CIN No.: L30009GJ2003PLC043419 | MSME PART-II No.: 24-009-12-01046

MACPOWER CNC MACHINES LIMITED

Converted from MACPOWER CNC MACHINES PRIVATE LIMITED to MACPOWER CNC MACHINES LIMITED (W.E.F. 16th NOVEMBER, 2017)

May 22, 2020

To,
The Listing Compliance Department,
National Stock Exchange of India Ltd.
Plot No. C/1, G - Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051.

Symbol: MACPOWERSERIES: SM

Dear Sir,

Subject: Outcome of the Board Meeting held on Friday, May 22, 2020.

In reference to earlier communication dated May 19, 2020 and pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the Board of Directors of the Company in its meeting held today i.e., Friday, May22, 2020, at the registered office of the Company situated at Plot no.2234, Nr. Kranti Gate, GIDC, Metoda, Tal Lodhika Dist, Rajkot – 360021, has, *inter-alia*, considered and approved the following business item(s),

1. Increase in Authorised Share Capital of the Company from Rs. 10,00,00,000/- (Rupees Ten Crores only) to Rs. 10,00,50,000/- (Rupees Ten Crores and Fifty Thousand only) and consequent alteration in the Memorandum of Association of the Company;

2. Issue of bonus shares in the proportion of 2:100 i.e. 2 (Two) bonus equity shares of Rs. 10/- each for every 100 (One Hundred) fully paid-up equity share held as on record date. The record date for reckoning eligible shareholders entitled to receive bonus shares will be fixed in due course;

3. Migration of the Company from SME Platform of National Stock Exchange of India Limited, i.e. NSE Emerge, to Main Board of National Stock Exchange of India Limited;

4. Approval of notice of Postal Ballot for approval of shareholders to consider the above matters;

5. Appointment of CS Kalpesh P. Rachchh, proprietor of K. P. Rachchh & Co., (Mem. No. F5156, CP No. 3974) as scrutinizer for the proposed Postal Ballot and E-voting process in fair and transparent manner ;

6. Re – constitution of Stakeholders Relationship Committee;

Regd. office address : Plot No. 2234, Near Kranti Gate, GIDC, Metoda - 360 021. Rajkot, Gujarat. (INDIA)
+91 2827 287930/31
info@macpowercnc.com
www.macpowercnc.com

7 Appointed CS Kalpesh Rachchh, proprietor of K. P. Rachchh & Co., Practicing Company Secretary, Rajkot as the Secretarial Auditor of the Company for the Financial Year 2019-20 pursuant to section – 204 of the Companies Act, 2013 and the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014. The Brief profile has been enclosed herewith.

The meeting of the Board of Directors of the Company commenced at 2:00 P.M. and concluded at 4:30 P.M.

The information required to be submitted pursuant to Regulation 30 of the Listing Regulations is provided in the enclosed **Annexure – I.**

Kindly take the same on your records.

Thanking you.
Yours Faithfully,

For Macpower **CNC Machines Limited**

Macpower CNC Machines Limited Metoda

Rupesh Mehta
Managing Director
DIN; 01474523
Encl.: As above

Annexure – I

Information as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. **Increase in Authorised Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company :**

Presently, the Authorised Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- (Rupees Ten) each.

Pursuant to bonus issue of equity shares to eligible members of the Company as on record date, it is proposed to increase the Authorised Share Capital of the Company to Rs. 10,00,50,000/- (Rupees Ten Crores and Fifty Thousand only) consisting of 1,00,05,000 (OneCrore and Five Thousand) equity shares having face value of Rs. 10/- by creation of additional 5,000 (Five Thousand) equity shares of Rs. 10/- (Rupees Ten) each.

The increase in Authorised Share Capital of the Company would require consequential amendment to the existing Clause V of the Memorandum of Association of the Company.

2. **Bonus issue of equity shares :**

Sr. No.	Particulars of Securities	Description of Securities
i)	Whether bonus is out of free reserves created out of profits or share premium account	The bonus shares will be issued out of Free reserves available as at September 30, 2019
ii)	Bonus ratio	2 (Two) bonus equity shares of Rs. 10/- each for every 100 (One Hundred) fully paid-up equity share held as on record date. The record date for reckoning eligible shareholders entitled to receive bonus shares will be fixed in due course.

iii)	Details of share capital – pre and post bonus issue	The pre-bonus paid-up share capital as on the date of this letter is Rs. 9,80,80,000 consisting of 98,08,000 equity shares of Rs. 10/- each. The post-bonus paid-up share capital would be Rs. 10,00,41,600 consisting of 1,00,04,160equity shares of Rs. 10/- each.
iv)	Free Reserves and / or Share Premium required for implementing bonus issue	Rs. 19,61,600/- (Rupees Nineteen Lakhs Sixty One Thousand and Six Hundred only).
v)	Free Reserves available for capitalization and the date as on which such balance is available	Rs.16,76,90,164/- (Rupees Sixteen Crores Seventy Six Lakhs Ninety Thousand One Hundred and Sixty Four Only)
vi)	Whether aforesaid figures are audited	The figure specified under item number (v) is unaudited.
vii)	Estimated date by which such bonus issue would be credited / dispatched	Within two months from the date of board approval i.e. by July 21, 2020.

ANNEXURE - II Details of change in STAKEHOLDER RELATIONSHIP COMMITTEE

EARLIER COMPOSITION OF COMMITTEE				
STAKEHOLDER RELATIONSHIP COMMITTEE				
Sr. No.	DIN	Name of Director	Category	Designation
1	01603726	Mrs. Riya R. Mehta	Non-Executive & Woman Director	Chairperson
2	01603779	Mr. Nikesh J. Mehta	Whole-Time Director	Member
3	01474523	Mr. Rupesh J. Mehta	Managing Director	Member

RESHUFFLED COMPOSITION OF COMMITTEE w.e.f 22nd May, 2020				
STAKEHOLDER RELATIONSHIP COMMITTEE				
Sr. No.	DIN	Name of Director	Category	Designation
1.	07986563	Mr. Rajubhai Bhanderi	Independent Director	Chairperson
2.	01603779	Mr. Nikesh J. Mehta	Whole-Time Director	Member
3.	01474523	Mr. Rupesh J. Mehta	Managing Director	Member

PROFILE

CS KALPESH P. RACHCHH,
Proprietor of
K.P. RACHCHH & CO.,
PRACTICING COMPANY SECRETARY
317, KRISHNA CON-ARCH –II,
TAGORE ROAD,
RAJKOT – 360002

ABOUT K.P. RACHCHH & CO.:

- CS Kalpesh P. Rachchh, Practicing Company Secretary and Proprietor of the firm K.P. Rachchh& Co.
- Fellow member of the Institute of Company Secretaries of India and registered as member in the year 2001. Firm was established in November, 2001.
- Also the Partner in the firm M/s. Rachchh & Rachchha which exists since last 18 years and having about 18 years of experience in the field of Corporate Laws and ancillary areas.

EDUCATION QUALIFICATION:

B.com, LLB and Company Secretary.

AREAS OF PRACTICE &EXPERIENCE :

Experienced in following areas of Practice:

Company Law Matters, Matters in relation to 100% export oriented units, Trade Mark related matters, Registration and maintenance of NBFCs and FEMA related matters. Providing Consultancy services to various listed Companies, Banks, NBFCs and Broking Companies. Also acted as Scrutinizer of General Meetings of Listed Company and has conducted Secretarial Audits of big Companies.

K. P. Rachchh & Co. C.P. No. 3974 Company Secretaries