

Date: May 17, 2025

To

**BSE Limited**

Phirozee Jeejeebhoy Towers

Dalal Street,

Mumbai-400051

**BSE Scrip Code: 509732**

Dear Sir/Madam,

**Subject: Outcome of Board Meeting**

In compliance with Regulation 30 read with Schedule III, Part A, Para A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), this is to inform you that the Board of Directors of the Company at their meeting held today i.e., **May 17, 2025** have, *inter alia* considered and approved the following:

1. Considered and approved the formulation of Employee Stock Option Plan, viz., "**KICL Employee Stock Option Scheme 2025**", in terms of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 subject to the approval of the members of the Company at the ensuing Extraordinary General Meeting ("EGM") of the Company scheduled to be held on Friday, 13th June, 2025 at 11.00 am through Video Conferencing / Other Audio-Visual Means and such other regulatory/statutory approvals as may be necessary.
2. Details as required under Regulation 30 of the Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is attached herewith as Annexure - A.
3. Issuance of **1,36,37,600 Equity Shares** of face value of Rs. 5/- each at an issue price of Rs. 72.60/- per equity share (including a premium of Rs. 67.60/- per equity share) aggregating to Rs. 99,00,89,760/- (Rupees Ninety nine crores eighty nine thousand seven hundred and sixty only) on preferential basis, to Promoter and Non-promoters in accordance with the provisions of SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018, as amended. The Details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, with respect to the proposed Preferential Issue is enclosed as **Annexure B and C**.
4. To approve the notice of Extra Ordinary General Meeting to be held on June 13, 2025
5. The meeting of the Board of Directors of the Company commenced at **04:30PM** and concluded at **07:30PM**.

Thanking you,

Yours Faithfully,

**For Kothari Industrial Corporation Limited**

**Anil Kumar Padhiali**

**Company Secretary and Compliance Officer**



**KOTHARI INDUSTRIAL CORPORATION LIMITED**  
CIN No. L74110TN1970PLC005865  
Kothari Building - No. 114/117, Mahatma Gandhi Salai  
Nungambakkam, Chennai - 600 034.



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# ANNEXURE A

Sr. No.	Particulars	Details
1.	Brief details of options granted	On the recommendations of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company have approved the formulation of "KICL Employee Stock Option Scheme 2025", with the authority to grant not exceeding 46,86,000 (Forty Six Lakhs Eighty Six Thousand Only) employee stock options to such Eligible Employees of the Company as may be determined by the NRC (also designated as Compensation Committee), in one or more tranches, from time to time, which in aggregate shall be exercisable into not more than 46,86,000 (Forty Six Lakhs Eighty Six Thousand Only) equity shares of face value of Rs. 5/- (Rupees Five Only) each fully paid-up, subject to approval of the shareholders at the ensuing EOGM of the Company and such other regulatory/statutory approvals as may be necessary.
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (if applicable)	Yes
3.	Total number of shares covered by these options	46,86,000 (Forty Six Lakhs Eighty Six Thousand Only) equity shares of face value of



4.

#### Pricing Formula

**Rs. 5/- (Rupees Five Only)**  
each fully paid-up, equity  
share capital of the Company.

The Exercise Price of any  
Option granted under the  
Plan shall be the price for  
Exercise of Options as  
determined by the NRC which  
shall not be less than the face  
value of the equity shares and  
Exercise price shall be on the  
year of experience served in  
the company as mentioned  
below.

Exercise of option:	Price
More than 10 years	Rs. 40/-
More than 5 years	Rs. 45/-
More than 2 years	Rs.50/-
More than 1 year	Rs.55/-
Less than 1 year	Rs.60/-

5.

#### Options Vested

The option/ benefit shall vest  
2 years from the date of  
grant.

6.

#### Time within which options may be exercised

The exercise period shall be 1  
year from the date of Vesting.  
Option shall be exercised  
during the Exercise Period  
(except in case of resignation  
etc). Options not exercised  
during any particular  
exercise period shall lapse.

After vesting period over,  
company will allot share to  
eligible employees in below  
manner :

25% shares in 1st year and

25% in 2nd and

50% in 3rd year



### Annexure B

The Details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as follows:

Sr.	Particulars	Details
1.	Type of securities proposed to be issued	Equity Shares
2.	Type of issuance	Preferential issue
3.	Total number of securities proposed to be issued <del>or the total amount for which the securities will be issued;</del>	1,36,37,600 Equity Shares to promoters and non-promoters.
4.	In case of Preferential Issue the listed entity shall disclose the following additional details to the stock exchange(s): i. name(s) of the investor(s) along with category; ii. post allotment of securities - the outcome of the subscription, number of investors	The details are enclosed as Annexure B.
5	issue price / allotted price <del>(in case of convertibles)</del>	Rs. 72.60/-



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### Annexure C

Sr. No	Name of the Proposed Allottees	Category	Pre-Preferential Allotment Holding	%	Post Preferential Allotment (Post Issue of Equity Share) Holding	%
1.	Shrikarthik N	Non- Promoter	0	0	16000	0.01
2.	Nadia Khaleel	Non- Promoter	0	0	20000	0.02
3.	G Ramesh	Non- Promoter	100000	0.10	272000	0.25
4.	Vijay Hundhuja	Non- Promoter	0	0.00	80000	0.07
5.	Thanikodi R	Non- Promoter	15000	0.01	31000	0.03
6.	Parimala Krishnamurthy	Non- Promoter	0	0.00	240000	0.22
7.	Kurios Finvest Llp	Non- Promoter	0	0	280000	0.26
8.	Sumer Kohli	Non- Promoter	0	0	120000	0.11
9.	Balaji Goverthan	Non- Promoter	0	0	240000	0.22
10.	Saranga Investments & Consultancy Pvt Ltd	Non- Promoter	600000	0.64	760000	0.71
11.	Sivakumar	Non- Promoter	25000	0.03	45000	0.04



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Sr. No	Name of the Proposed Allottees	Category	Pre-Preferential Allotment Holding	%	Post Preferential Allotment (Post Issue of Equity Share) Holding	%
12.	Lakshmi Shanmugaraj	Non- Promoter	0	0.00	150000	0.14
13.	Amith Kumar Khadloya	Non- Promoter	0	0	50000	0.05
14.	Radhika Mohta	Non- Promoter	0	0	160000	0.15
15.	P Madhavan	Non- Promoter	3000000	3.20	3424000	3.19
16.	Amit Yadav	Non- Promoter	0	0.00	400000	0.37
17.	P Radhakrishnan	Non- Promoter	0	0	24000	0.02
18.	Khushboo Choudhary	Non- Promoter	0	0	400000	0.37
19.	Aad Ram Lochhab	Non- Promoter	0	0	800000	0.75
20.	A.Rajabrabhu	Non- Promoter	3650000	3.89	4050000	3.77
21.	Sathappan Soundaram	Non- Promoter	0	0	80000	0.07
22.	Fahad B S	Non- Promoter	50000	0.05	90000	0.08
23.	Gani Rahman	Non- Promoter	0	0	80000	0.07
24.	Nagris Mohamed Yacoob	Non- Promoter	0	0.00	40000	0.04



Sr. No	Name of the Proposed Allottees	Category	Pre-Preferential Allotment Holding	%	Post Preferential Allotment (Post Issue of Equity Share) Holding	%
25.	Venda V	Non- Promoter	0	0	60000	0.06
26.	Prashanth Raj Govind	Non- Promoter	0	0	60000	0.06
27.	Poovanalingam Karthikeyan	Non- Promoter	0	0	33600	0.03
28.	Sathappan	Non- Promoter	0	0	32000	0.03
29.	S Ramanathan	Non- Promoter	0	0	22000	0.02
30.	Ajeetha Nihar	Non- Promoter	50000	0.05	76000	0.07
31.	Vinay Prakash Ahuja	Non- Promoter	0	0	720000	0.67
32.	Ashwin Prakash Ahuja	Non- Promoter	0	0.00	88000	0.08
33.	Dhrthi Vinay Ahuja	Non- Promoter	0	0	36000	0.03
34.	Mehaan V Ahuja	Non- Promoter	0	0	36000	0.03
35.	Kasthuri Devi	Non- Promoter	0	0	13600	0.01
36.	Shamsuddeen	Non- Promoter	700000	0.74	780000	0.73
37.	Prerna V Asrani	Non- Promoter	0	0	33600	0.03



Sr. No	Name of the Proposed Allottees	Category	Pre-Preferential Allotment Holding	%	Post Preferential Allotment (Post Issue of Equity Share) Holding	%
38.	Dharam V Sheth	Non- Promoter	0	0.00	33600	0.03
39.	B Buvaaneswari	Non- Promoter	55000	0.05	122200	0.11
40.	Padma Goyal	Non- Promoter	0	0	80000	0.07
41.	Madhu Kandoi	Non- Promoter	0	0.00	240000	0.22
42.	Payal Rathi	Non- Promoter	0	0	16000	0.01
43.	Poorvi Jain	Non- Promoter	0	0	33600	0.03
44.	Ajith Bohara	Non- Promoter	365000	0.38	549000	0.51
45.	Joseph Benett Soris	Non- Promoter	0	0	60800	0.06
46.	Rajkumar P Narang	Non- Promoter	710010	0.76	870010	0.81
47.	M Vagithumar	Non- Promoter	0	0	49600	0.05
48.	Aditya Bhansali	Non- Promoter	0	0.00	240000	0.22
49.	Rafiq Ahmed	Promoter	41590734	44.37	48410734	45.09

