



**ROSE MERC
LIMITED**

तमसो ऽ मा ज्योतिर्गमय



15/B/4, New Sion Chs Swami Vallabhdas Road,
Opp SIES College, Behind Dmart Store,
Sion West, Mumbai-22.

GSTIN : 27AACCR3663B1ZM
CIN : L93190MH1985PLC035078

Date: March 05, 2024

**To,
The Corporate Relations Department,
BSE Limited,
PJ Tower, Dalal Street, Fort,
Mumbai-400001**

BSE Scrip Code: 512115 Scrip ID: ROSEMER

Subject: Outcome of Meeting of the Board held on March 5, 2024

Dear Sir/Madam,

With regard to the captioned matter and pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that at the meeting of the Board of Directors of Rose Merc Limited held on Tuesday March 5, 2024 commenced at 05.30 pm. at the Registered office of the Company situated at Office no: 15/B/4, New Sion CHS, Opp. SIES College, Behind D Mart, Sion West, Mumbai- 400022. The Board of Directors of the Company ("Board") considered, deliberated and discussed, approved / noted the following matters:

1. The Board of Directors considered and approved the offer, issue and allot the following:
 - a) 4,70,250 Equity Warrants convertible into 4,70,250 equity shares of face value Rs. 10/- at a price of Rs. 250/- per share (including premium of Rs. 240/- per share) or such higher price as may 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 a Preferential Basis to Non-promoters for consideration for cash subject to approval of members through Postal Ballot process.

The details regarding the issuance of securities as required pursuant to the SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are set out in Annexure A to this letter.

2. The Postal Ballot voting process will be completed on April 15, 2024.
3. The Postal Ballot Notice shall be approved by the Board of Directors in due course and circulated thereafter.

The meeting commenced at 05.30 PM and concluded at 06.30 PM.

Kindly take the same on your records

**Thanking You,
Yours Faithfully,
For Rose Merc Limited**

**Vaishali Parkar Kumar
Executive Director
DIN: 09159108**



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ANNEXURE-A

Disclosure of Event and Information pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sr. No	Particulars of Securities	Details of Securities																																																																								
a)	Type of securities proposed to be issued	Equity Warrants convertible into equivalent number of Equity Shares of face value Rs. 10/- per share.																																																																								
b)	Type of issuance	Preferential Issue																																																																								
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto 4,70,250 Equity Convertible Warrants convertible into equivalent number of Equity Shares of face value Rs. 10/- per share.																																																																								
d)	Issue Price	Rs. 250/- per security (including premium of Rs. 240/- per security) or such higher price as may 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")																																																																								
e) In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):																																																																										
i)	Investors and their corresponding subscription of No. of Warrants / Equity Shares	<table border="1"><thead><tr><th>Sr. No.</th><th>Name of the Investors</th><th>No. of Equity Warrants Proposed to be subscribed</th><th>Category</th></tr></thead><tbody><tr><td>1</td><td>Manjiri Sanjeev Latkar</td><td>70,000</td><td>Non- Promoter</td></tr><tr><td>2</td><td>Atharva Sanjeev Latkar</td><td>70,000</td><td>Non- Promoter</td></tr><tr><td>3</td><td>Omprakash Brijnath Singh</td><td>49,000</td><td>Non- Promoter</td></tr><tr><td>4</td><td>Haritsinh Kanaksinh Gohil</td><td>51,000</td><td>Non- Promoter</td></tr><tr><td>5</td><td>Sridhar N Chadrasekharan</td><td>57,250</td><td>Non- Promoter</td></tr><tr><td>6</td><td>Sumant Bhargav Ghaisas</td><td>38,000</td><td>Non- Promoter</td></tr><tr><td>7</td><td>Varsha S Ghaisas</td><td>32,000</td><td>Non- Promoter</td></tr><tr><td>8</td><td>NeelamPrem Singh Soni</td><td>21,000</td><td>Non- Promoter</td></tr><tr><td>9</td><td>Sunil GajananNanal</td><td>20,000</td><td>Non- Promoter</td></tr><tr><td>10</td><td>Shahalam Shaikh</td><td>15,000</td><td>Non- Promoter</td></tr><tr><td>11</td><td>Aashi Shahalam Shaikh</td><td>15,000</td><td>Non- Promoter</td></tr><tr><td>12</td><td>Mukund Shivaram Biwalkar</td><td>10,000</td><td>Non- Promoter</td></tr><tr><td>13</td><td>Mitali Mukund Biwalkar</td><td>10,000</td><td>Non- Promoter</td></tr><tr><td>14</td><td>Jaymin Bipinchandra Patel</td><td>8,000</td><td>Non- Promoter</td></tr><tr><td>15</td><td>Anjaladevi Sendhil</td><td>2,000</td><td>Non- Promoter</td></tr><tr><td>16</td><td>Laxmi Nagesh Nitur</td><td>2,000</td><td>Non- Promoter</td></tr><tr><td></td><td>Total</td><td>4,70,250</td><td></td></tr></tbody></table>	Sr. No.	Name of the Investors	No. of Equity Warrants Proposed to be subscribed	Category	1	Manjiri Sanjeev Latkar	70,000	Non- Promoter	2	Atharva Sanjeev Latkar	70,000	Non- Promoter	3	Omprakash Brijnath Singh	49,000	Non- Promoter	4	Haritsinh Kanaksinh Gohil	51,000	Non- Promoter	5	Sridhar N Chadrasekharan	57,250	Non- Promoter	6	Sumant Bhargav Ghaisas	38,000	Non- Promoter	7	Varsha S Ghaisas	32,000	Non- Promoter	8	NeelamPrem Singh Soni	21,000	Non- Promoter	9	Sunil GajananNanal	20,000	Non- Promoter	10	Shahalam Shaikh	15,000	Non- Promoter	11	Aashi Shahalam Shaikh	15,000	Non- Promoter	12	Mukund Shivaram Biwalkar	10,000	Non- Promoter	13	Mitali Mukund Biwalkar	10,000	Non- Promoter	14	Jaymin Bipinchandra Patel	8,000	Non- Promoter	15	Anjaladevi Sendhil	2,000	Non- Promoter	16	Laxmi Nagesh Nitur	2,000	Non- Promoter		Total	4,70,250	
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ii)	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	NA
iii)	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	NA
iv)	Tenure/ Conversion	<p>In case of Equity Warrants Convertible into Equity shares: -</p> <p>a. The tenure of the convertible securities of the issuer shall be eighteen months from the date of their allotment.</p> <p>b. An amount equivalent to at least twenty-five per cent. of the consideration determined in terms of regulation 164 shall be paid against each warrant on the date of allotment of warrants and the balance seventy-five per cent. of the consideration shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such warrant by the warrant holder.</p> <p>In case if the warrant holders do not exercise the option to convert the warrants into equity shares within the above stated period of 18 months than such warrants (to the extent not converted) shall lapse and the initial sum of twenty five percent of offer price paid on such warrants shall be forfeited by the Company.</p>

**Thanking You,
Yours Faithfully,**

For Rose Merc Limited

**Vaishali Parkar Kumar
Executive Director
DIN: 09159108**