

25<sup>th</sup> June, 2020

To, <b>BSE Limited</b> , 25, P. J. Towers, Dalal Street, Mumbai – 400 001 <b>Ref:</b> Company Scrip Code: 532834	To, Listing Department, <b>National Stock Exchange of India Ltd.</b> , Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400051 <b>Ref:</b> Symbol: CAMLINFINE    Series: EQ
---	--

Dear Sir/Madam,


**Sub: Outcome of the Board Meeting**


The Board of Directors of the Company at its meeting held today i.e., 25<sup>th</sup> June, 2020, has approved the following:

1. Raising of funds through issue of warrants convertible into equivalent number of equity shares of Re. 1/- each on a preferential basis to non-promoters by issuing upto 35,500,000 (Three Crores Fifty Five Lacs) warrants (“Warrants”) at an exercise price (“Warrants Issue Price”) not lower than the price 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”). The exact price shall be calculated as on the Relevant Date (as prescribed in the SEBI ICDR Regulations). Please find enclosed, as Annexure ‘A’, information required to be disclosed pursuant to Regulation 30 of SEBI LODR read with Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.
2. Increase in the authorized share capital of the Company and consequent amendment to the Company’s memorandum of Association.
3. Amendment of the Company’s Articles of Association.
4. Camlin Fine Sciences Limited – Employee Stock Option Scheme 2020 (“CFSL ESOP 2020”) for grant of maximum of 4,400,000 stock options, each stock option convertible into one equity share of Re. 1/- to the eligible employees.
5. Grant of stock options under CFSL ESOP 2020 to any Eligible Employee equal to or exceeding 1% of the paid-up share capital of the Company as on the date of grant.
6. Call Option arrangement between Mr. Ashish Dandekar – Managing Director and Infinity Direct Holdings for acquisition of 6,150,000 equity shares from Infinity Direct Holdings (one of the Investors) at the rate of Rs. 72/- per share immediately following the 3<sup>rd</sup> anniversary of the listing of the first tranche of equity shares issued by the Company to the Investors upon conversion of warrants.


 **Registered Office:**  
Camlin Fine Sciences Ltd. F/11-12, WICEL, Opp. SEEPZ, Central Road, Andheri East, Mumbai 400 093, India.  
CIN: L74100MH1993PLC075361 | ISO 22000 Certified Company

 +91 22 6700 1000

 +91 22 2832 4404

 corporate@camlinfs.com

 www.camlinfs.com

7. Convening of Extra-Ordinary General Meeting (“EGM”) on Saturday, 25<sup>th</sup> July 2020 by Video Conferencing/Other Audio Visual Means for obtaining shareholders’ approval in respect of item nos. 1 to 6 as mentioned above and the Notice of EGM.
8. Convening of 27<sup>th</sup> Annual General Meeting (“AGM”) on 10<sup>th</sup> August 2020 by Video Conferencing/Other Audio-Visual Means *inter alia* to consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended 31<sup>st</sup> March, 2020 and the reports of the Board of Directors and Auditors thereon.
9. Closure of the Register of Member and Share Transfer Books of the Company from 4<sup>th</sup> August, 2020 to 10<sup>th</sup> August, 2020 (both days inclusive) for taking record of the Members of the Company for the purpose of 27<sup>th</sup> Annual General Meeting.

The meeting of Board of Directors commenced at 3.00 pm and concluded at 7.20 pm. Kindly take the above information on records.

Encl.: a/a.

Thanking You,

**For Camlin Fine Sciences Limited**



**Mr. Mandar Godbole**  
**GM Legal, Company Secretary**  
**& Compliance Officer**

 **Registered Office:**

Camlin Fine Sciences Ltd. F/11-12, WICEL, Opp. SEEPZ, Central Road, Andheri East, Mumbai 400 093, India.  
CIN: L74100MH1993PLC075361 | ISO 22000 Certified Company

 +91 22 6700 1000

 +91 22 2832 4404

 [corporate@camlinfs.com](mailto:corporate@camlinfs.com)

 [www.camlinfs.com](http://www.camlinfs.com)

**Annexure 'A'**  
**Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements),  
 Regulations, 2015**

Sr. No.	Particulars	Remarks
1.	Type of securities proposed to be issued (viz. equity shares, convertible securities etc.).	Convertible Warrants
2.	Type of issue (further public offering, rights issue, depository receipts, qualified institutional placement, preferential allotment etc.).	Preferential Allotment
3.	Total number of securities proposed to be issued or the total amount for which securities will be issued.	Preferential issue of Warrants convertible into equivalent number of equity shares of Re. 1/- each. Total number of Warrants proposed to be issued is up to 35,500,000 (Three Crores Fifty Five Lacs) Warrants at an exercise price ("Warrants Issue Price") not lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations.
4.	Additional information in case of preferential issue:	
(a)	Names of investors	(i) Infinity Holdings (ii) Infinity Direct Holdings (collectively the "Investors")
(b)	Post allotment of securities – outcome of the subscription, issue price/allotted price (in case of convertibles), number of investors.	Warrants Issue Price shall be the price not being lower than the price determined in accordance with Chapter V of SEBI ICDR Regulations exercisable into equivalent number of equity shares of Re. 1/- each.
(c)	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument.	Warrants will be convertible within a period of 18 months from the date of allotment.
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable.

**An amount equivalent to 1/3<sup>rd</sup> of the total consideration shall be paid by the Investor(s) at the time of subscribing the Warrants. An amount equivalent to 1/3<sup>rd</sup> of the total consideration shall be paid by the Investor(s) at any time in the next nine (9) months and the balance consideration within a period of eighteen (18) months from the date of allotment of Warrants by the Company to the Investor(s). Notwithstanding the foregoing, the Company, at all times, shall have the right to call for such subscription amount from the Investor(s) as it may deem fit by providing one month's prior written notice to the Investor(s).**