

MWL/CS/NSE/2022-23/41

Date: 27th February, 2023

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra,
Mumbai-400 051, Maharashtra.

Company Symbol: MWL (EQ), ISIN: INE0JYY01011

Subject: Outcome of Board Meeting of the Company held today i.e. Monday, 27th February, 2023 in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company, at its meeting held on today i.e. on Monday on 27th February, 2023 which was commenced at 01:30 P.M. at the registered office of the Company situated at 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Navrangpura, Ahmedabad-380009, Gujarat, India, has *inter alia*:

1. Approved to create, issue, offer and allot, upto 52,00,000 (Fifty Two Lakhs) Convertible Warrants ("Warrants/Convertible Warrants") on preferential basis at a price of Rs.107/- per Warrant in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations) in such a manner, and upon such terms and conditions as may be deemed appropriate by the Board, on preferential basis to the Promoters and Persons belonging to Promoters' Group of the Company as well as Person other than Promoters and Promoter Group, subject to the approval of the Shareholders of the Company and applicable regulatory authorities as the case may be, in accordance with the SEBI ICDR Regulations, Companies Act, 2013 and other applicable laws.

Details as required pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 with respect to the Preferential Issue of convertible warrants are enclosed as Annexure A.

2. Decided to convene and hold an Extra Ordinary General Meeting ("EGM") of the members of the Company on Friday, 24th March, 2023 at 01:15 P.M. at Ground Floor, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Navrangpura, Ahmedabad - 380009 to seek the approval of the shareholders of the Company in relation to the Preferential Issue of Warrants.

Mangalam Worldwide Limited

(Formerly known as Mangalam Worldwide Private Limited)
(CIN: L27100GJ1995PLC028381)

Regd. Office: 102, Mangalam Corporate House, 42, Shrimali Society, Netaji Marg, Mithakhali, Navrangpura, Ahmedabad-380009, Gujarat (INDIA)
Tel: +91 79 61615000 (10 Lines) Email: info@groupmangalam.com Website: www.mangalamsaarloah.com



Also, discussed all matters contained in the Notice of the Extra Ordinary General Meeting in detail and approved draft of Notice of Extra Ordinary General Meeting and authorised Executive Directors and Company Secretary to send Notice to all the members of the Company under the provisions of the Companies Act, 2013 read with rules made thereunder.

The copy of the notice of Extra Ordinary General Meeting will be submitted to the Stock Exchange, E-Voting Agency as soon as the same be emailed to the eligible Members of the Company. The notice of Extra Ordinary General Meeting will also be hosted on the website of the Company at www.mangalamsaarloh.com.

3. Approved the appointment of M/s. Sparsh Gupta, Practising Company Secretaries (Firm Registration Number: 17390), as Scrutinizer for carrying out Remote E-voting Process and Physical Ballot voting in fair and transparent manner during the "EGM" process.
4. Fixed Friday, 17th March, 2023 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting and Voting at EGM. Those shareholders holding shares, as on the close of business hours on Friday, 17th March, 2023 will be entitled to avail the facility of remote e-voting or voting at the EGM.

The meeting was concluded at 03:30 P.M.

Kindly take this information on your record.

Thanking You.

Yours faithfully,

For Mangalam Worldwide Limited

Fageshkumar R. Soni
Company Secretary & Compliance Officer
Membership No: F8218



Encl: A/a

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ANNEXURE A

DETAILS REGARDING PREFERENTIAL ALLOTMENT OF WARRANTS

Sr No.	Particulars	Details
1	Type of securities proposed to be issued (viz. Equity shares, convertibles etc.)	Convertible Warrants to be issued which are to be converted in the equal number of fully paid up equity shares on full payment of warrants. i.e. one equity share per warrant, maximum within a period of 18 months.
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment in accordance with the Chapter V of the SEBI ICDR Regulations and other applicable laws.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 52,00,000 warrants convertible into 52,00,000 equity shares of face value of Rs. 10/- each at a premium of Rs. 97/- per equity share as determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the relevant provisions of SEBI ICDR Regulations, or other applicable laws in this regard. In case of Split / sub-division of equity shares of the Company, the face value of equity shares and premium shall be calculated /adjusted accordingly
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	As under

Name and Number of Investors: 6(Six) - Promoters/Promoter Group and Public

Sr No.	Name	Category	No. of convertible equity warrants proposed to be issued
1	Vipin Prakash Mangal	Promoter	15,00,000
2	Chanakya Prakash Mangal	Promoter	11,00,000
3	Chandragupt Prakash Mangal	Promoter	19,00,000
4	Rashmi Mangal	Person belonging to Promoters' Group	4,50,000
5	Honey Mangal	Person belonging to Promoters' Group	50,000
6	Shitalben Pravinkumar Patel	Public	2,00,000
Total			52,00,000

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Post Allotment of Securities-Outcome of the Subscription:

Sr No.	Category of Shareholders	Pre-Preferential Issue		Post-Preferential Issue* (Post exercise of warrants into Equity Shares)	
		No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
1	Promoters & Promoters' Group	15674274	63.97	20674274	69.61
2	Public	8826400	36.03	9026400	30.39
Total		24500674	100.00	29700674	100.00

* The Post Preferential Issue shareholding is calculated assuming full exercise of Warrants and consequent allotment of the Equity Shares of the Company, subject to compliance of applicable provisions of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Issue Price:

At an issue price of Rs. 107/- for each warrant to be converted in to equal number of equity shares of Rs. 10/- at a premium of Rs. 97/- per equity share determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the relevant provisions of SEBI ICDR Regulations, or other applicable laws in this regard.

In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument:

Each warrant is convertible into one (1) equity share of face value of Rs. 10/- each on full payment of warrants, in one or more tranches, within a period of 18 months from the date of allotment of warrants on such other terms and conditions as applicable and deemed fit by the Board of Directors of the Company.

The warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalisation of profits or reserves, demerger, rights issue or undertakes consolidation, subdivision or reclassification of Equity Shares or such other similar events or circumstances requiring adjustments.

Thanking You,

Yours Faithfully,
For, Mangalam Worldwide Limited



Fageshkumar R. Soni
Company Secretary & Compliance Officer
Membership No. F8218

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