



Dated: August 06, 2021

To
Listing Department
National Stock Exchange of India
Exchange Plaza, Bandra-
Kurla Complex, Bandra(E),
Mumbai – 400051

Symbol- TOUCHWOOD	ISIN- INE486Y01013	Series- EQ
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Subject: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We would like to update you that the Organisation is on a growth trajectory. For further expansion, we are seeking quality investors who can partner and guide us on our journey. The proposed allottees have a vast experience in investing in large technological platforms. Our new ventures Make Me Up and Wed Advisor also need such kind of mentors. Our platforms will be benefited immensely by the experience of our investors. The detailed profile of the investors is attached as an enclosure as **Annexure 2**.

Further to our Intimation of Board Meeting dated August 02, 2021, we wish to inform you that the Board of Directors of the Company, at its meeting held today, i.e. on Friday, August 6, 2021 at the Registered office of the Company situated at Plot No. 645, Near E.P.T Block, Sarojini Nagar, New Delhi-110023 which commenced at 3:00 P.M has discussed, deliberated, taken on record and approved the following:

1. Issuance of up to 2,00,000 Equity Warrants convertible into Equity shares to Mr. Manjit Singh and Mr. Vijay Arora, Promoters of the Company and 10,000 Equity Shares of face value Rs. 10/- per share to Ms. Kanika belonging to the Promoter Group on a preferential basis (“Preferential Issue”) in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), as amended, and other applicable laws, at a price of Rs. 125/- per Equity Share, subject to the approval of regulatory/ statutory authorities and the shareholders of the Company at the forthcoming Extra Ordinary General Meeting.

The information in connection with the Preferential Issue pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed as Annexure-I to this letter.

2. Issuance of up to 2,80,000 Equity Shares and 13,00,000 Equity Warrants convertible into Equity shares of face value Rs. 10/- per share to the KMPs/ Non- promoters/ Public Category of the company, on a preferential basis (“Preferential Issue”) in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), as amended, and other applicable laws, at a price of Rs. 125/- per Equity Share, subject to the approval of regulatory/ statutory authorities and the shareholders of the Company at the forthcoming Extra Ordinary General Meeting.

TOUCHWOOD ENTERTAINMENT LIMITED

CIN: L92199DL1997PLC088865 | ISO 9001 :2015 | UAM No. DL10F0009354
Reg. Office : Plot No. - 645, Near E.P.T. Block, Sarojini Nagar, New Delhi - 110023
Contact: +91-9810108253 ; Website: www.touchwood.in E-mail: delhi@touchwood.in

The information in connection with the Preferential Issue pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, is enclosed as **Annexure- I** to this letter.

3. Also, it was brought to the notice of the Board that the Non-Promoter/Public Category of the proposed allottees includes Mr. Dinesh Singla, Chief Financial Officer of the Company and Mr. Shrey Khandelwal who is also key employee of the Company.

3. Decided to call the Extra-Ordinary General Meeting (EOGM-1/2021-22) of the Company on Tuesday, August 31, 2021 through Video Conferencing (VC) or Other Audio Visual Means (OVAM) in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI and approved the Notice of Extra Ordinary General Meeting to be held on Tuesday, August 31, 2021 through video conferencing for passing special resolution w.r.t. the proposed preferential issue along with other relevant resolutions.

The Copy of Notice calling the Extra-Ordinary General Meeting (EOGM-1/2021-22) of the Company on Tuesday, August 31, 2021 will be submitted to the exchange as soon as the same be dispatched to the Shareholders of the Company through email.

4. Schedule of Extra-Ordinary General Meeting w.r.t cut-off date for remote e-voting, remote e-voting start date and end date.

5. Approved appointment of Scrutinizer for Extra-Ordinary General Meeting.

Meeting Concluded at 6 P.M.

Yours faithfully

For Touchwood Entertainment Limited

 

Ashima Arora
Company Secretary & Compliance Officer

Encl:- A/a

ANNEXURE-I

DETAILS REGARDING PREFERENTIAL ISSUE

A. Category- Equity Shares & Equity Warrants

Particulars	Details of Securities Allotted
Type of securities proposed to be issued	Equity Shares and Equity Warrants
Type of issuance	Preferential Allotment
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	a) 2,80,000 Equity Shares and 13,00,000 Equity Warrants to Non-Promoters/ Public Shareholders of the Company. b) 10,000 Equity Shares and 2,00,000 Equity Warrants to Mr. Manjit Singh and Mr. Vijay Arora, Promoters of the Company and Ms. Kanika belonging to the Promoter Group of the Company.
Undertaking with regard to sale of shares	Allottees have not sold any shares in the last six months
Issue Price	Rs. 125/- Equity Share & Equity Warrants The price at which the Equity Shares shall be issued is not lower than the floor price calculated in accordance with Regulation 164 of the SEBI ICDR Regulations

IN CASE OF PREFERENTIAL ISSUE THE LISTED ENTITY SHALL DISCLOSE THE FOLLOWING ADDITIONAL DETAILS TO THE STOCK EXCHANGE(S):-

Sl. No.	Name of Investors	Nature of Instrument	No of Equity shares proposed to be issued	PAN No.	Demat Details
1	Manjit Singh	Equity Warrants	100000	ALSPS4542E	IN30223610162650
2	Vijay Arora	Equity Warrants	100000	ADAPA7314C	IN30154954642697
3	Kanika	Equity Shares	10000	AYNPK6448D	1302340000533984
4	Dinesh Singla	Equity Warrants	30000	BLVPS6089N	IN30115124494124
5	Shrey Khandelwal	Equity Warrants	10000	BKMPK5246H	IN30154956052789

6	Rohan Joseph	Equity Shares	280000	AVWPJ5822C	IN30021419228384
7	Eternity Trust	Equity Warrants	560000	AABTE1560A	IN30082910135159
8	Punam Chadha Joseph	Equity Warrants	560000	AAHPC7994E	IN30082910135159
9	Kulbhushan Parashar HUF	Equity Warrants	50000	AAJHK2958Q	1206690000145646
10	Manish Kumar HUF	Equity Warrants	35000	AAKHM8413M	IN30299410079802
11	Kinchit Sunil Kumar Mehta	Equity Warrants	20000	AIRPM7337H	1304140007271761
12	Tashi Securities Limited	Equity Warrants	15000	AAECT9451F	1207970000038666
13	Innovana Techlabs Limited	Equity Warrants	15000	AAECI7160A	IN30299410087699
14	Krishna Advisory Services Private Limited	Equity Warrants	5000	AAECK2775K	1204150000801442

Post Allotment of Securities – Outcome of the Subscription

Sr. No.	Category of Shareholder	Pre-preferential Allotment		Post Preferential Allotment	
		No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
1.	Promoters and Promoters Group	7110157	69.84	7320157	61.15
2.	Public	3071088	30.16	4651088	38.85
	Total	10181245	100.00	11971245	100.00

*Assuming Allotment of 2,90,000 Equity Shares and also 15,00,000 Equity warrants converts into 15,00,000 Equity Shares

- **In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument; Not Applicable in case of proposed allotment of 2,90,000 Equity Shares.**
- **In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument: Applicable in case of proposed allotment of 15,00,000 Equity Warrants convertible into Equity Share.**
- 15,00,000 Equity Warrants would be allotted only upon payment of 25% of the price of Equity warrant at the time of allotment.
- Each Equity warrant is convertible into 1 Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable.
- Option for conversion of warrants will be available upon payment of full price of warrant before such exercise of option.

DETAILED PROFILE OF THE INVESTORS

S. NO.	NAME OF INVESTOR	PROFILE
1.	Rohan Joseph	Mr. Rohan Joseph is a seasoned technology investor having invested and partnered with leading technology, media and entertainment companies in India and the US. He holds dual degrees of B.S. in Computer Science (Engineering) and B.A. in Economics from the University of Illinois, Urbana-Champaign. He is currently the Vice President, Global Investments & Corporate at Times Bridge, the global investments arm of The Times Group. Times Bridge portfolio of investments include Uber (NYSE:UBER), Airbnb (NASDAQ:ABNB), Coursera (NYSE:COUR), Houzz, MUBI, Smule, Headspace among others. In earlier years, Rohan has worked as a software engineer at tech giant Microsoft, and was part of the founding team of the Global Citizen Festival in India.
2.	Eternity Trust	It is a Private Family Trust formed by members of Joseph Family, headed by Mr. Sabbas Joseph, who is known for his communication expertise and command over media as he began his career as a Journalist. He is a Founder and Director of Wizcraft, a leading firm in the Event Management Industry.
3.	Punam Chadha Joseph	Mrs. Punam Chadha Joseph is a published poet and artist. With her wealth of knowledge and experience in the fields of both hospitality and advertising, she has contributed greatly to the events and experiential marketing industry. She is the wife of Mr. Sabbas Joseph.
4.	Kulbhushan Parashar HUF	It is a family owned Business vertical of Mr. Kulbhushan Parashar, who is a veteran Investment Banker for SMEs. He is Director of Corporate CapitalVentures Private Limited, SEBI Registered Merchant Banker. CCv happens to be the Lead manager of Touchwood Entertainment Limited.
5.	Innovana Techlabs Limited	Innovana Techlabs Limited is leading IT Company based in IFSC Gift City, Gandhi Nagar, Gujarat is into business of Developing, scaling and distribution of innovative IT Platforms and Products.