



Ref: MNIL/BSE/2025

Date: 06/08/2025

The BSE Limited

Department of Corporate Services,
25th Floor, P J Towers,
Dalal Street, Mumbai - 400001

Script Code: 539767 ISIN: INE216Q01010

Sub: Outcome of the Board Meeting

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), we hereby inform that Board of Directors in its meeting held on Wednesday, August 6th, 2025 proceeds at 11:00 AM and concluded at 06: 00 PM, *inter-alia* considered and approved the following:

1. The allotment of 63,55,557 Equity Shares having face value of Rs. 10/- each at an issue price of Rs. 15/- each (including a premium of Rs. 5/- each), consequent upon the conversion of 63,55,557 Warrants issued at an Issue Price of Rs. 15/-each, to the following persons belonging to the "Non-Promoter Group", on preferential basis, upon receipt of balance amount aggregating to Rs.7,15,00,016.25/- (Rupees Seven Crores Fifteen Lakhs Sixteen and Twenty Five Paise Only) at the rate of Rs. 11.25/- (Rupees Eleven and Twenty Five Paise Only) per warrant (being 75% of the issue price per warrant) from the allottees pursuant to the exercise of their rights of conversion into equity shares in accordance with the provisions of SEBI (ICDR) Regulations, 2018:

S.No.	Name of Allottees	No. of warrants held prior to conversion	No. of warrants applied for conversion	No of equity shares allotted	Amount received being 75% of the issue price per warrant	No. of warrants pending for conversion
1.	M.D.S. Infrastructure Private Limited	16,44,445	16,44,445	16,44,445	18,500,006.25	0
2.	One Tree Hill Properties Private Limited	20,00,000	20,00,000	20,00,000	225,00,000	0
3.	Orchard Road Properties Private Limited	7,11,112	7,11,112	711,112	80,00,010	0
4.	Vasu Mohlay	20,00,000	20,00,000	20,00,000	225,00,000	0
	Total	63,55,557	63,55,557	63,55,557	7,15,00,016.25	0

MEGA NIRMAN & INDUSTRIES LIMITED
(An ISO 9001: 2015 certified Company)

811-812, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Delhi-110034.

Phone: 011 - 43590917|email: secretarial.mnil@gmail.com

CIN: L43219DL1983PLC015425



Pursuant to members approval, these warrants were allotted, in terms of SEBI (ICDR) Regulations, 2018 to “Non-Promoter Group” on preferential basis, at an Issue Price of Rs. 15/- per warrant on payment of Rs. 3.75/- per warrant, being 25% of the Issue Price, entitling the warrants holders to get their warrants converted into equal number of Equity Shares of the Company by paying remaining 75% i.e., Rs. 11.25/- within 18 months from the date of warrant allotment.

Consequent to today's conversation of warrants/allotment of Equity Shares, the issued and paid-up capital of the Company stands increased to Rs. 25,64,75,000 consisting of 2,56,47,500 equity shares of Rs. 10/- each.

The new equity shares so allotted shall rank *pari-passu* with the existing equity shares of the Company.

It may be noted that, Mrs. Santosh Singhal had not paid the 75% balance amount towards the conversion of warrants within 18 months from the date of allotment. Accordingly, in terms of Regulation 169(3) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Company has forfeited the subscription money, i.e., 25% of the issue price per warrant, paid at the time of allotment of warrants.

Disclosure under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as Annexure I to this letter.

This is for your kind information and record.

Thanking you.

Yours truly,

For Mega Nirman and Industries Limited

Kanika Chawla
Company Secretary & Compliance Officer

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Annexure-I

The details as required under Regulation 30 of SEBI Listing Regulations read with **SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024** are as under:

S. No.	Particulars	Disclosures
1	Type of securities proposed to be Issued	Equity Shares pursuant to conversion of warrants.
2	Type of issuance	Preferential Allotment
3	Total number of securities proposed to be issued or total amount for which the securities will be issued	Allotment of 63,55,557 equity shares having face value of Rs. 10/- each at an issue price of Rs. 15/- each, consequent upon the conversion of 63,55,557 Warrants issued at an Issue Price of Rs. 15/-each, upon receipt of balance amount aggregating to Rs.7,15,00,016.25

Additional information in case of preferential issue:

4	Name and number of the Investor(s)	1. M/s M.D.S. Infrastructure Private Limited 2. M/s One Tree Hill Properties Private Limited 3. M/s Orchard Road Properties Private Limited 4. Vasu Mohlay																																		
5	Post allotment of securities - outcome of the subscription , issue price / allotted price (in case of convertibles),	<table border="1"> <thead> <tr> <th rowspan="2">Name of the Allottees(s)</th> <th colspan="2">Equity holding before conversion of warrants into equity</th> <th rowspan="2">No. of Shares allotted upon conversion of warrant</th> <th colspan="2">Post issue Equity Holding after exercise of Warrants</th> </tr> <tr> <th>No. of shares</th> <th>%</th> <th>No. of shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>1. M/s M.D.S. Infrastructure Private Limited</td> <td>3,55,555</td> <td>1.84</td> <td>16,44,445</td> <td>20,00,000</td> <td>7.80</td> </tr> <tr> <td>2. M/s s One Tree Hill Properties Private Limited</td> <td>NIL</td> <td>NIL</td> <td>20,00,000</td> <td>20,00,000</td> <td>7.80</td> </tr> <tr> <td>3. M/s Orchard Road Properties Private Limited</td> <td>12,88,888</td> <td>6.68</td> <td>711,112</td> <td>20,00,000</td> <td>7.80</td> </tr> <tr> <td>4. VasuMohlay</td> <td>NIL</td> <td>NIL</td> <td>20,00,000</td> <td>20,00,000</td> <td>7.80</td> </tr> </tbody> </table> <p>Warrants had been allotted on February 07, 2024 carrying a right to subscribe to 1 Equity Share per warrant on receipt of amount at the rate of Rs. 15/- per warrant (being 25% of the issue price per warrant).</p> <p>Hence, 63,55,557 Equity Shares have been allotted on receipt of balance amount at the rate of Rs. 15 per warrant (being 75% of the issue price per warrant)</p>	Name of the Allottees(s)	Equity holding before conversion of warrants into equity		No. of Shares allotted upon conversion of warrant	Post issue Equity Holding after exercise of Warrants		No. of shares	%	No. of shares	%	1. M/s M.D.S. Infrastructure Private Limited	3,55,555	1.84	16,44,445	20,00,000	7.80	2. M/s s One Tree Hill Properties Private Limited	NIL	NIL	20,00,000	20,00,000	7.80	3. M/s Orchard Road Properties Private Limited	12,88,888	6.68	711,112	20,00,000	7.80	4. VasuMohlay	NIL	NIL	20,00,000	20,00,000	7.80
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6	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Exercise of 63,55,557 warrants into 63,55,557 fully paid-up Equity Shares of Rs.10/-each at an issue price of Rs. 15/- each.
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