

Date: November 29, 2025

To <b>BSE Limited</b> Listing Department Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001  <b>BSE SCRIP CODE: 532776</b>	To <b>National Stock Exchange of India Limited</b> Department of Corporate Services “Exchange Plaza” C-1, Block G Bandra-Kurla Complex, Bandra (E) Mumbai- 400 051  <b>NSE SYMBOL: SHIVAMAUTO</b>
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Dear Sir / Madam

**Sub: Outcome of Board Meeting pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In continuation of the intimation dated 26th November 2025 and pursuant to Regulation 30 read with Schedule III and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”), we wish to inform that the Board of Directors, at its meeting held on 29th November 2025, has inter alia considered and approved the following matters:

- Fundraising through Issuance of OCDs:**  
The Board approved raising funds by way of issuance of up to 12,000 (Twelve Thousand) unlisted, secured, redeemable, optionally convertible debentures (“OCDs”) in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”). The proposed issuance shall be subject to approval of the shareholders under the Companies Act, 2013 (“Companies Act”) and the ICDR Regulations, and receipt of all other requisite statutory and regulatory approvals (including in-principle approvals of BSE Limited and National Stock Exchange of India Limited under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”).
- Approval of Special Rights:**  
The Board approved the grant of special rights to Alpha Alternative Structured Credit Opportunities Fund pursuant to the OCD Subscription Agreement, subject to approval of the shareholders under the LODR Regulations.
- Amendment to Articles of Association:**  
The Board approved the proposal to amend the Articles of Association of the Company, subject to approval of the shareholders under the Companies Act.
- Revision of Limits:**  
The Board approved the revision of limits under Sections 180(1)(a) and 180(1)(c) of the Companies Act, subject to approval of the shareholders under the Companies Act.
- Postal Ballot Notice:**  
The Board reviewed and approved the draft postal ballot notice seeking shareholders’ approval for the aforesaid preferential issue and related matters.

The Board meeting commenced at 05:00 PM and concluded at 8:00 PM.

The details as required in terms of SEBI Circular dated November 11, 2024 and SEBI Circular dated December 31, 2024 are enclosed as Annexure A.

Thanking you.

**For Shivam Autotech Limited**

**Shakti Mahana**  
Company Secretary

**SHIVAM AUTOTECH LIMITED [www.shivamautotech.com](http://www.shivamautotech.com)**  
**CIN: L34300HR2005PLC081531**

**Registered Office:** 10, 1<sup>st</sup> Floor, Emaar Digital Greens, Tower A,  
Sector 61, Golf Course Extension Road, Gurugram, Haryana-  
122102

**Tel:** 0124-4698700

## Annexure A

Details as required in terms of SEBI Circular dated November 11, 2024, and SEBI Circular dated December 31, 2024

Sl. No.	Particulars	Details																
1.	Type of securities proposed to be issued	Indian Rupee denominated unlisted, secured, redeemable, optionally convertible debentures (“OCDs”)																
2.	Type of issuance	Preferential issuance of OCDs, on a private placement basis in accordance Chapter V of ICDR Regulations and other applicable laws																
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 12,000 OCDs of face value ₹1,00,000 (Rupees One Lakh) each, at an issue price of ₹1,00,000 (Rupees One Lakh) per OCD, aggregating to up to ₹1,20,00,00,000 (Rupees One Hundred twenty Crores)																
4.	<b>Additional details in case of preferential issue:</b>																	
	i. Names of the investors:	<table><tr><th>Sr. No</th><th>Names of the investor</th><th>Number of OCDs to be issued</th></tr><tr><td>1.</td><td>Alpha Alternative Structured Credit Opportunities Fund</td><td>12,000</td></tr></table>	Sr. No	Names of the investor	Number of OCDs to be issued	1.	Alpha Alternative Structured Credit Opportunities Fund	12,000										
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1.	Alpha Alternative Structured Credit Opportunities Fund	12,000																
	ii. Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	<p><b>a) Outcome of the subscription</b></p> <table><tr><th rowspan="2">Name of the investor</th><th colspan="2">Pre preferential issue</th><th rowspan="2">No. of OCDs proposed to be issued</th><th colspan="2">Post preferential issue</th></tr><tr><th>No. of Equity Shares</th><th>% of Share Holding</th><th>No. of Equity Shares*</th><th>% of Share Holding*</th></tr><tr><td>Alpha Alternative Structured Credit Opportunities Fund</td><td>Nil</td><td>Nil</td><td>12,000</td><td>This will be included in the shareholder s’ notice.</td><td>This will be included in the shareholders’ notice.</td></tr></table> <p><i>*Assuming full conversion of 12,000 OCDs into equivalent number of equity shares under present preferential issue. In the event the Investor does not exercise the right to convert the OCDs into equity shares within a period of 18 (eighteen) months from date of allotment of the OCDs, then such unconverted OCDs will be mandatorily redeemable by the Company. Accordingly, there will not be a change to the post-preferential issue shareholding of the Investor.</i></p> <p><b>b) Issue price/allotment price (in case of convertibles):</b></p> <p>The total number of OCDs shall be convertible into such number of fully paid-up equity shares of the Company (having face value ₹2 (Rupees Two) each) as determined by dividing the total OCD investment amount by a conversion price equal to the minimum price determined in accordance with Regulation 164(4) of the ICDR Regulations (to be specified in the shareholders’ notice).</p> <p><b>c) Number of investors:</b></p> <p>1 (one)</p>	Name of the investor	Pre preferential issue		No. of OCDs proposed to be issued	Post preferential issue		No. of Equity Shares	% of Share Holding	No. of Equity Shares*	% of Share Holding*	Alpha Alternative Structured Credit Opportunities Fund	Nil	Nil	12,000	This will be included in the shareholder s’ notice.	This will be included in the shareholders’ notice.
Name of the investor	Pre preferential issue			No. of OCDs proposed to be issued	Post preferential issue													
	No. of Equity Shares	% of Share Holding	No. of Equity Shares*		% of Share Holding*													
Alpha Alternative Structured Credit Opportunities Fund	Nil	Nil	12,000	This will be included in the shareholder s’ notice.	This will be included in the shareholders’ notice.													
	iii. In case of convertibles intimation on conversion of securities or on lapse of the tenure of the instrument:	The total number of OCDs shall be convertible into such number of fully paid-up equity shares of the Company (having face value ₹2 (Rupees Two) each) as determined by dividing the total OCD investment amount by a conversion price equal to the minimum price determined in accordance with Regulation 164(4) of the ICDR Regulations (to be specified in the shareholders’ notice). The OCDs may be converted into equity shares, solely at the option of the Investor, in one or more tranches within a period of 18 (eighteen) months from the date of allotment of OCDs.																

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		The tenure of OCDs shall not exceed 18 (eighteen) months from the date of allotment. Any OCDs that remain unconverted upon expiry of 18 (eighteen) months from the date of allotment of the OCDs shall, without any further act or deed, stand mandatorily redeemable by the Company immediately upon the expiry of such 18 (eighteen) months' period, in accordance with the terms of issue and applicable law.
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable
<b>Additional details in case of issuance of debt securities:</b>		
6.	Size of the issue	Up to ₹1,20,00,00,000 (Rupees One Hundred twenty Crores)
7.	Whether proposed to be listed?	No
8.	Tenure of the instrument - Date of allotment and date of maturity	The tenure of OCDs shall not exceed 18 (eighteen) months from the date of allotment, unless converted prior thereto in accordance with the terms of the OCDs. Any OCDs that remain unconverted upon expiry of 18 (eighteen) months from the date of allotment of the OCDs shall, without any further act or deed, stand mandatorily redeemable by the Company immediately upon the expiry of such 18 (eighteen) months' period, in accordance with the terms of issue and applicable law.
9.	Coupon/interest offered, schedule of payment of coupon/interest and principal	Coupon rate: 10% The schedule of payment and other details shall be as per the terms and conditions of the transaction documents relating to the OCDs. Any OCDs that remain unconverted upon expiry of 18 (eighteen) months from the date of allotment of the OCDs shall, without any further act or deed, stand mandatorily redeemable by the Company immediately upon the expiry of such 18 (eighteen) months' period, in accordance with the terms of issue and applicable law.
10.	Charge/security, if any, created over the assets	Any charge or security, if created over the assets, shall be in accordance with the terms and conditions of the Transaction Documents.
11.	Special right / interest / privilege attached to the instrument and changes thereof	The Investor has the right to appoint a nominee director on the board of directors of the Company and has affirmative voting rights over limited matters as more specifically set out in the transaction documents relating to the OCDs, subject to shareholders' approval under Regulation 31B of the LODR Regulations.
12.	Delay in payment of interest/principal amount for a period of more than 3 months from due date or default in payment of interest/principal	In accordance with the terms of the transaction documents relating to the OCDs.
13.	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning security and/or assets along with its comments thereon	In accordance with the terms of the transaction documents relating to the OCDs.
14.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	In accordance with the terms of the transaction documents relating to the OCDs.

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