



To,

**BSE Limited,**

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400 001

**Scrip code: 544391**

**Sub: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure**

**Requirements) Regulations, 2015:**

Dear Sir/ Madam,

Pursuant to the approval of the shareholders of the Company obtained through the Extra ordinary General Meeting and upon receipt of 25% of the issue price as application money, we wish to inform you that the Board of Directors of Retaggio Industries Limited ("Company") at its meeting held today i.e, 22<sup>nd</sup> January, 2026 has, inter alia, considered and approved the following:

The allotment of 53,04,000 (Fifty-Three Lakhs Four Thousand) Convertible Equity Warrants at an issue price of Rs. 26/- per warrant convertible into Equity Shares, aggregating to Rs. 13,79,04,000/- (Rupees Thirteen Crores Seventy-Nine Lakhs Four Thousand only), on a preferential basis. The Company has received 25% of the issue price, i.e. Rs. 6.50/- per warrant, amounting to Rs. 3,44,76,000/-, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2018 and In Principle Approval has been granted by BSE Limited ("BSE") vide Letter no. LOD/PREF/SS/FIP/1509/2026-27 dated January 08, 2026.

Equity Shares to be allotted on exercise of the Warrants shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

The details as required under Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as "Annexure A".



The Meeting of Board of Directors was commenced at 11:00 a.m. concluded at 11:15 a.m.

Kindly take the same on record.

**For RETAGGIO INDUSTRIES LIMITED**

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**(Savinay Lodha)**

**Managing Director**

**DIN: 02634124**

**Date: 22<sup>nd</sup> January, 2026**

**Place: Mumbai**



#### ANNEXURE A

Disclosure of Event and Information pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given below:

Sr.no	Particulars	Description
01	Type of securities proposed to be issued	Convertible Warrants
02	Type of issuance	Preferential allotment, on a private placement basis in accordance with Chapter V of the SEBI ICDR Regulations and other applicable law.
03	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Allotment of 53,04,000 Warrants convertible into equivalent number of Equity shares of face value of Rs. 10/- each of the company at an Issue Price of Rs. 26/- each (Including Premium of Rs. 16/- each).
04	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
a.	Name of Investors and their corresponding subscription of No. of Shares	As per Annexure A-1
b.	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	<p>The details of the shareholding of the allottees in the Company prior to and after the Preferential allotment of warrants has been mentioned in the Annexure A-1.</p> <p>The Company has received Rs. 3,44,76,000/- (Three Crores Forty-Four Lakhs Seventy-Six Thousand Only) towards subscription of 53,04,000 Convertible</p>

		<p>Warrants (i.e. the 25% of the total issue price towards subscription of the warrants) from the allottees.</p> <p>[Subscription Price of Rs. 6.5/- per warrant entitling the holders of the warrants, to exercise an option to subscribe to 53,04,000 Equity Shares of the Company having a face value of Rs. 10/- (Rupees Ten Only) each, at an exercise price of Rs. 19.5/- (Issue price being Rs. 26/- per equity share)]</p> <p>The Issue Price of the warrants is 26/- per warrant determined as per the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.</p> <p>The number of investors is 2 (Two).</p>
c.	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	<p>Each Warrant is convertible into One (1) equity share of Rs. 10 each at a premium of Rs. 16 per equity shares each fully paid up.</p> <p>The conversion can be exercised at any time within a period of 18 months from the date of allotment by making remaining payment of 75% of the total issue price, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>All the outstanding warrants in respect of which the holder has not exercised his/ her option, shall lapse by the expiry of 18 Months.</p> <p>The Warrants issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes</p>



		consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.
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Annexure A-1

Sr.no	Name of Allotees	Category of Allotees	No. of Convertible Warrants Allotted	Pre- Shareholding		Post preferential Issue Shareholding	
				No. of Shares	%	No. of Shares	%
01	Urja Ships Private Limited	Non-Promoter	50,04,000	-	-	50,04,000	14.43
02	Manish Kumar Badola	Non-Promoter	3,00,000	-	-	3,00,000	0.87

*\*Post preferential issue shareholding is on fully diluted basis with the assumption that all the convertible warrants will be converted into equity shares.*

**For RETAGGIO INDUSTRIES LIMITED**

**(Savinay Lodha)**

**Managing Director**

**DIN: 02634124**

**Date: 22<sup>nd</sup> January, 2026**

**Place: Mumbai**