



TOYAM INDUSTRIES LIMITED

CIN: L74110MH1985PLC285384

www.toyamindustries.com

Date: 01/07/2019

To,

The Bombay Stock Exchange Limited Floor 25, P.J. Towers, Dalal Street, Mumbai-400001	The Metropolitan Stock Exchange of India Limited Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai -400098
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REF : ISIN: INE457P01020, SECURITY CODE: 538607, SECURITY ID: TOYAMIND

SUB : Outcome of Board Meeting held on 1st July, 2019

Dear Sir/Madam,

We wish to inform you that 04/2019-20 Meeting of Board Of Directors of Toyam Industries Limited held today, i.e. 1st July, 2019 at the registered office of the Company situated at 503, Shree Krishna Building, Opp. Laxmi Industrial Estate, Andheri(w), Mumbai-400053, has transacted the following matter:

1. The Board has Approved to increase the Authorized Share Capital of the Company from **Rs. 21,250,000/-** to **Rs. 45,00,00,000/-** and alter the clause- v (**Capital Clause**) of Memorandum of Association and Article of Association relating to share Capital of the company, Subject to the approval of the members.

Brief Amend emends in Clause-V (Capital Clause) of Memorandum of Association of the Company as per Regulation 30 of the SEBI (LODR) Regulation, 2015 read with Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 :

The Authorized Share Capital of the Company is Rs. 45,00,00,000/- (Rupees Forty Five Crores only) divided into 45,00,00,000 (Forty Five Crores only) Equity Shares of Rs. 1/- (Rupees One only)"

Brief Amendments in Article of Association relating to share Capital of the Company as per Regulation 30 of SEBI (LODR) Regulation, 2015 read with Circular No. CIR/CFD/CMD/ 4/2015 dated September 09, 2015



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"The Authorised Share Capital of the company shall be as per clause V of the Memorandum of Association of the company with rights to alter the same in whenever way as deemed fit by the company. The Company may increase the Authorised capital which may consist of Equity and/or preference shares as the company in General meeting may determine in accordance with the law for the time in force relating to Companies with power to increase or reduce such capital from time to time. In accordance with the regulations of the company and the legislative provisions for the time being in force in this behalf and with power to divide the shares in the Capital for the time being into Equity share capital or preference share capital and to attach thereto respectively any preferential, qualified or special rights, privileges or conditions and to vary, modify and abrogate the same in such manner as may be determined by or in accordance with these presents."

2. Consider the issue of **16,73,00,00 (Sixteen Crores Seventy Three Lacks)** convertible warrants to Individuals and Entities/Companies other than Promoter and Promoter Group of the Company on Preferential basis at issue price of **Rs. 5.00/-** per convertible warrant (including face value of **Rs. 1/-** each and premium of **Rs. 4.00/-** each) amounting to **Rs. 83,65,00,000- (Rupees Eighty Three Crores Sixty Five Lakhs)** as per SEBI (ICDR) Regulations, 2018 as amended from time to time (Subject to the approval of Bombay Stock Exchange & Metropolitan Stock Exchange of India Ltd and the Shareholders of the Company) to the below proposed allottees:



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3. Nomination and Remuneration Committee of the Board of Directors of the Company has approved at its meeting the ESOP amounting of Rs. **2,08,00,000/- (Rupees Two Crores Eight Lakhs Only)** to the eligible employees of the Company pursuant to SEBI (Share Based Employee Benefits) Regulations, 2014 and in compliance with other applicable Laws, Rules, Regulations and Statutory Guidelines.

