



**Tirupati**  
Forge Limited

**Works & Regd. Office :**  
Survey No. 92/1, Nr. Shan Cement,  
Hadamtala Industrial Area, N.H. - 27,  
Vill.: Hadamtala, Tal. : Kotdasangani,  
Dist. Rajkot - 360 311. (Gujarat)

Tele. : +91 - 2827-270512  
E-mail : info@tirupatiforge.com  
Web : www.tirupatiforge.com  
CIN No. L27320GJ2012PLC071594



**October 18, 2024**

To,  
**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G - Block,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

**Dear Sir/Madam,**

**Symbol: TIRUPATIFL**

**Sub: Outcome of Board Meeting under Regulation 30 and Schedule III of SEBI (Listing Regulation and Disclosure Requirement) regulations, 2015.**

Dear Sir/Madam,

This is to inform you that pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other regulation as applicable, the meeting of the Board of Directors of the Company held on today, i.e. Friday, October 18, 2024 at the Registered Office of the Company situated at Plot No. 1-5, Survey No. 92/1, Near Shan Cement, Hadamtala Industrial Area, Tal: Kotda Sangani Hadamtala, Rajkot - 360311, which was commenced at 04:00 P.M. and concluded at 7.10 P.M. In that meeting following Business were transacted;

1. Considered and approved increase in Authorised Capital of the Company from Existing Rs.24,00,00,000/- to Rs. 26,50,00,000/- and corresponding amendments to the Clause V of the Memorandum of Association of the Company subject to approval of Shareholders;

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular is enclosed as 'Annexure-I'

2. Considered and decided to Issue upto 1,47,00,000 (One Crores Forty Seven Lacs) Equity Shares of Rs. 2/- each at issue price of Rs. 32/- each including the Premium of Rs. 30/-each, determined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 considering Thursday, October 17, 2024 as Relevant Date to Non-Promoter Group on preferential basis under the terms of SEBI (Issue of Capital & Disclosures Requirement) Regulation, 2018 subject to Shareholders and other necessary approvals;

The requisite details as required in terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and



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SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023, are provided in Annexure II.

3. Considered and decided to Issue upto 1,23,10,000 (One Crores Twenty Three Lacs Ten Thousand) Convertible Equity Warrants at issue price of Rs. 32/- each determined under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 considering Thursday, October 17, 2024 as Relevant Date to Promoter/Promoter Group and Non-Promoter Group on preferential basis under the terms of SEBI (Issue of Capital & Disclosures Requirement) Regulation, 2018 subject to Shareholders and other necessary approvals;

The requisite details as required in terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023, are provided in Annexure III.

4. Decided to call Extra Ordinary General Meeting of the Company on Saturday, November 16, 2024 at 10.00 A.M. at the registered office of the Company.
5. Considered and Approved the Notice of Extra Ordinary General Meeting of the Company.
6. Considered and Appointed Mr. Piyush Jethva (FCS: 6377, C.P. 5452) as the Scrutinizer for ensuing Extra Ordinary General Meeting.
7. Consider and appointed National Securities Depository Limited (NSDL) to provide E-voting facility for Extra Ordinary General Meeting.

Please take the same on your record.

Yours faithfully,  
For, **TIRUPATI FORGE LIMITED**

**HITESHKUMAR G. THUMMAR**  
MANAGING DIRECTOR  
DIN: 02112952



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**Annexure I**

**Details as required in terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023 with respect to the Increase in Authorised Share Capital is enclosed as hereunder:**

**Amendments to Memorandum of Association of the Company, in brief**

The Board of Directors of the Company at its Meeting held on October 18, 2024 subject to approval of the shareholders to be obtained, has decided to amend “clause V” (Capital Clause) of the Memorandum of Association of the Company.

The Current Authorized Capital of the Company is Rs. 24,00,00,000 (Rupees Twenty-Four Crores Only) divided into 12,00,00,000 (Twelve Crores) Equity Shares of Rs.2/- (Rupees Two Only) each. The Company proposes to increase its authorized share capital to Rs. 26,50,00,000 (Rupees Twenty Six Crores and Fifty Lacs Only) divided into 13,25,00,000 (Thirteen Crores Twenty Five Lacs) Equity Shares of Rs. 2/- (Rupees Two Only) each to facilitate fund raising in future. The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members. Therefore, the proposed Clause V of the Memorandum of Association of the Company after Increase in Authorized Share Capital will be as follows:

“The Authorized Share Capital of the Company is 26,50,00,000 (Rupees Twenty Six Crores and Fifty Lacs Only) divided into 13,25,00,000 (Thirteen Crores Twenty Five Lacs) Equity Shares of Rs. 2/- (Rupees Two Only) each”

For, **TIRUPATI FORGE LIMITED**

**HITESHKUMAR G. THUMMAR**  
MANAGING DIRECTOR  
DIN: 02112952



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## Annexure II

**Details as required in terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue of Equity Shares is enclosed as hereunder:**

Sr. No.	Particular of material event	Details
a.	Type of securities proposed to be issued	Equity Shares of Rs. 2/- each on Preferential basis
b.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue of Equity Shares in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made thereunder.
c.	Total number of securities proposed to be issued	Upto 147,00,000 (One Crores Forty Seven Lacs) Equity Shares of Rs. 2/- each at issue price of Rs. 32/- each (Including share premium of Rs.30/-).
d.	Name & Number of Investors	34 Investors as per Annexure A
e.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors; and	Not Applicable
f.	Issue Price	Rs. 32/- per share at a premium of Rs. 30/- each.
g.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable

## Annexure A

Sr. No.	Name of Investor	Category	No. of Shares to be allotted
1.	Devansh Trademart LLP	Non-Promoter	30,00,000
2.	Sandeep Kapadia	Non-Promoter	17,50,000
3.	Shree Balaji Investment	Non-Promoter	12,00,000
4.	Rakesh Laroia	Non-Promoter	10,00,000
5.	Ketan V Thakkar	Non-Promoter	7,00,000



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6.	Anjana Projects Private Limited	Non-Promoter	6,25,000
7.	Amlan Hasmukh Shah	Non-Promoter	5,00,000
8.	Monika Garware	Non-Promoter	4,50,000
9.	Haresh Devidas Hemrajani	Non-Promoter	4,00,000
10.	Vijay Kumar Pahwa	Non-Promoter	3,75,000
11.	Vinay Jaiprakash Ambekar	Non-Promoter	3,75,000
12.	Dhiren Kishore Shah	Non-Promoter	3,75,000
13.	Rohitash Gupta	Non-Promoter	3,50,000
14.	Tradelink Exim India Pvt. Ltd.	Non-Promoter	3,50,000
15.	Nitin Shantilal Gada	Non-Promoter	3,50,000
16.	Amit Chordia Dhanyakumar	Non-Promoter	3,00,000
17.	Harit Exports Private Limited	Non-Promoter	3,00,000
18.	Manoj Kumar Maganlal Desai	Non-Promoter	2,50,000
19.	Hitesh N Kawa	Non-Promoter	1,65,000
20.	Dhruvil Nimesh Joshi	Non-Promoter	1,60,000
21.	Dea Capital Management Private Limited	Non-Promoter	1,50,000
22.	Rajiv Arvind Desai	Non-Promoter	1,50,000
23.	Rupali Prakash Naik	Non-Promoter	1,50,000
24.	Deepak Nalin Dalal	Non-Promoter	1,50,000
25.	Lionel John Smith	Non-Promoter	1,50,000
26.	Rishabh Siroya	Non-Promoter	1,50,000
27.	Haresh M Hindocha	Non-Promoter	1,50,000
28.	Hardik Amit Kothari	Non-Promoter	1,25,000
29.	Kumar Kishore Ghaghada	Non-Promoter	1,25,000
30.	Altaf A Jiwani	Non-Promoter	1,00,000



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		<b>CIN No. L27320GJ2012PLC071594</b>	
31.	Mangal Keshav Capital Limited	Non-Promoter	1,00,000
32.	Raju Soni	Non-Promoter	1,00,000
33.	Parth Rajiv Desai	Non-Promoter	75,000
34.	Riddhi Vinod Shah	Non-Promoter	50,000
	<b>Total</b>		<b>1,47,00,000</b>

**For, TIRUPATI FORGE LIMITED**

**HITESHKUMAR G. THUMMAR**  
**MANAGING DIRECTOR**  
**DIN: 02112952**



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### Annexure III

**Details as required in terms of SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue of Convertible Warrants is enclosed as hereunder:**

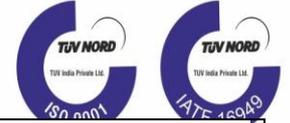
Sr. No.	Particular of material event	Details
a.	Type of securities proposed to be issued	Convertible Warrants on Preferential basis
b.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue of Convertible Warrants in accordance with the SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made thereunder.
c.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately):	1,23,10,000 (One Crores Twenty Three Lacs Ten Thousand) Convertible Warrants at a issue price of Rs.32/- each (to be converted into Equity Shares having Face Value of Rs. 2/- each at a Premium of Rs.30/- each) aggregating to the amount of Rs. 39,39,20,000/- to Investors (Promoters and Non-Promoters).
d.	Name & Number of Investors	11 Investors as per <b>Annexure B</b>
e.	Issue Price	The Convertible Warrants are to be issued at an Issue Price of Rs. 32/- each.
f.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors; and	Issue Price for Convertible Warrants is determined in terms of SEBI (ICDR) Regulations, 2018. Convertible Warrants would be allotted only upon payment of 25% of the issue price of Warrants at the time of allotment of warrants.
g.	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



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	<p>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 shall be payable to the Company 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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**Annexure B**

<b>Sr. No.</b>	<b>Name of Investor</b>	<b>Category</b>	<b>No. of Warrants to be allotted</b>
1.	Chetna Mukeshbhai Thumar	Promoter Group	40,00,000
2.	Bhargvi Manojbhai Thummar	Promoter	20,00,000
3.	Hiteshkumar Godhanbhai Thummar	Promoter	10,00,000
4.	Devansh Trademart LLP	Non-Promoter	30,00,000
5.	Ekta Agarwal	Non-Promoter	10,00,000
6.	Mayank Gupta	Non-Promoter	4,50,000
7.	Lata Dhiraj Shah	Non-Promoter	3,60,000
8.	Adiraju Rajendra Prasad	Non-Promoter	2,00,000
9.	Dea Capital Management Private Limited	Non-Promoter	1,00,000
10.	Jayantilal Gada HUF	Non-Promoter	1,00,000
11.	Piyush Gala	Non-Promoter	1,00,000
	<b>Total</b>		<b>1,23,10,000</b>

**For, TIRUPATI FORGE LIMITED**

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DIN: 02112952