

Date: 02.12.2023

To  
The General Manager  
Corporate Relations Department,  
Bombay Stock Exchange Limited  
Floor 25, P.J. Towers, Dalal Street,  
Mumbai, Maharashtra -400 001  
**Scrip Code: 531739**

To  
The Listing Manager  
The Ahmedabad Stock Exchange Limited  
A-2, Kamdhenu Complex, Opp. Sahajanand  
College, 120 Feet Ring Road, Panjara Pol,  
Ambawadi, Ahmedabad, Gujarat -380015

To  
The Listing Manager  
The Calcutta Stock Exchange Limited  
#7 Lyons Range, Murgighata,  
Dalhousie, Kolkata, West Bengal- 700001  
**Scrip Code: 21678**

**Sub: Outcome of the Board Meeting held on December 02, 2023**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Schedule III thereto, and in furtherance to our intimation dated November 20, 2023 and November 29, 2023, we wish to inform you that Board of Directors of the Company, at its meeting held today, on December 02, 2023 has considered and approved the following:

**1. Increase in authorised share capital**

To increase the authorised share capital of the Company from Rs. 20 Crore (Rupees Twenty Crore) divided into 20 Crore equity shares of face value Re. 1/- each to Rs. 25 Crore (Rupees Twenty-Five Crore) divided into 25 Crore equity shares of face value Re. 1/- each and consequential alteration in Clause V of the Memorandum of Association and Clause 4(i) of the Articles of Association of the Company subject to approval of the shareholders of the Company.

Necessary disclosure in terms of SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is provided as “Annexure-A”.



**Gennex Laboratories Limited**

**2. Issuance of upto 5,00,00,000 equity shares of the Company having face value of Rs. 1/- each on preferential basis to specified persons**

To issue upto 5,00,00,000 (Five Crores) equity shares of the Company having face value of Re. 1/- each (Rupee One only) to non-promoters/ public category of shareholders at a price of Rs. 14.75/- each (Rupees Fourteen and Seventy-Five Paise only), on the basis of the valuation report obtained from an independent registered valuer, aggregating to upto Rs. 73,75,00,000/- (Rupees Seventy-Three Crore and Seventy-Five Lacs only) on a preferential basis in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018 ("SEBI ICDR Regulations"), as amended, and other applicable laws, subject to the approval of regulatory/ statutory authorities and the shareholders of the Company.

Necessary disclosure in terms of SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is provided as "Annexure-B".

**3. Issuance of upto 1,55,00,000 share warrants of the Company to the promoters and members of promoter group on a preferential basis**

To issue upto 1,55,00,000 (One Crores and Fifty-Five Lakhs) share warrants each at a price of Rs. 14.75/- (Rupees Fourteen and Seventy-Five Paise only) each on the basis of the valuation report obtained from an independent registered valuer, aggregating to upto Rs. 22,86,25,000/- (Rupees Twenty Two Crores Eighty Six Lacs and Twenty Five Thousand Only) convertible into 1 (one) fully paid-up equity share of the Company, having a face value of Re. 1/- each (Rupee One only) within a period of 18 months (eighteen months) from the date of allotment to the promoters and members of promoter Group of the Company on a preferential basis in accordance with the provisions of Chapter V of SEBI ICDR Regulations and other applicable laws and subject to the approval of regulatory/ statutory authorities and the shareholders of the Company, as may be applicable.

Necessary disclosure in terms of SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is provided as "Annexure-B".

**4. Calling of Extraordinary General Meeting**

To call and conduct an Extraordinary General Meeting ("EGM") of the members of the Company on 30th of December, 2023 at 12.30 p.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to seek the approval of the shareholders of the Company inter alia in relation to the above items. The notice of the said EGM

**Gennex Laboratories Limited**



will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be made available on the Company's website at <https://www.gennexlab.com/> and on the website of the stock exchange(s) in due course.

**5. Book Closure for ensuing EGM and record date/ cut-off date for e-voting**

Pursuant to the provisions of Section 91 of the Companies Act, 2013, read with Rule 10 of the Companies (Management and Administration) Rules, 2014, and Regulation 42(2) of the Listing Regulations, the Board of Directors of the Company has fixed the date of book closure from 24th of December, 2023 to 30th of December, 2023 (both days inclusive) for the purpose of the ensuing EGM.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Board of Directors of the Company has fixed 23rd of December, 2023, as the cut-off date to record the entitlement of the shareholders to cast their votes electronically [remote e-voting] during the voting period. The remote e-voting window will open on 27th of December, 2023 at 9 a.m. and end on 29th of December, 2023 at 5.00 p.m.

The meeting commenced at 2:00 pm and concluded at 5:00 pm.

We request you to take the above information on record and acknowledge receipt of the same.

Thanking You

Yours faithfully

For **Gennex Laboratories Limited**

  
Dinesh Kumar Kejriwal  
Company Secretary & Compliance Officer



## **Gennex Laboratories Limited**

Office : 'Akash Ganga' 3rd Floor, Plot No. 144, Srinagar Colony, Hyderabad-500073, T.S, India | Phone : + 91-40-67334400 (30 Lines), Fax : +91 -40-67334433  
Factory : Sy. No. 133, IDA Bollaram, Jinnaram Mandal, Sangareddy Dist - 502 325, Telangana, India | Tel : +91-08458 279406, Telefax : +91-08458 279516

info@gennexlab.com, www.gennexlab.com ■ CIN : L24230TG1990PLC011168

**Amendments to Memorandum and Articles of Association of the Company, in brief**

1. Subject to the approval of the shareholders of the Company, Clause V of the Memorandum of Association of the Company to be altered from:

Existing clause	Proposed amended clause
The Authorized Share Capital of the Company is Rs. 20,00,00,000 /- (Rupees Twenty Crore only) divided into 20,00,00,000 (Twenty Crore) equity shares of Re. 1/- (Rupees One only) each, with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into different classes and to attach thereto respectively such preferential or special rights or privileges or conditions as may be determined by or in accordance with the regulations of the Company.	The Authorized Share Capital of the Company is Rs. 25,00,00,000 /- (Rupees Twenty-five Crore only) divided into 25,00,00,000 (Twenty-Five Crore) equity shares of Re. 1/- (Rupees One only) each, with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into different classes and to attach thereto respectively such preferential or special rights or privileges or conditions as may be determined by or in accordance with the regulations of the Company.

2. Subject to the approval of the shareholders of the Company, Clause 4(ii) of the Articles of Association of the Company be altered as follows:

Existing clause	Proposed amended clause
The Authorised Share Capital of the Company is Rs. 20,00,00,000 /- (Rupees Twenty Crore only) divided into 20,00,00,000 (Twenty Crore) equity shares of Re. 1/- (Rupee One only) each, 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 to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions, as may be determined and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.	The Authorised Share Capital of the Company shall be as mentioned under Clause V of the Memorandum of Association of the Company


**Gennex Laboratories Limited**

S. No.	Particulars	Equity shares	Warrants
1.	Type of securities proposed to be issued	Equity shares	Warrants convertible into equity shares
2.	Type of issuance	Preferential allotment to specified persons to be identified at the time of passing special resolution by the members	Preferential allotment to promoters and members belonging to promoter group
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto 5 Crore equity shares having face value of Rs. 1/- each for an approximate total amount of Rs. 73,75,00,000/- (Rupees Seventy-Three Crore and Seventy-Five Lacs only)	Upto 1.55 crore warrants convertible into 1 equity share each for an approximate total amount of Rs. 22,86,25,000/- (Rupees Twenty-Two Crores Eighty-Six Lacs and Twenty-Five Thousand Only)
4.	Names of the investors	Persons as may be identified by the board of the Company belonging to one or more of the following categories, being individuals, companies including bodies corporate, firms/HUF and other categories of eligible investors	Promoters and members belonging to promoter group, being:  Premier Fiscal Services Pvt. Ltd.



## Gennex Laboratories Limited

Office : 'Akash Ganga' 3rd Floor, Plot No. 144, Srinagar Colony, Hyderabad-500073, T.S, India | Phone : + 91-40-67334400 (30 Lines), Fax : +91 -40-67334433  
 Factory : Sy. No. 133, IDA Bollaram, Jinnaram Mandal, Sangareddy Dist - 502 325, Telangana, India | Tel : +91-08458 279406, Telefax : +91-08458 279516

info@gennexlab.com, www.gennexlab.com ■ CIN : L24230TG1990PLC011168