



Arvind & Company Shipping Agencies Limited
(Formerly Arvind & Company Shipping Agencies Private Limited)

City Point, 5th Floor, Opp. Town Hall, Jamnagar - 361 001, Gujarat.

Ph: +91 288 2551901 Fax: +91 288 2552566

Email: info@arvindshipping.com

Website: arvindshipping.com

CIN: U61200GJ1987PLC009944

Date: September 13, 2024

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (East), Mumbai-400051.

Sub: Outcome of Board meeting held on today i.e. on September 13, 2024, in terms of second proviso to Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Arvind and Company Shipping Agencies Limited (SYMBOL/ISIN: ACSAL/INE0P4T01013)

With reference to captioned subject, we hereby inform you that the Board of Directors of the Company, in their Board Meeting held on today, i.e. on Friday, September 13, 2024, at the Registered Office of the Company Which was commenced at 05:00 P.M. and concluded at 06:35 P.M. have,

1. Considered and approved increase in the Authorised Share Capital of the company from existing Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lacs Only) divided into 1,25,00,000 (One Crore Twenty-Five Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 22,00,00,000/- (Rupees Twenty-two Crores Only) divided into 2,20,00,000 (Two Crore twenty Lacs only) Equity Shares of Rs. 10/- (Rupees Ten Only) each and corresponding amendments to the Clause V of the Memorandum of Association of the Company subject to approval of Shareholders.
2. Approved to create, issue, offer and allot, up to 49,27,500 (Forty-Nine Lakh Twenty-Seven Thousand Five Hundred Only) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the company to the Non-Promoters/Public, on a preferential basis ("Preferential Issue") on such terms and conditions as may be determined by the Board and subject to the approval of the Shareholders of the Company and applicable regulatory authorities as the case may be, in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 ("SEBI ICDR Regulations"), Companies Act, 2013 and other applicable laws;

Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue is enclosed as Annexure A.

3. Approved to create, issue, offer and allot, up to 39,75,000 (Thirty-Nine Lakh Seventy-Five Thousand Only) Fully Convertible Warrants ("Equity Warrant(s)") each convertible into, or exchangeable for, 1 (One) fully paid up equity share of the Company of Face Value of Rs. 10/- (Rupees Ten Only) each to Promoters/Non-Promoters/Public of the company, which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months on a preferential basis ("Preferential Issue") on such terms and conditions as may be determined by the Board and subject to the approval of the Shareholders of the Company and applicable regulatory authorities as the case may be, in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 ("SEBI ICDR Regulations"), Companies Act, 2013 and other applicable laws.

Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue is enclosed as Annexure A.

4. Appointed National Securities Depository Limited (NSDL) as Remote E-Voting Agency for resolutions proposed to be passed at Extra Ordinary General Meeting.
5. Convening an Extra-Ordinary General Meeting of the Company on Tuesday, October 08, 2024 through video conferencing or other audio-visual means, to seek necessary approval of the members, for the aforementioned issuance.
6. Approved Appointment of M/s. Mittal V Kothari & Associates, Practicing Company Secretary, as Scrutinizer for carrying out Remote e-Voting Process and Voting at the Extra Ordinary General Meeting in fair and transparent manner.
7. Considered & approved the change of name of the Company, to such name, which may signify company's business activities more appropriately, and as may be made available by the Ministry of Corporate Affairs, and accorded necessary authorization for seeking name availability & subject to the approval of the shareholders.



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8. Considered and approved various related party transactions subject to the approval of the Shareholders in the ensuing Extra-Ordinary General Meeting;
9. Discussed all matters, apart from Business proposed for the approval of the Members, contained in the Notice of Extra-Ordinary General Meeting in detail and approved draft of Notice of Extra-Ordinary General Meeting and authorised Executive Directors and Company Secretary to send Notice to all the Members of the Company under the provisions of the Companies Act, 2013 read with rules made thereunder.

The copy of the notice of Extra Ordinary General Meeting will be submitted to the Stock Exchange, E-voting Agency as soon as the same will be emailed to the eligible Shareholders. The notice of Extra Ordinary General Meeting will also be hosted on the website of the Company at <https://www.arvindshipping.com/>.

10. Considered & approved acquisition of 75% of paid-up equity share capital of Arcadia Logistics Limited (Arcadia) {Formerly known as Bedi Shipping Limited}, one of the group entity of the Company. At present, our company holds 8,200 Equity Shares constituting to 0.82% of total Equity Shares of the Company. The Share Purchase and Shareholders' Agreement has been executed with Arcadia Logistics Limited as per the clause mentioned in term sheet. Consequent upon the completion of acquisition of the above said shares, Arcadia would become a subsidiary of the Company.

Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Acquisition enclosed as Annexure B.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For, Arvind and Company Shipping Agencies Limited

Arvindbhai Kantilal Shah
Chairman and Managing Director
DIN: 00094647

Place: Jamnagar



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Annexure A

Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Preferential Issue:-

Sr. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. Equity shares, convertibles etc.)	1. Equity Shares 2. Fully Convertible Equity Warrants
2	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.
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 49,27,500 (Forty-Nine Lakh Twenty-Seven Thousand Five Hundred Only) Equity Shares of face value of Rs. 10.00 each at an issue price of Rs. 69.00 per equity Shares (including premium of Rs. 59.00 per equity Shares) aggregating Up to Rs. 33,99,97,500 (Thirty-three Crore Ninety-nine Lacs ninety-seven thousand five hundred only) Up to 39,75,000 (Thirty-Nine Lakh Seventy-Five Thousand Only) Fully Convertible Equity Warrants ("Warrant(s)") each convertible into or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10.00 each at an issue price of Rs. 69.00 per equity share (inclusive of a premium of Rs. 59.00 per equity share) for a total consideration of aggregating Up to Rs. 27,42,75,000 (Twenty-Seven crore forty-two lacs seventy-five thousand only) The price of the warrants has been determined in accordance with the ICDR Regulations. The preferential issue will be undertaken for cash consideration. An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of Warrant(s).
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	As under
	i. Names and Number of the investors - Equity	As per Annexure I
	ii. Names and Number of the investors – Equity Warrants	As per Annexure II
5.	Post allotment of securities - outcome of the subscription	As under
	Total Number of Investors	72



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Post allotment of securities - outcome of the subscription:

Sr. No.	Category of Shareholder	Pre-Preferential Issue		Post-Preferential Issue#	
		No. of Shares	Percentage	No. of Shares	Percentage
1.	Promoters & Promoters' Group	8861800	73.01%	10961800	52.10%
2.	Public	3276000	26.99%	10078500	47.90%
	Total	12137800	100.00%	21040300	100.00%

#The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the equity shares and / or warrants which they intend to do so and on fully diluted basis and the pre-issue share holding pattern continue to be the same. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares or warrants, the shareholding pattern in the above table would undergo corresponding changes. Moreover, it is presumed that all the warrants subscribed will be converted into equity shares.

Issue Price:

Equity shares of face value of Rs. 10.00 each to be issued to the proposed Allottees at an issue price of Rs. 69.00 per equity share (inclusive of a premium of Rs. 59.00 per equity share) determined in accordance with Regulation 164 of the SEBI ICDR Regulations.

Each Warrant is convertible into or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10.00 each at an issue price of Rs. 69.00 per equity warrants (inclusive of a premium of Rs. 59.00 per equity warrants).

In case of convertibles-intimation of conversion of securities or on lapse of the tenure of the instrument

Each Equity Warrant will be convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company of face value of Rs. 10/- each payable in cash, which may be exercised in one or more tranches.

Any cancellation or termination of proposal for issuance of securities including reasons thereof: NIL



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Annexure I- Names and Number of the investors for Equity - 67 (Sixty-Seven)- Non Promoter/Public Category

Sr. No.	Name of Proposed Allottees	Category	No of Equity shares proposed to be issued
1.	SHRI BAJRANG COMMODITY	Non Promoter	207000.00
2.	RENU BANSAL	Non Promoter	200000.00
3.	SWATI GOEL	Non Promoter	177000.00
4.	GUNJAN GOYAL	Non Promoter	177000.00
5.	RAJESH BANSAL	Non Promoter	160000.00
6.	PITAM GOEL HUF	Non Promoter	155000.00
7.	NAVIN MAHAVIRPRASAD DALMIA	Non Promoter	153000.00
8.	GROWFAST SECURITIES AND CREDIT PRIVATE LIMITED	Non Promoter	145000.00
9.	WOW INVESTMENTS	Non Promoter	144000.00
10.	TUSHAR AGGARWAL	Non Promoter	115000.00
11.	BADAMI INVESTMENTS	Non Promoter	115000.00
12.	NVS CORPORATE CONSULTANCY SERVICES PVT. LTD.	Non Promoter	110000.00
13.	DIPAK RAHEJA	Non Promoter	108000.00
14.	AARSON INVESTMENTS	Non Promoter	108000.00
15.	SUNIL SPONGE PRIVATE LIMITED	Non Promoter	108000.00
16.	ARTHVEDA INVESTMENT	Non Promoter	108000.00
17.	BHAJEE PORTFOLIO PRIVATE LIMITED	Non Promoter	100000.00
18.	SKG ASSET MANAGEMENT PRIVATE LIMITED	Non Promoter	87500.00
19.	SVELTETECH TECHNOLOGIES PRIVATE LIMITED	Non Promoter	87000.00
20.	SAMEER PAHLAJANI	Non Promoter	72000.00
21.	ASHA SINGHANIA	Non Promoter	72000.00
22.	ANVI POWER INVESTMENTS PRIVATE LIMITED	Non Promoter	72000.00
23.	TEN EIGHTY INVESTMENTS	Non Promoter	72000.00
24.	KUSHAL VASWANI	Non Promoter	72000.00
25.	VIKRAM NARANG	Non Promoter	70000.00
26.	RAKESH GUPTA	Non Promoter	70000.00
27.	RAJAT GOEL	Non Promoter	70000.00



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28.	SUNIL KUMAR GUPTA	Non Promoter	70000.00
29.	SURINDER KAUR	Non Promoter	70000.00
30.	RUHINA SHARMA	Non Promoter	70000.00
31.	KAPIL GUPTA	Non Promoter	70000.00
32.	RAJAN VERMA	Non Promoter	70000.00
33.	AMIT JAIN	Non Promoter	70000.00
34.	SINGHVI HERITAGE LLP	Non Promoter	63000.00
35.	VIJAY NANJI SODHA	Non Promoter	56000.00
36.	DHANESHA ADVISORY LLP	Non Promoter	56000.00
37.	HARIA ENTERPRISE	Non Promoter	52500.00
38.	SIDDHI VENTURE	Non Promoter	52500.00
39.	ASHOKKUMAR VASANTLAL SHAH	Non Promoter	52500.00
40.	KAJAL MAHINDRA SHAH	Non Promoter	52500.00
41.	ALPA SUNIL CHHEDA	Non Promoter	52500.00
42.	NEETA NAVIN NAGDA	Non Promoter	52500.00
43.	FENKIN INFRAVENTURES PRIVATE LIMITED	Non Promoter	52500.00
44.	NIMISH BABULAL PARIKH	Non Promoter	52500.00
45.	ABHAY D SHAH	Non Promoter	52000.00
46.	VENKATRAMAN SUBRAMANIAN	Non Promoter	52000.00
47.	VINOD K PATIL	Non Promoter	51000.00
48.	KUNAL KAILASH PAREKH	Non Promoter	50000.00
49.	NANDURA ESTATES	Non Promoter	45000.00
50.	ABHISHEK RAO	Non Promoter	45000.00
51.	PRADEEP SOOD	Non Promoter	35600.00
52.	GAURAV MISRA	Non Promoter	32000.00
53.	KUNAL R JAIN	Non Promoter	31000.00
54.	ABHAY D MUSALE	Non Promoter	31000.00
55.	ISHWARI SWAPNIL KABRA	Non Promoter	30500.00
56.	PRIYANKA DATTA	Non Promoter	30500.00
57.	VARSHA VIJAY SHEJAWAL	Non Promoter	30500.00
58.	CHIRAG B SHETH	Non Promoter	30000.00



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59.	SANJEEV KUMAR SINGH	Non Promoter	30000.00
60.	KSHMA JASWANT SHAH	Non Promoter	30000.00
61.	SAGAR JETHALAL NISHAR	Non Promoter	28000.00
62.	CHITRA KUMAR	Non Promoter	27600.00
63.	SEEMA KUMARI M S	Non Promoter	27600.00
64.	VIJAY CHANDULAL GIDWANI	Non Promoter	27000.00
65.	DANGE NILESH SUDHIR	Non Promoter	20600.00
66.	RAVI NAVIN SHAH (HUF)	Non Promoter	20600.00
67.	SURESH PATIL	Non Promoter	20500.00
TOTAL			4927500

Annexure II- Names and Number of the investors for Equity - 05 (Five)- Promoter/Non Promoter

Sr. No.	Name of Proposed Allottees	Category	No. of Warrants Convertible to Equity proposed to be issued
1.	ARVINDBHAI KANTILAL SHAH	Promoter	1470000
2.	VINIT ARVIND SHAH	Promoter	265000
3.	CHINTAN ARVIND SHAH	Promoter	260000
4.	PARUL ARVINDBHAI SHAH	Promoter	105000
5.	INFINITY INTERIORS PRIVATE LIMITED	Non Promoter	1875000
TOTAL			3975000



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Annexure – B

Details as required pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to the Acquisition

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name of the Target Entity: Arcadia Logistics Limited Details in brief: Arcadia is currently engaged in the business of in the operations of ships in all its aspect, to operate, own, purchase, acquire, build, run, hire, lease and maintain ships of all kinds including barges, boats, launches and other water vessels for conveyance and transport of passengers, merchandise, cargo and goods of every description. The current paid up and issued share capital of the Company comprises of 9,99,880 equity shares with a face value of Rs. 10 each.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”.	Yes. Promoter & promoter group are interested in the acquisition as they hold majority Equity Shares of Arcadia. However, the transaction is at arm’s length as shares are being purchased on the basis of Book value of Equity Shares.
1.	Industry, to which the entity being acquired belongs	Shipping & Logistic Industry.
2.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The object of the Company is in line with the object of Arcadia. The said acquisition would result in further expansion of the business of our Company.
3.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
4.	Indicative time period for completion of the acquisition	Within span of three months
5.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration
6.	Cost of acquisition and/or the price at which the shares are acquired	Cost of acquisition will be at such price as determined on the basis of Book value for 70% shares takeover.
7.	Percentage of shareholding / control acquired and / or number of shares acquired	691716 Equity Shares of Face value Rs. 10 each constituting to overall 75% percent of paid up capital of the Company.
8.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Brief background about the entity to be acquired in terms of products/line of business acquired Target Company is into business of Shipping. Date of Incorporation: 01/11/1990 Last 3 years’ turnover: 2023-2024: Rs. 7,77,18,752 2022-2023: Rs. 1,17,02,850 2021-2022: Nil Country in which the acquired entity has presence: India



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For, Arvind and Company Shipping Agencies Limited

Arvindbhai Kantilal Shah
Chairman and Managing Director
DIN: 00094647

Place: Jamnagar