



ASM TECHNOLOGIES LIMITED

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CIN : L85110KA1992PLC013421 GST No. : 29AABCA4362P1Z9

11th February 2024

To,

The Manager

Dept. of Corporate Services

BSE Limited

Phiroze Jeejeebhoy Towers,

25th Floor, Dalal Street,

Mumbai – 400 001.

Scrip Code: 526433

Dear Sir/Madam,

Subject: Outcome of the Board Meeting held on 11th February 2024 in accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

This is with reference to the above-mentioned subject, we, ASM Technologies Limited (the “**Company**”) would like to inform you that the Board of Directors of the Company at its meeting held today i.e. 11th February 2024 has, inter-alia, considered and approved the following:

1. Approved the adoption of new set of Articles of Association (“AOA”) of the Company containing regulations in conformity with the Companies Act, 2013 subject to the approval of the shareholders.

Further, the brief details of adoption of the new AOA as required under Regulation 30 read with Part A of the Schedule III of the SEBI Listing Regulations are annexed herewith as **Annexure-A**.

2. Issue up to 8,00,000 (Eight Lakhs) Equity Shares of face value Rs. 10/- (Rupees Ten Only) each (“Equity Shares”) for cash at a price of Rs. 470.70/- (Rupees Four Hundred Seventy and

Seventy paise only) per equity share including a premium of Rs. 460.70/- (Rupees Four Hundred Sixty and Seventy paise only) per equity share for aggregating upto Rs. 37,65,60,000/- (Thirty Seven Crores Sixty Five Lakhs Sixty Thousand only) and 28,14,390 (Twenty Eight Lakhs Fourteen thousand Three Hundred and Ninety) warrants, each convertible into 01 (One) fully paid-up equity share of the Company of face value of Rs. 10/- (Ten only) each (“Warrants”) at a issue price of Rs. 470.70/- (Rupees Four Hundred Seventy and Seventy paise only) including a premium of Rs. 460.70/- (Rupees Four Hundred Sixty and Seventy paise only) per warrant for an amount up to Rs. 1,32,47,33,373/- (One Hundred Thirty Two Crores Forty Seven Lakhs Thirty Three Thousand Three Hundred and Seventy Three only) payable in cash (“Warrants Issue Price”) to the below mentioned investors (“Proposed Allottees”), at the price determined in accordance with Chapter V of the SEBI (ICDR) Regulations on such terms and conditions, as Board may deem fit in its absolute discretion (“the Preferential Issue of Specified Securities”).

Sr. No.	Name of the Proposed Allottees	Category	Type of Specified Securities	No. of Equity Shares/ Warrants	Investment Amount (in Rs.)
1	Mukul Mahavir Agrawal	Non promoter	Equity Shares	7,62,500	35,89,08,750/-
			Warrants	7,62,500	35,89,08,750/-
2	Hardik Agrawal	Non promoter	Equity Shares	12,500	58,83,750/-
			Warrants	12,500	58,83,750/-
3	Viay Khetan	Non promoter	Equity Shares	10,000	47,07,000/-
			Warrants	10,000	47,07,000/-
4	Krimali Bhavin Thakkar	Non promoter	Equity Shares	5,000	23,53,500/-
			Warrants	5,000	23,53,500/-
5	Madhukeshwar Desai	Non promoter	Equity Shares	5,000	23,53,500/-
			Warrants	5,000	23,53,500/-
6	Madhu Kashyap L C	Non promoter	Equity Shares	5,000	23,53,500/-
			Warrants	5,000	23,53,500/-
7	Ajeet Modi	Non promoter	Warrants	51,000	2,40,05,700/-
8	Aaryavardhan Modi	Non promoter	Warrants	51,000	2,40,05,700/-
9	Ajeet Modi HUF	Non promoter	Warrants	51,000	2,40,05,700/-
10	S Rabindra	Promoter	Warrants	17,61,390	82,90,86,273/-

11	R Preeti	Promoter	Warrants	1,00,000	4,70,70,000/-
Total			Equity Shares	8,00,000	37,65,60,000/-
			Warrants	28,14,390	1,32,47,33,373/-

Further, the minimum amount of Rs. 118/- (One Hundred Eighteen only) which is equivalent to 25% (Twenty-five percent) of the Warrants Issue Price shall be paid at the time of subscription and allotment of each Warrant.

The information in this regard pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023, is enclosed as **Annexure – B.**

- The Board has approved draft Notice of the Extraordinary General Meeting (EGM) to be held on Friday, 08th March 2024, (IST) through Video Conferencing ('VC') or other Audio-Visual Means ('OAVM') for seeking shareholder's approval for the matters mentioned above.

The Meeting of the Board of Directors commenced at 02.00 P.M. and concluded at 04.00 PM.

We request you to take this information on your records & kindly acknowledge the receipt of the same.

Thanking You,

For ASM Technologies Limited

Vanishree Kulkarni

Company Secretary (ACS: 48829)

Encl.: a/a

Annexure A

Summary of new set of ("AOA") of the Company:-

Changes	
Objective	<ul style="list-style-type: none"> • The Companies Act, 2013 ("the Act") has been amended frequently by way of notifications and amendment acts. Similarly, securities laws including Securities and Exchange Board of India Act, 1992 and Rules and Regulations ("Securities Laws") framed thereunder have been changed by way of numerous circulars and notifications issued by SEBI or Central Government in this behalf. • In view of frequent changes, it was thought fit by the Board of the Company that the existing AOA of the Company should be amended/modified to bring it in line with the Companies Act, 2013 and to align the same with the prevailing provisions of the Act and rules made thereunder and the Securities Laws referred hereinabove. • Since the changes required for aligning the existing AOA with the Companies Act 2013 and the rules made thereunder and Securities laws were numerous, it was considered expedient to adopt a new AOA in substitution of the existing AOA which was as per Companies Act, 1956.
Salient Changes in the New AOA	<ul style="list-style-type: none"> • The New AOA has been restructured and aligned with the provisions of the Companies Act, 2013 and the Secretarial Standards issued by the Institute of Company Secretaries of India and other applicable laws; • References to the sections, sub-sections, clauses etc. of the erstwhile Companies Act, 1956 are substituted with the new provisions of the Companies Act 2013. • The new AOA to be substituted in place of the existing AOA is based on "Table-F" of the Companies Act, 2013 which sets out the model AOA for a company limited by shares replacing the "Table-A" of the erstwhile Companies Act, 1956. • Provisions of the Companies Act, 2013 which permit the Company to do

	<p>certain acts when authorised by AOA, or, which require the Company to do acts in a prescribed manner unless the AOA otherwise provides, have been specifically included.</p> <ul style="list-style-type: none"> Detailed provisions relating to dematerialization of securities are also incorporated in the new AOA as compared to the existing AOA.
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Annexure - B

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 are as under:

1.	Type of securities proposed to be issued (viz. Equity shares, convertibles etc.);	Equity Shares and Convertible Warrants of the company (“Warrants”).
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Upto 8,00,000 (Eight Lakhs) Equity Shares of face value Rs. 10/- (Rupees Ten Only) each (“Equity Shares”) for cash at a price of Rs. 470.70/- (Rupees Four Hundred Seventy and Seventy paise only) per equity share including a premium of Rs. 460.70/- (Rupees Four Hundred Sixty and Seventy paise only) per equity share for aggregating upto Rs. 37,65,60,000/- (Thirty Seven Crores Sixty Five Lakhs Sixty Thousand only) and 28,14,390 (Twenty Eight Lakhs Fourteen thousand Three Hundred and Ninety)

		warrants, each convertible into, 01 (One) fully paid-up equity share of the Company of face value of Rs. 10/- (Ten only) each (“Warrants”) at a issue price of Rs. 470.70/- (Rupees Four Hundred Seventy and Seventy paisa only) including a premium of Rs. 460.70/- (Rupees Four Hundred Sixty and Seventy paisa only) per warrant for an amount up to Rs. 1,32,47,33,373/- (One Hundred Thirty Two Crores Forty Seven Lakhs Thirty Three Thousand Three Hundred and Seventy Three only) payable in cash (“Warrants Issue Price”).
4	Disclosure of additional details in respect of preferential issue to the stock exchange(s):	
a.	Names of the investors:	Mukul Mahavir Agrawal, Hardik Agrawal, Viay Khetan, Krimali Bhavin Thakkar, Madhukeshwar Desai, Madhu Kashyap L C, Ajeet Modi, Aaryavardhan Modi, Ajeet Modi HUF, S Rabindra, R Preeti
	Post allotment of securities: - Outcome of the Subscription	Refer Annexure – I
	Issue price / allotted price (in case of convertibles)	8,00,000 (Eight Lakhs) Equity Shares of face value Rs. 10/- (Rupees Ten Only) each (“Equity Shares”) for cash at a price of Rs. 470.70/- (Rupees Four Hundred Seventy and Seventy paisa only) per equity share including a premium of Rs. 460.70/- (Rupees Four Hundred Sixty and Seventy paisa only) per equity share for aggregating upto Rs. 37,65,60,000/- (Thirty Seven Crores Sixty Five Lakhs Sixty Thousand only) and 28,14,390 (Twenty Eight Lakhs

		Fourteen thousand Three Hundred and Ninety) warrants, each convertible into, 01 (One) fully paid-up equity share of the Company of face value of Rs. 10/- (Ten only) each (“Warrants”) at a issue price of Rs. 470.70/- (Rupees Four Hundred Seventy and Seventy paisa only) including a premium of Rs. 460.70/- (Rupees Four Hundred Sixty and Seventy paisa only) per warrant for an amount up to Rs. 1,32,47,33,373/- (One Hundred Thirty Two Crores Forty Seven Lakhs Thirty Three Thousand Three Hundred and Seventy Three only) payable in cash (“Warrants Issue Price”).
	Number of Investors;	11
	Category	Non-Promoter and Promoter
	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Each Warrant will be convertible into, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- (Rupees Ten Only), which may be exercised in one or more tranches during a period of 18 (eighteen) months commencing from the date of allotment of Warrants.

Annexure – I

Post allotment of securities-outcome of the subscription:

Sr. No	Name of the Proposed Allottees	Category	Type of Specified Securities	No. of Equity Shares/ Warrants before the preferential issue	No. of Equity Shares/ Warrants after the preferential issue
1	Mukul Mahavir Agrawal	Non promoter	Equity Shares	-	7,62,500
			Warrants	-	7,62,500
1	Hardik Agrawal	Non promoter	Equity Shares	-	12,500
			Warrants	-	12,500
3	Viay Khetan	Non promoter	Equity Shares	-	10,000
			Warrants	-	10,000
4	Krimali Bhavin Thakkar	Non promoter	Equity Shares	-	5,000
			Warrants	-	5,000
5	Madhukeshwar Desai	Non promoter	Equity Shares	-	5,000
			Warrants	-	5,000
6	Madhu Kashyap L C	Non promoter	Equity Shares	-	5,000
			Warrants	-	5,000
7	Ajeet Modi	Non promoter	Warrants	-	51,000
8	Aaryavardhan Modi	Non promoter	Warrants	-	51,000
9	Ajeet Modi HUF	Non promoter	Warrants	-	51,000
10	S Rabindra	Promoter	Equity Shares	46,99,570	46,99,570
			Warrants	-	17,61,390
11	R Preeti	Promoter	Equity Shares	8,50,082	8,50,082
			Warrants	-	1,00,000
Total			Equity Shares	55,49,652	8,00,000
			Warrants	-	28,14,390