

Date: 28th March, 2025

REF: WIML/BSE/BM-OUTCOME-11/MARCH/2025
By E-Filing

To,

Corporate Relations Department

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai-400 001

Scrip Code: 538970

Scrip ID: WARDINMOBI

Kind Attd. : Corporate Relations Department

Sub: Outcome of Meeting of Board of Directors (“the Board”) of Wardwizard Innovations & Mobility Limited (“the Company”) held on Friday, 28th March 2025.

Listing Regulation: Disclosure under Regulation 30, and all other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, (“Listing Regulations”) as amended from time to time.

Dear Sir/Madam,

The **Board of Directors (“The Board”)** of **Wardwizard Innovations & Mobility Limited (“the Company”)** at its meeting held today i.e **Friday, 28th March 2025** has transacted and approved the following matters, inter alia:

1. Based on recommendation of the **Audit Committee**, the **Material Related Party Transaction(s)** under Section 188 of **The Companies Act, 2013 (“The Act”)** and **Regulation 23 of SEBI (LODR) Regulations, 2015** and **IND AS 2**, Subject to the **approval of the Shareholders** at the ensuing General Meeting of the Company, (Whether the single/ multiple tranches & single/multiple times during the **Financial year 2025-26 i.e. 01st April 2025 to 31st March 2026**.
2. **Raising loans, from Director(s), Promoter & Promoter Group** whether secured or unsecured, with an option contained as a term to convert such loans into equity shares and executing all necessary documentation in connection thereto, **subject to obtaining the requisite approval of shareholders and any other regulatory consents or approvals, as applicable.**
Details as required under Regulation 30, read with Para A (5A) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, as per Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are provided in Annexure-I.
3. Approved the **Notice of Postal Ballot** to be sent to Shareholders of the Company.
4. Appointment of **Mr. Kamal A. Lalani, peer reviewed practicing Company Secretary, Vadodara, as Scrutinizer** to conduct the Postal ballot process.

The meeting of Board of Directors was commenced at **14:00 (IST) & concluded at 15:45 (IST)**.

The aforesaid Outcome of the Board meeting held today is also being made available on the Company’s website at www.wardwizard.in.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

For WARDWIZARD INNOVATIONS & MOBILITY LIMITED

JAYA ASHOK BHARDWAJ

COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl: As above

ANNEXURE-I

THE DETAILS AS REQUIRED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, READ WITH MASTER CIRCULAR SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

SR NO.	PARTICULARS	DETAILS
A.	If the listed entity is a party to the agreement,	Yes
	I. Details of the counterparties (including name and relationship with the listed entity);	Mr. Yatin Sanjay Gupte, Chairman & Managing Director (DIN 07261150) and Promoter of the Company or any other person belonging to Board of Director(s), Promoter & Promoter Group as may be decided by the Board.
B.	If listed entity is not a party to the agreement,	Not Applicable
	<ul style="list-style-type: none"> i. Name of the party entering into such an agreement and the relationship with the listed entity; ii. Details of the counterparties to the agreement (including name and relationship with the listed entity); iii. Date of entering into the agreement. 	-
C.	Purpose of entering into the Agreement;	Raising loans, whether secured or unsecured, with an option to convert such loans into equity shares of the Company to meet the funding requirements towards proposed capital expenditures, operational expenditure and working capital with respect to the projects to be undertaken by the Company and for general corporate purposes, the Company will avail financial assistance by way of Corporate Loans and loan from individual promoter and Promoter group companies of the Company (the Lenders).
D.	Shareholding, if any, in the entity with whom the agreement is executed;	Promoter and Promoter Group holding 1,31,56,0615 (50.47%) Equity Shares as on 31st December 2024
E.	Significant terms of the agreement (in brief);	The terms of sanction stipulate that, pursuant to the exercise of an option available under these arrangements, the lenders may have the right to convert, in whole or in part, their outstanding facility into fully paid-up ordinary equity shares of the Company, subject to obtaining the requisite approval from the members of the Company.

CIN: L35100MH1982PLC264042

Registered Office: Office No 4604, 46th Floor Kohinoor Square, Kelkar Marg, Shivaji Park, Dadar (West) Nr. R.G. Gadkari Chock Mumbai, Maharashtra-400028 India.

Corporate Office: Survey 26/2, Opp, Pooja farm, Sayajipura, Ajwa Road, Vadodara, Gujarat-390019, India

Email ID: compliance@wardwizard.in | **Website:** www.wardwizard.in | **Compliance No:** +91 9727755083 | 6358849385 | **HQ Number:** 02668352000

F.	Extent and the nature of impact on management or control of the listed entity;	The Shareholding of the Promoters in the Company may increase, contingent upon the exercise of the option to convert the outstanding loan into fully paid-up equity shares of the Company, in accordance with applicable laws and regulations.
G.	Details and quantification of the restriction or liability imposed upon the listed entity;	Nil
H.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Yes, Related to Promoter & Pomoter Group Mr. Yatin Sanjay Gupte is a Common Promoter & Director of Wardwizard Innovations & Mobility Limited and Wardwizard Solutions India Private Limited.
I.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Yes Transaction on arm’s length basis
J.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Loan will be converted into fully paid-up ordinary Equity Shares of the Company, subject to the approval of the members of the Company at a future date, in case of option exercised by the Lender.
K.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	NA
L.	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):	NA
	<ul style="list-style-type: none"> i. Name of parties to the agreement; ii. Nature of the agreement; iii. Date of execution of the agreement; iv. Details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); v. Reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier). 	-