



by P. N. Gadgil & Sons

July 04, 2025

To,
The Corporate Relationship Department,
BSE Limited
1st Floor, PJ Towers,
Dalal Street,
Mumbai 400 001

Ref: BSE Scrip Code – 543709 Ref: Symbol – GARGI

■ **Sub: Outcome of Board Meeting held on July 04, 2025**

Dear Sir/ Madam,

This is to inform you that the Board of Directors in its meeting held today, i.e. on July 04, 2025 have inter-alia considered and approved the following agendas:

1. Issuance of Equity shares on Preferential basis:

■ Subject to the approval of Shareholders and such other regulatory authority as may be required, the Board of directors approved the issue of equity shares upto 1,12,500 (One Lakh Twelve Thousand Five Hundred) Equity Shares of Face value of Rs. 10/- each at a price of Rs. 970/- (Rupees Nine Hundred Seventy Only) each, which shall not be less than the minimum issue price as 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"), payable for cash aggregating to Rs. 10,91,25,000/- (Rupees Ten Crores Ninety-One Lakh Twenty-Five Thousand only) to Specified Investors/ Identified Investors and to the Promoters / Promoter Group of the Company (collectively called the "Investors") as listed below, on preferential basis in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, in such manner and on such terms and conditions as determined by the Board in its absolute discretion in accordance with the SEBI ICDR Regulations. (Annexure I).

Additional details pursuant to Regulation 30 and other relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed as "Annexures I, II and III."

PNGS GARGI FASHION JEWELLERY LIMITED (w.e.f. 02/11/2022)

CIN: - L36100PN2009PLC133691 (Formerly known as PNGS Gargi Fashion Jewellery Private Limited (from 21/09/2022 to 01/11/2022),
P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited (from 22/09/2021 to 20/09/2022))

Registered Office : Plot No.8A ,Sr No.37/1 and 37/2, Opposite Maruti Service Centre, Sinhgad Road, Wadgaon Khurd, Pune , Maharashtra, 411041

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2. Approval of the Report of the Directors to the members of the Company to be published in the Annual Report for Financial Year 2024-25

Considered and approved Report of the Directors to the members of the Company to be published in the Annual Report for Financial Year 2024-25. The Annual Report shall be submitted to the Stock Exchange in due course in compliance with the provisions of the SEBI Listing Regulations.

3. Convening 16th Annual General Meeting of the Company:

Considered and approved Notice convening 16th Annual General Meeting ("AGM") to be held on Friday, August 01, 2025, at 12:00 Noon. The Notice of the AGM shall be submitted to the Stock Exchange in due course in compliance with the provisions of the SEBI Listing Regulations.

4. Appointment of scrutinizer to the e-voting process of the AGM:

Considered and approved appointment of Ms. Ruchi Bhawe, Practicing Company Secretary failing her Mr. Jayavant Bhawe, Proprietor, J. B. Bhawe & Co., Company Secretaries, Pune as the Scrutinizer to the e-voting process of the AGM in a fair and transparent manner.

The Board meeting commenced at 4.00 p.m. and ended at 5.10 p.m.

Kindly take the above information on your record.

Thanking you,

Yours sincerely,

For **PNGS Gargi Fashion Jewellery Limited**

Neha Boid

Company Secretary & Compliance Officer

ICSI M. No. A54111

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Annexure-I

The details as required to be disclosed under Regulation 30 read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are as under:

Particulars	Details
Type of securities proposed to be issued	Equity Shares on Preferential Basis subject to the regulatory / statutory approvals as may be required and subject to approval of Shareholders of the Company at the ensuing AGM.
Type of issuance	Issue of Equity Shares on Preferential basis in accordance with the SEBI ICDR Regulations read with the provisions of the Companies Act, 2013 and rules made there under subject to the regulatory / statutory approvals as may be required and subject to approval of Shareholders of the Company at the ensuing AGM.
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Raising of funds of Rs. 10,91,25,000/- (Rupees Ten Crores Ninety-One Lakhs Twenty-Five Thousand only).
Issue price	Equity Shares of Face value of Rs. 10/- each at a price of Rs. 970/- (Rupees Nine Hundred Seventy Only)
List of Proposed Investors to whom shares shall be allotted for Cash	As per Annexure – II
List of Proposed Investors to whom shares shall be allotted for consideration other than Cash	Nil
Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors.	As per Annexure – III
In case of convertibles - intimation on the conversion of securities or on lapse of the tenure of the instrument	Not Applicable

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Annexure-II
List of Proposed Allottees

Sr. No.	Name of the Proposed Allottee	Category (Promoter/ Public)	No. of Securities Proposed to be Applied upto
1	Dimple Shah	Public	7,500
2	Rahul Misra	Public	7,500
3	Seema Chawla	Public	7,500
4	Govind Gadgil	Promoter	45,000
5	Renu Gadgil	Promoter	45,000

Annexure-III
Post allotment of securities

Sr. No.	Name of Proposed Allottees	No. of Shares to be Allotted upto	Category	Pre Pref. Holding		Post Pref. Holding	
				No. of Shares	% of holding	No. of Shares	% of holding
1	Dimple Shah	7,500	Public	0	0.00	7,500	0.07
2	Rahul Misra	7,500	Public	0	0.00	7,500	0.07
3	Seema Chawla	7,500	Public	0	0.00	7,500	0.07
4	Govind Gadgil	45,000	Promoter	30,12,268	29.08	30,57,268	29.20
5	Renu Gadgil	45,000	Promoter	32,78,792	31.66	33,23,792	31.74
	TOTAL	1,12,500				64,03,560	

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