



Date: September 29, 2023.

To,
Deputy General Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Ref: Security Code No. 531888.

Sub: Disclosure under Regulation 30 and 30A of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

Dear Sir,

Pursuant to Regulation 30 and 30A of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. (Friday, September 29, 2023) interalia, considered and approved:

1. The alteration in the Objects Clause of the Memorandum of Association ("MOA") of the Company, subject to approval of Members through postal ballot.
2. The execution of Leave and License Agreement between the Company and Mr. Kundan Talwar, pertaining to the Industrial Shed, for a monthly license fees of INR 5,00,000/- (Indian Rupees Five Lakhs), with effect from 1st October 2023.
3. The execution of Leave and License Agreement between the Company and Mr. Kundan Talwar, pertaining to the proposed Industrial Building, for a monthly license fees of INR 20,00,000/- (Indian Rupees Twenty Lakhs), with effect from 1st December 2023 on proportionate basis depending on the basis of handing over the premises. The monthly rent has been calculated at the rate of Rs.25/- per sq.fts.

The details as required under SEBI Circulars dated July 13, 2023 are annexed as Annexure A, B & C respectively.

ANNEXURE A

ALTERATION IN OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION IN BRIEF

The following sub-clause 2A to be inserted under Clause IIIA of Memorandum of Association of the Company:

“ 2A. To Carry on in India and Abroad the Business independently or in Joint Venture or in collaboration with anyone as Manufacturer and/or Trader of Electric & Electronic Goods, Information Technology and related activities thereof; Back-office Operations of Manufacturing Unit which is engaged in the Production of Electronic Goods & Items at the Proposed office location situated at Plot No. 92-D, bearing CTS NO.316/3,316/D, Government Industrial Estate, Charkop, Kandivali West, Mumbai - 400067. The Back-Office Operations activity involves:

- a) CAD/CAM/CAE Support
- b) Electric Motors Design
- c) Electrical Appliances and Devices Design
- d) Electronic Control Systems Design
- e) Engineering & Designing “

ANNEXURE B

DETAILS WITH RESPECT TO SUPPLEMENTARY RENTAL AGREEMENT ENTERED BETWEEN REXNORD ELECTRONICS & CONTROLS LTD (COMPANY) AND MR. KUNDAN TALWAR, CHIEF FINANCIAL OFFICER OF THE COMPANY.

Sr. No.	Particulars	Details
a)	<p>If the listed entity is a party to the agreement</p> <p>i. details of the counterparties (including name and relationship with the listed entity)</p>	<p>Mr. Kundan K. Talwar, Chief Financial Officer and Promoter of the Company.</p> <p>Son of Mr. Kishorechand Talwar, Chairman and Managing Director</p> <p>Brother of Mrs. Nainy Tanna, Whole -Time Director.</p>
b)	<p>If listed entity is not a party to the agreement</p> <p>i. name of the party entering into such an agreement and the relationship with the listed entity</p> <p>ii. details of the counterparties to the agreement (including name and relationship with the listed entity)</p> <p>iii. date of entering into the agreement</p>	Not Applicable
c)	Purpose of entering into the agreement	Leave and License agreement for taking on rent the Industrial Shed situated at Survey No. - S.No. 62, 74, 75 & 20; Property No. 941, 942 & 943, Village - Devdal, Taluka -Vasai, District - Palghar (Maharashtra)
d)	Shareholding, if any, in the entity with whom the agreement is executed	1,80,000 Equity Shares
e)	Significant terms of the agreement (in brief)	Leave and License agreement for taking on rent the Industrial Shed situated at Survey No. - S. No. 62, 74, 75 & 20; Property No.

		941, 942 & 943, Village - Devdal, Taluka - Vasai, District - Palghar (Maharashtra) with Mr. Kundan K. Talwar for a monthly License Fees of INR 5,00,000/- (Indian Rupees Five Lakhs Only) along with a deposit with the Licensor of a sum of INR 50,00,000/- (Indian Rupees Fifty Lakhs only) as refundable interest free security deposit amount ("Security Deposit") for a period of 60 (Sixty) months, commencing from October 1, 2023 to September 30, 2028 (both days are inclusive)
f)	Extent and the nature of impact on management or control of the listed entity	Not Applicable
g)	Details and quantification of the restriction or liability imposed upon the listed entity	Not Applicable
h)	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	Yes. Mr. Kundan K. Talwar, the owner of the said premises is the Chief Financial Officer and Promoter of the Company. Son of Mr. Kishorechand Talwar, Chairman and Managing Director Brother of Mrs. Nainy Tanna, Whole -Time Director.
i)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Yes, the transaction is on arm's length
j)	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
k)	Any other disclosures related to such agreements, viz., details of nominee on the	Not Applicable

	board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	
1)	<p>In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s)</p> <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) 	Not Applicable

ANNEXURE C

DETAILS WITH RESPECT TO RENTAL AGREEMENT ENTERED BETWEEN REXNORD ELECTRONICS & CONTROLS LTD (COMPANY) AND MR. KUNDAN TALWAR, CHIEF FINANCIAL OFFICER OF THE COMPANY

Sr. No.	Particulars	Details
a)	<p>If the listed entity is a party to the agreement</p> <p>ii. details of the counterparties (including name and relationship with the listed entity)</p>	<p>Mr. Kundan K. Talwar, Chief Financial Officer and Promoter of the Company.</p> <p>Son of Mr. Kishorechand Talwar, Chairman and Managing Director</p> <p>Brother of Mrs. Nainy Tanna, Whole -Time Director.</p>
b)	<p>If listed entity is not a party to the agreement</p> <p>iv. name of the party entering into such an agreement and the relationship with the listed entity</p> <p>v. details of the counterparties to the agreement (including name and relationship with the listed entity)</p> <p>vi. date of entering into the agreement</p>	Not Applicable
c)	Purpose of entering into the agreement	<p>The Company intends to expand its production unit into manufacturing of cooling fans of large XL sizes.</p> <p>Therefore the Company has approved to enter into Leave and License agreement for taking on rent the proposed Industrial Building to be constructed at the premises situated at Survey No. - S. No. 62, 74, 75 & 20; Property No. 941, 942 & 943, Village - Devdal, Taluka - Vasai, District - Palghar (Maharashtra).</p>

d)	Shareholding, if any, in the entity with whom the agreement is executed	1,80,000 Equity Shares
e)	Significant terms of the agreement (in brief)	<p>Leave and License agreement for taking on rent the proposed Industrial Building to be constructed at the premises situated at Survey No. - S. No. 62, 74, 75 & 20; Property No. 941, 942 & 943, Village - Devdal, Taluka - Vasai, District - Palghar (Maharashtra) to be executed with Mr. Kundan K. Talwar, Chief Financial Officer and Promoter of the Company for a monthly license fees of INR 20,00,000/- (Indian Rupees Twenty Lakhs), with effect from December 1, 2023 on proportionate basis depending on the basis of handing over the premises. The monthly license fees has been calculated at the rate of INR 25/- (Indian Rupees Twenty Five) per sq. fts. along with a deposit with the Licensor of a sum of INR 1,50,00,000/- (Indian Rupees Once Crore Fifty Lakhs only) as refundable interest free security deposit amount ("Security Deposit") for a period of 60 (Sixty) months.</p>
f)	Extent and the nature of impact on management or control of the listed entity	Not Applicable
g)	Details and quantification of the restriction or liability imposed upon the listed entity	Not Applicable
h)	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	<p>Yes.</p> <p>Mr. Kundan K. Talwar is the owner of the said premises and is Chief Financial Officer and Promoter of the Company.</p> <p>Son of Mr. Kishorechand Talwar, Chairman</p>

		and Managing Director Brother of Mrs. Nainy Tanna, Whole -Time Director.
i)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Yes, the transaction is on arm's length
j)	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
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.	Not Applicable
l)	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s) <ul style="list-style-type: none"> vi. name of parties to the agreement vii. nature of the agreement viii. date of execution of the agreement ix. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier) x. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier) 	Not Applicable