



Z-TECH (INDIA) LIMITED

(Formerly known as "Z-TECH (INDIA) PRIVATE LIMITED")

CIN: U74899DL1994PLC062582

Regd. Office: Plot 140, Khasra No 249, Mangla Puri, Gadaipur, Delhi-110030

E-mail: cs@ztech-india.com, Contact No: 011-35017243

Website: www.z-techindia.com

Date: 16th January, 2025

To,
The Manager- Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai-400 051.

SYMBOL: ZTECH
ISIN: INE0ISZ01012

Subject: Outcome of Meeting of Board of Directors of Z-Tech (India) Limited in accordance with Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam(s),

This disclosure is in continuation to our earlier communication dated Thursday December 26, 2024 regarding 'Outcome of the Board meeting held on December 26, 2024, wherein the Board of the Company, inter-alia, has approved raising of funds up to ₹ 100,00,00,000/- (Rupees One Hundred Crores Only) by issue and allotment up to 20,00,000 (Twenty Lakh) warrants, each convertible into, or exchangeable for, one fully paid up Equity Shares of the Company of face Value ₹ 10.00/- (Rupees Ten only) ("Warrant") at a price of ₹ 500/- (Rupees Five Hundred Only) (including a premium of Rs. 490/- (Rupees Four Hundred Ninety Only) each payable in cash ("Warrant Issue Price") aggregating upto ₹ 1,00,00,00,000/- (Rupees One Hundred Crore Only) to persons / entity who are belonging to **Promoter and/or Promoter-group and non-promoter category**.

In exercise of power granted and following review of the documents of the Proposed Allottees and after considering certain other requests, The Board of Directors of the Company in its meeting held on Thursday, January 16, 2025, inter alia, modified the earlier resolution passed by board of directors of the Company on 26th December 2024 for issuance of 20,00,000 warrants, considered and approved the following:

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of our Company, in their meeting held on today i.e. **Thursday**, January 16, 2025, inter alia, considered and approved the following business:

1. Issuance of warrants convertible into equity shares of the Company on preferential basis:

To issue upto 20,00,000 (Twenty Lakh) warrants, each convertible into, or exchangeable for, one fully paid up Equity Shares of the Company of face Value ₹ 10.00/- (Rupees Ten only) ("Warrant") at a price of ₹ 500/- (Rupees Five Hundred Only) (including a premium of Rs. 490/- (Rupees Four Hundred Ninety Only) each payable in cash ("Warrant Issue Price") aggregating upto ₹ 1,00,00,00,000/- (Rupees One Hundred



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Crore Only) to persons / entity as listed in **Annexure A (“Proposed Allottees of Warrant”)** who are belonging to **Promoter and/or Promoter-group and non-promoter category**, the preferential issue which will be in accordance with provisions of section 42, 62(1)(c) of the Companies Act, 2013 as amended, read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended, and Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (“SEBI ICDR Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended (“SEBI LODR Regulations”) and such other acts / rules / regulations as may be applicable and subject to necessary approval of the shareholders of the Company at the ensuing Extraordinary General Meeting and other regulatory authorities, as may be applicable.

The list of Proposed Allottees of warrant belonging to “Promoter and/or Promoter-group and non-promoter category” are as follows:-

S. No.	Name of Investors	Category	Maximum No. of Warrant (Original quantity)	Maximum No. of warrant (Revised quantity)	Nature of change
1	Sandalwood Holding Trust	Promoter Group	8,00,000	8,00,000	No Change
2	Growing Tree Family Trust	Public	2,00,000	2,00,000	No Change
3	Expertpro Realty Private Limited	Public	1,50,000	1,50,000	No Change
4	Nexta Enterprises LLP	Public	1,00,000	1,00,000	No Change
5	Shinohub Growth Ventures LLP	Public	20,000	20,000	No Change
6	Rajat Goyal	Public	5,50,000	4,50,000	Revision
7	Renu Devi Saraogi	Public	50,000	50,000	No Change
8	Shyam Sunder Saraogi	Public	50,000	50,000	No Change
9	Hemant Gupta	Public	25,000	25,000	No Change
10	Sagar P Brahmhatt	Public	22,000	NIL	Deletion
11	Yogesh Mittal	Public	10,000	10,000	No Change
12	Vineeta Agarwal	Public	5,000	5,000	No Change
13	Tarun Tiwari	Public	5,000	5,000	No Change
14	Nidhi Goel	Public	5,000	5,000	No Change
15	Ajay Sareen	Public	4,000	4,000	No Change
16	Vineet Parekh	Public	2,000	2,000	No Change
17	Sanjay Dubey	Public	2,000	NIL	Deletion



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18	Arpita Sagar Brahmhatt	Public	-	22,000	Addition
19	Bhavpreet Singh	Public	-	2,000	Addition
20	Razdan Consulting LLP	Public	-	60,000	Addition
21.	Pankaj Jawaharlal Razdan	Public	-	40,000	Addition
Total			20,00,000	20,00,000	

The details in respect of the Preferential Issue, as required to be disclosed under Regulation 30 of the SEBI Listing Regulations, read with the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 on disclosure of material events/ information by listed entities, dated 11th November, 2024 ("SEBI Disclosure Circular") is set out below as **Annexure – A**.

The Meeting of Board commenced at 03:00 P.M. and concluded at 03:45 P.M.

Thanking you,
Yours faithfully,

For Z-Tech (India) Limited

Sanghamitra Borgohain
DIN: 08578955
Managing Director



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Annexure – A

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024.

S. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Issue and allotment of Fully Convertible Equity Warrants (“Warrants”) each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹ 10/- (Rupees Ten only)
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)	Up to 20,00,000 (Twenty Lakhs) Warrants at a price of Rs. 500/- (Rupees Five Hundred Only) per warrant (including a premium of Rs. 490/- (Rupees Four Hundred and Ninety Only) (“Per Share Warrant Price”), aggregating up to ₹ 1,00,00,00,000/- (Rupees One Hundred Crore Only), of which an amount equivalent to 25% (Twenty Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants and the balance 75% (Seventy Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the Equity Shares upon exercise of the option attached to the relevant Warrants within the Warrant’s tenure of 18 months.
4.	Undertaking with regard to sale of shares	Proposed allottees have not sold/transferred any shares in the last 90 trading days preceding the relevant date



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5	Issue Price	Rs. 500/- (Rupees Five Hundred Only) per warrant (including a premium of Rs.490/- (Rupees Four Hundred and Ninety Only) (“Per Share Warrant Price”).
6	Number of Investors	19
7	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the Warrants is exercisable into 1 Equity Share having face value of ₹ 10/- (Rupees Ten Only) each. The tenure of the Warrants is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.
8	Any cancellation or termination of proposal for issuance of securities including reasons thereof	NA

IN CASE OF PREFERENTIAL ISSUE, THE LISTED ENTITY SHALL DISCLOSE THE FOLLOWING ADDITIONAL DETAILS TO THE STOCK EXCHANGE(S): -

S. No.	Name of Investors	Category	No. of Warrant Proposed to be issued	Amount
1	Sandalwood Holding Trust	Promoter Group	8,00,000	40,00,00,000
2	Growing Tree Family Trust	Public	2,00,000	10,00,00,000
3	Expertpro Realty Private Limited	Public	1,50,000	7,50,00,000
4	Nexta Enterprises LLP	Public	1,00,000	5,00,00,000
5	Shinohub Growth Ventures LLP	Public	20,000	1,00,00,000
6	Rajat Goyal	Public	4,50,000	22,50,00,000
7	Renu Devi Saraogi	Public	50,000	2,50,00,000
8	Shyam Sunder Saraogi	Public	50,000	2,50,00,000
9	Hemant Gupta	Public	25,000	1,25,00,000
10	Arpita Sagar Brahmhatt	Public	22,000	1,10,00,000
11	Yogesh Mittal	Public	10,000	50,00,000
12	Vineeta Agarwal	Public	5,000	25,00,000



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13	Tarun Tiwari	Public	5,000	25,00,000
14	Nidhi Goel	Public	5,000	25,00,000
15	Ajay Sareen	Public	4,000	20,00,000
16	Vineet Parekh	Public	2,000	10,00,000
17	Bhavpreet Singh	Public	2,000	10,00,000
18	Razdan Consulting LLP	Public	60,000	3,00,00,000
19	Pankaj Jawaharlal Razdan	Public	40,000	2,00,00,000
Total			20,00,000	1,00,00,00,000

POST ALLOTMENT OF SECURITIES - OUTCOME OF THE SUBSCRIPTION

S. No.	Category of Shareholder	Pre-preferential Allotment		Post Preferential Allotment	
		No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
1	Promoters & Promoters Group	77,73,824	52.54	85,73,824	51.04
2	Public	70,23,424	47.46	82,23,424	48.96
	Total	1,47,97,248	100.00	1,67,97,248	100

(Post preferential capital is based on assumption that warrant have been fully converted into equity shares.)