



B.N.Rathi Securities Ltd.

CIN : L65993TG1985PLC005838
Corporate Member : NSE / BSE / MCX
Depository Participant of Central Depository Service (I) Ltd.

REGISTERED OFFICE : # 6-3-652, IV Floor, "Kautilya"
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Date: 04.12.2024

To,
The Manager
BSE Limited
P. J. Towers, Dalal Street
Mumbai-400001

Dear Sir/ Madam,

Sub: Outcome of Board Meeting held on 04.12.2024

Unit: B.N. Rathi Securities Limited (Scrip Code: 523019)

With reference to the subject cited, this is to inform the exchange that the Board of Directors of B.N. Rathi Securities Limited at its meeting held on Wednesday, 04th December, 2024 at 03:30 p.m. at the registered office of the Company, inter alia approved the following items of business, subject to the approval of Shareholders in ensuing Extra Ordinary General Meeting:

1. Considered and approved increase in the Authorized Share Capital of the Company from Rs.12,00,00,000/- (Rupees Twelve Crores only), divided into 1,20,00,000 (One Crore Twenty Lakhs) Equity Shares of Rs.10/- (Rupees Ten) each to Rs.25,00,00,000/- (Rupees Twenty Five Crore only), divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs.10/- (Rupees ten) each and consequential amendment in the Memorandum of Association of the Company, subject to necessary approvals. (Details are annexed as Annexure A)
2. Alteration in Capital of the Company by Split/Sub-division of 1 (One) Equity Share of the Company having face value of Rs.10/- each into 2 (Ten) Equity Shares of the Company having face value of Re. 5/- each and consequential amendment in the Memorandum of Association of the Company, subject to necessary approvals. The Managing Director of the Company is authorized to fix the Record Date for the purpose of Split/Sub-division (Details are annexed as Annexure B).
3. Issue of one (1) Bonus Share for every 1 (One) Equity Share held by the Equity Shareholders of the Company as on 'Record Date'. The Bonus Issue of Equity Shares is subject to the approval of the shareholders and other applicable statutory and regulatory approvals, as may be required. The Managing Director of the Company is authorized to fix the Record Date for the purpose of Bonus Issue. (Details are annexed as Annexure C)

For B.N. RATHI SECURITIES LIMITED

HARINARAYAN RATHI
Managing Director



4. Extraordinary General Meeting of the Company will be held on Tuesday, 31st day of December 2024 at 10.00 A.M. through video conferencing or other audio visual means.

The meeting which commenced concluded at 5.15 p.m.

This is for your information and records of Exchange, Please.

Thanking You.

**For and on Behalf of the
B.N. Rathi Securities Limited**

**Hari Narayan Rathi
Managing Director
(DIN: 00010968)**



Encl as above



ANNEXURE-A

[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Para A of Annexure I of SEBI Circular dated July 13, 2023]

Brief Details of amendment to Memorandum of Association:

Amendment to the Authorized Share Capital (Clause V of the Memorandum of Association of B.N. Rathi Securities Limited)

V. "The Authorised Share Capital of the Company is Rs.25,00,00,000/- (Rupees Twenty Five Crore only) divided into 2,50,00,000 (Two Crores Fifty Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten only) each, with the rights, privileges and conditions attached thereto as are provided by the Regulations of the company for the time being, with power to increase or reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes and attach thereto respectively, subject to the laws for the time being in force, such rights, privileges or conditions as may be determined by or in accordance with the applicable laws and to vary, modify, abrogate any such rights, privileges or conditions in such manner as maybe permitted by the Companies Act, 2013 or provided by the Articles of Association of the Company for the time being."

For B.N. RATHI SECURITIES LIMITED

HARINARAYAN RATHI
Managing Director



[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Para A of Annexure I of SEBI Circular dated July 13, 2023]

Sr No	Particulars	Disclosure					
1.	Split ratio	Split/sub-division of 1 (One) Equity Share of the Company having Face Value of Rs. 10/- each into 2 (Two) Equity Shares of the Company having Face Value of Rs.5/- each.					
2.	Rationale behind the Split	To enhance the liquidity of Equity Shares and widen the shareholders base by making the Equity Shares more economical to the investors.					
3.	Pre and post share capital, authorized, paid-up and subscribed						
	Particulars	Pre-Split/ Sub-division			Post-Split/ Sub-division		
		No. of Shares	Face Value (Rs.)	Total Share Capital (in Rs.)	No. of Shares *	Face Value (Rs.)	Total Share Capital (in Rs.)
	Authorized	12000000	10	12,00,00,000	5,00,00,000	5	25,00,00,000
	Paid-up	1,03,75,000	10	10,37,50,000	2,07,50,000	5	10,37,50,000
	Subscribed	1,03,75,000	10	10,37,50,000	2,07,50,000	5	10,37,50,000
4.	Expected time of Completion	Tentatively within 4 months from the date of Board's approval					
5.	Class of shares which are subdivided	Equity Shares (There is only one class of equity shares)					
6.	Number of shares of each class pre and post-split	Not Applicable since the company has only one class of shares.					
7.	Number of shareholders who did not get any share in the consolidation/split and their pre-consolidation/split shareholding	Not Applicable					

*Authorised share Capital will be increased to Rs.25,00,00,000/- from Rs.12,00,00,000/- subject to shareholder's approval and necessary filings with the Authorities and their approvals.

For B.N. RATHI SECURITIES LIMITED

HARINARAYAN RATHI
Managing Director



Brief Details of amendment to Memorandum of Association post Split/sub-division of shares :

Amendment to the Authorized Share Capital (Clause V of the Memorandum of Association of B.N. Rath Securities Limited)

V. "The Authorised Share Capital of the Company is Rs.25,00,00,000/- (Rupees Twenty Five Crore only) divided into 5,00,00,000 (Five Crores Only) Equity Shares of Rs.5/- (Rupees Five only) each, with the rights, privileges and conditions attached thereto as are provided by the Regulations of the company for the time being, with power to increase or reduce the Capital of the Company and to divide the Shares in the Capital for the time being into several classes and attach thereto respectively, subject to the laws for the time being in force, such rights, privileges or conditions as may be determined by or in accordance with the applicable laws and to vary, modify, abrogate any such rights, privileges or conditions in such manner as maybe permitted by the Companies Act, 2013 or provided by the Articles of Association of the Company for the time being."





[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Para A of Annexure I of SEBI Circular dated July 13, 2023]

Sr. No.	PARTICULARS	DETAILS		
		Particulars	Pre Bonus (In Rs.)	Post Bonus (In Rs.)
a.	Types of Securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares		
b.	Type of issuance	Bonus Shares		
c.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	2,07,50,000 Equity Shares of face value of Rs.5/- each (post considering the split of shares)		
d.	Whether bonus is out of free reserves created out of profits or share premium account	Bonus shares will be issued out of Securities Premium and free reserve of the Company available as at 31 st March, 2024.		
e.	Bonus ratio	1 (One) Equity Share for every 1 (One) existing Equity Share held as on a record date. (including holders of outstanding warrants convertible in to Equity shares held as on a record date.) The Bonus shares once allotted shall rank pari-passu in all respects and carry the same rights as the existing Equity Shares and shall be entitled to participate in full in any dividend and other corporate action, recommended and declared after the new equity shares are allotted.		
f.	Details of share capital - pre and post bonus issue	Particulars	Pre Bonus (In Rs.)	Post Bonus (In Rs.)
		*Authorised	12,00,00,000	25,00,00,000
		*Paid-up	10,37,50,000	20,75,00,000
		*Subscribed	10,37,50,000	20,75,00,000
		* post considering the split of shares.		
g.	Free reserves and/ or share premium required for implementing the bonus issue	Rs.10,37,50,000 is required for implementing the Bonus Issue		
h.	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available	As on 31 st March, 2024, the balance of Rs. 33,70,19,000/- is available in free reserves account and Rs.14,43,36,000/- is available in Securities Premium Account.		
i.	Whether the aforesaid figures are audited	Yes		
j.	Estimated date by which such bonus shares would be credited/dispatched	On or before 03.02.2025		

For B.N. RATHI SECURITIES LIMITED

HARINARAYAN RATHI
Managing Director