



# Parle Industries Limited

CIN: L21000MH1983PLC029128

Regd. Office: 310-311, The Avenue, Marol, Andheri East. Mumbai-400059.

Tel.: 022 40132875 Website: www.parleindustries.com Email: info@parleindustries.com

Date: 29<sup>th</sup> August, 2024

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.

Script Code: 532911; Script ID: PARLEIND

**Subject: Intimation of Meeting of Board of Director schedule to be held on Tuesday 3<sup>rd</sup> September 2024 under Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

We wish to inform you that the meeting of Board of directors scheduled to be held on Tuesday, 3<sup>rd</sup> September, 2024 at the registered office address at 310-311, The Avenue, Marol, Andheri East, Mumbai - 400059 to inter alia discuss, consider and approve agendas as follows: -

1. To discuss and approve the proposal for conversion of Unsecured Loans & Advances outstanding in the books of the company, by allotment and issue of any Securities of the Company (Eq. Shares, redeemable preference shares, CCPS, OCPS), subject to the shareholder's prior approval and any required ratifications in the previous prior approval obtained by the company with respect to the conversion of Unsecured Loans & Advances in to shares and securities.
2. To increase authorized share capital of the company, subject to approval of members in ensuing general meeting.
3. To consider and approve necessary alterations / amendments in Share Capital Clause and Object Clause of the Memorandum of Association of the Company, subject to approval of members in ensuing general meeting.
4. To consider and approve re-adoption of Memorandum of Association of the Company as per Companies Act, 2013, subject to approval of members in ensuing general meeting.
5. To discuss and take final decision on acquisition of 100 % equity shares of **M/s Welldone Integrated Services Private Limited ("WISPL")**, by way of acquisition of equity shares from the existing shareholders of "WISPL", on which the Board of Directors has given their initial approval in its meeting held on 21<sup>st</sup> August 2024, the board will decide the price, mode of payment consideration etc. and other terms and conditions for acquisition of 100% Eq. Shares of "WISPL" subject to the due diligence and valuation reports in its meeting.



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6. To discuss and take final decision on acquisition of 100 % equity shares of **M/s Windfield Spaces Private Limited ("WSPL")**, by way of acquisition of equity shares from the existing shareholders of "WISPL", on which the Board of Directors has given their initial approval in its meeting held on 21<sup>st</sup> August 2024, the board will decide the price, mode of payment consideration etc. and other terms and conditions for acquisition of 100% Eq. Shares of "WISPL" subject to the due diligence and valuation reports in its meeting.
7. To discuss and take final decision on acquisition of 100 % equity shares of **M/s Marvelous Vickyfoods Private Limited ("MVPL")**, by way of acquisition of equity shares from the existing shareholders of "MVPL", on which the Board of Directors has given their initial approval in its meeting held on 21<sup>st</sup> August 2024, the board will decide the price, mode of payment consideration etc. and other terms and conditions for acquisition of 100% Eq. Shares of "MVPL" subject to the due diligence and valuation reports in its meeting.
8. To discuss and approve the proposal for offer, Issue, and allot Equity Shares of the company on a Preferential Basis to the shareholders of **M/s Welldone Integrated Services Private Limited ("WISPL")**, **M/s Windfield Spaces Private Limited ("WSPL")** and **M/s Marvelous Vickyfoods Private Limited ("MVPL")** for consideration other than cash (share swap), which will be determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) to the shareholders of **M/s Welldone Integrated Services Private Limited ("WISPL")**, **M/s Windfield Spaces Private Limited ("WSPL")** and **M/s Marvelous Vickyfoods Private Limited ("MVPL")**, on such terms and conditions which will be approved by board in this meeting, subject to the shareholders' approval in ensuing annual general meeting of the company.
9. To discuss and approve the proposal for offer, Issue, and allot Equity Shares of the company on a Preferential Basis to the unsecured creditor/s standing in the books of the company, which will be determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), on such terms and conditions which will be approved by board in this meeting, subject to the shareholders' approval in ensuing annual general meeting of the company.
10. To take on records the valuation reports, due-diligence reports, Compliance Certificate/Pricing Certificate etc. as required for above stated matter and agendas.
11. To consider and approve the proposal of increase in borrowing limits as prescribed in Section 180 (1) (a) and Section 180 (1) (C) of Companies Act, 2013, subject to the shareholders' approval in ensuing annual general meeting of the company.
12. To consider and approve the proposal for giving loans, investments, guarantee or security under Section 185 of the Companies' Act, 2013, subject to approval of members in ensuing General Meeting.



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13. To consider and approve the proposal of increase in Related Party Transaction limits as prescribed in Section 188 of Companies Act, 2013, subject to the shareholders' approval in ensuing annual general meeting of the company.
14. To consider and approve re-appointment of Mr. Raviprakash Narayan Vyas (DIN: 07893486) as an Independent Director.
15. To consider and approve re-appointment of Mr. Narendra Chaturbhuj Purohit (DIN: 08686794) as an Independent Director.
16. To take on records the Secretarial Audit Report and other PCS/Auditors Certificates for F.Y. 2023-24.
17. To consider and approve the Directors Report along with all necessary annexure thereof, Management Discussion Analysis, Corporate Governance Report/certificate, CFO/CEO Certificate, etc. As annexures of Board Report for the FY 2023-24.
18. To Consider and fix day, date, time and Notice of Annual General Meeting of the Company.
19. To consider and fix the date for closure of Register of Members and Transfer Books.
20. Any other business with the permission of chair.

Pursuant to the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) read with Company's code of conduct for regulating, monitoring and reporting of trading by insiders ("Insider Trading Code"), Trading window for the Promoters, KMP, Insiders; Designated and Connected persons will be closed for trading in the Company's equity shares till the expiry of forty-eight (48) hours after the announcement/declaration of the outcome of this meeting.

You are requested to take this on your record and acknowledge receipt.

Thanking You,

**For Parle Industries Limited**



**Deepika Tater**  
**Company Secretary & Compliance Officer**