

**Eureka Industries Limited**

**CIN:** L91110GJ1992PLC018524

**Registered Office:** 1001 Shitiratna, 10<sup>th</sup> Floor, Panchwati, Ellisbridge,  
Ahmedabad, Gujarat, 380006 India

**Email ID:** eurekaindltd@gmail.com, **Website:** www.eurekaindltd.com **Ph. No.** +91 8052653720

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Date: 28.08.2024

To,  
The Listing Department,  
Bombay Stock Exchange Limited  
Phiroz Jeejeeboy Tower,  
Dalal Street, Mumbai-400023

Dear Sir,

**Sub: Outcome of Meeting of the Board of Directors held on Wednesday, 28<sup>th</sup> August, 2024:**

**Ref: BSE Script Code 521137, ISIN: INE958A01011**

With reference to the captioned subject and pursuance to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, this is to inform you that the Meeting of the Board of directors was held on **Wednesday, 28<sup>th</sup> August, 2024** at the registered office of company.

**The outcomes of Board meeting are as under:**

1. Considered and approved to convene the 32<sup>nd</sup> Annual General Meeting of the Company on Friday, 27<sup>th</sup> September, 2024 at 11:00 AM at the registered office of the company through physical mode, the Notice for the AGM and related documents.
2. Approved and Fixed the Book Closure date from Saturday, 21<sup>st</sup> September, 2024 to Friday, 27<sup>th</sup> September, 2024 (both days inclusive) for the purpose of 32<sup>nd</sup> AGM of the Company.
3. Considered and approved the cut off/record date on Friday, 20<sup>th</sup> September, 2024 for the purpose of voting in the 32<sup>nd</sup> AGM of the Company.
4. Considered and Approved the Directors Report along with its notes and the Secretarial Audit Report for the Financial Year 2023-24.
5. Considered and Approved the Appointment of CS Alpesh Paliwal (COP: 12119), proprietor of M/s. Paliwal & Co. Practicing Company Secretary, as the Scrutinizer for the ensuing 32<sup>nd</sup> AGM of the Company.
6. Approved the Appointment of M/s. R. R. THAKKAR & CO., Chartered Accountants, Ahmedabad, FRN No. 156381W on the recommendation of the Audit Committee, as the Internal Auditor of the Company for the Financial Year 2024-25. **Brief Profile is attached as Annexure I.**
7. Approved and recommended the Re-Appointment of Statutory Auditor M/s. V S S B & Associates, Chartered Accountants, Ahmedabad (FRN: 121356W) for the period of 5 Years and fix their Remuneration in this regard subject to approval of Shareholders in ensuing 32<sup>nd</sup> AGM. **Brief Profile is attached as Annexure II**
8. Approved and recommended the Regularization of Additional Director, Mr. Darshak Shah (DIN: 10735398) as an Executive Director of the Company subject to approval of Shareholders in ensuing 32<sup>nd</sup> AGM.

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9. Approved and recommended the Regularization of Additional Director, Mr. Amitkumar Pradipbhai Sur (DIN: 02351343) as a Non- Executive, Non-Independent Director of the Company subject to approval of Shareholders in ensuing 32<sup>nd</sup> AGM.

10. Approved and recommended to Increase the Authorised Share Capital of the Company and make consequent Alteration in Clause V of the Memorandum of Association subject to approval of Shareholders in ensuing 32<sup>nd</sup> AGM. The Board has approved increase in authorised Share Capital of the Company from Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore Only) Equity Shares of Rupee 10/- (Rupees Ten Only) each to Rs. 60,00,00,000/- (Rupees Sixty Crores Only) divided into 6,00,00,000 (Six Crores Only) Equity Shares of Rupee 10/- (Rupees Ten Only) each.

11. Approved and recommended for Alteration of Memorandum of Association (“MOA”) as per the provisions of the Companies Act, 2013 subject to approval of Shareholders in ensuing 32<sup>nd</sup> AGM.

Brief Details with respect to the said Alteration as required under Regulation 30 read with Para A (14) of Part - A of Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 are provided in **Annexure III** to this letter

12. Approved and recommended for Adoption of New Set of Articles of Association (“AOA”) as per the provisions of the Companies Act, 2013 subject to approval of Shareholders in ensuing 32<sup>nd</sup> AGM.

Brief Details with respect to the said Alteration/Adoption as required under Regulation 30 read with Para A (14) of Part - A of Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13<sup>th</sup> July 2023 are provided in **Annexure III** to this letter.

13. Approved Right issue of Equity Shares upto Rs. 49 crores.

Approval for raising of funds through issuance and allotment of equity shares having face value of ₹ 10.00/- (Rupees Ten Only) (‘Equity Shares’) for an aggregate amount not exceeding Rs. 49,00,00,000/- (Rupees Forty Nine Crore Only) on rights issue basis, on such terms and conditions as may be decided by the Board of Directors of our Company to the eligible equity shareholders of the Company, as on the record date (to be notified subsequently) subject to the receipt of applicable regulatory, statutory approvals, in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, and the Companies Act, 2013 and the rules made thereunder, as amended from time to time, (‘Rights Issue’); and Appointment of various intermediaries or agencies for the aforesaid Rights Issue.

The detailed terms of Rights issue including the procedure for applying in the rights issue will be specified in the letter of offer which will be sent by the company to the eligible shareholders holding equity shares of the Company as on the record date in due course.

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Details required to be furnished under regulation 30 read with Para A (2) Of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-POD1/P/CIR/2023/123 dated 13<sup>TH</sup> July, 2023 issued thereunder are provided in **Annexure IV** to this letter

14. Constituted Rights Issue Committee with effect from 28<sup>th</sup> August, 2024 as under:

**Right Issue Committee:**

<b>DIN</b>	<b>Name of the Committee Member</b>	<b>Designation/Category</b>	<b>Position in Committee</b>
10232506	MAMTA	Managing Director	Member
10735398	DARSHAK SHAH	Executive Director	Chairperson
10268007	VINAY NISHAD	Independent Director	Member
10269583	RAKESH KUMAR	Independent Director	Member

The Board Meeting Commenced at 12:30 PM and Concluded at 01:35 PM.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

**For, EUREKA INDUSTRIES LIMITED**

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**MS. MAMTA PRAHLAD NISHAD**  
**MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER**  
**DIN: 10232506**

**Encl.: As Above**

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**ANNEXURE I:**

**Details as required under SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023**

**Brief Profile: M/s. R R Thakkar & Co.**

<b>Name</b>	M/s. R. R. THAKKAR & CO., Chartered Accountants, Ahmedabad, FRN No. 156381W.
<b>Reason for Change</b>	Appointment
<b>Date of Appointment</b>	28 <sup>th</sup> August, 2024
<b>Term of Appointment</b>	Appointed to conduct internal audit for F.Y. 2024-25.
<b>Disclosure of relationship between Directors</b>	Not Applicable
<b>Brief Profile</b>	Firm was established in September-2021. Mr. Raghav Thakkar (Proprietor) has vast experience in the field of Audit, Direct Tax and Indirect taxes. Audit of Industries like Real estate, Petroleum, Information Technology, Wholesale/Retail Trader, etc. Proprietor is also an Internal Auditor of Companies, Trusts, and Full-Fledged Money Changers (FFMCs).

**For, EUREKA INDUSTRIES LIMITED**

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**DIN: 10232506**

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**ANNEXURE II:**

**Details as required under SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023**

**Brief Profile: M/s. V S S B & Associates.**

<b>Name</b>	M/s. V S S B & Associates, Chartered Accountants, Ahmedabad (FRN: 121356W).
<b>Reason for Change</b>	Re-Appointment of Statutory Auditor M/s. V S S B & Associates, Chartered Accountants, Ahmedabad (FRN: 121356W) for the period of 5 Years and fix their Remuneration in this regard subject to approval of Shareholders in ensuing 32 <sup>nd</sup> AGM.
<b>Date of Appointment</b>	28 <sup>th</sup> August, 2024
<b>Term of Appointment</b>	For the period of 5 Years subject to approval of Shareholders in ensuing 32 <sup>nd</sup> AGM. i.e. to hold office for 5 (five) consecutive years from conclusion of the 32 <sup>nd</sup> Annual General Meeting until the conclusion of the 37 <sup>th</sup> Annual General Meeting of the Company, to be held for the financial year 2028-29.
<b>Disclosure of relationship between Directors</b>	Not Applicable
<b>Brief Profile</b>	M/s. V S S B & Associates (Formerly Known as Vishves A. Shah & Co.), Chartered Accountants, Ahmedabad (FRN: 121356W), a Firm registered with the Institute of Chartered Accountants of India since 2001. Statutory Auditor of the Company and Managing Partner of the CA Firm, CA. (Dr.) Vishves A Shah, has vast experience of 23 Years in Field of Audit, Accounts and Finance and He also serves as an Auditor in several listed and unlisted companies in various business sectors, including the sector in which the Company operates.

**For, EUREKA INDUSTRIES LIMITED**

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**ANNEXURE III:**

**AMENDMENTS TO MOA & AOA OF THE COMPANY:**

**Amendments to MOA:**

- The Board of Directors of the Company at its Meeting held today i.e. August 28, 2024 subject to approval of the Members, approved alteration of Capital Clause (Clause V) of the Memorandum of Association of the Company as below:

**Clause (V) : The Authorised Share Capital of the Company is Rs. 60,00,00,000/- [Rupees Sixty Crores only] divided into 6,00,00,000 [Six Crores Only] Equity Shares of Rs. 10.00 [Rupees Ten only] each.**

- Furthermore, Alteration of the of Memorandum of Association of the Company in place of the existing Memorandum of Association of the Company in line with the Companies Act, 2013 such that following Clause be altered and amended as follows:

**A) Clause III (B) of the Objects clause of the Memorandum of Association of the Company be titled as ‘MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE’.**

**B) Clause III (C) be deleted and ‘Other Objects ‘with Clause III (C)-‘Objects Incidental or Ancillary to the attainment of the Main Objects’ to appear under new Clause III(B) ‘Matters which are necessary for furtherance of the objects specified in Clause III(A) are’ and consequently changing the object numbering as may be appropriate.**

**C) Other amendments required to align the existing memorandum of association with Table A of the Schedule I of the Companies Act, 2013**

- Amendment of Clause IV of the Memorandum of Association by substituting the same with the following:

**Clause (IV): The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.**

**Amendments to AOA:**

The Board of Directors of the Company at its Meeting held today i.e. August 28, 2024 approved adoption of new set of Articles of Association (‘AOA’) based on the Form of Table F as prescribed under the Companies Act, 2013 in place of existing Articles of Association of the Company.

The existing AOA of the Company as presently in force are based on the erstwhile Company Law and several regulations in the existing AOA are no longer in conformity with the Companies Act, 2013.

Further several regulations / articles of the existing AOA of the Company require alteration or deletion pursuant to changes in applicable laws. Therefore, it is considered expedient to wholly replace the existing AOA by a new set of Articles.

**For, EUREKA INDUSTRIES LIMITED**

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**ANNEXURE IV:**

**DETAILS REQUIRED TO BE FURNISHED UNDER REGULATION 30 READ WITH PARA A(2) OF PART A OF SCHEDULE III OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD1/P/CIR/2023/123 DATED 13TH JULY, 2023 ISSUED THEREUNDER ARE FURNISHED BELOW:**

**Issue of Equity Shares of the Company on Rights Issue basis:**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
01	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Equity Shares
02	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Rights Issue
03	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Not exceeding Rs. 49,00,00,000/- (Rupees Forty Nine Crores only)
04	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s)	Not Applicable
05	in case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s)	Not Applicable
06	in case of issuance of depository receipts (ADR/GDR) or FCCB the listed entity shall disclose following additional details to the stock exchange(s)	Not Applicable
07	in case of issuance of debt securities or other non-convertible securities the listed entity shall disclose following additional details to the stock exchange(s)	Not Applicable
08	any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

**For, EUREKA INDUSTRIES LIMITED**

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