



# ONTIC FINSERVE LIMITED

15<sup>th</sup> October, 2024

To,  
The Department of Corporate Services (DCS-CRD)  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street, Fort  
Mumbai – 400001

Sub: **OUTCOME OF BOARD MEETING AND ANNOUNCEMENTS PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Ref: **Ontic Finserve Limited**  
**SCRIP ID: ONTIC**

**BSE SCRIP CODE: 540386**

In continuation of our letter dated 10<sup>th</sup> October, 2024 and Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time, we wish to inform that the Board of Directors of the Company at their meeting held today i.e., **Tuesday, 15<sup>th</sup> October, 2024** have inter alia considered and approved the following matters:

**1. Raising of Funds by way of Rights Issue and other related matters:**

- (a) Approved raising of funds by way of offer, issue and allotment of Equity Shares of face value of INR 1/- each to the existing Equity Shareholders of the Company on rights basis ("Rights Issue"), at such price and right entitlement ratio as may be decided by the Board of Directors or a duly constituted Rights Issue Committee of the Board to the eligible Equity shareholders of the Company, as on the record date (to be notified later), for an amount aggregating up to INR 49 Crores (Rupees Forty Nine Crores only), subject to receipt of necessary regulatory/statutory approvals and consent as may be necessary/required for compliance of applicable laws, including the provisions of the SEBI (ICDR) Regulations, 2018, as amended, the SEBI (LODR) Regulations, 2015, as amended and the Companies Act, 2013 as amended.
- (b) Constitution of a Rights Issue Committee of Board of Directors to decide on the matters relating to Rights issue in accordance with applicable laws. The Composition of Rights Issue Committee is as follows:

Sr. No	Name of the Director	Designation	Chairperson /Member
1	Mrs. Kruti Kevin Kapadia	Independent Director	Chairperson
2	Mrs. Madhuben Jivabhai Parmar	Independent Director	Member
3	Mrs. Anjanaben Rajendrabhai Makwana	Independent Director	Member
4	Mr. Bhupendra kumar Raiyani	Executive Director	Member

- (c) Authorizing the Rights Issue Committee to appoint various intermediaries and also to do all such acts, deeds, things, and matters, as it may in its absolute discretion deem necessary, proper, and desirable for the purpose of and in connection with the Rights Issue.



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Further, the information required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 are enclosed as **Annexure – A**.

**2. Increase in Authorized Share Capital of the Company and amendment in Capital Clause V of Memorandum of Association of the Company:**

Approved the Increase in Authorized Share Capital of the Company from existing Authorized Share Capital of INR 10,00,00,000 (Rupees Ten Crores only) divided into 10,00,00,000 (Ten Crores ) Equity Shares of INR 1/- (Rupees One only) each to **INR 60,00,00,000 (Rupees Sixty Crores only) to divided into 60,00,00,000 (Sixty Crores) Equity Shares of INR 1/- (Rupees One only) each** and consequent amendment in the Capital Clause V of the Memorandum of Association of the Company, subject to the approval of Shareholders of the Company.

Further, the information required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 are enclosed as **Annexure – B**.

**3. Addition in object clause of the Company and consequential amendment in the object clause of the Memorandum of Association of the Company.**

Further, the information required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 are enclosed as **Annexure – C**.

**4. Notice of Postal Ballot for obtaining Shareholders approval for the following matters:**

- (a) Increase in Authorized Share Capital of the Company from INR 10,00,00,000 (Rupees Ten Crores only) to INR 60,00,00,000 (Rupees Sixty Crores only) and consequential amendment in Capital Clause V of the Memorandum of Association of the Company.
- (b) Addition in object clause of the Company and consequential amendment in the object clause of the Memorandum of Association of the Company.

**5. Appointment of CS Himanshu Togadiya, Proprietor of H Togadiya & Associates, Company Secretary in Practice (FCS No. 11822 and CP No. 18233) as a Scrutinizer to scrutinize the postal ballot process (through Remote E-Voting only) in a fair and transparent manner.**

**6. Calendar of Events and cut-off dates for the purpose of Postal Ballot process.**

A copy of the Postal Ballot Notice, calendar of events, timelines and other requisite details will be submitted to the Stock exchange in due course.

The Board meeting commenced at 03:00 PM and concluded at 4:30 IST.

Kindly consider this and take on record as a requisite disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.



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Kindly take the same on your record.

Thanking You.

**For and on behalf of  
Ontic finserve Limited**

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**Bhupendrakumar Raiyani**  
**Director**  
**DIN: 08104918**

Enclosed: A/a



# ONTIC FINSERVE LIMITED

**Annexure – A**

## Raising of Funds by way of Rights Issue

Sr. No.	Disclosure Requirements	Details
1.	Type of Securities proposed to be issued (viz. equity share, convertibles etc.)	Equity Shares of face value of INR 1/- each
2.	Type of Issuance	Rights Issue.
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Issue and allotment of Equity Shares of face value of INR 1/- each to the existing Equity Shareholders of the Company on rights basis ("Rights Issue"), at such price and right entitlement ratio as may be decided by the Board of Directors or a duly constituted Rights Issue Committee of the Board to the eligible Equity shareholders of the Company, as on the record date (to be notified later), for an amount aggregating up to INR 49 Crores (Rupees Forty Nine Crores only).
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s): <ul style="list-style-type: none"> <li>i. names of the investors;</li> <li>ii. post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;</li> <li>iii. in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument</li> </ul>	Not Applicable.
5.	In case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s): <ul style="list-style-type: none"> <li>i. whether bonus is out of free reserves created out of profits or share premium account;</li> <li>ii. bonus ratio</li> <li>iii. details of share capital - pre and post bonus issue</li> <li>iv. free reserves and/ or share premium required for implementing the bonus issue;</li> <li>v. free reserves and/ or share premium available for capitalization and the date as</li> </ul>	Not Applicable.



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Sr. No.	Disclosure Requirements	Details
	<ul style="list-style-type: none"> <li>on which such balance is available;</li> <li>vi. whether the aforesaid figures are audited;</li> <li>vii. estimated date by which such bonus shares would be credited/dispatched</li> </ul>	
6.	<p>In case of issuance of depository receipts (ADR/GDR) or FCCB the listed entity shall disclose following additional details to the stock exchange(s):</p> <ul style="list-style-type: none"> <li>i. name of the stock exchange(s) where ADR/GDR/FCCBs are listed (opening -closing status) / proposed to be listed;</li> <li>ii. proposed no. of equity shares underlying the AD RIGOR or on conversion of FCCBs;</li> <li>iii. proposed date of allotment, tenure, date of maturity and coupon offered, if any of FCCB's;</li> <li>iv. issue price of ADR/GDR/FCCBs (in terms of USD and in INR after considering conversion rate);</li> <li>v. change in terms of FCCBs, if any;</li> <li>vi. details of defaults, if any, by the listed entity in payment of coupon on FCCBs &amp; subsequent updates in relation to the default, including the details of the corrective measures undertaken (if any);</li> </ul>	Not Applicable.
7.	<p>In case of issuance of debt securities or other non-convertible securities the listed entity shall disclose following additional details to the stock exchange(s):</p> <ul style="list-style-type: none"> <li>i. size of the issue;</li> <li>ii. Whether proposed to be listed? If yes, name of the stock exchange(s);</li> <li>iii. tenure of the instrument - date of allotment and date of maturity;</li> <li>iv. coupon/interest offered, schedule of payment of coupon/interest and principal;</li> <li>v. charge/security, if any, created over the assets;</li> <li>vi. special right/interest/privileges attached to the instrument and changes thereof;</li> <li>vii. delay in payment of interest I principal amount for a period of more than three months from the due date or default in payment of interest I principal;</li> <li>viii. details of any letter or comments regarding</li> </ul>	Not Applicable.

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Sr. No.	Disclosure Requirements	Details
	payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any; ix. details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable.



## ONTIC FINSERVE LIMITED

**Annexure – B**

### Increase in Authorized Share Capital and Amendment in Capital Clause V of Memorandum of Association of the Company

S. No	Details required	Our Comments
1	Amendments Memorandum Association.  in of	<p>Amendment in Capital Clause V of the Memorandum of Association of the Company pursuant to increase in Authorized Share Capital from INR 10,00,00,000 (Rupees Ten Crores only) to INR 60,00,00,000 (Rupees Sixty Crores only).</p> <p>Existing Clause V: The Authorized Share Capital of the Company is INR 10,00,00,000 (Rupees Ten Crores only) divided into 10,00,00,000 (Ten Crores ) Equity Shares of INR 1/- (Rupees One Only) each.</p> <p>Amended Clause V: The Authorized Share Capital of the Company is INR 60,00,00,000 (Rupees Sixty Crores only) to divided into 60,00,00,000 (Sixty Crores) Equity Shares of INR 1/- (Rupees One only) each.</p>



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### Annexure – C

#### **Addition in object clause of the Company and consequential amendment in the object clause of the Memorandum of Association of the Company.**

The Board of Directors of the company approved addition in objects of the company vide their meeting held on today by inserting varied horizon of Multiple Business opportunities foreseen by Board, as mentioned in below annexure.

- \*3. To Carry on the business to manufacturer, produce, dye, print, calendar, tailor, cut, size, wash, purify, embroidery, bleach, import, export and otherwise deal in all kinds, types and size of sarees, textiles, cotton, jute, silk, rayon, manmade fabrics, fibres and synthetics, woolen, yarn, threads, garments, rexin cloth, dress materials, suiting and shirtings, furnishing materials and hosiery of all or any type, kind of description and whether natural or manmade, canvas fabrics, quoted and treated with any chemicals or any other preparation, water proof cloth, rubber cloth, imitation cloth, leather cloth, carpets, tailoring materials and dress materials and to process, mercerize, spin, comb, twist, reel, weave, knit, crimp, bleach, wash, print colour, embroidery or otherwise deal in yarn and garments manufactured out of cotton, silk, jute, wool, leather, rubber, synthetic, staple or any other substances, whether natural or manmade.
- \*4. To carry on in India or elsewhere the business of goldsmiths, silver smiths, jewelers, gem and diamond merchants and of producing, acquiring and trading, importing, exporting, buying, selling in all kind of metals, bullion, gold, silver, platinum, diamonds, precious stones and pearls and other complimentary item including watches, sunglasses etc;
- \*5. To carry on in India or elsewhere the business to manufacture, produce, process, prepare, commercialize, cut, polish, set, design, display, exchange, examine, finish, grind, grade, assort, import, export, buy, sell, resale, demonstrate, market and to act as agent, broker, indenter, liasioner, adatias, representative, C & F agents, export house, valuer, sales promoter, supplier, provider, merchants, stockiest, distributor, wholesaler, retailer or otherwise to deal in all shapes, sizes, varieties, description, specifications, applications & designs of rough, raw cut, uncut, polished or processed, natural & man made precious semiprecious & natural stones such as diamonds, ruby, pearls, gemstones, blue sapphires, cat's eye stone, coral, topaz, opal, zircon, tourmaline, jade, spinel ruby, aquamarine, turquoise, peidot, agate, garnet, corundum, amethyst, malachite, citrine, alexandrite, smoky quartz, lapis lazuli, rock crystal, onyx, moon stone, jasper, blood stone, gold stone, bismuth, jet, diopside, tiger eye, sunstone, spinal, Jews stone, load stoner, sardonyx, touch stone, amber and their ornaments, jewelries, articles, goods, or things, made in the combination of gold, silver, platinum, or other metals, and alloys thereof and for the purpose to act as goldsmith, silversmith, jewelers, gem merchants, electroplaters, polishers, purifiers, and to do all incidental acts and things necessary for the attainment of above objects;
- \*6 To carry on the business of designing, engineering, manufacturing, producing, assembling, altering, repairing, buying, selling, trading, acquiring, representing manufacturers, storing, packing, transporting, forwarding, distributing, importing, exporting and disposing of all types of ornaments, jewels, diamonds, gold, silver, platinum, metal alloys, pearls, precious and semi- precious stones of





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all kinds and other complimentary consumer items and accessories including watches, umbrella, sunglasses etc. and to carry on the business and activities of manufacturing, cleaving, sawing, cutting, polishing, processing, assorting and of buying, selling, importing, exporting, supplying, distributing, disposing and dealing as whole-sellers for self and as agents and retailers in cut and uncut diamonds, industrial diamonds, Board cut and uncut precious and semi-precious stones and pearls and to act as recognized export house and Trading house;

- \*7. To establish factories to manufacture cut, cleave, polish set or otherwise prepare for the market of such rough diamonds, industrial diamonds precious and to act as agent, broker, traders, liaisoner, representative, C & F agents, export house, valuer, sales promoter, supplier, provider, merchants, stockiest, distributor, wholesaler, retailer for all kind of diamonds, precious and semi- precious stones and metals, bullion gold, silver, platinum, pearls, ornaments, jewelry, silver utensils and to carry on the business of on line shopping, e-retail trading, net marketing, multi-level marketing of all types of ornaments, jewels, diamonds, gold, silver, platinum, metal alloys, pearls, precious and semiprecious stones of all kinds and other complimentary consumer items like watches, sunglasses etc. and other consumer goods, internet advertising and marketing, creating virtual malls, stores, shops, creating shopping catalogues, providing secured payment processing, net commerce solutions for business to business and business to consumers, online trading in and outside India but does not include banking and money circulating business.
- \*8. To carry on business as importer, exporter, trader, buyers, sellers, retailers, wholesalers, suppliers, indenters, bottlers, packers, movers, preservers, stockists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaries or otherwise dealers in all kind of seeds, agriculture product, fertilizer, manures, plants and animal foods, pesticides, including insecticides, herbicides and fungicides and all type of chemicals processed or extracted from agricultural product.
- \*9. To carry on business as manufactures, producers, processors, makers, converters, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preservers, stockiest, agents, sub-agents, merchants, distributors, consignors, consultants, liaisoner, jobbers, brokers, concessionaires or otherwise deal in all kinds, specification, strengths of pharmaceuticals in all its branches, tonics, vitamins, Bulk drugs, vaccines, medical gases, diagnostic agents, surgical & non-surgical articles, A.P.I, Drugs Intermediates, medical, Pharmaceutical Chemicals, preparations and compound drugs and formulations, solvents, catalyst and ayurvedic, homeopathic, herbal, unani, siddha, bio-chemic Health care products.
- \*10. To carry on the Business as manufacturers, traders, processors, formulators, buyers, sellers, importers, exporters, suppliers and dealers of all kinds of chemicals, chemical intermediates, (organic and inorganic) drugs, drug intermediates, pharmaceuticals, active pharmaceutical ingredients of any nature and kind whatsoever, and all chemical by products, joint products and intermediates thereof.
- \*11. To carry on in India or elsewhere the business of prospecting, exploring, operating and working on mines, quarries and to win, set, crush, smelt, manufacture, process, excavate, dig, break, acquire, develop, exercise, turn to account, survey, produce, prepare, remove, undertake, barter, convert, finish, load, unload, handle, transport, buy sell, import, export, supply, and to act as agent, broker, Adatia, stockiest, distributor, consultant, contractor, manager, operator or otherwise to deal in all sorts of presents and future ores, minerals, deposits, goods, substances & materials, including sands,



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stones, and soils, chalk, clay, china clay, betonies, broils, calcite and coal, lignite, rockphosphate, brimstone, brine, bauxite, limestone, precious and other stones, gold, silver, diamonds, iron, aluminum, titanium, vanadium, mica, apalite, chrome, copper, gypsum, rutile, sulphate, tin, zinc, zircon, tungsten, silicon, brass, and other allied materials, by products, mixtures, blends, residues & substances, and to do all incidental acts and things necessary for the attainment of the objects under these presents.

- \*12. To carry on the business of Software designing, development, customisation, implementation, maintenance, testing and benchmarking, designing, developing and dealing in computer software and solutions, and to import, export, sell, purchase, distribute, host (in data centers or over the web) or otherwise deal in own and third party computer software packages, programs and solutions, and to provide internet / web based applications, services and solutions, provide or take up Information technology related assignments on sub-contracting basis, offering services on-site/ offsite or through development centers using owned /hired or third party infrastructure and equipment, providing solutions/ Packages/ services through applications services provider mode via internet or otherwise, to undertake IT enabled services like call Centre Management, Medical and legal transcription, data processing, Back office processing, data warehousing and database management.
- \*13. To carry on the business of dealing and maintenance of computer hardware, computer systems and assemble data processors, program designs and to buy, sell or otherwise deal in such hardware and software packages and all types of tabulating machine, accounting machines, calculators, computerized telecommunication systems and network, their components, spare parts, equipments and devices and to carry on the business of establishing, running and managing institutions, school, and academics for imparting education in computer technology, offering equipment, solutions and services for networking and network management, data centre management and in providing consultancy services in all above mentioned areas.
- \*14. To develop, provide, undertake, design, import, export, distribute and deal in Systems and application software for microprocessor based information systems, off shore software development projects, internet service provider, and solutions in all areas of application including those in Emerging niche segments like Internet and Intranet website applications solutions software enterprise, resource planning, e-commerce, value added products and other business applications either for its own use for sale in India or for export outside India and to design and develop such systems and application software for and on behalf of manufacturers owners and users of computer, telecom, digital, electronic equipments in India or elsewhere in the world.
- \*15. To carry on the business of providing outsourcing services for all processes, sub Processes, transactions, activities and all other work performed by business in various industries within India and across the world. This includes those process or sub processes that are enabled by information technology. It also includes date, voice or video collection and processing, call centre services including in bound and out bound calling services of all kinds, technical support, managed data centre, managed technical centre, training centre, web support back office, business or financial analysis, scientific analysis, research work and analysis, storage, disaster recovery, accounting, pay roll, inventory management, customer relationship management, enterprises resources planning and to develop software, provide consultancy, software solution and services that are normally offered by the outsourcing business and information technology services providers, the software development



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houses and application services providers.

- \*16. To offer training, consultancy, advisory and all related services in all areas of information technology including computer hardware and software, data communication, telecommunications, manufacturing and process control and automation, artificial intelligence, natural language processing and to undertake research and development, promote excellence and leadership and computer science, modern mathematics, vedic methodology, vedantic philosophy and universal and eternal value premises and to provide for such research and development including conducting and participating in seminars, workshops, exhibitions, conferences and the like and to obtain technical know-how, literature, brochures, technical data etc. from abroad and export/disseminate them to other countries and engage in manpower recruitment for overseas requirements and also bring in necessary skilled personnel into the country and to develop, market, implement systems and application software packages and related products for Indian and export markets to conduct software and hardware courses, to offer consultancy including hardware selection, system design, manpower selection, software development, implementation and training and to spread computer literacy and computer aided education in rural and urban areas through application of modern techniques, media communications and to operate data and information processing enters and to render all such services as are required by the customers in relation to processing of information and also in the interpretation, application and use of processed data.
- \*17. To carry on all the business of builders, real estate-developers, contractors, sub-contractors, dealers and by advancing money to and enter into contracts and arrangements of all kinds with builders, tenants, occupiers and others, land development, service apartments ,serviced plots, constructions of residential and commercial premises including business centers and offices, securing lands ,private or Government for
- formation and development of town ships, and to deal in and act as agents for lands ,buildings, factories, houses, flats and other residential and commercial plots and construct/maintain and alter residential, commercial , industrial plots and properties and sale or lease them out by providing with all modern amenities and development thereof and securing capital, funds and raising loans for construction and advancing to other organizations for similar purposes.
- \*18. To provide City and region level urban infrastructure facilities, to lay-out, develop, construct, build, acquire, erect, demolish, re-erect, alter, modify, repair, re-model, or to do any other work in connection with any building or building works, roads, highways, bridges, sewers, canals, wells, dams, power plants, reservoirs, tramways, railways, sanitary, water, gas, electric lights, telephonic and telegraphic works, and such purposes to prepare in designing, estimating, planning, modeling.
- \*19. To carry on the business of construction, builders, contractors, engineers, colonizers, town planners, surveyors, values, appraisers, decorators, furnishers, manufacturers of prefabricated and precasted houses, and to acts agents and contractors for the purposes of real estates, residential complexes / flats / enclave / commercial complexes / multi storied buildings etc., and to carry on all tvoes of construction activities, and act as consultants. advisors, technical consultants, collaborators, designers and architects for all kinds of construction activities in India and abroad and to undertake all civil, mechanical, electrical works, all types of infrastructure facilities like BOOT ( Built. Operate, Own and



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Transfer), BOT (Built, operate and Transfer), BOLT (Built, Operate, Lease and Transfer), BOO (Built, Operate and Own) in India or abroad either or its own or with joint venture with an other Indian or Foreign participant.”

**For and on behalf of  
Ontic finserve Limited**

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**Bhupendrakumar Raiyani**  
**Director**  
**DIN: 08104918**