

Ref.: BWRL/2022-23/SE/BM/06
Date: 23rd September, 2022

To,

 National Stock Exchange of India Limited
 Exchange Plaza, C-1, Block G,
 Bandra Kurla Complex, Bandra (E),
 Mumbai – 400051
 NSE Symbol – **BHARATWIRE**

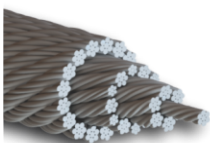
 BSE Limited,
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 Mumbai – 400001
 BSE Scrip Code: **539799**

Subject: Outcome of 120th Board Meeting of Bharat Wire Ropes Limited, Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), we hereby inform you that outcome of 120th Meeting of Board of Directors held on **Friday, 23rd September, 2022** by Video Conference (“**VC**”)/ Other Audio Visual Means (“**OAVM**”). The Board unanimously considered and approved the following matters:

1. Increase in the authorised share capital from the existing Rs. 65,50,00,000 (Rupees Sixty-Five Crore Fifty Thousand Lakhs Only) divided into 6,54,60,000 (Six Crore Fifty Five Four Lakhs Sixty Thousand Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 40,000 (Forty Thousand Thousand) Compulsorily Convertible Preference Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 85,00,00,000 (Rupees Eighty-Five Crore Only) divided into 8,49,60,000 (Eight Crore Forty Nine Lakhs Sixty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 40,000 (Forty Thousand) Compulsorily Convertible Preference Shares of Rs. 10/- (Rupees Ten Only) each, and accordingly alteration of Clause V of the Memorandum of Association (“**MOA**”) of the Company & Clause V (a) of the Articles of Association (“**AOA**”), subject to the approval of Shareholders at ensuing EOGM;
2. Issue of not more than 30,00,000 (Thirty Lakh) equity shares under the new BWRL Employee Stock Option Plan Scheme - 2022 as recommended by Nomination and Remuneration Committee and subject to the approval of Shareholders at ensuing Extra Ordinary General Meeting;
3. Issue of 33,88,270 (Thirty Three Lakhs Eighty Eight Thousand Two Hundred and Seventy) Equity Shares of the face value of Rs. 10/- each (Rupees Ten Only) fully paid up to M/s Gyanshankar Investments and Trading Company Private Limited, (Promoter of the company) on preferential basis in terms of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “**ICDR Regulations**”) at price of upto Rs. 125/- [(Rupees One Hundred & Twenty Five Only) including Premium of Rs. 115/- each (Rupees One Hundred & Fifteen Only) per share (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with Regulation 164 of the ICDR Regulations) aggregating upto maximum amount of Rs. 42,35,33,750 (Rs. Forty Two Crores Thirty Five Lakhs Thirty Three Thousand Seven Hundred & Fifty Only), subject to the approval of regulatory/ statutory authorities and from the


Corporate Office:

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 Tel: +91 22 66824600

Factory:

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 Mumbai-Nasik Highway, Atgaon (East),
 Taluka-Shahpur, Dist.-Thane- 421601,
 Maharashtra, India.
 Tel No.: +91 2527 240123/240124/240197

Registered Office & Factory:

 Plot No.4, MIDC, Chalisgaon,
 Village Khadki – BK, Taluka Chalisgaon,
 District Jalgaon - 424 101,
 Maharashtra, India

Shareholders of the Company at ensuing EOGM.

4. The Board also approved the convening of an extraordinary general meeting (EOGM) of the shareholders of the Company on 20th October, 2022 at 12.30 p.m. along with the draft of the notice to be issued to convene such meeting, to seek approval of shareholders for, *inter alia*:
 - (i) Issue of BWRL Employee Stock Option Plan Scheme – 2022
 - (ii) Increase in authorized share capital of the Company & Alteration of MOA & AOA of the company.
 - (iii) Preferential issue of Equity Shares
5. To appoint M/s Mihen Halani & Associates, Practicing Company Secretaries as Scrutinizer to supervise the remote e-voting and e-voting at the ensuing EOGM.
6. To appoint M/s. KFin Technologies Limited for facilitating voting by electronic means via their e-voting platform for EOGM.
7. To appoint M/s. PKF Sridhar & Santhanam LLP (Firm Registration No. 003990S/S200018) as Internal Auditor of the Company in place of M/s Borkar & Muzumdar, Chartered Accountants.

The details as required under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Employee Stock Option Plan Scheme & Preferential Issue is annexed and marked as **Annexure A & B** respectively.

The Meeting commenced at **01.00 P.M. (IST)** and concluded at **01.32 P.M. (IST)**

This is for your information as also for the information of public at large. The same will be available on the website of the Company at www.bharatwireropes.com

Kindly take the same on your records.

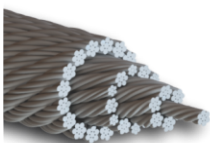
Thanking you,

For **Bharat Wire Ropes Limited**

Govinda Soni
Company Secretary and Compliance Officer
Memb. No. A38908

Date: 23rd September, 2022

Place: Mumbai



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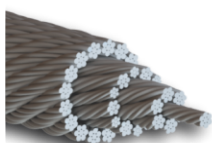
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• Website: www.bharatwireropes.com • E-mail: info@bharatwireropes.com • CIN : L27200MH1986PLC040468

Annexure "A"

Disclosure pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015 for the issuance of securities under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sr.No	Particulars	Remarks
a	Name of the Scheme	BWRL Employee Stock Option Plan Scheme – 2022 (“ BWRL ESOP – 2022 ”)
b	brief details of options granted	Total number of Options to be granted under the Scheme shall not exceed 30,00,000 Equity Shares
c	whether the scheme is in terms of SEBI (SBEB) Regulations, 2014 (if applicable)	Yes
d	total number of shares covered by these options	30,00,000 Equity Shares
e	Pricing formula	The exercise price and/or the pricing formula shall be decided by the Nomination and Remuneration Committee from time to time subject to applicable laws.



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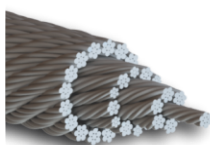
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Annexure "B"

The details as required to be disclosed under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Issuance of securities						
Sr. no.	Particulars	Details				
1	Type of securities proposed to be issued	Equity shares of face value of Rs. 10/- each to Promoters.				
2	Type of issuance	Preferential Issue of Equity Shares				
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Upto 33,88,270 Equity Shares (Thirty Three Lakhs Eighty Eight Thousand Two Hundred and Seventy) of the face value of Rs. 10/- each (Rupees Ten Only) fully paid up at a price of upto Rs. 125/- [(Rupees One Hundred & Twenty Five Only) including Premium of Rs. 115/- each (Rupees One Hundred & Fifteen Only) per share (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with Regulation 164 of the ICDR Regulations)				
4	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):					
a.	Names and number of the investors;	1. Gyanshankar Investments and Trading Company Private Limited				
b.	Post allotment of securities - outcome of the subscription	<p>The Equity Shares are proposed to be allotted.</p> <p>Details of shareholding of proposed allottee in the Company, prior to and after the proposed Preferential Issue, are as under:</p> <table border="1" data-bbox="646 1325 1435 1564"> <thead> <tr> <th>Pre - Preferential Issue</th> <th>Post - Allotment of Equity Shares pursuant to the Preferential Issue</th> </tr> </thead> <tbody> <tr> <td>1,79,84,854 Equity Shares constituting 27.94 % on the pre issue equity share capital</td> <td>2,13,73,124 Equity Shares constituting 31.54 % on the post issue equity share capital</td> </tr> </tbody> </table>	Pre - Preferential Issue	Post - Allotment of Equity Shares pursuant to the Preferential Issue	1,79,84,854 Equity Shares constituting 27.94 % on the pre issue equity share capital	2,13,73,124 Equity Shares constituting 31.54 % on the post issue equity share capital
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1,79,84,854 Equity Shares constituting 27.94 % on the pre issue equity share capital	2,13,73,124 Equity Shares constituting 31.54 % on the post issue equity share capital					
c.	issue price	Rs. 125/- (Rupees One Hundred & Twenty Five Only) price fixed is as per ICDR Regulation.				
d.	Number of Investors	1 (One)				



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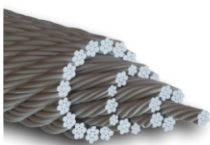
e.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not applicable
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