

SWOJAS ENERGY FOODS LIMITED

Registered Office - 6L, 10 Floor, 3, Navjeevan Society, Dr. Dadasaheb Bhadkamkar Marg, Mumbai
Central, Mumbai - 400008

Email: swojasenergyfoodsltd@gmail.com, website: www.sefl.co.in

CIN: L15201MH1993PLC358584

Date: 04-09-2024

To,
The Manager
Department of Corporate Services
BSE Ltd.
Dalal Street, Fort
Mumbai - 400 001

Sub.-: Outcome of Board Meeting held on 04-09-2024 at 03.00 PM and Concluded at 5.15 PM at the Registered Office of the Company.

Dear Sir,

With reference to the captioned subject and with reference to SEBI (LODR) Reg. 2015, we wish to inform that Meeting of Board of Directors of the Company is held on 04-09-2024 at 03.00 PM and Concluded at 5.15 PM at the registered office of the Company to transact following businesses:

1. Shifting of registered office of the company from one state to another state to another i.e. from State of Maharashtra to State of Gujarat pursuant to Section 12 and 13 of the Companies Act, 2013.
2. Alteration in Situation Clause of the Memorandum of Association of the Company pursuant to Section 12 and 13 of the Companies Act, 2013.
3. Increase in Authorized Share Capital of the Company from Rs. 31,00,00,000/- (Rupees Thirty one Crores Only) divided into 3,10,00,000 (Three Crores Ten Lakhs Only) Equity Shares of Rupee 10/- (Rupees Ten Only) each to Rs. 81,00,00,000/- (Rupees Eight One Crores Only) divided into 8,10,00,000 (Eight Crores Ten Lakhs Only) Equity Shares of Rupee 10/- (Rupees Ten Only) each and Consequent Alteration in Clause V of the Memorandum of Association and Alteration in Articles of Association of the Company.
4. Alteration in Object Clause III of Memorandum of Association of the Company as under:
 - A) Clause III (B) of the Objects clause of the Memorandum of Association of the Company be titled as 'MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE'.

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B) Clause III (C) be deleted and 'Other Objects 'with Clause III (C)-'Objects Incidental or Ancillary to the attainment of the Main Objects' to appear under new Clause III(B) 'Matters which are necessary for furtherance of the objects specified in Clause III(A) are' and consequently changing the object numbering as may be appropriate.

C) Other amendments required to align the existing memorandum of association with Table A of the Schedule I of the Companies Act, 2013.

Brief Details with respect to the said Alteration as required under Regulation 30 read with Para A (14) of Part - A of Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023 are provided in Annexure I to this letter.

5. Adoption of new set of Articles of Association of the Company as per the Provisions of Companies Act, 2013.

Brief Details with respect to the said Alteration as required under Regulation 30 read with Para A (14) of Part - A of Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023 are provided in Annexure I to this letter.

6. Reclassification of following Promoters of the Company pursuant to provisions of Regulation 31A (2) read with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Including any amendments made thereto) (hereinafter referred to as "Listing Regulations") or any other applicable provisions of Listing Regulations and other applicable laws, subject to approval of the members of the company to reclassify the following person from "Promoter Category" to Public Category" pursuant to completion of Open offer of the Company and execution of Share Purchase Agreement. Since, the following person is neither involved in the management nor holding any controlling stake in the Company. Hence the said Re-classification.

None of the aforesaid person has entered into any Shareholders Agreement with the Company and they have not got any Veto Rights or Special Information Rights or Special Rights as to Voting power or Control of the Company:

Sr. No.	Name of Entity	No. of Equity Shares Held	% of Total Equity Capital
1	VISHAL PANKAJ DEDHIA	0	0.00%
2	AMAR RAJMAL KAKARIA	0	0.00%
3	KETAN ISHWARLAL KATARTA	0	0.00%

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7. Approved and Fixed the Book Closure date from 24 September, 2024 to 30 September, 2024 (both days inclusive) for the purpose of 10TH AGM of the Company and the cut off/record date fixed on 23rd September, 2024 for the purpose of voting in the 10th AGM of the Company
8. Fixed time, date and place for Conducting Annual General Meeting for Financial Year 2023-2024:

Date: 30-09-2024
Time: 12.30 PM
Mode: Audio Visual Means
9. Approved Notice and Annual Report along with Directors Report and its Annexures for Annual General Meeting to be held on 30-09-2024 at 12.30 PM via Virtual mode for FY 2023-2024.

Kindly take this intimation in your records.

Thanking you,

Yours Faithfully

FOR SWOJAS ENERGY FOODS LIMITED

KETAN KATARIA
DIRECTOR
DIN: 01943753

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ANNEXURE I:

AMENDMENTS TO MOA & AOA OF THE COMPANY, IN BRIEF:

Amendments to MOA:

- The Board of Directors of the Company at its Meeting held today i.e. September 04, 2024 subject to approval of the Members, approved alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company as below:

Clause (V) : The Authorised Share Capital of the Company is Rs. 81,00,00,000/- [Rupees Eighty One Crores only] divided into 8,10,00,000 [Eight Crores Ten Lakhs Only] Equity Shares of Rs. 10.00 [Rupees Ten only] each.

- Furthermore, The Board of Directors of the Company at its Meeting held today i.e. September 04, 2024 subject to approval of the Members, approved alteration of Situation Clause (Clause II) of the Memorandum of Association of the Company as below:

Clause II: The Registered Office of the Company will be situated in the State of Gujarat.

- Furthermore, Alteration of the of Memorandum of Association of the Company in place of the existing Memorandum of Association of the Company in line with the Companies Act, 2013 such that following Clause be altered and amended as follows:

A) Clause III (B) of the Objects clause of the Memorandum of Association of the Company be titled as 'MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE'.

B) Clause III (C) be deleted and 'Other Objects 'with Clause III (C)-'Objects Incidental or Ancillary to the attainment of the Main Objects' to appear under new Clause III(B) 'Matters which are necessary for furtherance of the objects specified in Clause III(A) are' and consequently changing the object numbering as may be appropriate.

C) Other amendments required to align the existing memorandum of association with Table A of the Schedule I of the Companies Act, 2013

- Amendment of Clause IV of the Memorandum of Association by substituting the same with the following:

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Clause (IV): The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

Amendments to AOA:

The Board of Directors of the Company at its Meeting held today i.e. September 04, 2024 approved adoption of new set of Articles of Association ('AOA') based on the Form of Table F as prescribed under the Companies Act, 2013 in place of existing Articles of Association of the Company as several regulations / articles of the existing AOA of the Company require alteration or deletion pursuant to changes in applicable laws. Therefore, it is considered expedient to wholly replace the existing AOA by a new set of Articles.

FOR SWOJAS ENERGY FOODS LIMITED

KETAN KATARIA
DIRECTOR
DIN: 01943753