AMBEY LABORATORIES LIMITED

CIN: L74899DL1985PLC020490
REG. OFFICE: GROUND FLOOR, PROPERTY NO.555 TARLA MOHALLA,
GHITORNI, SOUTH WEST DELHI-110030 INDIA
Contact: 9899664458, Email: accountho@ambeylab.com
www.ambeylab.com

Date: 27th June, 2025

To,
The Head — Listing & Compliance
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai — 400051

Company Symbol: AMBEY
Ref: AMBEY LABORATORIES LIMITED

Sub: Outcome of the board meeting in terms of Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations")

Dear Sir/ Madam,

In terms of Regulations 30 and other applicable provisions of the Listing Regulations, we wish to inform you that the board of directors ("Board") of Ambey Laboratories Limited ("Company"), at its meeting held on Friday, June 27, 2025, has inter alia, considered and approved the following matters:

1. **Increase of Authorised Share Capital of the Company.**

   The Board of Directors of the Company has approved the increase in the authorised share capital of the Company from ₹25,00,00,000/- (Rupees Twenty-Five Crore only) divided into 2,50,00,000 (Two Crore Fifty Lakh) equity shares of ₹10/- (Rupees Ten only) each to ₹37,00,00,000/- (Rupees Thirty Seven crore only) divided into 3,70,00,000 (Three Crore Seventy Lakh) equity shares of ₹10/- (Rupees Ten only) each.

   The proposed increase in the authorised share capital is subject to the approval of shareholders by way of an Ordinary Resolution and consequential amendment to the Capital Clause of the Memorandum of Association of the Company.

   A disclosure in this regard is attached as ***Annexure - A***.

2. **Amendment to the Articles of Association of the Company ("AOA") to incorporate specific clauses related to issuance of warrants and other convertible securities.**

   Subject to the approval of the shareholders of the Company, the Board has approved the amendment to the Articles of Association of the Company for inserting a new Article 6A, immediately following the existing Article 6 and preceding Article 7, to incorporate specific clauses related to issuance of warrants and other convertible securities.

   A disclosure in this regard is attached as ***Annexure - A***.

3. **Issue and allotment of warrants by way of a preferential issue on a private placement basis.**

   Subject to the Members' approval by way of passing of Special Resolution, and other necessary approvals (including applicable statutory and regulatory approvals) and in compliance with applicable laws and regulations, to issue and allot in one or more tranches, to promoter and non-promoter group of persons as listed in Annexure - I upto 1,08,69,565 warrant convertible into Equity Shares of the Company, in one or more tranches, having face value of 10/- (Rupees Ten Only) each, at a price of Rs 46 (Rupees Forty-Six) per warrant (including premium of Rs. 36/- (Rupees Thirty Six Only) aggregating to Rs. 49,99,99,990/- (Rupees Forty-Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Ninety Only) towards receipt of 25% upfront money i.e. Rs. 12,49,99,997.5 (Rupees Twelve Crore Forty-Nine Lakh Ninety-Nine Thousand Nine Hundred Ninety-Seven and Paise Fifty Only) from the proposed allottees in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

The disclosures in respect of issue of warrants by way of a preferential issue on a private placement basis, in brief, as required under Regulation 30 of the Listing Regulations, read with the Master Circular are set out in **Annexure B**.

4. **Increase in Borrowing Powers.**

The Board of Directors has approved the enhancement of the borrowing powers delegated to the Borrowing Committee of Directors of the Company, increasing the limit from ₹7,00,00,000/- (Rupees Seven Crores only) to ₹10,00,00,000/- (Rupees Ten Crores only), subject to the provisions of Section 179 and other applicable provisions of the Companies Act, 2013, and the rules made thereunder.

5. **Convening an extra-ordinary general meeting of the Company and related matters**

The Board has approved the convening of an extra-ordinary general meeting of the shareholders of the Company ("EGM") on July 26, 2025 through video conferencing/ other audio visual means for seeking shareholders' approval inter alia for:

I. Increase of Authorised Share Capital of the Company.

II. Amendment to the Articles of Association for Insertion of Article 6A Relating to Warrants.

III. Approval for Issuance of Warrants on a Preferential Basis through Private Placement.

IV. Increase in Borrowing Powers of the Company from INR 7 Crore to INR 10 Crore.

The meeting of the Board commenced at 04:00 PM and concluded at 08:00 P.M

This is for your information and record.

Thanking you,

Yours Faithfully

For: **AMBEY LABORATORIES LIMITED**

Rimple Sarin
Designation: Company Secretary
Membership No: A66345

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Annexure-A

S. No.	Particulars	Details
1	**Amendments to the memorandum of association of a listed entity**	Pursuant to the proposed increase in the authorised share capital of the Company, subject to the approval of the Shareholders of the Company, it is proposed to substitute the existing Clause V of the Memorandum of Association with the following new Clause V V. The Authorised Share Capital of the Company is 37,00,00,000/- (Rupees Thirty Seven Crores only) divided into 3,70,00,000 (Three Crores Seventy Lakhs only) Equity Shares of Rs. 10/- (Indian Rupees Ten only) each.
2.	**Amendments to the Articles of Association of a listed entity**	Insertion of Article 6A in the Articles of Association to provide for issuance of warrants or other convertible securities. **It is proposed to insert a new Article 6A in the Articles of Association of the Company to provide enabling provisions for the issuance of warrants and/or other convertible securities, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI regulations, subject to the approval of the shareholders**

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Annexure-B

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No	Particulars	Details
1	Type of Securities Proposed to be Issued	Warrants, each convertible into or exchangeable for one fully paid-up equity share of the Company having face value of ₹10/- each.
2	Type of Issuance	Preferential issue of warrants convertible into equity shares, in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 and the Companies Act, 2013
3	Total Number of Securities Proposed to be Issued or the Total Amount for Which the Securities Will Be Issued (Approx.)	1,08,69,565 warrant convertible into Equity Shares of the Company, in one or more tranches, having face value of 10/- (Rupees Ten Only) each, at a price of Rs 46 (Rupees Forty-Six) per warrant (including premium of Rs. 36/- (Rupees Thirty-Six Only) aggregating upto Rs. 49,99,99,990/- (Rupees Forty-Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred Ninety Only).
In case of Preferential Issue, the Listed Entity Shall Disclose the Following Additional Details to the Stock Exchange(s):		
	Name of the Investors	
1	Name of the Investors	Annexure I
2	Post-Allotment of Securities: Outcome of Subscription, Issue Price / Allotted Price (in case of convertibles), Number of Investors	Annexure II
3	Issue Price	The warrants convertible into Equity Shares of the Company, in one or more tranches, having face value of 10/- (Rupees Ten Only) each, at a price of Rs 46 (Rupees Forty-Six) per warrant (including a premium of Rs 36/- (Rupees Thirty-Six Only)
4	Number of Investors / Allottees	15
5	In Case of Convertibles: Intimation of Conversion of Securities or on Lapse of the tenure of the instrument	Each Subscription Warrant shall be convertible into or exchangeable for one (1) Equity Share of the Company and may be exercised and converted, in one or more tranches, at any time within a period of eighteen (18) months from the date of allotment of the Subscription Warrants.

Annexure I

Name of the Proposed Investors

S.No	Investors	Amount (in INR)	Warrants to be issued
1	Arcchit Gupta	12,50,00,000	27,17,391
2	Arpitt Gupta	12,50,00,000	27,17,391
3	Patel Charmi Nayanbhai	1,66,99,995	3,63,043
4	Reema Pratit Patel	1,66,99,995	3,63,043
5	Meena Nayan Patel	1,66,00,000	3,60,870
6	Equism Capital Pvt. Ltd.	4,00,00,000	8,69,565
7	Sumit Bilgaiyan	2,00,00,000	4,34,783
8	Tirulekha Bio Science Pvt. Ltd.	2,00,00,000	4,34,783
9	Ashok Bilgaiyan	2,00,00,000	4,34,783
10	Tacit Engineering Pvt. Ltd.	2,00,00,000	4,34,783
11	Afflunce Marketing & Distribution Pvt. Ltd.	3,00,00,000	6,52,174
12	Cleanux Green Solution Private Limited	2,00,00,000	4,34,783
13	Rolly Kaushik	1,00,00,000	2,17,391
14	Urvashi Seth	1,00,00,000	2,17,391
15	Ketan Praveen Ranga	1,00,00,000	2,17,391
	TOTAL	**49,99,99,990**	**1,08,69,565**

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Annexure II

S. No	Name of the Proposed Investor	Pre-issue Share holding	Pre-Issue Shareholdin g percentage	No of Warrants to be allotted	Post-issue Share holding	Post-Issue Shareholding percentage
1	Archit Gupta	0	Nil	27,17,391	27,17,391	7.58
2	Arpit Gupta	0	Nil	27,17,391	27,17,391	7.58
3	Patel Charmi Nayanbhai	0	Nil	3,63,043	3,63,043	1.01
4	Reema Pratit Patel	0	Nil	3,63,043	3,63,043	1.01
5	Meena Nayan Patel	0	Nil	3,60,870	3,60,870	1.00
6	Equism Capital Pvt. Ltd.	0	Nil	8,69,565	8,69,565	2.42
7	Sumit Bilgaiyan	0	Nil	4,34,783	4,34,783	1.21
8	Tirulekha Bio Science Pvt. Ltd.	0	Nil	4,34,783	4,34,783	1.21
9	Ashok Bilgaiyan	0	Nil	4,34,783	4,34,783	1.21
10	Tacit Engineering Pvt. Ltd.	0	Nil	4,34,783	4,34,783	1.21
11	Afflunce Marketing & Distribution Pvt. Ltd.	0	Nil	6,52,174	6,52,174	1.82
12	Cleanux Green Solution Private Limited	0	Nil	4,34,783	4,34,783	1.21
13	Rolly Kaushik	0	Nil	2,17,391	2,17,391	0.60
14	Urvashi Seth	0	Nil	2,17,391	2,17,391	0.60
15	Ketan Praveen Ranga	0	Nil	2,17,391	2,17,391	0.60