

Date: April 24, 2025

To,
BSE Limited,
Floor 25, P.J. Towers, Dalal Street,
Mumbai 400 001

Scrip Code: 524610

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") regarding Outcome of the meeting of Board of Directors of Rathi Graphic Technologies Limited ("the Company").

Dear Sir/ Madam,

In continuation of the outcome of the Board Meeting of the Company held on Tuesday, March 04, 2025, and pursuant to implementation of the Resolution Plan, as approved by the Hon'ble National Company Law Tribunal, Allahabad Bench ("**Hon'ble NCLT**") vide its order dated July 27, 2023, we wish to inform that, the Board of Directors of the Company, at their meeting held today i.e. Thursday, April 24, 2025, inter alia, has considered and approved the following:

1. Considered and approved to give effect to the reduction, cancellation and re-issue of Equity shares to the existing shareholders whose names appear as on the **Record Date** fixed by the Company (i.e. **March 21, 2025**), pursuant to the Hon'ble NCLT order dated July 27, 2023, in the following manner:
 - a) The entire Existing Equity Share Capital of the Company shall stand cancelled, extinguished to the extent of 1,62,74,610 Equity Shares and be regarded as reduction of share capital of the Company to 99%.
 - b) Further, 58.66% shares of the reduced share capital shall be transferred to Surbhika Steels Private Limited and Daga Infrastructure Private Limited ("**Resolution Applicant/ Promoters**") and balance 41.34% shares of the reduced share capital shall remain with public.
2. Issue and allotment of 11,94,790 (Eleven Lakh Ninety-Four Thousand Seven Hundred and Ninety) Equity shares of the Company of INR 10/- each amounting to INR 1,19,47,900/- (Indian Rupees One Crore Nineteen Lakh Forty Seven Thousand Nine Hundred Only) to the Resolution Applicants who shall be considered as the new Promoters of the Company, on preferential basis, in consideration of funds infused by Resolution Applicants in the company pursuant to the resolution plan approved by Hon'ble NCLT, Allahabad Bench vide Order dated July 27, 2023. The details of the allottees are mentioned below:

| Sr. No. | Name of the Proposed Allottees | Category (Promoter & Promoter Group/ Non-Promoter) | No. of Equity Shares (up to) |
|--------------|-------------------------------------|--|------------------------------|
| 1. | Surbhika Steels Private Limited | Promoter | 2,03,877 |
| 2. | Daga Infrastructure Private Limited | Promoter | 9,90,913 |
| TOTAL | | | 11,94,790 |



Consequent to the aforementioned Reduction, Extinguishment and Allotment, the issued, subscribed and paid-up equity share capital of the Company shall be INR 1,35,91,800/- (Indian Rupees One Crore Thirty-Five Lakh Ninety-One Thousand and Eight Hundred Only) consisting of 13,59,180 (Thirteen Lakh Fifty Nine Thousand One Hundred and Eighty) Fully paid-up Equity shares of face value of INR 10/- each.

The Disclosures as required under Regulation 30 of SEBI Listing Regulations and SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, regarding Capital Restructuring and Preferential Allotment are enclosed herewith as "Annexure-A" and "Annexure-B".

3. Pursuant to the resolution plan approved by Hon'ble NCLT vide Order dated July 27, 2023, Surbhika Steels Private Limited and Daga Infrastructure Private Limited shall be considered as the new Promoters of the Company and all existing promoters of the Company shall be ceased to be the member of the Promoter & Promote Group of the Company.

The meeting commenced at 5:30 P.M. and concluded at 6:05 P.M.

A copy of this intimation is also being made available on the website of the Company www.rathitoner.com

You are requested to take the same on your records.

Thanking You,

Yours Faithfully

For Rathi Graphic Technologies Limited

JYOTI
JHA

Digitally signed
by JYOTI JHA
Date: 2025.04.24
18:17:23 +05'30'

Jyoti Jha
Director



Disclosures as required under Regulation 30 of SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, regarding Capital Restructuring

a) Details and reasons of restructuring:

The Restructuring of Capital of the Company is carried out pursuant to the Resolution Plan approved by Hon'ble National Company Law Tribunal, Allahabad Bench (NCLT) vide its order dated July 27, 2023.

The Details of Capital Restructuring as per the approved Resolution plan, submitted by Surbhika Steels Private Limited and Daga Infrastructure Private Limited ("**Resolution Applicants**") is as follows:

- the entire Existing Equity Share Capital of the Company shall stand cancelled, extinguished to the extent of 1,62,74,610 Equity Shares and be regarded as reduction of share capital of the Company to 99%.
- 58.66% shares of the reduced share capital shall be transferred to Resolution Applicants and balance 41.34% shares of the reduced share capital shall remain with public.
- allotment of 11,94,790 Equity shares of the Company of INR 10/- each amounting to INR 1,19,47,900/- on preferential basis to the Resolution Applicants who shall be considered as the new Promoters of the Company.

b) Quantitative and/ or qualitative effect of restructuring

The said restructuring shall reduce the paid-up share capital of the Company from present INR 16,43,90,000/- divided into 1,64,39,000 Equity Shares of INR 10/- each to INR 16,43,900 divided into 1,64,390 Equity Shares of INR 10/- each.

Further, pursuant to the allotment of 11,94,790 Equity shares to the Resolution Applicants, the paid-up share capital of the Company increased from INR 16,43,900 divided into 1,64,390 Equity Shares of INR 10/- each to INR 1,35,91,800/- divided into 13,59,180 Equity Shares of INR 10/- each.

c) Details of benefit, if any to the promoter/ promoter group/group Companies from the proposed restructuring:

The entire Existing Equity Share Capital of the Company shall stand cancelled, extinguished to the extent of 99% and such reduced promoter holding shall be transferred to the Resolution Applicants pursuant to the Approved Resolution Plan and they shall be categorized as "Promoter" of the Company. The details of their respective shareholdings are given in point D hereto.

d) Brief details of change in shareholding pattern of the entity:

The following table depicts the comparative shareholding:



Rathi Graphic Technologies Limited

CIN: L26960UP1991PLC013770



| Shareholder category | Capital before reduction | % of Total equity | Capital Restructuring as per Resolution Plan (Cancellation of 99% of existing capital and transfer of reduced capital of existing promoters to Resolution applicants)* | Fresh Allotment | Post Restructuring Share Capital | % of Total equity |
|--|--------------------------|-------------------|--|------------------|----------------------------------|-------------------|
| Present Promoter & Promoter group | 89,66,170 | 54.54 | 0 | 0 | 0 | 0.00 |
| Surbhika Steels Private Limited (New Promoter) | 0 | 0.00 | 0 | 2,03,877 | 2,03,877 | 15.00 |
| Daga Infrastructure Private Limited (New Promoter) | 0 | 0.00 | 0 | 9,90,913 | 9,90,913 | 72.91 |
| Existing shareholders (Public) | 74,72,830 | 45.46 | 1,64,390 | 0 | 1,64,390 | 12.09 |
| TOTAL | 1,64,39,000 | 100.00 | 1,64,390 | 11,94,790 | 13,59,180 | 100.00 |

(* In terms of the approved Resolution Plan by Hon'ble National Company Law Tribunal, Allahabad Bench (NCLT) vide its order dated July 27, 2023, 58.66% shares of the reduced share capital shall be transferred to Resolution Applicants subject to receipt of Statutory Approvals.



Corporate & Marketing Office 24/1A Mohan Cooperative Industrial Estate Mathura Road New Delhi 110044

Mobile : 9312415348 Email nikunjudyog69@gmail.com Website www.rathitoner.com

Works SP921 RIICO Industrial Area Phase-III Bhiwadi 301019 Rajasthan India Phone 91 1493 511966, 512966

Registered Office D-12A, Sector - 9, New Vijay Nagar, Ghaziabad (Uttar Pradesh) Mobile : 9582868855

Disclosures as required under Regulation 30 of SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, regarding Capital Restructuring

| | |
|--|---|
| Type of securities proposed to be issued (viz. equity shares, convertibles etc.); | Equity Shares |
| Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.) | Preferential issuance pursuant to the resolution plan approved by Hon'ble NCLT, Allahabad Bench vide its order dated July 27, 2023. |
| Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately) | 11,94,790 Equity Shares of INR 10/- each. |
| Additional Details in case of preferential Issue | |
| Names of the investors | 1. Surbhika Steels Private Limited 2. Daga Infrastructure Private Limited |
| Post allotment of securities - outcome of the subscription. | 11,94,790 Equity Shares representing 87.91% of the post issue capital of the Company. |
| In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument | Not Applicable |
| Issue Price | INR 10/- per share adjusted against the funds infused by the Successful Resolution Applicants |
| Number of Investors | 2 (Two) |

Thanking You,
Yours Faithfully
For Rathi Graphic Technologies Limited

JYOTI JHA
Digitally signed by
JYOTI JHA
Date: 2025.04.24
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Jyoti Jha
Director
Date: April 24, 2025

