



TRANS INDIA HOUSE IMPEX LIMITED

(Formerly known as IO System Limited)

CIN: L74110UP1987PLC008764

Registered Office: B-1101, Titanium Square, B/H. Sarveshwar Tower, OPP. B.M.W. Show Room,
Thaltej, Ahmedabad – 380 054, Gujarat, INDIA

Email: compliance@tihil.co.in; Tel +91-79-46008108 Website: www.tihil.co.in

30th May 2024

To,
The Department of Corporate Services (DCS-CRD)
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai – 400001

Sub: **OUTCOME OF BOARD MEETING AND ANNOUNCEMENTS PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

Ref: **TRANS INDIA HOUSE IMPEX LIMITED**
SCRIP ID: TIHIL

BSE SCRIP CODE: **523752**

In continuation of our letter dated 24th May 2024 and Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time, we wish to inform that the Board of Directors of the Company at their meeting held today i.e., **Thursday, 30th May 2024** have inter alia considered and approved the following matters:

1. Raising of Funds by way of Rights Issue and other related matters:

- (a) Approved raising of funds by way of offer, issue and allotment of Equity Shares of face value of INR 10/- each to the existing Equity Shareholders of the Company on rights basis (“Rights Issue”), at such price and right entitlement ratio as may be decided by the Board of Directors or a duly constituted Rights Issue Committee of the Board to the eligible Equity shareholders of the Company, as on the record date (to be notified later), for an amount aggregating up to INR 49.50 Crores (Rupees Forty Nine Crores and Fifty Lakhs only), subject to receipt of necessary regulatory/statutory approvals and consent as may be necessary/required for compliance of applicable laws, including the provisions of the SEBI (ICDR) Regulations, 2018, as amended, the SEBI (LODR) Regulations, 2015, as amended and the Companies Act, 2013 as amended.
- (b) Constitution of a Rights Issue Committee of Board of Directors to decide on the matters relating to Rights issue in accordance with applicable laws. The Composition of Rights Issue Committee is as follows:

Sr. No	Name of the Director	Designation	Chairperson /Member
1	Mr. Aditya Vikrambhai Patel	Independent Director	Chairperson
2	Mr. Mayank Suresh Jolly	Whole-Time Director	Member
3	Mr. Irfan Abdulrahimbhai Qureshi	Whole-Time Director	Member

- (c) Authorizing the Rights Issue Committee to appoint various intermediaries and also to do all such acts, deeds, things, and matters, as it may in its absolute discretion deem necessary, proper, and desirable for the purpose of and in connection with the Rights Issue.

Further, the details required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 is enclosed as **Annexure – A**.



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2. **Increase in Authorized Share Capital of the Company and amendment in Capital Clause V of Memorandum of Association of the Company:**

Approved the Increase in Authorized Share Capital of the Company from existing Authorized Share Capital of INR 51,00,00,000 (Rupees Fifty-One Crores only) divided into 5,10,00,000 (Five Crores and Ten Lakhs) Equity Shares of INR 10/- (Rupees Ten only) each to **INR 60,00,00,000 (Rupees Sixty Crores only) to divided into 6,00,00,000 (Six Crores) Equity Shares of INR 10/- (Rupees Ten only) each** and consequent amendment in the Capital Clause V of the Memorandum of Association of the Company, subject to the approval of Shareholders of the Company.

Further, the details required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 is enclosed as **Annexure – B**.

3. **Notice of Postal Ballot for obtaining Shareholders approval for the following matters:**

- Increase in Authorized Share Capital of the Company from INR 51,00,00,000 (Rupees Fifty-One Crores only) to INR 60,00,00,000 (Rupees Sixty Crores only).
- Amendment in Capital Clause V of the Memorandum of Association of the Company.

4. **Appointment of CS Kunal Sharma, Proprietor of Kunal Sharma & Associates, Company Secretary in Practice (FCS No. 10329 and CP No. 12987) as a Scrutinizer to scrutinize the postal ballot process (through Remote E-Voting only) in a fair and transparent manner.**

5. **Calendar of Events and cut-off dates for the purpose of Postal Ballot process.**

A copy of the Postal Ballot Notice, calendar of events, timelines and other requisite details will be submitted to the Stock exchange in due course.

The Board meeting commenced at 12:30 PM IST and concluded at 01:15 PM IST.

Kindly consider this and take on record as a requisite disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

Kindly take the same on your record.

Thanking you,

**For Trans India House Impex Limited
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**Mrugesh Ashwin Kumar Vyas
Company Secretary and Compliance Officer
Membership No: ACS: 49190**

Enclosed: A/a



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Annexure – A

Raising of Funds by way of Rights Issue

Sr. No.	Disclosure Requirements	Details
1.	Type of Securities proposed to be issued (viz. equity share, convertibles etc.)	Equity Shares of face value of INR 10/- each
2.	Type of Issuance	Rights Issue.
3.	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	Issue and allotment of Equity Shares of face value of INR 10/- each to the existing Equity Shareholders of the Company on rights basis ("Rights Issue"), at such price and right entitlement ratio as may be decided by the Board of Directors or a duly constituted Rights Issue Committee of the Board to the eligible Equity shareholders of the Company, as on the record date (to be notified later), for an amount aggregating up to INR 49.50 Crores (Rupees Forty Nine Crores and Fifty Lakhs only).
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s): i. names of the investors; ii. post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors; iii. in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable.
5.	In case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s): i. whether bonus is out of free reserves created out of profits or share premium account; ii. bonus ratio iii. details of share capital - pre and post bonus issue iv. free reserves and/ or share premium required for implementing the bonus issue; v. free reserves and/ or share premium available for capitalization and the date as on which such balance is available;	Not Applicable.



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Sr. No.	Disclosure Requirements	Details
	<ul style="list-style-type: none">vi. whether the aforesaid figures are audited;vii. estimated date by which such bonus shares would be credited/dispatched	
6.	<p>In case of issuance of depository receipts (ADR/GDR) or FCCB the listed entity shall disclose following additional details to the stock exchange(s):</p> <ul style="list-style-type: none">i. name of the stock exchange(s) where ADR/GDR/FCCBs are listed (opening - closing status) / proposed to be listed;ii. proposed no. of equity shares underlying the AD RIGOR or on conversion of FCCBs;iii. proposed date of allotment, tenure, date of maturity and coupon offered, if any of FCCB's;iv. issue price of ADR/GDR/FCCBs (in terms of USD and in INR after considering conversion rate);v. change in terms of FCCBs, if any;vi. details of defaults, if any, by the listed entity in payment of coupon on FCCBs & subsequent updates in relation to the default, including the details of the corrective measures undertaken (if any);	Not Applicable.
7.	<p>In case of issuance of debt securities or other non-convertible securities the listed entity shall disclose following additional details to the stock exchange(s):</p> <ul style="list-style-type: none">i. size of the issue;ii. Whether proposed to be listed? If yes, name of the stock exchange(s);iii. tenure of the instrument - date of allotment and date of maturity;iv. coupon/interest offered, schedule of payment of coupon/interest and principal;v. charge/security, if any, created over the assets;vi. special right/interest/privileges attached to the instrument and changes thereof;vii. delay in payment of interest I principal amount for a period of more than three months from the due date or default in payment of interest I principal;viii. details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments	Not Applicable.



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Sr. No.	Disclosure Requirements	Details
	thereon, if any; ix. details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable.

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Mrugesh Ashwin Kumar Vyas
Company Secretary and Compliance Officer
Membership No: ACS: 49190



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Annexure – B

Increase in Authorized Share Capital and Amendment in Capital Clause V of Memorandum of Association of the Company

S. No	Details required	Our Comments
1	Amendments in of Memorandum Association.	<p>Amendment in Capital Clause V of the Memorandum of Association of the Company pursuant to increase in Authorized Share Capital from INR 51,00,00,000 (Rupees Fifty-One Crores only) to INR 60,00,00,000 (Rupees Sixty Crores only).</p> <p>Existing Clause V: The Authorized Share Capital of the Company is INR 51,00,00,000 (Rupees Fifty-One Crores only) divided into 5,10,00,000 (Five Crore Ten Lakh) Equity Shares of INR 10/- (Rupees Ten Only) each.</p> <p>Amended Clause V: The Authorized Share Capital of the Company is INR 60,00,00,000 (Rupees Sixty Crores only) to divided into 6,00,00,000 (Six Crores) Equity Shares of INR 10/- (Rupees Ten only) each.</p> <p>There are no changes except above in the Memorandum of Association.</p>

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