

NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



Date: 21st June 2025

To,
The Listing/ Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

SCRIP CODE: 517554 ISIN: INE141C01036

Subject: Outcome of Board Meeting held on 21st June 2025.

Dear Sir/Madam,

In Compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“**Listing Regulations**”); this is to inform you that the Board of Directors at its Meeting held 21st June 2025, inter alia considered and **approved the following**:

1. The raising funds by way of issuance of 6,50,00,000 (Six Crore Fifty Lakhs) Convertible Warrants to non-promoter public investors on a preferential allotment basis, at an offer price of Rs. 1.25/- (Rupees One and Paise Twenty-Five only) per warrant, as determined in accordance with the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. The proposed issue is subject to the approval of the shareholders, the Stock Exchange, and other regulatory authorities, as applicable. (Details are enclosed as '**Annexure I**').
2. Approved to increase existing Authorised Share Capital from Rs. 65,00,00,000/- (Rupees Sixty-Five Crores) divided into 65,00,00,000 equity shares of Re. 1/- each to Rs. 1,00,00,00,000/- (Rupees One Hundred Crore) divided into 1,00,00,00,000 equity shares of Re. 1/- each.
3. Based on the recommendation of the Nomination and Remuneration Committee, reconsidered and approved the change in designation of Mr. Satyam Joshi (DIN: 03638066) from Executive Director to Managing Director of the Company for a Term of Three (3) Years with effect from June 21, 2025, and approved revision in remuneration subject to the approval of the shareholders.

It may be noted that a previous resolution for the said change in designation was placed before the shareholders and was not approved. Based on further deliberations, the Board has resolved to re-appoint Mr. Satyam Joshi as Managing Director, and a fresh resolution will be placed before the shareholders for their approval by way of EOGM. (Details are enclosed as '**Annexure II**').

4. The draft Notice of Extra - Ordinary General Meeting (“EOGM”) of Company also matters included and connected thereto.
5. The day, date, time and venue for the EOGM of the Company scheduled on 18th July 2025 at 09.30 A.M. at the registered office of the company situated at Survey No. 777, Umarsadi Desaiwad Road, at Village Umarsadi, Taluka Pardi, Valsad, Killa Pardi, Gujarat, India, 396175 to discuss the matters mentioned in the Notice of said EOGM.

Corporate Office : 419 & 420, 4th Floor, C - Wing, Atrium 215,
Andheri - Kurla Road, Chakala, Andheri (E), Mumbai - 400 059.

Factory & Registered Office : Suevey No.777, Umarsadi Desaiwad Road,
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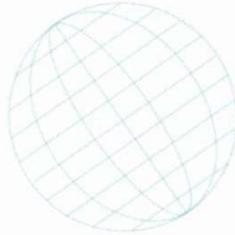
6. The appointment of M/s Jaymin Modi & Co., Practising Company Secretary as scrutinizer for the scrutiny of e-voting results and the EOGM proceedings.

Disclosure required pursuant to regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of part A of schedule III and SEBI Circular CIR/CFD/CMD/4/2015 DATED 09/09/2015 is annexed hereto.

The Board meeting commenced at 2:30 pm and concluded at 3:30 pm

FOR NHC FOODS LIMITED

**ALESHA HAKIM KHAN
COMPANY SECRETARY & COMPLIANCE OFFICER**



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Tel: + 91 22 - 698 75000 / Email: contact@nhcgroup.com / URL : <http://www.nhcgroup.com>

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ANNEXURE I

Preferential Issue of Warrants fully convertible in Equity Shares of the Company for consideration in cash.

Type of securities proposed to be issued	Warrants fully convertible in Equity Shares
Type of issuance	Preferential Issue in accordance with sections 42, 62 of the Companies Act, 2013 and rules made there under and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 6,50,00,000 (Six Crore Fifty Lakhs) Fully Convertible Warrants ("Warrants/ Convertible Warrants") of Re. 1/- (Rupee One) each issued at a price of Rs. 1.25/- (Rupees One and Paise Twenty-Five only) per warrant total consideration aggregating to Rs. 8,12,50,000/- (Rupees Eight Crore Twelve Lakhs Fifty Thousand Only).
Issue price	Rs. 1.25/- (Rupees One and Paise Twenty-Five only)
Names of the Investors	Refer Table A of Annexure I
Post allotment of securities — outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors.	Refer Table A of Annexure I
In case of convertibles - intimation on the conversion of securities or on lapse of the tenure of the instrument	within a period of 18 (Eighteen) months from the date of allotment of the Warrants.

Table A of Annexure I

Sr. No.	Name of the Proposed Allottee	Category	Pre- Pref Holding		Maximum Number of Proposed to be issued and allotted*	Post- Pref Holding*	
			No. of Equity Shares	% of Holding		No. of Equity Shares	% of Holding
1.	Satyam Shirishchandra Joshi	Non-Promoter Public	2,08,62,550	3.52	6,50,00,000	8,58,62,550	13.05

**The post-issue shareholding as shown above is calculated assuming full subscription and allotment of the equity shares & warrants & full conversion of warrants into Equity shares.*

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ANNEXURE II

Change in Designation of Mr. Satyam Joshi (DIN: 03638066), Executive Director as Managing Director of the Company

Sr. No.	Particulars	Disclosures
1	Reason of Change	Change in Designation from Executive director to Managing director for a term of Three years
2	Date of Change in Designation	21 st June, 2025
3	Brief Profile (in case of appointment)	He is a Graduate in Science and Post-Graduate in IT (Software Development & Quality Testing) field. He is having experience of more than 22 years in Capital Markets and Domestic Agri Trading. He is specialized in areas of compliance with all the Stock & Commodity Exchanges and Depositories. He has also handled regulatory compliances to be complied with SEBI.
4	Disclosures of relationships between Directors (In case of appointment of Director)	Not Applicable
5	Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mr. Satyam Joshi is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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