



Active Clothing Co. Limited

Dated: 27.01.2026

To

The BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir/Madam,

Reference: Scrip Code: 541144.

Subject: Outcome of meeting of Board of Directors Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (“ SEBI LODR Regulations”)

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that Board Meeting of Active Clothing Co Limited held today i.e Tuesday, January 27, 2026 at 1:00 PM inter alia, considered and approved the following business:

1. ISSUANCE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY THROUGH PREFERENTIAL BASIS:

To Issue upto 2000000 warrants each convertible into, or exchangeable for, one fully paid up equity share of the Company of face Value Rs. 10 (Rs Ten only) (Warrants) at the price of Rs. 115/- (Rs. One Hundred Fifteen only) each payable in cash (Warrant issue price) aggregating upto Rs. 23,00,00,000(Rs. Twenty Three Crore Only) (Total issue Size) to (as Listed in **Annexure-A**), (proposed Allottees”) who are belonging to Promoters, promoter’s group and non-promoter, the preferential issue which will be in accordance with provisions of Section 23, 42, and 62(1) (c) of the companies act, 2013 as amended , read with Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 as amended ,Chapter V of Securities and Exchange Board of India (Issues of Capital and Disclosure Requirements) Regulations,2018 as amended (SEBI ICDR Regulations”) , SEBI LODR Regulations and such other act, rules/regulations as may be applicable and Subject to necessary approval of the shareholders of the Company at the ensuring Extra ordinary General Meeting and other regulatory authorities, as may be applicable.

Necessary information in respect of issuance of securities as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9,2015 read with Regulation 30-PARA- A of part A of schedule III of SEBI (LODR) Regulations, 2015 amended from time to time are annexed herewith as Annexure-A

CIN NO: L51311PB2002PLC033422

REGISTERED OFFICE:
Plot No. E-225, Industrial Focal Point, Phase 8 B
SAS Nagar, Mohali 160059
Punjab, India. Phone: +91-172-4313300

FACTORY:
Village Badali Ala Singh, Ghel Link Road
District Fatehgarh Sahib 140406, Punjab, India
Phone: +91-1763-506000



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2. CONVENING AN EXTRA ORDINARY GENERAL MEETING (EGM) FOR THE APPROVAL OF SHAREHOLDERS OF THE COMPANY

The Board of Director of the Company have decided to hold an Extra Ordinary General Meeting (EGM) of the Company on Thursday 26th February, 2026 at 11:00 AM at registered office of the company and have also approved the draft notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM.

3. CUTOFF DATE TO DETERMINE THE ELIGIBILITY OF THE MEMBERS FOR REMOTE E-VOTING

The company has fixed Saturday 18th February, 2026 as the cut-off date for determining the eligibility of the members, entitles to vote by remote e-voting for the ensuring EGM of the Company schedule to be held on Thursday 26th February, 2026 at 11:00 AM at registered office of the company.

4. Appointment of Scrutinizer for purpose of conducting the E-voting process at the EGM of the Company

The Meeting of the Board of Directors Commenced at 01:00 PM and Concluded at 2.30 PM.

Kindly take the above on your record.

Yours faithfully,
For Active Clothing Co Limited

Rajesh Kumar Mehra
Managing Director
DIN: 00026176.

CIN NO: L51311PB2002PLC033422

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Annexure-A

DETAILS REQUIRED UNDER REGULATION 30 OF SEBI LODR REGULATIONS READ WITH SEBI CIRCULAR NO. CIR/CFD/CMD/4/2015 DATED SEPTEMBER 09, 2015.

S No.	Particulars	Details		
1.	Types of securities proposed to be issued (viz equity shares, convertibles, etc)	Warrants, each convertible into, or exchangeable for, one fully paid up equity share of the company of face value Rs. 10/- (Rs. Ten only) each.		
2.	Type of issuance (further public offering /right issues/depository receipts/ADR/GDR//qualified institutions placements /preferential allotment etc.)	Preferential Allotment		
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued(approximately)	Upto 2000000 warrants , each convertible into, or exchangeable for one fully paid up equity share of the company with face value of 10/- (Rs. Ten only) each at a price of Rs. 115/- (Rs. One Hundred Fifteen only) each payable in cash ("warrant issue Price") aggregating upto Rs. 23,00,00,000(Rs. Twenty three Crores only)		
4.	Additional information in case of Preferential issue the listed entity shall disclose the following additional details to the stock Exchange(s)			
i)	Name of Investors	Name of investor	category	No of share warrant to be issued
		Stellant Securities (India) Limited	Non Promoter	300000
		Mangala Subhash Rathod	Non Promoter	300000
		Subhash Phootarmal Rathod	Non Promoter	400000
		Rajesh Mehra	Promoter	400000
		Renu Mehra	Promoter	400000
		Kalika Mehra	Promoter Group	200000

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ii)	Post allotments of securities – outcome of the Subscription	The warrant Convertible into equity shares are proposed to be allotted to Promoter, Promoter Group and non-promoter Group of the company Details of shareholding in the company , prior to and after the proposed preferential issue, are as Enclosed herewith –(Annexure – I)
iii)	Issue Price	Warrant convertible into, or exchangeable for one fully paid up equity share of the company with face value of 10 (Rs. Ten only) each to be issued to the proposed allottees at a price of Rs. 115/- (Rs. One Hundred Fifteen only) each payable in cash ("warrant issue Price") Which is not lower than the price calculated in accordance with SEBI ICDR Regulations.
iv)	Number of investors	6
v)	In case of Convertibles intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the warrant is exercisable into 1 Equity Share having face value of 10/- (Rs. Ten only) each the tenor of the warrants is 18 months from the date of there allotment. The warrants shall be convertible in or more tranches.
vi)	Any cancellation or termination of proposal for issuance of securities including reasons thereof	In the event that, a Warrant Holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant Holders on such Warrants shall stand forfeited by Company.

For Active Clothing Co Limited

Rajesh Kumar Mehra
(Managing Director)
DIN: 00026176.

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Annexure-I

S No.	Name of the Proposed Allotees	Category	Ultimate Beneficial Owner	Pre- Issue Shareholding #		Number of Warrants to be issued	Post- Issue Shareholding (Presuming full conversion of Warrants) **	
				No. of Shares	% of holding		No. of Shares	% of Holding
1.	Stellant Securities (India) Limited	Non Promoter	Yes	Nil	Nil	300000	300000	1.713
2.	Mangala Subhash Rathod	Non Promoter	NA	99973	0.6445	300000	399973	2.283
	Subhash Phootarmal Rathod	Non Promoter	NA	482000	3.107	400000	882000	5.036
	Rajesh Mehra	Promoter	NA	5722715	36.891	400000	6122715	34.962
	Renu Mehra	Promoter	NA	4617700	29.768	400000	5017700	28.652
	Kalika Mehra	Promoter group	NA	6100	0.039	200000	206100	1.177

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