



ISO 9001 : 2015

CIN No : L32109MH1995PLC091107

ISO 14001:2015 & ISO 45001 : 2018

August 12, 2023

The Manager
BSE Limited,
P J Towers, Dalal Street,
Fort, Mumbai – 400 001
Scrip Code: 537259

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on Saturday, August 12, 2023

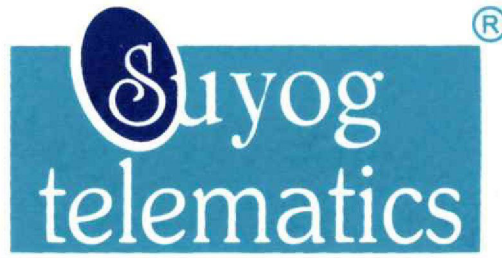
Ref: Intimation under Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to the provisions of Listing Regulations, it is hereby informed that the Board of Directors of Suyog Telematics Limited ("the Company") at its meeting held today i.e. Saturday, August 12, 2023 has, *inter alia*:

1. considered and approved the Unaudited Financial Results of the Company for the quarter ended June 30, 2023. A copy of the said Unaudited Financial Results together with the Limited Review Report for the quarter ended June 30, 2023, are enclosed herewith.
2. approved the alteration in Memorandum of Association ("MOA") of the Company by inserting a new sub-clause in the incidental/ancillary object clause of the MOA, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
3. Recommended a Final Dividend of ₹0.50 (5%) per equity share of face value of ₹10/- each for the Financial Year 2022-23, which shall be paid within 30 days from the conclusion of the ensuing Annual General Meeting, subject to approval of shareholders of the Company.

Fixation of Record Date: Pursuant to Regulation 42 of the SEBI Listing Regulations, the Board has fixed Friday, August 25, 2023, as the record date for the purpose of determining the shareholders eligible for payment of final dividend.

4. Subject to the approval of shareholders of the Company and such other regulatory/governmental authorities as may be required, the Board has approved to create, offer, issue and allot by way of a Preferential Issue of 10,55,000 (Ten Lakh Fifty Five Thousand) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹10/- (Rupees Ten only) each against each Warrant at an issue price of ₹570/- (Rupees Five Hundred Seventy Only) (including a premium of ₹560/- (Rupees Five Hundred Sixty Only), not being less than the price as determined in accordance with the provisions of Chapter V of the Securities and



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Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**"SEBI ICDR Regulations"**), to the Promoter on such terms and condition as may be determined by the Board.

5. The Board has fixed the Relevant Date, in terms of provisions of the SEBI (ICDR) Regulations, 2018 for determining the floor price for the Preferential Issue i.e., Saturday, August 12, 2023.
6. considered and approved the appointment of M/s Amruta Giradkar & Associates (Membership No. ACS 48693), Practicing Company Secretaries, as Secretarial Auditors of the Company for FY 2023-24.
7. considered and approved the appointment of M/s DBS & Associates, Chartered Accountants as the Internal Auditor of the Company for the FY 2023-24.
8. considered and approved the pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013, subject to the approval of Shareholders at the ensuing Annual General Meeting of the Company.
9. approved the Notice for convening the 28th Annual General Meeting (AGM) of the Company scheduled to be held on Monday, September 11, 2023 at 11:30 A.M through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").
10. Approved Friday, August 11, 2023, as the Cut-Off date for the purpose of the dispatch of notice of Annual General Meeting electronically, along with the details of e-voting to the Members.
11. approved the appointment of M/s. Amruta Giradkar & Associates (Membership No. ACS-48693), Practicing Company Secretaries as Scrutinizer to conduct the voting process in a fair and transparent manner.
12. Approved re-appointment of Mr. Vivek Lature, Wholetime Director, who retire by rotation and being eligible, offer himself for re-appointment, subject to the approval of shareholders at the ensuing Annual General Meeting.



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13. Book Closure for the purpose of 28th Annual General Meeting will remain closed from Friday, September 05, 2023 to September 11, 2023 (both days inclusive). The Board of Directors approved September 04, 2023 as Cut-off date for the purpose of e-voting.

Details pertaining as per Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed herewith respectively.

The Board Meeting commenced at 11:30 a.m. & concluded at 7:10 p.m.

Request you to kindly take the same on record.

Thanking You.

For **Suyog Telematics Limited**

AARTI
KAMLESH
SHUKLA

Digitally signed by
AARTI KAMLESH
SHUKLA
Date: 2023.08.12
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Aarti Shukla

Company Secretary & Compliance Officer

Annexure

DISCLOSURE PURSUANT TO PARAGRAPH 2 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015.

Sr. No.	Particulars	Disclosure																								
1.	Types of securities proposed to be issued	Warrants each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹10/- (Rupees Ten only) each.																								
2.	Type of issuance	Preferential issue of Warrants in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and provisions of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.																								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	10,55,000 (Ten Lakh Fifty Five Thousand) Warrants at an issue price of ₹570/- (Rupees Five Hundred Seventy Only) per warrant (including a premium of ₹560/- (Rupees Five Hundred Sixty Only)) ("Per Share Warrant Price"), aggregating to ₹60,13,50,000/- (Rupees Sixty Crore Thirteen Lakhs Fifty Thousand only), of which an amount equivalent to 25% (Twenty Five Percent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants and the balance 75% (Seventy Five Percent) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrants.																								
4.	Details to be furnished in case of preferential issue																									
	a. Name of the investors	1. Shivshankar Gurushantappa Lature 2. Suchitra Shivshankar Lature																								
	b. Post allotment of securities outcome of the subscription, issue price /allotted price (in case of convertibles), number of investors	Outcome of allotment: <table><tr><th rowspan="2">Investor</th><th colspan="2">Pre-Issue shareholding</th><th colspan="2">*Post-issue shareholding</th></tr><tr><th colspan="2"></th><th colspan="2">Post conversion of Warrants into Equity Shares</th></tr><tr><th></th><th>No.</th><th>%</th><th>No.</th><th>%</th></tr><tr><td>Shivshankar Gurushantappa Lature</td><td>48,38,400</td><td>46.21</td><td>53,65,900</td><td>46.51</td></tr><tr><td>Suchitra Shivshankar Lature</td><td>5,680</td><td>0.05</td><td>5,33,180</td><td>4.62</td></tr></table> <p><i>*Without considering 54,400 equity shares that have been allotted pursuant to the exercise of Company's Employee Stock Option Scheme 2018</i></p> <p>Issue Price: Warrants at an issue price of ₹570/- (Rupees Five Hundred Seventy Only) per warrant (including a premium of ₹560/- (Rupees Five Hundred Sixty Only)) ("Per Share Warrant Price"), aggregating to ₹60,13,50,000/- (Rupees Sixty Crore Thirteen Lakhs Fifty Thousand only), of which an amount equivalent to 25% (Twenty Five) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the</p>	Investor	Pre-Issue shareholding		*Post-issue shareholding				Post conversion of Warrants into Equity Shares			No.	%	No.	%	Shivshankar Gurushantappa Lature	48,38,400	46.21	53,65,900	46.51	Suchitra Shivshankar Lature	5,680	0.05	5,33,180	4.62
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Sr. No.	Particulars	Disclosure
		Warrants and the balance 75% (Seventy Five) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrants. Number of Investors: There are 2 (Two) investors to whom, Warrants are being issued.
	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the Warrants is exercisable into 1 equity share having face value of ₹10/- (Rupees Ten only) each. The tenor of the Warrants is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.
5.	Any cancellation or termination of proposal for issuance of securities Including reasons thereof	Not applicable

Thanking You,

For, Suyog Telematics Limited

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SHUKLA

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Date: 2023.08.12
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Aarti Shukla
Company Secretary & Compliance Officer