

# SHAMROCK INDUSTRIAL COMPANY LTD.

CIN : L24239MH1991PLCO62298

Regd. Off: 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road, Worli, Mumbai - 400 018. India.

Email Id : shamrockfin@gmail.com | Tel.: +91-22 4077 8884 | Fax.: +91-22 2498 3300

**Date:** December 22, 2025

To,  
**BSE Limited**  
Corporate Relationship  
Dept, 1st Floor, New  
Trading Ring, Rotunda  
Building, P. J. Towers,  
Dalal Street, Fort, Mumbai - 400 001

**BSE Scrip Code: 531240 Scrip Name: SHAMROIN**

**Subject: Outcome of Meeting of Board of Directors held on Monday, December 22, 2025.**

Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "SEBI LODR Regulation"), this is to inform that the meeting of the Board of Directors of the Company was held today December 22, 2025, Monday at 3:00 P.M. and concluded around at 5:00 P.M.

The Board discussed, considered and approved the following matters:

1. Proposal for incorporation of Wholly owned Subsidiary Company Outside India in Abu Dhabi, United Arab Emirates to undertake the businesses of i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.

The details required under Regulation 30 of the SEBI LODR Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024 SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, with respect to the above incorporation of a Wholly owned Subsidiary is given in Annexure enclosed herewith as **Annexure-A**.

2. Proposal for incorporation of Wholly owned Subsidiary Company Outside India in Singapore to undertake the businesses of i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.

The details required under Regulation 30 of the SEBI LODR Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024 SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, with respect to the above incorporation of a Wholly owned Subsidiary is given in Annexure enclosed herewith as **Annexure-B**.

3. Proposal for incorporation of Wholly owned Subsidiary Company in Norway to undertake the

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businesses of i) developing renewable and conventional power projects, ii) establishing data-center facilities, iii) procuring and operating specialized computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.

The details required under Regulation 30 of the SEBI LODR Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024 SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, with respect to the above incorporation of a Wholly owned Subsidiary is given in Annexure enclosed herewith as **Annexure-C**.

Kindly acknowledge the Receipt.

Thanking You  
Yours Faithfully,

For Shamrock Industrial Company  
Limited

**Rahul Manoj Rajani**  
**Additional Executive Director**  
**DIN: 10937591**

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## Annexure A

Information as required under Regulation 30 and Schedule III of the SEBI LODR Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024

### Incorporation of subsidiary

Sr. No.	Particulars	Description
1.	Name of the target entity, details in brief such as size, turnover etc	<p><b>Name:</b> HODL Energy UAE or such name as may be approved by the Regulatory authority of the host country. *</p> <p><b>Turnover in INR Lakhs:</b> FY 2023 - NA FY 2024 - NA FY 2025- NA</p> <p><b>Country of incorporation:</b> The registered office of the proposed company will be situated in Abu Dhabi, United Arab Emirates.</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length"	<p>The proposed company will be wholly owned subsidiary and related party of the company upon incorporation.</p> <p>Accordingly, the proposed incorporation would be considered as a related party transaction. The transaction will be undertaken at an 'arm's length' basis.</p> <p>Yes, the promoter/ promoter group/promoter companies will have interest in the company.</p>
3.	Industry to which the entity is investing	<p>The proposed subsidiary company will be engaged in the businesses i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.</p>
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed	<p>Expansion and diversification of Business.</p>

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	entity)	
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Subject to compliance with regulatory requirements.
6.	Indicative time period for completion of the acquisition	By August 30, 2026
7.	Nature of consideration- whether cash consideration or share swap and details of the same	Monetary
8.	Cost of acquisition or the price at which the shares are acquired	\$60,000 (Dollar Sixty Thousand only) that is ₹ 53,81,160 (Rupees Fifty-Three Lakhs Eighty-One Thousand One Hundred and Sixty Only)
9.	Percentage of shareholding / control acquired and / or number of shares acquired	100%
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<b>Nature of business:</b> The proposed subsidiary company will be engaged in the businesses i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.  <b>Date of Incorporation:</b> NA*  <b>History of the last 3 (three) years turnover:</b> NA  <b>Country in which the acquired entity has presence:</b> NA

\* Details of the same will be submitted to the stock exchange upon occurrence of event (i.e. upon receipt of Certificate of Incorporation)



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## Annexure B

Information as required under Regulation 30 and Schedule III of the SEBI LODR Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024

### Incorporation of subsidiary

Sr. No.	Particulars	Description
1.	Name of the target entity, details in brief such as size, turnover etc	<p><b>Name:</b> HODL Energy Singapore or such name as may be approved by the Regulatory authority of the host country. *</p> <p><b>Turnover in INR Lakhs:</b> FY 2023 - NA FY 2024 - NA FY 2025- NA</p> <p><b>Country of incorporation:</b> The registered office of the proposed company will be situated in Singapore.</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length"	<p>The proposed company will be wholly owned subsidiary and related party of the company upon incorporation.</p> <p>Accordingly, the proposed incorporation would be considered as a related party transaction. The transaction will be undertaken at an 'arm's length' basis.</p> <p>Yes, the promoter/ promoter group/promoter companies will have interest in the company.</p>
3.	Industry to which the entity is investing	<p>The proposed subsidiary company will be engaged in the businesses i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.</p>
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is	<p>Expansion and diversification of Business.</p>

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	outside the main line of business of the listed entity)	
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Subject to compliance with regulatory requirements.
6.	Indicative time period for completion of the acquisition	By August 30, 2026
7.	Nature of consideration- whether cash consideration or share swap and details of the same	Monetary
8.	Cost of acquisition or the price at which the shares are acquired	\$60,000 (Dollar Sixty Thousand only) that is ₹ 53,81,160 (Rupees Fifty-Three Lakhs Eighty-One Thousand One Hundred and Sixty Only)
9.	Percentage of shareholding / control acquired and / or number of shares acquired	100%
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p><b>Nature of business:</b> The proposed subsidiary company will be engaged in the businesses i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.</p> <p><b>Date of Incorporation:</b> NA*</p> <p><b>History of the last 3 (three) years turnover:</b> NA</p> <p><b>Country in which the acquired entity has presence:</b> NA</p>

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## Annexure C

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read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024

### Incorporation of subsidiary

Sr. No.	Particulars	Description
1.	Name of the target entity, details in brief such as size, turnover etc	<b>Name:</b> HODL Energy Norway or such name as may be approved by the Regulatory authority. *  <b>Turnover in INR Lakhs:</b> FY 2023 - NA FY 2024 - NA FY 2025- NA  <b>Country of incorporation:</b> The registered office of the proposed company will be situated in Norway.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length"	The proposed company will be wholly owned subsidiary and related party of the company upon incorporation.  Accordingly, the proposed incorporation would be considered as a related party transaction. The transaction will be undertaken at an 'arm's length' basis.  Yes, the promoter/ promoter group/promoter companies will have interest in the company.
3.	Industry to which the entity is investing	The proposed subsidiary company will be engaged in the businesses i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.
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	entity)	
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Subject to compliance with regulatory requirements.
6.	Indicative time period for completion of the acquisition	By August 30, 2026
7.	Nature of consideration- whether cash consideration or share swap and details of the same	Monetary
8.	Cost of acquisition or the price at which the shares are acquired	\$60,000 (Dollar Sixty Thousand only) that is ₹ 53,81,160 (Rupees Fifty-Three Lakhs Eighty-One Thousand One Hundred and Sixty Only)
9.	Percentage of shareholding / control acquired and / or number of shares acquired	100%
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<b>Nature of business:</b> The proposed subsidiary company will be engaged in the businesses i) developing renewable and conventional power projects, ii) establishing data-centre facilities, iii) procuring and operating specialised computing servers and application specific integrated circuits iv) offering infrastructure-as-a-service to enterprise customers v) to be an independent power producer and vi) buying, holding, transferring and dealing in Bitcoin, together with all related, incidental and ancillary activities as may be permissible under applicable laws of the respective host jurisdictions.  <b>Date of Incorporation:</b> NA*  <b>History of the last 3 (three) years turnover:</b> NA  <b>Country in which the acquired entity has presence:</b> NA

\* Details of the same will be submitted to the stock exchange upon occurrence of event (i.e. upon receipt of Certificate of Incorporation)

Yours Faithfully,

For Shamrock Industrial Company  
Limited

**Rahul Manoj Rajani**  
Additional Executive Director  
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