VENMAX
VENMAX
DRUGS AND PHARMACEUTICALS LIMITED.

January 11, 2025

To,
BSE Limited
Corporate Relationship Department
P J Towers, Dalal Street
Mumbai – 400001

Scrip Code: 531015

Sub: Outcome of the Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby inform that the Board of Directors of the Company in their Meeting held today transacted the following matters:

1. **Increase in Authorised Share Capital**

   Increase in Authorised Share Capital to Rs.22,00,00,000/- (Rupees Twenty-Two Crores) divided into 2,20,00,000 (Two Crores Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each. Consequently, the Capital Clause of the Memorandum of Association of the Company is to be altered, subject to approval of the Members in the General Meeting.

2. **Proposal for issue of Convertible Equity Share Warrants on Preferential Allotment / Private Placement basis**

   To accelerate the business growth and to augment the long-term financial resources of the Company, fund raising by issuing the following Securities, subject to approval of the Shareholders and Regulatory Authorities.

   The Board considered and approved the issuance up to 1,60,00,000 (One Crore Sixty Lakhs Only) Convertible Equity Warrants to Non-Promoters, subject to necessary approvals from the Members / Regulatory Authorities and the Warrants will be convertible into equivalent number of Equity Shares of Rs.10/- each, and will be issued at a Price of Rs.20/- (Rupees Twenty Only) Per Warrant, or not lower than the Price specified in the SEBI (Issue of Capital and Disclosure Requirements) aggregating to Rs.32,00,00,000/-

Reg. Office: Shed No.22, Plot No.84, Phase - 1, IDA Cherlapally, Hyderabad - 500 051. T.S. INDIA.
E-mail : venmaxdrugs@gmail.com

(Rupees Thirty-Two Crores) and on such further terms and conditions, as specified in the Regulations. Further, the details of the Issue will be updated in due course.

The details as required to be disclosed under SEBI (Listing Obligations and Disclosure Requirements) 2015 read with SEBI Circular CIR/CFD/CMD/41/2015 dated September 9, 2015 is enclosed and marked as Annexure – A.

The Company will take shareholders' approval in the Extra Ordinary General Meeting for the issuance of convertible warrants scheduled to be held on Thursday, February 6, 2025 through Video Conference/Other Audio-Visual Mode.

3. **Regularisation of the appointment of Mr. Sadhanala Venkata Rao (DIN: 02906370) Additional Director, as Whole-Time Director of the Company**

   The Board as per the recommendation of the Nomination and Remuneration Committee has considered the appointment of Mr. Sadhanala Venkata Rao, Additional Director as the Whole-Time Director of the Company for a period of 5 (five) years, subject to the approval of the Members in the ensuing General Meeting.

   <u>Change in Constitution of Committees</u>

   Consequent upon appointment of Mr. Sadhanala Venkata Rao (DIN: 02906370) as Whole-Time Director, accordingly the Committees are re-constituted. The details are provided in Annexure – B.

4. **Shifting of Registered Office of the Company within local limits**

   The Board has approved the shifting of Registered Office of the Company within local limits from present location i.e. Shed No. 22, Plot No. 84, Phase-I, IDA, Cherlapally, Rangareddy, Hyderabad - 500051 to Sy. No. 115, Brig Sayeed Road, Hanumanji Colony, Old Bowenpally, Secunderabad - 500009, subject to approval of Regulatory Authorities.

5. Considered and approved convening an Extra-ordinary General Meeting of the Members of the Company on Thursday, February 6, 2025 at 12:00 P.M. through Video-Conferencing (VC)/ Other Audio-Visual Means (OAVM).

6. The Board considered and appointed Mr. Kashinath Sahu, Practicing Company Secretary (CP No. 4807) as the Scrutinizer for conducting the E-Voting process for Extra-ordinary General Meeting.

7. Approved the E-Voting Facility through CDSL E-Voting Platform to facilitate the Members of the Company to cast their votes electronically and have finalised the E-Voting Dates:

Sl No	Particulars	Details
1	E-Voting Start Date and Time	February 3, 2025 (09:00 A.M. IST)
2	E-Voting End Date and Time	February 5, 2025 (05:00 P.M. IST)
3	Cut-off Date for E-Voting	January 30, 2025

The Board Meeting commenced at 11:00 A.M. and concluded at 12:30 P.M.

Kindly take the same on record.

Thanking You

For Venmax Drugs and Pharmaceuticals Limited

Dasi Rakesh Reddy
Digitally signed by Dasi Rakesh Reddy
Date: 2025.01.11 12:34:33 +05'30'

Dasi Rakesh Reddy
Director
DIN: 07112785

Annexure – A

The Board of Directors in their Meeting held on January 11, 2025 have approved the proposal for raising of funds by issue of Convertible Equity Warrants through Preferential Allotment / Private Placement. The required details are furnished under:

Sl No	Particulars		Details	
1	Type of Securities proposed to be issued		Convertible Equity Share Warrants with each Warrant convertible into One (1) Equity Share of Rs.10/- each Fully Paid-up.	
2	Type of Issuance		Preferential Allotment / Private Placement.	
3	Total Number of Securities proposed to be issued and the Total Amount for which the Securities will be issued (approximately)		Up to 1,60,00,000 (One Crore Sixty Lakhs) Convertible Equity Warrants. Total Issue up to Rs.32,00,00,000/- (Rupees Thirty-Two Crores Only)	
4	**Sl No**	**Names of the Investors**	**Number of Share Warrants**	**Category**
	1	Amrish Anil Diwakar	2,50,000	Non-Promoter
	2	Ayushman Kumar	2,50,000	Non-Promoter
	3	Dinesh Dayaram Dhanak	2,50,000	Non-Promoter
	4	Praful Mahendra Bhusari	6,00,000	Non-Promoter
	5	Nitesh Niranjan Jha	7,00,000	Non-Promoter
	6	Prakash Vijay Zaveri	5,00,000	Non-Promoter
	7	Pratibha Suryaji Pawar	5,00,000	Non-Promoter
	8	Dhulia Rajen Chandrakant	6,00,000	Non-Promoter
	9	Vincent Alex D'Mello	1,50,000	Non-Promoter
	10	Rupa Thomas Rodrigues	4,00,000	Non-Promoter
	11	Ritesh Sahu	5,00,000	Non-Promoter
	12	Rakesh Solanki	2,50,000	Non-Promoter
	13	Vinod Karia	7,00,000	Non-Promoter
	14	Umesh Bikhchand Bijlani	2,00,000	Non-Promoter

	15	Dwaraka Prasad Gattani	2,00,000	Non-Promoter
	16	Neil D Shah HUF	1,50,000	Non-Promoter
	17	Sankalp Sunil Wakkar	1,25,000	Non-Promoter
	18	Dinesh Muddu Kotian	14,20,000	Non-Promoter
	19	Dinakara Sateesh	1,25,000	Non-Promoter
	20	Deepak Pandurang Bhojane	3,00,000	Non-Promoter
	21	Piyush Bharat Khushalani	1,00,000	Non-Promoter
	22	Varsha K Jain	1,00,000	Non-Promoter
	23	Nehul Nandlal Shirke	2,75,000	Non-Promoter
	24	Trupti Uday Khanapurkar	1,00,000	Non-Promoter
	25	Jigna Raval	1,00,000	Non-Promoter
	26	2Pro Services Private Limited	1,00,000	Non-Promoter
	27	White Saffron Grains LLP	2,00,000	Non-Promoter
	28	Mega Flex Plastics Limited	3,00,000	Non-Promoter
	29	Channel Plastics Private Limited	1,45,000	Non-Promoter
	30	Sampati Devi Jain	2,00,000	Non-Promoter
	31	Rosy Sethia	60,000	Non-Promoter
	32	Deepak Tayal	1,00,000	Non-Promoter
	33	Anshul Agarwal	4,00,000	Non-Promoter
	34	Kapish Jain	1,00,000	Non-Promoter
	35	Manish Grover	5,50,000	Non-Promoter
	36	Atul Jain	1,00,000	Non-Promoter
	37	WCA Services Private Limited	5,00,000	Non-Promoter
	38	Shammi Khanna	2,50,000	Non-Promoter
	39	Jugal Kishore Bhagat	13,00,000	Non-Promoter
	40	Pushpa Bhaju	15,00,000	Non-Promoter
	41	Hitesh Surendrakumar Loonia	3,50,000	Non-Promoter
	42	Anup Shivprasad Mundhra	1,00,000	Non-Promoter
	43	Yogesh Omprakash Nimodiya	1,00,000	Non-Promoter
	44	Ishan Bhaiya	1,00,000	Non-Promoter
	45	Vibhu Maurya	2,50,000	Non-Promoter
	46	Mohit Loonia	1,50,000	Non-Promoter
	47	Venu Madhava Kaparthy	1,00,000	Non-Promoter
	48	Jai Prakash Singh	1,00,000	Non-Promoter
	49	Mirza Sajjad Baig	1,00,000	Non-Promoter
	Total		**1,60,00,000**	

5	Post – allotment of Securities, outcome of the Subscription, Issue Price / Allotted Price (in case of Convertible Equity Share Warrants); Number of Investors	Each Warrant shall be convertible into One Fully Paid-up Equity Share of Rs.10/- each, within a period of 6 (six) months from the date of Allotment. Warrants are proposed to be issued at Rs.20/- (Rupees Twenty Only) Per Warrant. The Issue Price is determined as per the provisions of Regulation 164 of the SEBI (ICDR) Regulations, 2018. An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s) within Six Months.
6	In case of Convertible Equity Warrants – Intimation on conversion of the Securities or lapse of the tenure of the Instrument	Warrants will be converted into Equity Shares within period of 6 (six) Months from the Date of Allotment. The same shall be disclosed on event basis. In the event of lapse of the tenure of the instrument, the Application Money shall get forfeited.

Annexure – B

Intimation of Reconstitution of Committees:

Consequent upon appointment of Mr. Sadhanala Venkata Rao (DIN: 02906370) as the Whole-Time Director of the Company, the reconstitution of all the Committees w.e.f. January 11, 2025 are as follows:

Audit Committee	
Name of Committee Members	**Category**
Pilli Meena Kumari	Independent Director – Chairperson of the Committee
Reddeppa Reddy	Independent Director – Member
Dasi Rakesh Reddy	Executive Director – Member

Nomination and Remuneration Committee	
Name of Committee Members	**Category**
Pilli Meena Kumari	Independent Director – Chairperson of the Committee
Reddeppa Reddy	Independent Director – Member
Swapneswar Mishra	Executive Director – Member

Stakeholders Relationship Committee	
Name of Committee Members	**Category**
Pilli Meena Kumari	Independent Director – Chairperson of the Committee
Dasi Rakesh Reddy	Executive Director – Member
Swapneswar Mishra	Executive Director – Member