



# ORIENTAL RAIL INFRASTRUCTURE LIMITED

(Formerly known as Oriental Veneer Products Limited)

December 21, 2023

To,

**BSE Limited**

1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
Mumbai- 400001

Dear Sir/Madam,

**Ref No.: - Scrip Code: 531859**

**Sub: Outcome of the Meeting of the Board of Directors held on December 21, 2023**

**Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”)**

In furtherance to the intimation dated December 18, 2023, and pursuant to Regulation 30 of the SEBI LODR Regulations, we wish to inform you that the Board of Directors (**‘Board’**) of the Company, at its meeting held today i.e. Thursday, December 21, 2023 has *inter alia*, discussed, deliberated, approved the following matters:

1. Raising of funds of upto Rs. 215 crores through the issue of one or more instruments, including, equity shares, convertible securities of any description or warrants or debt securities through any method or combination thereof as may be permitted under applicable laws, subject to such regulatory/statutory approvals as may be required, including approval of the shareholders of the Company
2. Subject to the approval of the shareholders of the Company and necessary regulatory approval, offer, issue and allotment of **50,56,000 Equity Shares** (Fifty Lakhs Fifty Six Thousand) Equity Shares of Rs. 1/- each at a price of Rs. 169 /- (including premium of Rs. 168/-) determined in accordance with the pricing formula prescribed under Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable rules, regulations and guidelines of SEBI and applicable provisions of Companies Act, 2013 for cash to persons/entities in Non-Promoters Category.

The details regarding the issuance of securities as required pursuant to the SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are set out in **Annexure A** to this letter.

3. Subject to the approval of the shareholders of the Company and necessary regulatory approval, offer, issue and allotment of 75,00,000 (Seventy Five Lakhs in words) warrants convertible into

CIN: L35100MH1991PLC060686

Registered Office: Survey No. 49, Village Aghai, Taluka Shahpur, Dist. Thane – 421 601, Maharashtra, India  
Corporate Office: 16, Mascarenhas Road, Mazgaon, Mumbai – 400 010, Maharashtra, India



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equity shares ('convertible warrants') of the Company of Rs. 1/- each at a price of Rs. 169/- (including premium of Rs. 168/-) determined in accordance with the pricing formula prescribed under Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable rules, regulations and guidelines of SEBI and applicable provisions of Companies Act, 2013 for cash to the persons in Promoter Category.

The details regarding the issuance of securities as required pursuant to the SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are set out in **Annexure A** to this letter.

4. Approved the notice of Extra Ordinary General Meeting of the company scheduled to be held on Friday, January 19, 2024 at 03.00 p.m. (Indian Standard Time) through Video Conferencing (VC) or other Audio-Visual Means (OAVM)
5. Considered and appointed Mr. Shiv Hari Jalan, Practising Company Secretaries (Membership No.: 5703; CP No.: 4226), as Scrutinizer to conduct the voting process in a fair and transparent manner.

The Notice of Extra Ordinary General Meeting and other relevant documents shall be submitted in due course

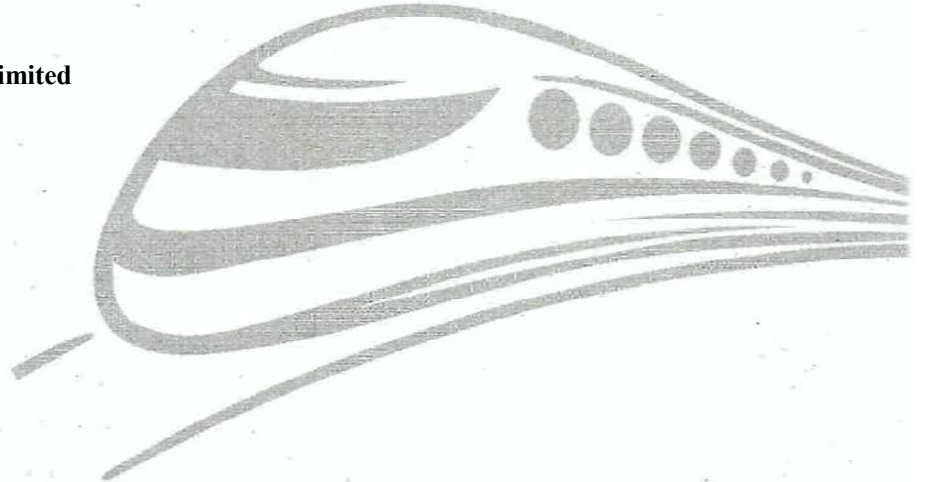
The meeting commenced at 02.00 p.m. and concluded at 03.40 p.m.

Request you to please take the above on record and oblige.

Yours truly,

For **Oriental Rail Infrastructure Limited**

**Hardik Chandra**  
Company Secretary



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## ANNEXURE-A

**Disclosure of Event and Information pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.**

### I. Issuance of securities:

Sr. No.	Particulars of Securities	Details of Securities
a)	Type of securities proposed to be issued	Equity Shares & Convertible Warrants
b)	Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI ICDR Regulations and other applicable laws.
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Equity Shares (For Cash) – 50,56,000 equity shares of face value Rs. 1/- at a price of Rs. 168/- (including premium of Rs. 169.00/-)  Convertible Warrants (For Cash) – 75,00,000 Convertible Warrants convertible into equity shares of face value Rs. 1/- at a price of Rs. 168/- (including premium of Rs. 169.00/-)

**d) In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):**

<b><u>LIST OF INVESTORS</u></b>			
Sr. No.	Name of the proposed investor/allottee	No. of Convertible Warrants proposed to be subscribed	No. of Equity Shares proposed to be subscribed
<b>Promoter Group</b>			
1	Wazeera S Mithiborwala	75,00,000	-
<b>Non-Promoters</b>			
2	Mukul Mahavir Agrawal	-	34,00,000
3	Parag Chandulal Mehta	-	1,25,000
4	Gaurishankar Jhalani	-	1,50,000

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	5	Hardik Agrawal	-	1,00,000
	6	Param Mayank Agrawal	-	90,000
	7	Paragraph Securities Pvt Ltd	-	1,00,000
	8	ANG Corporate Services Pvt. Ltd.	-	50,000
	9	Susham Jayant Sirsat	-	1,00,000
	10	Akriti Agarwal	-	75,000
	11	Vijay Ramvallabh Khetan	-	50,000
	12	Prajakta Sushil Patil	-	40,000
	13	Rishi Kedia	-	40,000
	14	Snehlata Ashok kumar Todi	-	40,000
	15	Sushil Anant Patil	-	40,000
	16	Bhavin Haresh Thakkar	-	30,000
	17	Sagar Arya	-	25,000
	18	Gandhi Tejas Pradip	-	25,000
	19	Mahesh Chain Khubchandani	-	15,000
	20	Sandeep Kamalnayan Ajmera	-	10,000
	21	Ajay Jayram Prabhudesai	-	10,000
	22	Chaitali K. Shah	-	10,000
	23	Akshay Lalit Jogani	-	6,000
	24	Rahul Gupta	-	10,000
	25	Chintan Hemantkumar Desai	-	10,000
	26	Nexta Enterprises LLP	-	2,40,000
	27	Hemant Kumar Mansinghka	-	1,00,000
	28	Harshit Arvind Poddar	-	1,60,000
	29	Rajen Hemchand Gada	-	5,000
	<b>Total</b>		<b>75,00,000</b>	<b>50,56,000</b>
ii.	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Not Applicable		
iii.	in case of convertibles - intimation on conversion of securities or on lapse of the	Not Applicable		

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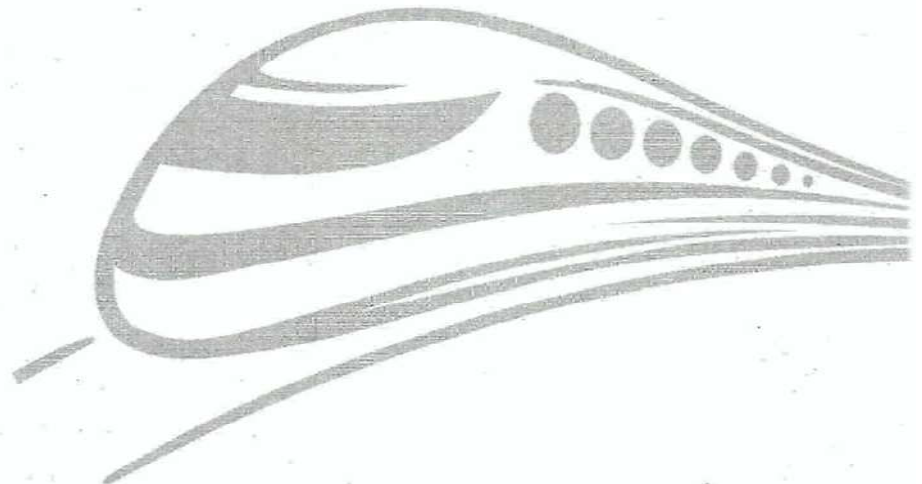
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	tenure of the instrument;	
e.	Other Terms	<p><b><u>In case of Convertible Warrants:-</u></b></p> <p>a. The tenure of the convertible securities of the issuer shall be eighteen months from the date of their allotment.</p> <p>b. an amount equivalent to at least twenty five per cent. of the consideration determined in terms of regulation 164 shall be paid against each warrant on the date of allotment of warrants and the balance seventy five per cent. of the consideration shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such warrant by the warrant holder.</p> <p>c. In case if the warrant holders do not exercise the option to convert the warrants into equity shares within the above stated period of 18 months than such warrants (to the extent not converted) shall lapse and the initial sum of twenty five percent of offer price paid on such warrants shall be forfeited by the Company.</p>



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