



# GG ENGINEERING LTD.

(An Authorized OEM for Tata Motors Limited)

An ISO 9001 : 2015 Certified Company

Listing Compliance Department  
**BSE Limited**  
Phirozee Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

April 27, 2022

**(Scrip Code: 540614)**

## **Sub: Outcome of Board Meeting held on April 27, 2022**

Dear Sir/Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in their meeting held today i.e Wednesday, April 27, 2022 subject to approval of members and other regulatory authorities, as may be necessary, *inter-alia* considered and approved the following:

1. to scale the business further, in line with its core capabilities and forte, and in order to run its business more focussed and professional manners, decided to sell, transfer or otherwise dispose of its other interests i.e. its shareholding in subsidiary company, at an appropriate stage and most beneficial manner, as subsidiary's business has no synergies with the existing business of the Company,
2. decided, with respect to the capital of the Company, the following items:
  - a. subdivision of the nominal value of Equity Shares: subdivision of the nominal value of Equity shares of the Company from Rs. 2 (Rupees Two) to Re. 1 (Rupee One) per share. The record date for the purpose of proposed subdivision shall be decided after obtaining members approval and shall be intimated in due course (details required as per SEBI circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are annexed as Annexure I);
  - b. Increase in Authorized Share Capital: increase in Authorized Share Capital of the Company from existing Rs. 10,50,00,000/- (Rupees Ten Crores Fifty Lakh) to Rs. 50,00,00,000/- (Rupees Fifty Crores) by creation of new equity shares and
  - c. consequent alteration in capital clause of the Memorandum of Association of the Company post sub-division of nominal value of Equity Shares and increase in Authorised Capital.
3. raising of funds by issuance and allotment of equity shares for up to an aggregate amount of up to Rs. 100 Crores (Rupees One Hundred Crores) by way of issue of equity shares/convertible instruments/other securities through preferential allotment, QIP's, ADR, GDR, FCCB or any other method or combination thereof, in one or more tranches, including rights issue not exceeding Rs. 50 Crores (Rupees Fifty Crores) in single trench, in accordance with applicable laws including Companies Act, 2013 and the rules made thereunder and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended up to date;



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4. constituted a Fund-Raising Committee for finalising the terms of the proposed issues, from time to time, and to appoint necessary professionals, experts, merchant bankers, legal advisors, other intermediaries for fund raising;
5. decided, in order to exercise better administrative and economic control and to rationalize and streamline its operations as well as the management of affairs,
  - a. to shift the Registered Office of the Company from the state of Maharashtra to the state of Delhi NCR and consequent alteration in Clause II i.e Situation Clause of the Memorandum of Association of the Company
  - b. till the completion of the shifting of the registered office to Delhi, establish a Corporate Office at # 306, Shivam House, 3<sup>rd</sup> Floor, Karam Pura, Commercial Complex opposite Milan cinema, New Delhi 110015 with immediate effect;
6. on recommendation of Nomination and Remuneration Committee the following changes in the Directors and Key Managerial Personnel,
  - a. Cessations: resignation of Ms. Apurva Singh (M. No. A47245) from position of Compliance Officer and Company Secretary (KMP) of the Company with effect from today itself;
  - b. Appointments:
    - i. Ms. Sapna Tehanguriya (M.No. ACS 60628) as Compliance Officer and Company Secretary/KMP of the Company in terms of Section 203 of the Companies Act, 2013 and other applicable rules with effect from April 27, 2022 (Details regarding change in Company secretary as required as per SEBI circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are annexed as Annexure II);
    - ii. Appointment of Mr. Deepak Kumar Gupta (DIN: 00057003), who has been appointed as Additional Director of the Company by the Board of Directors on March 31, 2022 in terms of Section 161 of the Companies Act, 2013, as an Director and Whole Time Director of the Company for a term of five consecutive years w.e.f March 31, 2022 until March 30, 2027(both days inclusive).
    - iii. Appointment of Mr. Atul (DIN: 08290588), who has been appointed as Additional Director of the Company by the Board of Directors on March 31, 2022 in terms of Section 161 of the Companies Act, 2013, as an Director and Whole Time Director of the Company for a term of five consecutive years w.e.f March 31, 2022 until March 30, 2027(both days inclusive).
    - iv. Appointment of Mr. Nitin Bansal (DIN: 09522632), who has been appointed as Additional Director of the Company by the Board of Directors on March 12, 2022 in terms of Section 161 of the Companies Act, 2013, as an Director and Independent Director of the Company in accordance with SEBI Notification No. SEBI/LAD-NRO/GN/2021/35 dated August 3, 2021 for a consecutive period of 5 years w.e.f from March 12, 2022 to March 11, 2027 (both days inclusive).
    - v. Appointment of Ms. Poonam Dhingra (DIN: 09524982), who has been appointed as Additional Director of the Company by the Board of Directors on March 12, 2022 in terms of Section 161 of the Companies Act, 2013, as an Director and Independent



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Director of the Company in accordance with SEBI Notification No. SEBI/LAD-NRO/GN/2021/35 dated August 3, 2021 for a consecutive period of 5 years w.e.f from March 12, 2022 to March 11, 2027 (both days inclusive).

- vi. Appointment of Mr. Om Prakash Aggarwal (DIN: 09553402), who has been appointed as Additional Director of the Company by the Board of Directors on March 31, 2022 in terms of Section 161 of the Companies Act, 2013, as an Director and Independent Director of the Company in accordance with SEBI Notification No. SEBI/LAD-NRO/GN/2021/35 dated August 3, 2021 for a consecutive period of 5 years w.e.f from March 31, 2022 to March 30, 2027 (both days inclusive).

7. to seek requisite members approval for abovesaid items, wherever necessary, by way of passing resolutions through Postal Ballot, process being initiated separately.

The Board Meeting commenced at 5:00 P.M and concluded at 7:30 P.M.

You are requested to take the information on record and oblige.

Thanking you,

Yours Faithfully,

for **G G Engineering Ltd**

**ATUL** Digitally  
signed by  
ATUL

**Atul, Director**  
**DIN: 08290588**



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## Annexure I

1. Details on sub-division in nominal value of the Equity Shares in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

S.N	Particulars	Description
1	Split Ratio	existing 1 (one) equity share of face value of Rs. 2 (Rupees Two) each shall be divided into 2 (Two) equity shares of face value of Re. 1 (Rupee One) each
2	Rationale behind the split	To facilitate larger shareholder base, to increase liquidity and to make the shares more affordable to investors
3	Expected time of completion	Approx. 3 months (including the time required for approval of the shareholders)
4	Class of shares which are subdivided	Equity Shares
5	Number of shares of each class pre and postsplit	The details are stated at Point 2 below
6	Number of shareholders who did not get any shares in consolidation and their pre consolidation shareholding	Not Applicable

2. Pre and post share capital - authorized, paid-up and subscribed

Particulars	Authorised Share Capital	Paid Up Share Capital	Subscribed Share Capital
Pre share capital (Equity share capital of Rs. 2 each)	Rs. 10,50,00,000 (Rupees Ten Crores Fifty Lakh only) consisting of 5,25,00,000 (Five Crores Twenty-Five Lakh) Equity Shares of Rs. 2 (Rupees Two) each	Rs. 10,31,00,450 (Rupees Ten Crores Thirty-One Lakh Four Hundred and Fifty only) consisting of 5,15,50,225 (Five Crores Fifteen Lakh Fifty Thousand Two Hundred and Twenty-Five) Equity Shares of Rs. 2 (Rupees Two) each	Rs. 10,31,00,450 (Rupees Ten Crores Thirty-One Lakh Four Hundred and Fifty only) consisting of 5,15,50,225 (Five Crores Fifteen Lakh Fifty Thousand Two Hundred and Twenty-Five) Equity Shares of Rs. 2 (Rupees Two) each
Post share capital after considering increase in authorized share capital and subdivision of the nominal value of Equity shares of the Company from Rs. 2 to Re. 1 per share	Rs. 50,00,00,000 (Rupees Fifty Crores only) consisting of 50,00,00,000 (Fifty Crores) Equity Shares of Re. 1 (Rupees One) each	Rs. 10,31,00,450 (Rupees Ten Crores Thirty-One Lakh Four Hundred and Fifty) Equity Shares of Re. 1 (Rupees One) each	Rs. 10,31,00,450 (Rupees Ten Crores Thirty-One Lakh Four Hundred and Fifty) Equity Shares of Re. 1 (Rupees One) each





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## Annexure II

Particulars	Details
Name of KMP	Apurva Singh
Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation
Date of cessation	April 27, 2022
Brief profile (in case of appointment)	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Particulars	Details
Name of KMP	Sapna Tehanguriya
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
Date of appointment	April 27, 2022
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Brief profile (in case of appointment)	
Membership Number	ACS 60628
Qualification	She has completed Company Secretary from Institute of Company Secretaries of the India and pursuing LLB from Rajasthan University
Experience	She has an experience of more than 2 years in the field of corporate law, SEBI Laws, secretarial work, FEMA and Intellectual Property Rights.
Contact Details	Email: info@ggengg.in Phone: 9315213276, 022-49241267 Website: www.ggengg.in