

Date: January 25, 2023

To
The National Stock Exchange of India Limited,
Listing Department
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051,

BSE Limited
Corporate relationship Department
Phiroze jeejeebhoy Towers
Dalal Street, fort
Mumbai -400 001

NSE Symbol – **HARIOMPIPE**

BSE Scrip Code- **543517**

Sub: Disclosure of events & information pursuant to Regulation 30 of the SEBI Listing Regulations.

Ref: Our prior intimation on Friday, dated January 20, 2023 made pursuant to Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations").

Dear Sir/Madam,

In terms of Regulation 30 read with Schedule III of the SEBI Listing Regulations, this is to inform you that the Board of Directors of Hariom Pipe Industries limited ("Company") in their meeting held today i.e., Wednesday, January 25, 2023, have inter alia, considered and approved:

1. To increase the Authorised Equity Share Capital of the Company from Rs. 32,00,00,000/- (Rupees Thirty Two Crores only) divided into 2,86,83,800 (Two Crore Eighty Six Lakhs Eighty Three Thousand and Eight Hundred Only) equity shares of Rs. 10/- (Rupees Ten Only) each and 33,16,200 (Thirty Three Lakhs Sixteen Thousand and Two Hundred Only) 0% Series A redeemable Non Cumulative Preference Shares of Rs. 10/- (Rupees Ten only) each to Rs. 40,00,00,000/- (Rupees Forty Crores only) divided into 3,66,83,800 (Three Crore Sixty Six Lakhs Eighty Three Thousand and Eight Hundred Only) equity shares of Rs. 10/- (Rupees Ten Only) each and 33,16,200 (Thirty Three Lakhs Sixteen Thousand and Two Hundred Only) 0% Series A redeemable Non Cumulative Preference Shares of Rs. 10/- (Rupees Ten only) each by creating 80,00,000 (Eighty Lakhs) Equity shares of Rs. 10/- (Rupees Ten only) each in accordance with the provisions of Sections 13, 61 and all other applicable provisions, if any, contained under the Companies Act, 2013, and subject to approval of members in their meeting .
2. Issuance of upto 33,71,000 (Thirty Three lakhs Seventy One Thousand only) warrants each convertible into, or exchangeable for, one equity share within the period of 18 (eighteen months) in accordance with the applicable law ("Warrants") at a price of ₹ 345/- (Indian Rupees Three Hundred and Forty Five Only) each (including the warrant subscription price and the warrant exercise price) aggregating upto ₹ 1,16,29,95,000/- (Rupees One Hundred and Sixteen Crores Twenty Nine lakhs Ninety Five Thousand only) to the specified Promoter(s) and Members of the Promoter Group and Non-promoter persons (as listed in "**Annexure – A**" herein) ("**Proposed Warrant Allottees**" or "**Warrant Holders**") by way of preferential issue in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013,

HARIOM PIPE INDUSTRIES LIMITED

Registered Office

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website : hariompipes.com Email : info@hariompipes.com

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Survey No.58 & 63, Sheriguda (V),
Balanagar (M), Mahabubnagar Dist - 509202, Telangana.

as amended (“**Act**”) read with Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended (“**Rules**”), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), SEBI Listing Regulations and such other acts / rules / regulations as maybe applicable and subject to necessary approval of the members of the Company and other regulatory authorities including BSE Limited, National Stock Exchange of India Limited, Reserve Bank of India, as maybe applicable (“**Warrants Issue**”). Upon issuance of Warrants an amount of 25% of price, for each Warrants shall be payable by the Warrant Holders at the time of subscription and allotment of each Warrant (“**Warrant Subscription Price**”) and the 75% of price for each Warrants shall be payable by the Warrant holders on the exercise of the Warrants (“**Warrant Exercise Price**”).

3. Issuance of upto 21,44,000 (Twenty One Lakhs Forty Four Thousand only) Equity Shares having face value of ₹10/- (Rupee Ten Only) (“Equity Shares”) at a price of ₹ 345/- (Rupees Three Hundred and Forty Five only) each (including a premium of ₹ 335/-) per Equity Share payable in cash (“Issue Price”), aggregating upto ₹ 73,96,80,000/- (Rupees Seventy Three Crores Ninety Six lakhs Eighty Thousand only), to the specified Non-Promoter Persons / Public/ QIPs/Employees/Directors/KMPs to the specified (as listed in “**Annexure – B**” herein) (“**Proposed Allottees**”) by way of preferential issue in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended (“**Act**”) read with Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended (“**Rules**”), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), SEBI Listing Regulations and such other acts / rules / regulations as maybe applicable and subject to necessary approval of the members of the Company and other regulatory authorities including BSE Limited, National Stock Exchange of India Limited, Reserve Bank of India, as maybe applicable. Upon issuance of Equity Shares full amount of ₹ 345/- (Indian Rupees Three Hundred and Forty Five Only) for each Equity Shares shall be payable by the Subscribers of such shares at the time of Issue of such shares.
4. Decided to keep Friday, February 14, 2023 as the cut-off date for determining the eligibility of the members entitled to vote by remote e-voting.
5. Appointment of Mr. Vinod Sakaram of VSSK & Associates, Practicing Company Secretaries as scrutinizer for conducting the e-voting process in a fair and transparent manner as required under the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.
6. Notice of Extraordinary General Meeting through video conferencing or any other Audio-visual means to be held on Monday 20th February, 2023 for seeking member’s consent for above mentioned matters.

The details required to be disclosed pursuant to circular dated September 09, 2015 bearing reference no. CIR/CFD/CMD/4/2015 issued by Securities and Exchange Board of India is disclosed in “**Annexure – C**” in relation to Warrants Issue and “**Annexure – D**” in relation to Issue of Equity Shares .

The Company will issue necessary disclosures/intimation in terms of applicable law including Regulation 30(7) of SEBI Listing Regulations as and when Company progresses on the Warrants Issue and Issue of Equity Shares.

The meeting of the Board of Directors of the Company commenced at 10.00 A.M. (IST) and was concluded at 12.30 P.M. (IST).

Kindly take this communication on your record and disseminate.

Thanking You.

Yours faithfully,

For **Hariom Pipe Industries Limited**

Rupesh Kumar Gupta
Managing Director
DIN: 00540787

Annexure – A

Sl. No	Name of the Allottee	Number of Convertible Warrants	Category
Promoter and promoter Group			
1.	Rupesh Kumar Gupta	262500	Promoter
2.	Sailesh Gupta	262500	Promoter
3.	Rakesh Kumar Gupta	350000	Promoter Group
Non-Promoters			
4.	Malabar India Fund Limited	2435000	Category - I FPI*
5.	Amitabha Bhattacharya	2250	KMP*
6.	Ashish Agarwal	3750	KMP*
7.	Krishnakanth Jaju	3000	Employee
8.	Pratik Kedia	1500	Employee
9.	Sharad Shyamsundar Lahoti	1500	Employee
10.	Arat Ramesh	375	Employee
11.	Chirag Partani	3750	KMP*
12.	Riya Jindal	1500	Employee
13.	Deepak Kumar	7500	Employee
14.	Ramesh	7500	Employee
15.	Radheshyam Chauhan	375	Employee
16.	Kayagurala Muralidhar	1500	Employee
17.	Maruti Chindhu Jadhav	750	Employee
18.	Sitarama Sharma	1125	Employee
19.	Pukh Raj	750	Employee
20.	Tandur Mahesh Goud	375	Employee
21.	Eega Harish	375	Employee
22.	Bhagwat Prasad Gupta	750	Employee
23.	Ashwin Bhagwandas Parashar	375	Employee
24.	Nitesh Gupta	750	Employee
25.	Yash Gupta	11250	Employee
26.	Sneha Sankla	5000	Independent Director
27.	Joyeeta Bose	2000	Independent Director
28.	Bhagyashri Dharmasa Zad	3000	Public
Total (Sl.No. 1 – 26)		33,71,000	

*KMP - (Key Managerial Personnel)

*FPI – (Foreign Portfolio Investors)

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Annexure – B

Sl. No	Name of the Allottee	Maximum No. Number of Equity Shares	Category
Non- Promoter			
1.	Malabar India Fund Limited	405000	Category – I FPI*
2.	Shruthi Murali	290000	Public
3.	Narayana Trading & Investments	290000	Public
4.	DHA Prime Life Sciences LLP	1140000	Public
5.	Amitabha Bhattacharya	750	KMP*
6.	Ashish Agarwal	1250	KMP*
7.	Krishnakanth Jaju	1000	Employee
8.	Pratik Kedia	500	Employee
9.	Sharad Shyamsundar Lahoti	500	Employee
10.	Arat Ramesh	125	Employee
11.	Chirag Partani	1250	KMP*
12.	Riya Jindal	500	Employee
13.	Deepak Kumar	2500	Employee
14.	Ramesh	2500	Employee
15.	Radheshyam Chauhan	125	Employee
16.	Kayagurala Muralidhar	500	Employee
17.	Maruti Chindhu Jadhav	250	Employee
18.	Sitarama Sharma	375	Employee
19.	Pukh raj	250	Employee
20.	Tandur Mahesh Goud	125	Employee
21.	Eega Harish	125	Employee
22.	Bhagwat Prasad Gupta	250	Employee
23.	Ashwin Bhagwandas Parashar	125	Employee
24.	Nitesh Gupta	250	Employee
25.	Yash Gupta	3750	Employee
26.	Bhagyashri Dharmasa Zad	2000	Public
Total (Sl. No 1 – 26)		21,44,000	

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**Annexure – C
(Warrants Issue)**

Disclosure of information pursuant to SEBI Circular:

Sr. No.	Particulars	Information
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Convertible Warrants (“warrants”) each convertible into, or exchangeable for, one equity share of the Company
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment / issue in terms of SEBI ICDR Regulations and other applicable law.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately	Issuance of up to 33,71,000 (Thirty Three lakhs Seventy One Thousand only) Warrants at a price of ₹ 345/- (Indian Rupees Three Hundred and Forty Five Only) each (including the Warrant Subscription Price and the Warrant Exercise Price) aggregating upto ₹ 1,16,29,95,000/- (Rupees One Hundred and Sixteen Crores Twenty Nine lakhs Ninety Five Thousand only)
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
a.	Names of the investors	As mentioned in Annexure – A (above)
b.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	<p>Please see Schedule – A (below)</p> <p>Issue price: ₹ 345/- (Indian Rupees Three Hundred and Forty Five Only) for each Warrant (including the Warrant Subscription Price and the Warrant Exercise Price).</p> <p>The issue price at which the Warrants shall be issued is not lower than the floor price calculated in accordance with Regulation 164 of the SEBI ICDR Regulations.</p> <p>Number of Investors : 28 Investors</p>
c.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	N.A.
5.	any cancellation or termination of proposal for issuance of securities including reasons thereof.	In the event that, a Warrant Holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant Holders on such Warrants shall stand forfeited by Company.

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Annexure – D
(Equity shares Issue)

Disclosure of information pursuant to SEBI Circular:

Sr. No.	Particulars	Information
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment / issue in terms of SEBI ICDR Regulations and other applicable law.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issuance of up to 21,44,000 (Twenty One Lakhs Forty Four Thousand only) equity shares at a price of ₹ 345/- (Rupees Three Hundred and Forty Five only) each aggregating upto ₹ 73,96,80,000/- (Rupees Seventy Three Crores Ninety Six lakhs Eighty Thousand only)
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
a.	Names of the investors	As mentioned in Annexure – B (above)
b.	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Please see Schedule – A (below) Issue price: ₹ 345/- (Indian Rupees Three Hundred and Forty Five Only) Number of Investors : 26 Investors
c.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	N.A.
5.	any cancellation or termination of proposal for issuance of securities including reasons thereof.	NA

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Schedule – A

SL. No	Category	Pre-issue [^]		Post-issue ^{&(Note1)}	
		No of shares held	% of shareholding	No of shares held	% of shareholding
A	PROMOTERS/PROMOTER GROUP HOLDING				
1	Indian				
	Individual	14821595	58.18	15696595	50.65
	Bodies Corporate	2001109	7.85	2001109	6.46
	Sub-total	16822704	66.03	17697704	57.11
2	Foreign promoters/Promoter Group	--	--	--	--
	Sub-total(A)	16822704	66.03	17697704	57.11
B	NON-PROMOTERS'HOLDING				
1	Institutional investors				
	Foreign Portfolio Investors	510720	2.00	3350720	10.81
	Financial Institutions/Banks/Mutual Funds/AIF	75000	0.29	75000	0.24
2	Non-Institutional Investors				
	Bodies Corporate	733539	2.88	1873539	6.05
	Directors and relatives	-	-	7000	0.02
	Indian public	6541828	25.68	7194828	23.22
	Others including Non-resident Indians(NRIs)	792413	3.11	792413	2.56
3	Non-Promoter Non-public	--	--	--	--
	Sub-total(B)	8653500	33.96	13293500	42.89
	GRANDTOTAL	25476204	100.00	30991204	100.00

[^]as on 20th January, 2023

Note 1: Post Issue Shareholding will change in case of any corporate action in between.

1. A maximum of 55,15,000 Equity Shares will be allotted including conversion of convertible Warrants, considering conversion of all the Warrants on the last day of the 18 months tenure. Shareholding structure is assuming full conversion of Warrants and full allotment of Equity Shares.

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