

#### **Date July 23, 2025**

To,
BSE Limited.
Corporate Relation Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.
Maharashtra, India.

Scrip Code: 526125 ISIN: INE00HZ01011

Sub: Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 ("Listing Regulations")- Outcome of Board Meeting

Dear Sir/Ma'am,

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 ("SEBI Listing Regulations"), the Board of Directors in their meeting held today i.e. Wednesday, July 23, 2025, through video conferencing, *inter alia* considered the following matter:

### 1) Approved a Corporate Guarantee of INR 700 Crore (Indian Rupees Seven Hundred Crore Only) on behalf of Epitome Industries India Limited

Approved a corporate guarantee not exceeding INR 700 Crores (Rupees Seven Hundred Crore Only) in favour of the bank/financial institutions (hereinafter referred as 'lender(s)') on behalf of Epitome Industries India Limited which is within the limit as prescribed under section 186 of the Companies Act 2013 approved by the shareholders of the company in the meeting held on dated September 23, 2024 for securing the financial assistance to be availed by Epitome Industries India Limited.

Information pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024, is also enclosed as "Annexure -!"



REGD. OFFICE: 217, Adani Inspire-BKC, G Block, BKC Main Road, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051

CIN: L15315MH1991PLC326590



## 2) Change of the name of the Company, if approved by the ROC,CRC & MCA and consequent alteration in the memorandum of association and article of association of the company.

Approved the change of name of the Company from BN Holdings Limited to the proposed names only upon receipt of approval from the concerned Registrar of Companies (ROC), Central Registration Centre (CRC) & Ministry of Corporate Affairs (MCA) and consequent alteration in clause I of the Memorandum of Association (MOA) and Articles of Association (AOA) of the Company subject to further approval by the shareholders.

#### 3) Approval of Notice convening of the Extra-Ordinary General Meeting

Approved the notice of 01<sup>st</sup> Extra-ordinary General Meeting of the Company for the financial year 2025-26 scheduled to be held on Monday, August 18, 2025 at 01:00 PM through video conferencing(VC)/other audio -visual means(OVAM) and matters connected thereto in accordance with General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA"), along with the Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/13 date October 03, 2024 issued by the Securities Exchange Board of India ("SEBI").

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, and rules made thereunder (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed August 13, 2025 as cut-off date to record entitlement of the members who are eligible to cast votes electronically for the business to be transacted at the 01st Extra-ordinary General Meeting of the Company.

The copy Notice of the Extra-ordinary General Meeting will be submitted in due course.

#### 4) Appointment of Scrutinizer

Appointment of M/s Mehta & Mehta through its partner Mrs. Nayan Handa, PCS (FCS 11993; CP 18686), as Scrutinizer to conduct e-voting in fair and transparent manner.

#### 5) Appointment of E- Voting Agency

Appointment of M/S. BIGSHARE Services Private Limited as remote e-voting Agency for the resolutions proposed to be passed through Extra-ordinary General Meeting of members of the Company.

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#### 6) Appointment of Secretarial Auditor

The Board considered the appointment of M/s Mehta & Mehta as the Secretarial Auditor of the Company on recommendation of Audit Committee subject to approval of shareholders of the company in ensuing Annual General Meeting for the period of 5 (five) consecutive years i.e. from 2025-26 to 2029-30. Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0 155 dated 11th November 2024 is annexed as **Annexure-II** 

The above matters have been duly approved by the Board of Directors at their meeting which commenced at 12: 00 Noon and concluded at 12: 45 P.M.

We requested you to kindly take the same on records.

THANKING YOU
FOR BN HOLDINGS LIMITED

REETIKA MAHENDRA
COMPANY SECRETARY AND COMPLIANCE OFFICER
[M.NO: ACS48493]





#### Annexure - I

# <u>Disclosure of information pursuant to the requirement of Regulation 30 and other relevant provisions of the SEBI Listing Regulation read along with SEBI Circular No. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024</u>

Sr. No.	Particulars	Details
1.	Name of the party for which such guarantees or indemnity or surety was given	Epitome Industries India Limited
2.	Whether the promoter/ promoter group/ group companies have any interest in this transaction? If yes, the nature of interest and details thereof and whether the same is done at "arm's length".	,
3.	Brief details of such guarantee or indemnity or becoming a surety viz. brief details of agreement entered (if any) including significant terms and conditions, including the amount of guarantee	Pursuant to section 179(3) and other applicable provisions of Companies Act 2013, read with relevant rules made thereunder and in continuation of the threshold limit approved by the shareholders of the Company under Section 186 of the Companies Act, 2013 on September 23, 2024 the company has given a corporate guarantee not exceeding INR 700,00,00,000 (Rupees Seven Hundred Crore Only) in favour of bank/financial institutions (hereinafter referred as 'lender(s)') on behalf of Epitome Industries India Limited for securing the financial assistance to be availed by Epitome Industries India Limited.
4.	Impact of such guarantees or indemnity or surety on a listed entity	No financial / operational impact is foreseen till the invocation of a guarantee by the lender. In the event of invocation, the guarantee may have an impact on the Company's financials.



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#### **Annexure - II**

## <u>Disclosure under sub-para (7) of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

Sr.	Particulars	Details
No.		
1.	Name of Auditor	M/s Mehta & Mehta
2.	Reason of Change viz appointment, re-appointment, resignation, removal, death G otherwise;	Appointment (subject to approval of shareholders in ensuing Annual General Meeting)
3	Date of Appointment & term of appointment	23.07.2025 for the period of 5 consecutive years from the financial year 2025-26 to 2029-30.
4	Brief Profile (in case of appointment)	Mehta & Mehta is a 25-year-old firm promoted by Mr. Atul Mehta and Ms. Dipti Mehta. They strive for quality and excellence in legal and secretarial consultancy which covers varied areas of the corporate field and diverse avenues of corporate laws & other related areas. The firm started out as a practicing company secretaries' firm, and today the bouquet of services includes Management, Mentoring, Strategizing, Finance, Legal, Compliance, HR, Secretarial, Marketing, Operations, Sustainability and so on.
5	Disclosure of relationship between directors (in case of appointment of a director)	Not Applicable



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