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January 16, 2024

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001

Stock Symbol: XPROINDIA(EQ)

Stock Code No. 590013

Dear Sir / Madam,

Sub: Outcome of Extra-Ordinary General Meeting held on Tuesday, January 16, 2024

Please be informed that the Members of Xpro India Limited ("Company"), at its Meeting held today, i.e. January 16, 2024, which commenced at 10:30 am and concluded at 11.00 am, has *inter alia* approved the following matters:

1. Preferential issue of warrants

The Members of the Company subject to such other regulatory approvals, as may be required, has approved the issuance, on a preferential basis up to 14,35,750 warrants as under, each carrying a right to subscribe to 1 equity share of the Company, having a face value of ₹ 10/- each, at an exercise price of ₹ 975/- (Rupees Nine Hundred Seventy Five only) which may be exercised in one or more tranches, within 18 months from the date of allotment of the warrants, in the following manner:

- Payable on application: 35% of the issue price;
- Balance 65% payable at the warrant holder's option, within 18 months from the date of allotment;
- A fully paid-up warrant entitles conversion into 1 equity share of face value ₹ 10/- each of the Company at a premium of ₹ 965/- per share.

Sl. No	Name and category of the proposed Investors	Nature and number of Securities	Price of each Security	Total amount
Promoter / Promoter Group				
1.	Central India General Agents Limited	Upto 75,000 (Seventy Five Thousand) warrants	₹ 975 (Rupees Nine Hundred Seventy-Five only) per warrant	₹ 7,31,25,000 (Rupees Seven Crore Thirty-One Lacs Twenty-Five Thousand only)
2.	Janardhan Trading Co. Limited	Upto 30,750 (Thirty Thousand Seven Hundred and Fifty) warrants	including a premium of ₹ 965 (Rupees Nine Hundred Sixty-Five only)	₹ 2,99,81,250 (Rupees Two Crore Ninety-Nine Lacs Eighty-One Thousand Two Hundred and Fifty only)



Sl. No	Name and category of the proposed Investors	Nature and number of Securities	Price of each Security	Total amount
Non-promoter, Public				
3.	Evoke Management Services LLP	Upto 80,000 (Eighty Thousand) warrants	₹ 975 (Rupees Nine Hundred Seventy-Five only) per warrant including a premium of ₹ 965 (Rupees Nine Hundred Sixty-Five only)	₹ 7,80,00,000 (Rupees Seven Crore Eighty Lacs only)
4.	Smt. Vanaja Sundar Iyer	Upto 2,40,000 (Two Lacs Forty Thousand) warrants		₹ 23,40,00,000 (Rupees Twenty Three Crore Forty Lacs only)
5.	Sri Ashish Kacholia	Upto 1,10,000 (One Lac Ten Thousand) warrants		₹ 10,72,50,000 (Rupees Ten Crore Seventy-Two Lacs Fifty Thousand only)
6.	Malabar India Fund Limited (Category I foreign portfolio investor)	Upto 2,00,000 (Two Lacs) warrants		₹ 19,50,00,000 (Rupees Nineteen Crore Fifty Lacs only)
7.	Malabar Midcap Fund (Category III alternative investment fund)	Upto 1,00,000 (One Lac) warrants		₹ 9,75,00,000 (Rupees Nine Crore Seventy-Five Lacs only)
8.	Malabar Select Fund (Category I foreign portfolio investor)	Upto 2,00,000 (Two Lacs) warrants		₹ 19,50,00,000 (Rupees Nineteen Crore Fifty Lacs only)
9.	Smt Urjita Jagdish Master	Upto 1,50,000 (One Lac Fifty Thousand) warrants		₹ 14,62,50,000 (Rupees Fourteen Crore Sixty-Two Lacs Fifty Thousands only)
10.	Sri Paulastya Sachdev	Upto 50,000 (Fifty Thousand) warrants		₹ 4,87,50,000 (Rupees Four Crore Eighty-Seven Lacs Fifty Thousand only)
11.	Sri Kamlesh N Shah	Upto 1,00,000 (One Lac) warrants		₹ 9,75,00,000 (Rupees Nine Crore Seventy-Five Lacs only)
12.	Smt. Neepa K Shah	Upto 1,00,000 (One Lac) warrants		₹ 9,75,00,000 (Rupees Nine Crore Seventy Five Lacs only)



2. Qualified Institutions Placement

The Members of the Company, subject to such other regulatory approvals, as a may be required, has approved the raising of capital through a Qualified Institutions Placement for an aggregate amount not exceeding ₹150 Crores (Rupees One Hundred Fifty Crore only) by the issue of equity shares of face value of ₹10/- each in accordance with the Chapter VI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

3. Appointment of Ms. Nandini Khaitan (DIN: 06941351), as an Independent Director

On the recommendation of the Board of Directors, the Members have approved the appointment of Ms. Nandini Khaitan (DIN: 06941351), as an Independent Director of the Company with effect from February 1, 2024, to January 31, 2029, for a period of 5 (five) consecutive years in accordance with the applicable provisions of the Companies Act, 2013 and Listing Regulations.

This is for your information and record.

Thanking you,

Yours faithfully,
For Xpro India Limited

Kamal Kishor Sewoda
Company Secretary

