Fabtech

**Date:** May 05, 2025

To,
Corporate Relationship Department
**BSE Limited,**
Listing Department
P J Towers, Dalal Street,
Mumbai - 400001, Maharashtra, India

**Scrip code:** 544332
**Scrip Symbol:** FABCLEAN

**Sub: Outcome of Board Meeting held on Monday, May 05, 2025.**

**Ref: Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR')**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we would like to hereby submit the outcome for the Board Meeting held on **today Monday, May 05, 2025**.

The brief details of the major business transacted at the Board Meeting were as follows:

1. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, considered and approved formulation of "**Fabtech Technologies Cleanrooms Limited - Employee Stock Option Scheme 2025" ("FTCL - ESOS 2025"/ "Scheme")"** for grant of not exceeding 3,69,580 (Three Lakh Sixty-Nine Thousand Five Hundred Eighty) Stock Options, in one or more tranches, to Eligible Employees of the Company and its Subsidiary Companies, as may be determined by the "Compensation Committee" as constituted by the Board of Directors in terms of the scheme, subject to approval of the shareholders and/ or such other regulatory/ statutory approvals as may be necessary.

   The 'FTCL – ESOS 2025' is subject to approval of the shareholders of the Company and such other regulatory/statutory approvals as may be necessary. The same are being obtained separately.

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The requisite disclosure as per Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as "**Annexure – A**" to this letter;

2. Declaration of 1st interim dividend for FY 2024-25 at the rate of ₹ 2/- per equity share of face value ₹ 10/- each.

   Further, the 'Record Date' for determining the eligibility of shareholders for payment of the said interim dividend, as declared by the Board shall be Friday, May 16, 2025.

   The payment of interim dividend shall be made on or before May 30, 2025;

3. Incorporation of an associate company in the name and style "Fabtech Fortline Private Limited" or any other appropriate name, as may be approved by the Ministry of Corporate Affairs, Mumbai.

   The requisite disclosure as per Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/CFD-PoD2/CIR/P/2024/185 dated December 31, 2024, is enclosed as "**Annexure – B**" to this letter;

The Board meeting commenced at 12:49 P.M. concluded at 05:30 P.M.

We request you to kindly take the above on record and inform the Stakeholders accordingly.

Thanking you,
Yours faithfully,

**For Fabtech Technologies Cleanrooms Limited**
**(Formerly known as Fabtech Technologies Cleanrooms Private Limited)**

AMJAD ADAM ARBANI
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Date: 2025.05.05 17:37:48 +05'30'

**Amjad Adam Arbani**
**Executive Director and Chief Financial Officer**
**DIN: 02718019**

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**Disclosure as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

**Annexure – A: Fabtech Technologies Cleanrooms Limited - Employee Stock Option Scheme 2025" ("FTCL - ESOS 2025"/ "Scheme")**

| Sr. No. | Particulars | Details |
|---|---|---|
| a) | **Brief details of Options granted;** | The Board of Directors has approved 'Fabtech Technologies Cleanrooms Limited - Employee Stock Option Scheme 2025' ("**FTCL – 2025**"), in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, with the authority to grant not exceeding 3,69,580 (Three Lakh Sixty Nine Thousand Five Hundred Eighty) Shares to such employees as may be determined by the Committee (Committee includes "NRC") in terms of the scheme, in one or more tranches, from time to time, which in aggregate shall be exercisable into not more than 3,69,580 (Three Lakh Sixty Nine Thousand Five Hundred Eighty) equity shares of face value of Rs. 10/- (Rupee Ten only) each fully paid up, with each such Option conferring a right upon the Employee to apply for such number of Equity Shares of the Company, in accordance with the terms and conditions of such Grant, subject to approval of the shareholders and such other regulatory/statutory approvals as may be necessary. |
| b) | **Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;** | Yes, the scheme is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. |
| c) | **Total number of shares covered** | 3,69,580 (Three Lakh Sixty Nine Thousand Five Hundred Eighty) equity shares of the |

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| | **by these Options;** | Company of face value of Rs. 10/- (Rupees Ten Only) each fully paid-up, not exceeding 3% of the aggregate number of issued and outstanding shares of the Company, as on March 31, 2025. |
| d) | **Pricing formula;** | Exercise Price shall be determined by the Committee and shall be mentioned in the Letter of Grant, subject to the applicable laws, on the date of Grant. Such Exercise Price shall not be less than Face Value of the Equity Share of the Company at the time of Grant of the Option(s). |
| e) | **Options vested;** | Not applicable at this stage as the scheme is subject to approval of the shareholders. |
| f) | **Time within which option may be exercised;** | The Employee Stock Options granted shall be capable of being exercised in terms of the Scheme for respective Employee Stock Options. |
| g) | **Options exercised;** | Not applicable at this stage as the scheme is subject to approval of the shareholders. |
| h) | **Money realized by exercise of Options;** | |
| i) | **The total number of shares arising as a result of exercise of Option;** | |
| j) | **options lapsed;** | |
| k) | **Variation of terms of Options;** | |
| l) | **Brief details of significant terms;** | Options granted under 'FTCL – ESOS 2025' would vest not earlier than one year from the date of Grant of such Options. Vesting of Options would be subject to continued employment with the Company and thus the Options would vest on passage of time. Further, the maximum vesting period of an Option shall not be greater than 4 years from |

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| | | the date of Grant of Options. Other details will be disclosed in the postal ballot notice issued by the Company. |
| m) | **Subsequent changes or cancellation or exercise of such Options;** | Not applicable at this stage as the scheme is subject to approval of the shareholders. |
| n) | **Diluted earnings per share pursuant to issue of equity shares on exercise of Options;** | Not applicable at this stage as the scheme is subject to approval of the shareholders. |

**For Fabtech Technologies Cleanrooms Limited**
**(Formerly known as Fabtech Technologies Cleanrooms Private Limited)**

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**Amjad Adam Arbani**
**Executive Director and Chief Financial Officer**
**DIN: 02718019**

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**Disclosure as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD2/CIR/P/2024/185 dated December 31, 2024.**

**Annexure- B: Incorporation of Associate Company**

| Sl. No. | Particulars | Details |
|---|---|---|
| 1. | **Name of the Target Company, details in brief such as size, turnover, etc.** | The Board at its meeting held on May 05, 2025, approved the incorporation of associate Company in the name and style "FABTECH FORTLINE PRIVATE LIMITED" or any other appropriate name as may be approved by the Ministry of Corporate<br><br>**Country of incorporation:** India.<br>**Authorised Share Capital:** Rs. 3,00,00,000 (Rupees Three Crore Only)<br>**Paid-up Capital:** Rs. 2,00,00,000 (Rupees Two Crore Only)<br>**Size/Turnover:** Not Applicable |
| 2. | **Name of holding company of the incorporated company and relation with the listed entity;** | "FABTECH FORTLINE PRIVATE LIMITED" will be the Associate Company of Fabtech Technologies Cleanrooms Limited, the SME Listed Entity. |
| 3. | **Industry to which the entity being acquired belongs** | Pharmaceutical Industry. |
| 4. | **Brief background about the entity incorporated in terms of products / line of business;** | The proposed Associate Company will be incorporated with an objective to carry out the business of manufacturing of cleanroom doors and cleanrooms equipments. |

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|---|---|---|
| 5. | **Brief details of any governmental or regulatory approvals required for the acquisition;** | The incorporation of Associate Company is subject to the approval by the Ministry of Corporate Affairs, Mumbai. |
| 6. | **Nature of consideration - whether cash consideration or share swap and details of the same;** | 49% subscription to initial paid up capital of ₹ 98,00,000/- (Rupees Ninety- Eight Lacs only) in cash. |
| 7. | **Cost of subscription / price at which the shares are subscribed;** | Subscription of 49% paid-up share capital in cash at a face value of Rs. 10/- per share. Initial Subscription amount is Rs. 98,00,000/- |
| 8. | **Percentage of shareholding / control by the listed entity and / or number of shares allotted.** | The Company will hold 49% paid-up share capital of the Associate Company. |

**For Fabtech Technologies Cleanrooms Limited**
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