and fixed May 9, 2025, as the cut-off date for dispatching the Postal Ballot Notice and determining the eligibility of shareholders for e-voting.



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3. Appointment of Secretarial Auditor:

The Board appointed M/s. Mund Bikram & Associates, Practicing Company Secretaries, as the Secretarial Auditor for the financial year 2024–25, to fill the casual vacancy arising from the resignation of Mayank Arora & Co., Company Secretaries.

Details as required under Regulation 30 of the SEBI LODR Regulations, read with Part A of Schedule III and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure B.**

4. Appointment of Cost Auditor:

The Board appointed M/s. Sanat Joshi & Associates, Cost Accountants, as the Cost Auditors of the Company for the financial year 2025–26.

Details as required under Regulation 30 of the SEBI LODR Regulations, read with Part A of Schedule III and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure C.**

The meeting commenced at 3:45 P.M. and concluded at 6 :00 P.M.

Kindly take the above information on record.

Yours faithfully

For Vaswani Industries Limited

Sakshi Agrawal

(Company Secretaries)



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Annexure A Preferential Issue

Disclosure of Event and Information pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

SR. NO.	PARTICULARS	DETAILS
1.	Type of securities proposed to be issued	Equity Shares
2.	Type of issuance	Preferential Issue of Equity Shares in accordance with the SEBI (ICDR) Regulations, 2018 read with the Companies Act, 2013 and rules made there under.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	16,00,000 equity shares of face value Rs.10 each, issued at a price of Rs.50 per share for cash, aggregating to Rs.8,00,00,000
4.	Issue price	Equity shares are proposed to be issued at Rs. 50.00 per share, comprising a face value of Rs. 10.00 and a premium of Rs. 40.00 per share The issue price of the equity shares to the proposed allottees shall not be lower than the floor price determined in accordance with applicable SEBI regulations
5.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	
	Names of the Proposed Allottees	1. Mr. Ravi Vaswani 2. Mr. Yashwant Vaswani 3. Mr. Kushal Vaswani 4. Smt. Manisha Vaswani
	Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of	Annexure – I



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	investors	
	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable
6.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

Annexure I

Sr. No.	Name of Proposed Allottees	Category	Pre-Preferential shareholding		No. of shares to be allotted pursuant to preferential Issue	Post-Preferential shareholding#	
			No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding
1	Mr. Ravi Vaswani	Promoter	8477160	27.04%	400000	8877160	26.94%
2	Mr. Yashwant Vaswani	Promoter	2910840	9.29%	400000	3310840	10.05%
3	Mr. Kushal Vaswani	Promoter	1361153	4.34%	400000	1761153	5.35%
4	Smt. Manisha Vaswani	Promoter	1922175	6.13%	400000	2322175	7.05%

The post-issue shareholding percentages have been calculated based on the assumption of equity shares being allotted on a preferential basis, as detailed in the table above. Should the issue price be adjusted in accordance with the floor price determined under applicable SEBI regulations, the post-issue shareholding percentages may change accordingly.



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Annexure –B

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are given below

Sr. No.	Details of the event that need to be provided	Information of such events
1.	Reason for change viz appointment / Re-appointment, resignation, removal, death or otherwise	M/s. Mund Bikram & Associates, Practicing Company Secretaries, as the Secretarial Auditor for the financial year 2024–25, to fill the casual vacancy arising from the resignation of Mayank Arora & Co., Company Secretaries
2.	Date of appointment / re-appointment / cessation (as applicable) & term of appointment/re-appointment	Date of Appointment – May 8, 2025 Term of Appointment - Secretarial Auditor of the company to fill the casual vacancy for the financial year 2024-25.
3.	Brief Profile (In case of appointment).	Mund Bikram & Associates is a proprietorship firm of Practicing Company Secretary based in Raipur. The proprietor, Mr. Bikram Kumar Mund, is a Fellow Member of the Institute of Company Secretaries of India (ICSI) and possesses over 15 years of experience in handling compliances under various corporate laws, with significant exposure to the Companies Act and SEBI Listing Regulations. The firm holds a valid Peer Review Certificate issued by ICSI
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable



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Annexure C

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are given below

Sr. No.	Details of the event that need to be provided	Information of such events
1.	Reason for change viz <u>appointment</u> /Re-appointment, resignation, removal, death or otherwise	Re-appointment of Sanat Joshi & Associates., Cost Accountants as Cost Auditors of the Company.
2.	Date of appointment /reappointment / cessation (as applicable) & term of appointment /re-appointment	Re-appointed as Cost Auditors w.e.f. May 8, 2025 for the Financial Year 2025-26.
3.	Brief Profile (In case of appointment).	Sanat Joshi & Associates is a firm of Cost Accountants with over 10 years of professional practice. The firm possesses extensive expertise in cost and management accounting, offering comprehensive services in cost audits, compliance, and strategic financial advisory.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable