



Ref: OK/BSE/2023-24/164

Dated: 27<sup>th</sup> November, 2023

**Corporate Relationship Department**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort, Mumbai 400001

Dear Sir / Madam,

**Sub: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Re: Stock Code: 526415 (BSE)  
Scrip Name: OK Play India Limited (the "Company")**

Pursuant to the provisions of Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), we wish to inform you that the Board of Directors of the Company, at their Meeting held today, i.e. Monday, November 27, 2023, has considered and approved the following:

1. Issue of upto **24,75,000 ( Twenty Four Lac Seventy Five Thousand only ) fully paid-up Equity Shares** of the Company, on a Preferential Basis, **at a price of Rs. 125/- (Rupees One Hundred Twenty Five only)** per Equity Share (including a Premium of Rs. 115/- (Rupees One Hundred Fifteen only) per Equity Share, **for a total consideration of upto Rs.30,93,75,000/- (Rupees Thirty Crore Ninety Three Lac Seventy Five Thousand only)**, to the following Specified Investors:

Name of the Proposed Allottee	Category of the Proposed Allottee	Maximum no. of Equity Shares proposed to be allotted	Maximum Consideration (Rupees)
Saint Capital Fund	Non-Promoter	5,00,000	6,25,00,000
Leisure Enterprises LLP	Non-Promoter	4,80,000	6,00,00,000
Shubh Garg	Non-Promoter	3,50,000	4,37,50,000
Sanjay Garg	Non-Promoter	2,00,000	2,50,00,000
Madhu Vadera Jayakumar	Non-Promoter	2,00,000	2,50,00,000
Santosh Desai	Non-Promoter	1,25,000	1,56,25,000
Earthbound Ventures LLP	Non-Promoter	1,20,000	1,50,00,000
Ashika Global Finance Private Limited	Non-Promoter	1,00,000	1,25,00,000
Pavan Bagai	Non-Promoter	1,00,000	1,25,00,000
Kaushik Surendra Shah	Non-Promoter	2,00,000	2,50,00,000
Vinod Kumar Bansal	Non-Promoter	1,00,000	1,25,00,000
<b>Total</b>		<b>24,75,000</b>	<b>30,93,75,000</b>

2. Issue of upto **10,00,000 ( Ten Lac only) Equity Share Warrants ("Warrants")** on a Preferential Basis, carrying an entitlement to subscribe for equivalent number of fully paid-up Equity Shares of the Company, **at a price of Rs. 135/- (Rupees One Hundred Thirty Five only)** per Equity Share (including a Premium of Rs. 125/- (Rupees One Hundred Twenty Five only) per Equity Share, **for a total consideration of upto Rs. 13,50,00,000/- (Rupees Thirteen Crore Fifty Lacs only)**, to the following Specified Investors:

**OK PLAY INDIA LIMITED**

**Corporate office :**124,New Manglapuri,Mehrauli,New Delhi-110030 **Tel :**+91 11 46190000 **Fax :** +91 11 190090  
**Registered Office & Works :** Plot No 17 & 18 ,Roz Ka Meo Industrial Estate,Tehsil Nuh, District Mewat, Haryana-122103  
**Tel.:** +91 124 2362335-36 **Fax :** +91 124 2362326 **CIN –** L28219HR1988PLC030347  
**Website :** [www.okplay.in](http://www.okplay.in) **Email :** info@okplay.in

Name of the Proposed Allottee	Category of the Proposed Allottee	Maximum no. of Warrants proposed to be allotted	Maximum Consideration (Rupees)
Badjate Stock Broking Private Limited	Non-Promoter	5,00,000	6,75,00,000
Leisure Enterprises LLP	Non-Promoter	3,20,000	4,32,00,000
Earthbound Ventures LLP	Non-Promoter	80,000	1,08,00,000
Nisha Mantri	Non-Promoter	1,00,000	1,35,00,000
<b>Total</b>		<b>10,00,000</b>	<b>13,50,00,000</b>

The Warrants shall be issued on the following terms and conditions:

- Each Warrants shall carry an entitlement to subscribe to One Equity Share of face value of Rs. 10/- each (Rupees Five only) of the Company at a price of Rs. 135/- (Rupees One Hundred Thirty Five only) per Equity Share;
- An amount equivalent to 25% of the Exercise Price of the Equity Shares, arising out of the Warrants, shall be payable at the time of making the application for the Warrants, as prescribed by Regulation 169 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 ("SEBI ICDR Regulations"), which will be kept by the Company as a deposit to be adjusted and appropriated against the price of the Equity Shares payable by the Warrant holders at the time of exercising the option. A Warrant exercise price equivalent to the 75% of the issue price of the Warrants will be payable by the Warrant holders at the time of exercising the Warrants;
- The option to acquire the Equity Shares can be exercised by the Warrant holders in one or more tranches on or before the expiry of 18 months from the date of allotment of the Warrants, by way of a written notice to the Company, specifying the number of warrants proposed to be exercised along with the aggregate amount thereon, without any further approval from the shareholders of the Company prior to or at the time of conversion;
- In the event the Warrant holders do not exercise the option under the Warrants within the time limit prescribed under point no. b) above, the Warrants shall lapse and the deposit of 25% as indicated in point no. a) above shall stand forfeited by the Company;
- In case in future, the Company declares any issue of Bonus Shares, Rights Shares or other similar benefits except dividend to the existing shareholders, then provision shall be made by the Company to provide similar benefits to the Warrant holders by reserving such benefit for the Warrant holders and the same shall accrue to the Warrant holders only upon exercise of option by them for acquiring the Equity Shares.

- Convening of **Extraordinary General Meeting ("EGM") of the Shareholders of the Company on Wednesday, December 20, 2023**, for the purpose of obtaining their approval to issue of Equity Shares / Warrants on a preferential basis by way of a Special Resolution.

The pricing of Equity Shares and Equity Shares arising on exercise of option under the Warrants, have been calculated in accordance with the provisions of Chapter V of the SEBI ICDR Regulations. In terms of the provisions of SEBI ICDR Regulations, the "**Relevant Date**" for determining the Price of the Equity Shares and Equity Shares arising on exercise of option under the Warrants is **Monday, 20<sup>th</sup> November, 2023**, being the date thirty days prior to the date of EGM, i.e. Wednesday 20<sup>th</sup> December, 2023.

The Equity Shares / Warrants and Equity Shares arising on exercise of option under the Warrants proposed to be allotted shall be subject to a lock-in to be determined in accordance with the provisions of Regulation 167 of the SEBI ICDR Regulations.

The proposed issue of Equity Shares / Warrants shall be in accordance with the provisions of the Companies Act, 2013 ("the Act") read with the applicable Rules made thereunder and the SEBI ICDR Regulations, as amended from time to time and shall be subject to necessary approvals of the Shareholders of the Company and any other regulatory authorities, if required and shall be in terms of the Acts / Rules / Regulations / Guidelines issued by SEBI, SEBI LODR and other applicable provisions of the law.

Please note that, in terms of the provisions of the SEBI LODR, the above disclosure is available on website of the Company ([www.okplay.in](http://www.okplay.in)) and Stock Exchanges ([www.bseindia.com](http://www.bseindia.com)).

The Board Meeting commenced at 3:00 p.m. and concluded at 4:45 p.m.

This is for your information and records.

Thanking You,

Yours faithfully,

**For OK Play India Limited**

**Meenu Goswami**

**Company Secretary**