DEVINSU TRADING LIMITED

102, Floor - 10, Plot - 220, Maker Chamber VI, Jamnalal Bajaj Marg, Nariman Point, Mumbai, 400021
Tel No. 022- 4962 2754; Website: www.devinsutrading.com
CIN: L51900MH1985PLC036383; E-mail: devinsutrading@gmail.com

9th July 2025

To,
BSE Limited
The Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

Subject: Outcome of Board Meeting

Sub: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Scrip Code: 512445

Dear Sir,

With reference to the captioned subject, we wish to inform you that the Board of the Directors of Devinsu Trading Limited ("the Company") at its meeting held today i.e., **Wednesday, July 09, 2025** has inter-alia, considered and approved the following businesses:

1. Recommended the appointment of Mrs. Deepa Bhavsar (DIN: 07167937), who retires by rotation at the ensuing Annual General Meeting and being eligible has offered herself for reappointment.

2. Approved the Board's Report for year ended 31st March 2025.

3. Subject to the approval of the members in the Annual General Meeting and appropriate authorities, the Board has approved alteration of the Authorised Share Capital of the Company from existing Rs. 1,00,00,000/- (Rupees One Crore only) divided into 5,00,000 (Five Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each and 50,000 (Fifty Thousand) Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred only) each to Rs. 1,00,00,000/- (Rupees One Crore only) divided into 10,00,000 (Ten Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each by reclassification of existing 50,000 (Fifty Thousand) Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred only) each into 5,00,000 (Five Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each.

   Brief Amendments in Capital Clause of Memorandum of Association of the Company under Regulation 30 of SEBI Listing Regulations, read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is as below:

   "V. The Authorised Share Capital of the Company is Rs. 1,00,00,000/- divided into 10,00,000 (Ten Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each."

4. Subject to the approval of the members in the Annual General Meeting and appropriate authorities, the Board has decided to issue and allot 1,30,000 Equity Shares to Acquirer

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alias Proposed Promoter and Strategic Investors (Non Promoters) of the Company on a Preferential Basis towards raising of additional capital by the Company pursuant to Section 42, 62 of the Companies Act, 2013 and as per the SEBI (Issue of Capital and Disclosure Requirement) Regulation, 2018 ["SEBI (ICDR) Regulations, 2018"].

Details as required for Preferential Issue under Regulation 30 of SEBI Listing Regulations, read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is as below:

Sr. No.	Particulars	Disclosure
i.	Type of securities proposed to be issued (viz. Equity shares, convertibles etc.)	Equity Shares
ii.	Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment in accordance with Chapter V of the SEBI (ICDR) Regulations 2018 and other applicable law.
iii.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately) :	The Company will issue and allot 1,30,000 Equity Shares at a price of Rs. 350/- each (Face Value of Rs. 10 /- each at a Premium of Rs. 340/- each) aggregating to the amount of Rs. 4,55,00,000/- to Acquirer *alias* Proposed Promoter and Strategic Investors (Non Promoters).
iv.	Number of the Investors	6
v.	Names of the Investors	

SR. NO.	NAME OF THE PROPOSED ALLOTTEES	CATEGORY (PROMOTER/ NON-PROMOTER)	NO. OF EQUITY SHARES PROPOSED TO BE ALLOTTED

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Sr. No.	Particulars	Disclosure

1.	Deniis Desai*	Acquirer* *alias* Proposed Promoter	80,000
2.	Frenzy Commercial Private Limited	Non Promoter	10,000
3.	Gaganbase Vincom Private Limited	Non Promoter	10,000
4.	Hirise Infracon Limited	Non Promoter	10,000
5.	Ketan Girish Malkan	Non Promoter	5,000
6.	Manoj H. Mehta HUF	Non Promoter	15,000
	Total		**1,30,000**

** Mr. Deniis Desai ("Acquirer") has entered into Share Purchase Agreement ("SPA") with Sunshine Fibre Private Limited ("Seller") on July 09, 2025, pursuant to which the Acquirer agreed to acquire 91,493 (18.30%) Equity Shares of the Company at a Price of Rs. 350/- each. The Seller is the Promoter of the Company and is currently in the management control of the Company.*

Pursuant to the acquisition through the SPA and the proposed Preferential Issue of Equity Shares, which has triggered Open Offer obligations under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the Acquirer will be holding substantial stake and will acquire control and management of the Company upon completion of Open Offer formalities. Consequently, he will be classified as the "Promoter" of the Company. Hence, acquisition through the SPA and the proposed Preferential Allotment of Equity Shares will result in change in the management and control of the Company.

Mr. Deniis Desai has simultaneously issued a Public Announcement on July 09, 2025 pursuant to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for acquisition of control and management of the Company. The said Public Announcement is also available on BSE website in the Corporate Announcement tab.

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Sr. No.	Particulars	Disclosure
		The above Open Offer is subject to receipt of approval from SEBI.
vi.	Issue Price	Rs. **350/-** each (Face Value of Rs. 10 /- each at a Premium of Rs. **340/-** each).
vii.	Post Allotment of Securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Not Applicable
viii.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable

5. Draft Notice for convening the Annual General Meeting (AGM) for above purpose.

6. An Annual General Meeting of the Company to be convened on **Monday, August 04, 2025** at **11.00 a.m.** at registered office of the company 102, Maker Chamber VI, Jamnalal Bajaj Marg, Nariman Point, Mumbai- 400021.

7. Mr. Harshad Pusalkar, (Membership No.: FCS-10576C), of M/s. Pusalkar & Co., Practicing Company Secretary, is appointed as the Scrutinizer for conducting "Remote E voting" and "voting during the AGM" process for ensuing Annual General Meeting.

8. Cut-off date for determining the eligibility to vote by electronic means for the purpose of AGM shall be **Monday, July 28, 2025**.

9. Based on the recommendation of the Nomination and Remuneration Committee, decided to appoint **Mr. Vinayak Pawar** (PAN: AGAPP2564Q) as the Chief Financial Officer with effect from Wednesday, 9th July, 2025.

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10. Decided that **Mr. Vinayak Pawar** (PAN: AGAPP2564Q) will be a Key Managerial Personnel under Regulation 30(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for determining the materiality of any event or transaction for making the required disclosures to the Stock Exchange w.e.f. 9th July, 2025.

The meeting of the Board of Directors of the Company commenced today at 2.15 p.m. and concluded at 3.40 p.m.

The above intimation is given to you for your record, kindly take the note of the same.

Thanking you,

Yours faithfully
For Devinsu Trading Limited

Rajan Arvind Sawant
Whole Time Director (DIN 08562840)

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Place: Mumbai