

# **Narmada Macplast Drip Irrigation Systems Ltd.**

Regd Office: Plot No. 119-120, Santej- Vadsar Road, At. Santej, Taluka : Kalol,  
Dist.: Gandhinagar : 382721 Phone No. 079-27498670 Website: [www.narmadadrip.com](http://www.narmadadrip.com)  
CIN: L25209GJ1992PLC017791

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28<sup>th</sup> July, 2025

To  
**BSE Limited**  
**Listing Department**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001  
**Script Code: 517431**

Dear Sir,

## **Sub: Outcome of Board Meeting to consider the Issue of Bonus Shares and Stock Split of equity shares**

This is to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, at meeting of Board of Directors of the Company held on Monday, 28<sup>th</sup> July, 2025, inter alia, have considered and approved the following businesses:

1. The Board has considered & approved adoption of amended and restated Memorandum of Association and Articles of Association of the Company, subject to the approval of Equity Shareholders of the Company to align with the provisions of the Companies Act, 2013. (Annexure-A)
2. The Board has considered & approved increase in the Authorized Share Capital of the Company from Rs. 5,00,00,000/- to Rs. 10,00,00,000/- (Rupees ten crores only) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 2/- (Rupees Two Only) (Post Split of Face Value of Shares from Rs. 10/- each to Rs. 2/- each) and corresponding amendments to the Capital Clause of the Memorandum of Association of the Company, subject to the approval of Equity Shareholders of the Company.
3. The Board has considered and approved issue of Bonus Shares in the ratio of 1:1 (One bonus equity shares for every one equity share) to the eligible equity shareholders of the Company as on the proposed record date which will be declared in due course, subject to the approval of Equity Shareholders of the Company. (Annexure-B)
4. The Board has considered and approved Sub-division/ split of the existing Equity Shares of the Company, such that, each Equity Share having face value of Rs. 10/- (Rupees Ten only) each fully paid-up, be sub-divided/ split into such number of Equity Shares having face value of Rs. 2 (Rupees

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Two only) each fully paid-up, subject to the approval of Equity Shareholders of the Company. (Annexure-C)

The record date for reckoning the eligible shareholders and date for approval of shareholders of the company will be communicated in due course of time.

The meeting commenced at 01:00 p.m. and concluded at 02:30 p.m.

The details as required under Regulation 30 of SEBI (Listing Obligations and 'Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/ CFO/ CMD/4/2015 dated September 09, 2015 of listed entity are enclosed in "Annexure A, B & C".

You are requested to kindly take the same on your records.

Thanking you,  
Yours faithfully,

**For, Narmada Macplast Drip Irrigation System Limited**

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**Vrajlal Vaghasia**  
**Managing Director**  
DIN: 02442762

Encl.: As above

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## **Annexure – A**

### **Disclosure of Information Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015**

### **Amendment to Articles of Association for Adoption of New Set of AOA under Companies Act, 2013**

The Board of Directors of the Company, at its meeting held on 28<sup>th</sup> July, 2025, has approved the alteration of the Memorandum of Association and the Articles of Association by adopting a new set of the Memorandum of Association and the Articles of Association in substitution and to the exclusion of the existing Memorandum of Association and the Articles of Association of the Company.

The existing the Memorandum of Association and the Articles of Association were framed in accordance with the provisions of the erstwhile Companies Act, 1956. In view of the substantial changes introduced by the Companies Act, 2013, it is proposed to adopt an entirely new set of the Memorandum of Association and that are consistent with the provisions of the Companies Act, 2013 and the rules made thereunder.

The revised Articles of Association will inter alia reflect the provisions related to:

- Definitions and interpretation aligned with the Companies Act, 2013.
- Updated provisions on share capital, share certificates, lien, calls, forfeiture.
- General meetings, voting rights, proxies, and quorum.
- Board of Directors, their powers and duties, meetings, and committees.
- Provisions regarding key managerial personnel and managerial remuneration.
- Miscellaneous provisions to ensure full alignment with the 2013 Act and SEBI Regulations.

This alteration is subject to the approval of the shareholders by way of a special resolution and such other statutory/regulatory approvals as may be required.

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## **Annexure B**

**Disclosure of Information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 9, 2015.**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Details</b>				
1	Type of securities proposed to be issued	Equity shares of face value of Re. 10/- each.				
2	Type of issuance	Bonus Issue of Equity Shares				
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	36,23,000 Equity shares of Rs. 10/- (Rupees Ten Only) each amounting to Rs. 3,62,30,000/- (Rupees Three Crores Sixty Two Lakhs Thirty Thousand Only)				
4	Whether bonus is out of free reserves created out of profits or share premium account?	Out of Free Reserves created out of profits of the Company available as on March 31, 2025				
5	Bonus ratio	1:1 i.e. 1 (One) new fully paid-up Equity Shares of Re. 1/- each for every 1 (One) existing fully paid-up Equity Share of Re. 1/- each held as on date				
6	Details of share capital – pre and post bonus issue	<table border="1"><thead><tr><th><b>Pre-Bonus Issue</b></th><th><b>Post Bonus Issue</b></th></tr></thead><tbody><tr><td>36,23,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 3,62,30,000/-</td><td>72,46,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 7,24,60,000/-</td></tr></tbody></table>	<b>Pre-Bonus Issue</b>	<b>Post Bonus Issue</b>	36,23,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 3,62,30,000/-	72,46,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 7,24,60,000/-
<b>Pre-Bonus Issue</b>	<b>Post Bonus Issue</b>					
36,23,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 3,62,30,000/-	72,46,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 7,24,60,000/-					
7	<del>Free reserves and/or share premium</del> required for implementing the bonus issue	Available Free Reserves Rs. 4.10 Crores will be utilized for implementing the Bonus Issue				
8	<del>Free reserves and/or share premium</del> available for capitalization and the date as on which such balance is available	Reserves available for capitalization as on March 31, 2025: Free Reserves: Rs. 4.10 Crores				
9	Whether the aforesaid figures are audited?	Yes				
10	Estimated date by which such bonus shares would be credited / dispatched	Subject to obtaining shareholders approval and Statutory/Regulatory approvals, as may be necessary, the Bonus Shares shall be credited / dispatched within 2 months from the date of the Shareholders approval or within statutory time period				

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### Annexure- C

**Disclosure for Sub- division/ Split of Shares under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular dated 13.07.2023 regarding Disclosure of material events/ information by listed entities under Regulations 30 and 30A of SEBI (LODR) Regulations, 2015.**

Sl. No.	Particulars	Disclosure
1.	Split Ratio	1 (One) Equity Share of Face Value of Rs. 10.00/- each will be subdivided/ split into 5 (Five) Equity Shares of Face Value of Re. 2/- each.
2.	Rational behind the Split	1 (One) Equity Share of Face Value of Rs. 10.00/- each will be subdivided/ split into 5 (Five) Equity Shares of Face Value of Re. 2/- each.
3.	Pre and Post Share Capital Authorized, Paid up and Subscribed.	<p><b>Pre Share capital</b></p> <ol style="list-style-type: none"><li>1. Authorized Share Capital - Rs. 10,00,00,000/- divided into 50,00,000 Fully paid up shares having Face of Rs. 10/- each. (Post Increase in authorized share capital)</li><li>2. Subscribed and Paid up Share Capital - 72,46,000 equity shares of Re. 10/- each fully paid up aggregating to a share capital of Rs. 7,24,60,000/- (Post Bonus share capital)</li></ol> <p><b>Post Share Capital</b></p> <ol style="list-style-type: none"><li>1. Authorized Share Capital - Rs. 10,00,00,000/- divided into 5,00,00,000 Fully paid up shares having Face of Rs. 2/- each.</li><li>2. Subscribed and Paid up Share Capital - 3,62,30,000 equity shares of Re. 2/- each fully paid up aggregating to a share capital of Rs. 7,24,60,000/-</li></ol>
4.	Expected Time of Completion	Approximately within 2 months or within statutory time period
5.	Class of shares which are subdivided	Equity Shares
6.	Number of Shares of each class pre-split and post-split	As per point no. 3 above
7.	No. of shareholders who did not get any shares in split/ consolidation and their pre consolidation shareholding	Not Applicable

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