Synthiko

September 4, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.
Scrip Code: 513307

Sub.: Outcome of Board Meeting.

Dear Sir/Ma'am,

Pursuant to Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we inform that the Board of Directors of the Company, at their meeting held on Thursday, the 4th day of September, 2025 has inter-alia considered and approved:

1. The appointment of M/s. HSPN & Associates LLP, Practicing Company Secretaries as the Secretarial Auditors of the Company for Financial Year 2025-26.

   The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, for point no. 1 is provided in **Annexure-1**.

2. The appointment of M/s Dhirubhai Shah & Co LLP, Chartered Accountants (FRN: 102511W/W100298) as an Internal Auditor of the Company for Financial Year 2025-26.

   The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, for point no. 2 is provided in **Annexure-2**.

3. The appointment of M/s. Mehra Goel and Company, Chartered Accountants (Firm Registration No. 000517N) as Statutory Auditor of the Company for a term of five years from the conclusion of the 40th Annual General Meeting till the conclusion of the 45th Annual General Meeting of the Company to be held in year 2030, subject to the approval of the shareholders.

   The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, for point no. 3 is provided in **Annexure-3**.

4. Shifting of Registered Office of the Company from Jurisdiction of Registrar of Companies 'Mumbai' to the Jurisdiction of Registrar of Companies 'Pune' within the same state of Maharashtra and consequent alteration in the Memorandum of Association of the Company, subject to the approval of the shareholders, Registrar of Companies, Regional Director and any other approval(s) as may be required.

5. Approved the proposal to consolidate the entire equity share capital (authorized, issued, subscribed and paid-up share capital) of the Company by increasing the Nominal value of the equity shares

from Rs. 5 (Rupee Five) each to Rs. 10 (Rupees Ten) each so that every 2 (Two) equity shares with nominal value of Rs. 5 (Rupee Five) each held by a member are consolidated and re-designated into 1 (One) equity share with a nominal value of Rs. 10 (Rupees Ten) each and consequent alteration in the Memorandum of Association of the Company, subject to the approval of the members and other regulatory approvals as may be required

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, for point no. 4 is provided in **Annexure- 4**.

The meeting of Board of Directors commenced at 12:30 p.m. (IST) and concluded at 2:45 p.m. (IST).

Kindly take the same on records.

Thanking You,
For Synthiko Foils Limited

Abhishek Narbaria
Digitally signed by Abhishek Narbaria
Date: 2025.09.04 14:48:21 +05'30'

Abhishek Narbaria
Managing Director
(DIN: 01873087)

Encl.: As Above.

Annexure-1

Sr. No.	Particulars	Appointment of M/s HSPN & Associates LLP as Secretarial Auditors
1	Reason for change viz. ~~resignation,~~ appointment, ~~removal, death or otherwise~~	Appointment of M/s HSPN & Associates LLP as Secretarial Auditors as the Secretarial Auditor of the Company for the Financial Year 2025-26.
2	Date of appointment/cessation (as applicable) & term of appointment;	Date of appointment: September 4, 2025 Terms of appointment: To Conduct the Secretarial Audit of the Company for Financial Year 2025 - 2026.
3	Brief profile (in case of appointment);	M/s. HSPN & Associates LLP ("HSPN") has a wide and extensive corporate experience of over 30 years evolving and growing by each passing year. M/s. HSPN & Associates LLP is a corporate law service firm with special expertise fields of Corporate Laws & Procedures, Secretarial Compliance Audit, SEBI Regulations, SEBI Listing Regulations, FEMA Compliances, Takeover Regulations, Prohibition of Insider Trading Regulation, Corporate Restructuring, Mergers/Amalgamations and other related compliances.
4	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable
5	Letter of Resignation along with detailed reason for resignation	Not Applicable

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Annexure-2

Sr. No.	Particulars	Appointment of M/s Dhirubhai Shah & Co LLP as Internal Auditors
1	Reason for change viz. ~~resignation,~~ appointment, ~~removal, death or otherwise~~	Appointment of M/s Dhirubhai Shah & Co LLP, Chartered Accountants (FRN: 102511W/ W100298) as an Internal Auditors of the Company for the Financial Year 2025-26.
2	Date of appointment/cessation (as applicable) & term of appointment;	Date of appointment: September 4, 2025 Terms of appointment: To Conduct the Internal Audit of the Company for Financial Year 2025 - 2026.
3	Brief profile (in case of appointment);	M/s Dhirubhai Shah & Co. LLP is a Chartered Accountancy firm. The firm has commendable experience in the field of accounts, finance, audit, internal audit and consultancy.
4	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable
5	Letter of Resignation along with detailed reason for resignation	Not Applicable

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Annexure-3

Sr. No.	Particulars	Appointment of M/s. Mehra Goel and Company as Statutory Auditor
1	Reason for change viz. ~~resignation,~~ appointment, ~~removal, death or otherwise~~	Appointment of M/s. Mehra Goel and Company, Chartered Accountants (Firm Registration No. 000517N) the Statutory Auditor of the Company for a term of five years from the conclusion of the 40th Annual General Meeting till the conclusion of the 45th Annual General Meeting of the Company to be held in year 2030.
2	Date of appointment/cessation (as applicable) & term of appointment;	Date of appointment: from the conclusion of the 40th Annual General Meeting Terms of appointment: To Conduct the Statutory Audit of the Company for a term of five years from the conclusion of the 40th Annual General Meeting till the conclusion of the 45th Annual General Meeting of the Company to be held in year 2030.
3	Brief profile (in case of appointment);	M/s Mehra Goel & Co. have an expertise in providing Auditing, Finance, Legal, Taxation, Assurance & regulatory Services focusing on business excellence.
4	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable
5	Letter of Resignation along with detailed reason for resignation	Not Applicable

Annexure-4

{Detail of sub-division / split as required under as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 and SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023}

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th colspan="7">Details</th></tr>
<tr><td>1.</td><td>Consolidation Ratio</td><td colspan="7">2:1 (ratio) i.e. existing 2 (Two) equity Shares of the Company, having face value of Rs. 5 (Rupees Five) each, into 1 (One) equity Share having face value of Rs. 10 (Rupees Ten) each.</td></tr>
<tr><td>2.</td><td>Rationale behind the split</td><td colspan="7">The Board of Directors of the Company, at its meeting held on 4 September, 2025, has approved, subject to the approval of the members and such other statutory and regulatory approvals as may be required, the consolidation of the equity shares of the Company, whereby every 2 (Two) equity shares of the face value of Rs. 5 (Rupees Five only) each shall be consolidated into 1 (one) equity share of the face value of Rs. 10 (Rupees Ten only) each. The proposed consolidation will not result in any change in the aggregate share capital of the Company or in the percentage shareholding of any member. The consolidation is expected to, inter alia, enhance the corporate image of the Company, improve the perception of its equity shares in the market, facilitate participation by institutional investors, minimize undue volatility associated with low-denomination shares, and provide administrative convenience in relation to future corporate actions and shareholder servicing.</td></tr>
<tr><td rowspan="6">3.</td><td rowspan="6">Pre and post share capital – authorized, subscribed and paid-up.</td><td rowspan="2">Type of Capital</td><td colspan="3">Pre sub-division share capital structure</td><td colspan="3">Post sub-division share capital structure</td></tr>
<tr><td>No of Equity Shares</td><td>Face Value</td><td>Total Share Capital (in INR)</td><td>No of Equity Shares</td><td>Face Value</td><td>Total Share Capital (in INR)</td></tr>
<tr><td>Authorised Share Capital</td><td>20,00,000</td><td>5</td><td>1,00,00,000</td><td>10,00,000</td><td>10</td><td>1,00,00,000</td></tr>
<tr><td>Issued and Subscribed Share Capital</td><td>17,40,000</td><td>5</td><td>87,00,000</td><td>8,70,000</td><td>10</td><td>87,00,000</td></tr>
<tr><td>Paid-up Share Capital</td><td>17,40,000</td><td>5</td><td>87,00,000</td><td>87,00,000</td><td>10</td><td>87,00,000</td></tr>
<tr><td colspan="7"></td></tr>
<tr><td>4.</td><td>Expected time of completion.</td><td colspan="7">The management is expecting to complete the activity in the current FY 2025-2026.</td></tr>
<tr><td>5.</td><td>Class of shares which</td><td colspan="7">Equity Shares</td></tr>
</table>

	are subdivided.	
6.	Number of shares of each class pre and post split.	Refer point 3. Company has only one class of Equity Shares
7.	Number of shareholders who did not get any shares in consolidation and their pre consolidation shareholding.	Not Applicable. As, the same will be ascertained after the “Record Date”.

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Brief details of the amendments to the Memorandum of Association of the Company:

Earlier clause	Amended clause
II. The Registered office of the Company will be situated in the state of Maharashtra i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.	*II. The Registered Office of the Company is situated in the State of Maharashtra. i.e. within the jurisdiction of the Registrar of Companies, Pune.*
V. The Authorised share Capital of the Company is Rs. 1,00,00,000/- (Rupees One hundred Lakhs) divided into 20,00.000/- (Twenty Lakhs) Equity Shares of Rs.5/- (Rupees Five) each. The Company has power from time to time to increase or reduce its capital (and to divide the shares in the capital) for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified, or other special rights, privileges conditions or restrictions as may be determined by or in accordance with the Articles of Association of the Company, and to vary. modify or abrogate any such right, privilege or condition or restrictions in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force	*V. The Authorised Share Capital of the Company is Rs. 1,00,00,000 (Rs. One Crore) divided into 10,00,000 (Ten Lakh) equity shares of Rs. 10/- (Rs. Ten) each.*

For Synthiko Foils Limited

Abhishek Narbaria
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Date: 2025.09.04 14:48:51 +05'30'

Abhishek Narbaria
Managing Director
(DIN: 01873087)