



HINDUSTAN FOODS LIMITED

A Vanity Case Group Company

A Government Recognised Two Star Export House

Registered Office: Office No. 3, Level 2, Centrium, Phoenix Market City,
15, Lal Bahadur Shastri Road, Kurla (West), Mumbai, Maharashtra, India, 400 070.

Email: business@thevanitycase.com, **Website:** www.hindustanfoodslimited.com

Tel. No.: +91 22 6980 1700/01, **CIN:** L15139MH1984PLC316003

Date: June 18, 2025

To, The General Manager Department of Corporate Services BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Tel: (022) 2272 1233 / 34 Company Scrip Code: 519126	To, The Manager, National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400 070 Company Symbol: HNDFDS
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Dear Sir/Madam,

Subject: Outcome of the Meeting of the Share Allotment Committee of the Board of Directors of the Company held on June 18, 2025

Ref: Regulation 30 read with Part A of Schedule III of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, We wish to inform you that, the Members of the Share Allotment Committee of the Board of Directors of the Company at its Meeting held today i.e., Wednesday, June 18, 2025 has inter alia transacted the following businesses:

1. Allotment of 19,79,349 Equity Shares to Qualified Institutional Buyers and Non- Qualified Institutional Buyers , Under Non Promoter Category on Exercising Option on Conversion of the Convertible Warrants

Further to our letter dated December 20, 2023, this is to inform you that two more of the Warrants holders of the Preferential issue made pursuant to Special Resolution passed through Extra-Ordinary General Meeting dated October 20, 2023 and allotted by the Board of Directors in their Meeting held on December 20, 2023, exercised the option for the conversion of total 19,79,349 (Nineteen Lakhs Seventy Nine Thousand Three Hundred and Forty Nine) Warrants into equivalent Equity Shares having face value of Rs. 2/- (Rupees Two Only) each of the Company.

In this regard, we wish to inform you that, upon receipt of an amount aggregating to Rs. 82,49,99,481.71/- (Rupees Eighty Two Crores Forty Nine Lakhs Ninety-Nine Thousand Four Hundred Eighty One and Seventy One Paise Only), being 75% of the balance amount on the said Warrants, the Share Allotment Committee of Board of Directors of the Company at their Meeting held today i.e. June 18, 2025, have allotted 9,15,331 Equity Shares to Qualified Institutional Buyers, Non-Promoter having face value of Rs. 2/- (Rupees Two Only) each at a premium of Rs. 544.25/- (Rupees Five Hundred Forty Four and Twenty Five Paise Only) per



shares and 10,64,018 Equity Shares to Non- Qualified Institutional Buyers Non-Promoter, having face value of Rs. 2/- (Rupees Two Only) each at a premium of Rs. 561.90/- (Rupees Five Hundred Sixty One and Ninety Paise Only) per shares, aggregating to 19,79,349 (Nineteen Lakhs Seventy Nine Thousand Three Hundred and Forty Nine) Equity Shares having face value of Rs. 2/- (Rupees Two Only) each. The details of the Allottees are given below:

Name of Allottees	Category	No. of warrants held	Number of warrants converted into Equity Shares
Malabar Select Fund	Qualified Institutional Buyers, Non-Promoter	9,15,331	9,15,331
Bay Capital Holdings Limited	Non- Qualified Institutional Buyers, Non-Promoter	10,64,018	10,64,018

Consequently, w.e.f. June 18, 2025, the Issued, Subscribed and Paid-up Equity Share Capital of the Company stands increased to Rs. 23,89,63,524/- (Rupees Twenty-Three Crores Eighty Nine Lakhs Sixty Three Thousand Five Hundred and Twenty Four only) consisting of 11,94,81,762 (Eleven Crores Ninety Four Lakhs Eighty One thousand Seven Hundred and Sixty Two) Equity Shares of Rs. 2/- (Rupees Two Only) each.

The new Equity Shares so allotted, shall rank *pari passu* with the existing Equity Shares of the Company.

Details relating to preferential issue of convertible warrants as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 ("SEBI Circular"), are provided in **Annexure-I**.

2. Forfeiture of 25% Upfront Money Received Against Non-Exercised Convertible Warrants and Cancellation of Warrants

Further to our letter dated December 20, 2023 and pursuant to Regulation 169 (3) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, we wish to inform you that, Ms. Vanaja Sundar Iyer one of the warrant holder under category of Non- Qualified Institutional Buyers, Non-Promoter, has not exercised the option to covert 5,32,009 warrants into Equity share, hence these warrants lapsed / cancelled and initial amount paid i.e., 25% upfront application money amounting to Rs. 7,49,99,969/- (Rupees Seven Crores Forty Nine Lakhs Ninety Nine Thousand Nine Hundred and Sixty Nine Only) at the time of allotment of warrants, have been forfeited in accordance with the terms of the issue/ allotment. Further details are provided in **Annexure II** enclosed herewith.

The Committee Meeting commenced at 5:00 pm and concluded at 6:00 pm.

Kindly take the aforesaid information on your records.

Thanking you,

For HINDUSTAN FOODS LIMITED

Bankim Purohit
Company Secretary and Legal Head
ACS: 21865
Encl: as above



ANNEXURE I

Disclosure of Event and Information pursuant to Regulation 30 of the SEBI Listing Regulations 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 Shares pursuant to conversion of Warrants			
b)	Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended ("ICDR Regulations") and other applicable laws			
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued	<div>1. Allotment of 9,15,331 Equity Shares to Qualified Institutional Buyers, Non-Promoter having face value of Rs. 2/- (Rupees Two Only) each upon conversion of equal number of Warrants at an issue price of Rs. 546.25/- each (Rupees Five Hundred Forty- Six and Paisa Twenty-Five Only) upon receipt of balance amount at the rate of Rs. 409.69 (Rupees Four Hundred Nine and Paisa Sixty Nine Only) per warrant (being 75% of the issue price per warrant) amounting to Rs. 37,49,99,669.06/- (Rupees Thirty Seven Crores Forty Nine Lakhs Ninety Nine Thousands Six Hundred Sixty Nine and Nine Paisa Only)</div> <div>2. Allotment of 10,64,018 Equity Shares to Non- Qualified Institutional Buyers, Non-Promoter having face value of Rs. 2/- (Rupees Two Only) each upon conversion of equal number of Warrants at an issue price of Rs. 563.90/- each (Rupees Five Hundred Sixty Three and Paisa Ninety Only) upon receipt of balance amount at the rate of Rs. 422.92 (Rupees Four Hundred Twenty Two and Paisa Ninety Two) per warrant (being 75% of the issue price per warrant) amounting to Rs. 44,99,99,812.65/- (Rupees Forty Four Crores Ninety Nine Lakhs Ninety Nine Thousands Eight Hundred Twelve and Sixty Five Paisa Only)</div>			
In case of preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s):					
i.	Name of the Investors	1. Malabar Select Fund 2. Bay Capital Holdings Limited			
ii.	Post Allotment of securities - outcome of the subscription, issue price / allotted	Name of Allottees	Category	Issue price /allotted price	No of equity shares allotted upon conversion of warrants
		Malabar Select Fund	Qualified Institutional	Rs. 546.25/- each warrant	9,15,331



	price (in case of convertibles)		Buyers, Non-Promoter		
		Bay Capital Holdings Limited	Non-Qualified Institutional Buyers, Non-Promoter	Rs. 563.90/- each warrant	10,64,018
		Pursuant to conversion of the aforesaid warrants into Equity Shares, the Issued, subscribed and paid up capital of the Company stands increased to Rs. 23,89,63,524/- (Rupees Twenty-Three Crores Eighty Nine Lakhs Sixty Three Thousand Five Hundred and Twenty Four only) consisting of 11,94,81,762 (Eleven Crores Ninety Four Lakhs Eighty One thousand Seven Hundred and Sixty Two) Equity Shares of Rs. 2/- (Rupees Two Only) each.			
iii	Number of Investors	2 (Two)			
iv.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Allotment of 19,79,349 Equity Shares, having face value of Rs. 2/- (Rupees Two Only) each, pursuant to the conversion of 19,79,349 warrants.			
v.	Any cancellation or termination of proposal for issuance of securities Including reasons thereof	Not Applicable			
vi.	Lock-In	The Warrants/ Resulting Equity Shares shall be subject to 'lock-in' as prescribed under the applicable provisions of the SEBI (ICDR) Regulations, 2018 as amended.			



Annexure II

Sr. No.	Particulars of Securities	Details of Securities
a)	Type of securities	Convertible Warrants
b)	Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended ("ICDR Regulations") and other applicable laws
c)	Total number of warrants originally allotted and issue price	5,32,009 warrants carrying an entitlement to subscribe for equivalent number of fully paid-up equity shares of Rs. 2/- each, at a price of Rs. 563.90/- per equity share (including a premium of Rs. 561.90/- per equity share)
d)	Upfront amount received at the time of allotment of warrants	Rs. 7,49,99,969/- being 25% upfront money of the Issue Size
e)	Number of warrants exercised within conversion period	NIL
f)	Number of warrants lapsed/ cancellation due to non-exercise within the conversion period	5,32,009
g)	Name of the warrant holders and (number of warrants lapsed/ cancelled)	Ms. Vanaja Sundar Iyer (5,32,009 Warrants)
h)	Amount forfeited	Rs. 7,49,99,969/-
i))	Any change in capital structure due to lapse/ cancellation of warrants	None