

# SWARAJ SUITING LIMITED

CIN-L18101RJ2003PLC018359

Email ID – cs@swarajsuiting.com, Phone No.-09414112677

Website- www.swarajsuiting.com

SSL/23-24/CS/027

Date: 08/06/2023

To,  
The Manager  
Listing & Compliance Department,  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G Block, Bandra-Kurla Complex, Bandra,  
Mumbai- 400051.

Company Symbol: **SWARAJ**

Series: **SM**

ISIN: **INEOGMRO1016**

Dear Sir/Madam,

**Sub: Disclosure under Regulation 30 and other applicable regulations of the SEBI (Listing Regulation and Disclosures Requirement) Regulations, 2015 (LODR) : - Outcome of Board Meeting**

In continuation of our letter dated June 05, 2023 we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. Thursday, June 08, 2023, inter alia, considered, approved/taken on record and recommended the following items :

**1. Increase Authorized Share Capital:**

Increase Authorized Share Capital from Rs.35,00,00,000/- (Rupees Thirty Five Crore) divided into 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs.10/- (Rupees Ten only) each and 2,00,00,000 (Two Crore only) preference shares of Rs.10/- (Rupees Ten only) each to Rs.42,02,00,000/- (Rupees Forty Two Crore Two Lakh) divided into 2,20,20,000 (Two Crore Twenty Lakh Twenty Thousand only) equity shares of Rs.10/- (Rupees Ten only) each and 2,00,00,000 (Two Crore only) preference shares of Rs.10/- (Rupees Ten only) each and consequent amendment to the Memorandum of Association of the Company, subject to approval/consents as required in accordance with applicable laws/regulations;

**2. Preferential Issue of Warrants:**

(i). Issuance upto 76,18,000 Warrants convertible into 76,18,000 equity shares of Rs.10/- each at a price of Rs.35.15/- per Equity Share ("Warrant Exercise Price") aggregating to Rs.26,77,72,700/- to the Promoters Category and Non-Promoters/Public Category, on a preferential basis in accordance with Chapter V of the SEBI (Issue of Capital Disclosure Requirements) Regulation, 2018 and as amended from time to time ("SEBI ICDR Regulations") subject to approval of the Shareholders at the ensuing Extra Ordinary General Meeting of the Company and other regulatory / governmental authorities, as may be required;

(ii). An amount equivalent to at least 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable within a period not exceeding 18 (Eighteen) months, in one or more tranches, from the date of allotment of the Warrants.

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The detailed disclosure pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular bearing reference no. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as **Annexure- A**.

### 3. Convening an Extra Ordinary General Meeting of the Company

To hold an Extraordinary General Meeting ("EGM") of the members of the Company on Sunday, the 02 July 2023 at 1:00 p.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to seek the approval of the shareholders of the Company inter alia in relation to the aforementioned businesses. The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website and on the website of the stock exchange(s) i.e. National Stock Exchange of India Limited respectively, in due course.

The Company has fixed Monday, 26 June 2023 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting. Those shareholders holding shares either in dematerialized form or in physical form, as on the close of business hours on 26 June, 2023 will be entitled to avail the facility of remote e-voting as well as voting at the EGM.

### 4. Appointment of Scrutinizer

Appointed Mr. Sanjay Somani, Proprietor of M/s Sanjay Somani & Associates, Practicing Company Secretaries (Membership No.-6958) (CP no.5270), as a Scrutinizer to scrutinize the e-voting process in a fair & transparent manner in accordance with applicable laws, regulations.

### 5. Considered and approved other business items with the permission of Chair

The meeting started at 07.00 P.M. (IST) and concluded at 09.50 P.M (IST).

You are requested to please take on record the aforesaid information for your reference, records and for further needful.

Thanking You,  
Yours Faithfully,

**For Swaraj Suiting Limited**

**Nasir Khan**  
**Whole Time Director**  
**(DIN:07775998)**

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## Annexure A

**Details required for issuance of Warrants as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read along with SEBI circular CIR/CFD/CMD/4/2015 dated September 9, 2015 : Issue of Warrants**

| Sl. No. | Particulars  | Remarks   |
|---------|--|---|
| 1.      | Type of securities proposed to be issued (viz. equity shares, convertibles etc.)   | Warrants convertible into Equity Shares   |
| 2.      | Type of Issuance (Further Public Offering, Rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.) | Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and other applicable laws.  |
| 3.      | Total numbers of securities proposed to be issued or total amount for which the securities will be issued (approximately)                              | <p>Up to 76,18,000 (Seventy Six Lakh Eighteen Thousand) Warrants, each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company having face value of Rs.10/- ( Rupee Ten Only) ("Equity Share(s)") each at a price (including the Warrant Subscription Price and the Warrant Exercise Price) of Rs.35.15/- (Rupees Thirty Five and fifteen paisa only) each payable in cash ("Warrant Issue Price"), aggregating upto Rs.26,77,72,700/- (Rupees Twenty Six Crores Seventy Seven Lakh Seventy Two Thousand Seven Hundred Only) ("Total Issue Size").</p> <p>The price of the warrants has been determined in accordance with the ICDR Regulations. The preferential issue will be undertaken for cash consideration.</p> <p>An amount equivalent to 25% of the Warrant Issue Price shall be payable 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>The price of the warrants and the number of Equity Shares to be allotted on conversion of warrants shall be subject to appropriate</p> |

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|  |   |   |
|--|---|---|
|  |   | adjustments as permitted under applicable laws.   |
| <b>Additional information in case of preferential issue:</b> |   |   |
| 4.   | (1) Names of the investors  | <b>As per Annexure-1</b>  |
|  | (2) Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors | (a) Outcome of the Subscription<br><b>As per Annexure-2</b><br><br>(b) issue price / allotted price (in case of convertibles)<br><br>Rs.35.15/- (Rupees Thirty Five and fifteen paisa only) each Warrant (i.e. "Warrant Exercise Price")<br><br>(c) Number of investors – 49 (forty nine)   |
|  | (3) in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument                            | 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.<br><br>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 (25% of the Warrant Exercise Price) paid by the warrant holders on such Warrants at the time of allotment, shall stand forfeited by the Company. |
| 5.   | Any cancellation or termination of proposal for issuance of securities including reasons thereof.   | N.A.  |

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## Annexure-1

### List of proposed allottees:

| Sr. No.   | Name of Proposed Allottees           | Maximum No. of Warrants to be Allotted |
|-----------|--------------------------------------|--|
| <b>A</b>  | <b>Promoters/Promoters Group</b>     |  |
| 1.        | Mohammed Sabir Khan                  | 15,65,000                              |
| 2.        | Nasir Khan                           | 3,00,000                               |
| 3.        | Sakina Textile Private Limited       | 15,65,000                              |
| 4.        | Divine Suiting Private Limited       | 25,20,000                              |
|           | <b>Total (A)</b>                     | <b>59,50,000</b>                       |
| <b>B.</b> | <b>Non-Promoters/Public Category</b> |  |
| 1.        | Rashmi Agarwal                       | 1,75,000                               |
| 2.        | Kulbhushan Parashar HUF              | 1,75,000                               |
| 3.        | Kulbhushan Parashar                  | 1,00,000                               |
| 4.        | Manish Kumar HUF                     | 1,75,000                               |
| 5.        | Utsav Pramodkumar Shrivastav HUF     | 1,75,000                               |
| 6.        | Utsav Pramodkumar Shrivastav         | 1,00,000                               |
| 7.        | Deepak                               | 1,00,000                               |
| 8.        | Ankit Jain                           | 1,00,000                               |
| 9.        | Anshul Jain                          | 44,000                                 |
| 10        | Gaurav Guglia                        | 1,00,000                               |
| 11        | Rajat Jain                           | 48,000                                 |
| 12        | Manoj Jain                           | 48,000                                 |
| 13        | Snehal Agarwala                      | 84,000                                 |
| 14        | Manish Kumar Kothari                 | 72,000                                 |
| 15        | Vikas Patni                          | 28,000                                 |
| 16        | Rajesh Kumar Chechani                | 16,000                                 |
| 17        | Shrikant Apurva                      | 8,000                                  |
| 18        | Abhishek Tailor                      | 4,000                                  |
| 19        | Neetu Jangid                         | 4,000                                  |
| 20        | Suman Sharma                         | 4,000                                  |

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|    |                                    |                  |
|----|------------------------------------|------------------|
| 21 | Gaurav Ranka                       | 4,000            |
|    | <b>Total (B)</b>                   | <b>15,64,000</b> |
| C. | <b>Employees - Public Category</b> |                  |
| 1. | Rajesh Kumar                       | 4,000            |
| 2. | Kamla Shankar Garg                 | 4,000            |
| 3. | Narendra Kumar Suthar              | 4,000            |
| 4. | Abhijeet Sharma                    | 4,000            |
| 5. | Satyanarayan Luhar                 | 4,000            |
| 6. | Raushan Aara                       | 4,000            |
| 7. | Yunush Mohammed Pathan             | 4,000            |
| 8. | Salim Khan Kayam Khani             | 4,000            |
| 9. | Radheshyam Nath Chavda             | 4,000            |
| 10 | Manish Kumar                       | 8,000            |
| 11 | Pankaj Kumar                       | 4,000            |
| 12 | Ram Preet Chaurasiya               | 4,000            |
| 13 | Gyanendra Sahu                     | 4,000            |
| 14 | Kachhiya Nirajkumar Kamleshbhai    | 8,000            |
| 15 | D Salamon Devagugan                | 4,000            |
| 16 | Sharvan Gour                       | 4,000            |
| 17 | Imran Khan Mewati                  | 4,000            |
| 18 | Ramlal Gurjar                      | 4,000            |
| 19 | Rishabh Kothari                    | 4,000            |
| 20 | Mamta Soni                         | 4,000            |
| 21 | Sher Singh                         | 4,000            |
| 22 | Gajendra Singh                     | 4,000            |
| 23 | Kailash Chandra Suthar             | 4,000            |
| 24 | Ramesh Chandr Yadav                | 4,000            |
|    | <b>Total (C)</b>                   | <b>1,04,000</b>  |
|    | <b>Total (A+B+C)</b>               | <b>76,18,000</b> |

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## Annexure-2

### Pre and Post Shareholding of the Proposed Allottees after the Preferential Issue

| Sr. No.   | Name of the Proposed Allottees       | Pre Issue Equity Holding |              | No. of Warrants to be allotted | Post issue equity holding after exercising of Warrants (assuming full conversion of warrant) |              |
|-----------|--------------------------------------|--------------------------|--------------|--------------------------------|--|--------------|
|           |                                      | No. of Shares            | %            |                                | No. of Shares  | %            |
| <b>A</b>  | <b>Promoters/Promoters Group</b>     |                          |              |                                |  |              |
| 1.        | Mohammed Sabir Khan                  | 26,25,840                | 18.23        | 15,65,000                      | 41,90,840  | 19.03        |
| 2.        | Nasir Khan                           | 0                        | 00.00        | 3,00,000                       | 3,00,000   | 01.36        |
| 3.        | Sakina Textile Private Limited       | 15,10,920                | 10.49        | 15,65,000                      | 30,75,920  | 13.97        |
| 4.        | Divine Suiting Private Limited       | 24,82,400                | 17.24        | 25,20,000                      | 50,02,400  | 22.72        |
|           | <b>Total (A)</b>                     | <b>66,19,160</b>         | <b>45.97</b> | <b>59,50,000</b>               | <b>1,25,69,160</b>   | <b>57.09</b> |
| <b>B.</b> | <b>Non-Promoters/Public Category</b> |                          |              |                                |  |              |
| 1.        | Rashmi Agarwal                       | 0                        | 0            | 1,75,000                       | 1,75,000   | 0.79         |
| 2.        | Kulbhushan Parashar HUF              | 0                        | 0            | 1,75,000                       | 1,75,000   | 0.79         |
| 3.        | Kulbhushan Parashar                  | 40,000                   | 0.28         | 1,00,000                       | 1,40,000   | 0.64         |
| 4.        | Manish Kumar HUF                     | 24,000                   | 0.17         | 1,75,000                       | 1,99,000   | 0.90         |
| 5.        | Utsav Pramodkumar Shrivastav HUF     | 0                        | 0            | 1,75,000                       | 1,75,000   | 0.79         |
| 6.        | Utsav Pramodkumar Shrivastav         | 24,000                   | 0.17         | 1,00,000                       | 1,24,000   | 0.56         |
| 7.        | Deepak                               | 0                        | 0            | 1,00,000                       | 1,00,000   | 0.45         |
| 8.        | Ankit Jain                           | 0                        | 0            | 1,00,000                       | 1,00,000   | 0.45         |
| 9.        | Anshul Jain                          | 0                        | 0            | 44,000                         | 44,000   | 0.20         |
| 10.       | Gaurav Guglia                        | 0                        | 0            | 1,00,000                       | 1,00,000   | 0.45         |
| 11.       | Rajat Jain                           | 0                        | 0            | 48,000                         | 48,000   | 0.22         |
| 12.       | Manoj Jain                           | 0                        | 0            | 48,000                         | 48,000   | 0.22         |
| 13.       | Snehal Agarwala                      | 0                        | 0            | 84,000                         | 84,000   | 0.38         |
| 14.       | Manish Kumar Kothari                 | 16,000                   | 0.11         | 72,000                         | 88,000   | 0.40         |
| 15.       | Vikas Patni                          | 0                        | 0            | 28,000                         | 28,000   | 0.13         |
| 16.       | Rajesh Kumar Chechani                | 0                        | 0            | 16,000                         | 16,000   | 0.07         |
| 17.       | Shrikant Apurva                      | 0                        | 0            | 8,000                          | 8,000  | 0.04         |
| 18.       | Abhishek Tailor                      | 0                        | 0            | 4,000                          | 4,000  | 0.02         |
| 19.       | Neetu Jangid                         | 0                        | 0            | 4,000                          | 4,000  | 0.02         |
| 20.       | Suman Sharma                         | 0                        | 0            | 4,000                          | 4,000  | 0.02         |
| 21.       | Gaurav Ranka                         | 0                        | 0            | 4,000                          | 4,000  | 0.02         |

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|           | <b>Total (B)</b>                   | <b>1,04,000</b>  | <b>0.72</b>  | <b>15,64,000</b> | <b>16,68,000</b>   | <b>7.58</b>  |
|-----------|------------------------------------|------------------|--------------|------------------|--------------------|--------------|
| <b>C.</b> | <b>Employees – Public Category</b> |                  |              |                  |                    |              |
| 1.        | Rajesh Kumar                       | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 2.        | Kamla Shankar Garg                 | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 3.        | Narendra Kumar Suthar              | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 4.        | Abhijeet Sharma                    | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 5.        | Satyanarayan Luhar                 | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 6.        | Raushan Aara                       | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 7.        | Yunush Mohammed Pathan             | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 8.        | Salim Khan Kayam Khani             | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 9.        | Radheshyam Nath Chavda             | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 10.       | Manish Kumar                       | 0                | 0            | 8,000            | 8,000              | 0.04         |
| 11.       | Pankaj Kumar                       | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 12.       | Ram Preet Chaurasiya               | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 13.       | Gyanendra Sahu                     | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 14.       | Kachhiya Nirajkumar Kamleshbhai    | 0                | 0            | 8,000            | 8,000              | 0.04         |
| 15.       | D Salamon Devagugan                | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 16.       | Sharvan Gour                       | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 17.       | Imran Khan Mewati                  | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 18.       | Ramlal Gurjar                      | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 19.       | Rishabh Kothari                    | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 20.       | Mamta Soni                         | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 21.       | Sher Singh                         | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 22.       | Gajendra Singh                     | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 23.       | Kailash Chandra Suthar             | 0                | 0            | 4,000            | 4,000              | 0.02         |
| 24.       | Ramesh Chandr Yadav                | 0                | 0            | 4,000            | 4,000              | 0.02         |
|           | <b>Total (C)</b>                   | <b>0</b>         | <b>0</b>     | <b>1,04,000</b>  | <b>1,04,000</b>    | <b>0.47</b>  |
|           | <b>Total (A+B+C)</b>               | <b>67,23,160</b> | <b>46.69</b> | <b>76,18,000</b> | <b>1,43,41,160</b> | <b>65.14</b> |

For Swaraj Suiting Limited

**Nasir Khan**  
**Whole Time Director**  
**(DIN:07775998)**