



December 16, 2024

To,
The Corporate Relationship Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400001

Ref: Scrip Code: 523232 Security ID: CONTPTR

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Outcome of the Board Meeting held on December 16, 2024

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), we hereby inform that the Board of Directors of the Company, at its meeting held today i.e., **December 16, 2024**, inter-alia, has considered and approved:

1. The Acquisition of 49.58% of the Share Capital of Unique Techno Associates Private Limited (“Unique” or “**Target Company**”). The Board has approved the execution of a Share Purchase Agreement (“**SPA**”) and Share Subscription Agreement (“**SSA**”) other necessary documents regarding the Proposed Transaction between the Company, Target Company and the shareholders of Target Company, whereby the Company agrees to acquire 49.58% of the share capital of the Target Company. (**Details are enclosed herewith as Annexures A**).
2. Subject to Shareholders approval, issuance of up to 6,44,540 (Six Lakhs Forty-Four Thousand Five Hundred and Forty) Warrants to be converted into Equity Shares of the Company of face value Rs. 5/- (Rupees Five only) each for issue price of Rs. 110/- (Rupees One Hundred and Ten only) each on preferential basis (‘**Preferential Issue**’) for consideration other than cash (i.e., swap of shares) to the shareholders of Unique Techno Associates Private Limited, persons belonging to the promoters and promoter group of the Company, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the provisions of the Companies Act, 2013 and rules made there under. (**Details are enclosed herewith as Annexures B**).
3. Subject to Shareholders approval, issuance of up to 48,55,460 (Forty-Eight Lakhs Fifty Thousand Four Hundred and Sixty Only) Warrants to be converted into Equity Shares of the Company of face value Rs. 5/- (Rupees Five only) each at an issue price of Rs. 110/- (Rupees One Hundred and Ten Only) per share, on preferential basis (‘**Preferential Issue**’) on cash basis, to the persons including promoters and promoter group of the Company, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the provisions of the Companies Act, 2013 and rules made there under. (**Details are enclosed herewith as Annexures C**).

Disclosure as per SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexures A**, **Annexure B** and **Annexure C**.

4. Approved the increase in Authorized Share Capital of the Company from the existing Authorized Share Capital of Rs. 3,00,00,000/- (Rupees Three Crore Only) divided into 60,00,000 (Sixty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each to Rs. 10,00,00,000/- (Rupees Ten Crore Only) divided into 20,00,000 (Two Crore) Equity Shares of Rs. 5/- (Rupees Five Only) each and



CONTINENTAL PETROLEUMS LIMITED

Regd. Office : A-2, Opp. Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR - 302 005 Rajasthan (INDIA)
Phone: +91-141-222 2232 Email : conpetco@gmail.com
CIN No. : L23201RJ1986PLC003704 GSTN : 08AAACC7033L1ZM

ContolTM
Lubricants-Accelerating Performance
www.contol.in
www.conpetco.com

Consequential Alteration in the Capital Clause of the Memorandum of Association, subject to shareholders' approval.

5. Appointment of Mr. Navneet Khandelwal (DIN: 00414636) as CEO of the company, subject to shareholders' approval.
6. Approved the Related party transaction(s) under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to the approval of shareholders.
7. Approved the Notice of Extra Ordinary General Meeting ("EGM") of the Members of the Company scheduled to be held on Wednesday, January 15, 2025, at 03.00 P.M through video conferencing or other audiovisual means, to seek necessary approval of the shareholders of the Company.
8. Appointment of Mr. **Rohit Gupta**, Practicing Chartered Accountant, as Scrutinizer to conduct the e-voting process in a fair and transparent manner.
9. Considered & approved, the calendar of events for the upcoming, Extra-Ordinary General Meeting as mentioned above.

The Board Meeting was concluded at 5.10 p.m.

Kindly take the same on record and upload it under suitable section of your website.

Thanking you

Yours faithfully,
For Continental Petroleums Limited

Madan Lal Khandelwal
Digitally signed by
Madan Lal Khandelwal
Date: 2024.12.16
17:14:37 +05'30'

Madan Lal Khandelwal
Managing Director
DIN: 00414717



Annexure – A

Disclosure as per SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, is given as under:

Acquisition of Unique Techno Associates Private Limited

Sr. No.	Particulars	
1	Name of the target entity, details in brief such as size, turnover etc.	<p>Unique Techno Associates Private Limited</p> <p>The Company has an authorized share capital of Rs. 2,00,00,000/- divided into 2,00,000 equity shares of Rs. 100/- each and paid-up capital of Rs. 49,99,800/- divided into 49,998 equity shares of Rs. 100/- each.</p> <p>The Company has achieved a turnover of Rs. 5.10 crores for the year ended March 31, 2024.</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”;	<p>Yes, the acquisition falls within the related party transaction.</p> <p>Nature and Details: Promoter of our Company are one of the promoters of the Target Company.</p> <p>Arm’s Length: Yes, the transaction is being done on the basis of the Valuation report obtained from a Registered Valuer.</p>
3	Industry to which the entity being acquired belongs	Manufacturing Sector – Chemical Industry
4	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>Target Company is into manufacturing of chemicals and lubricants which is line with the main business activity of the Company.</p> <p>The acquisition of Unique Techno Associates Private Limited will help the Company in achieving higher revenues and better profit margins on consolidated basis which will benefit all the stakeholders associated with the Company including shareholders at large.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Appropriate approvals will be taken from the shareholders in the general meeting and from the BSE Limited i.e. In-principle



		approval for issue, allotment and listing/trading.
6	Indicative time period for completion of the acquisition	Within three months from the date of receipt of approval from the shareholders or the regulatory authorities, whichever is later.
7	Nature of consideration - whether cash consideration or share swap and details of the same	Swapping of Shares Details provided in C1 below
8	Cost of acquisition or the price at which the shares are acquired	6,44,540 (Six Lakhs Forty-Four Thousand Five Hundred and Forty) Warrants are proposed to be issued at an issue price of Rs. 110/- each including premium of Rs. 105/- per share which amounts to Rs. 7,08,99,400/- Acquisition is done on swap basis and there is no cash outflow, Valuation report from the registered valuer is obtained and uploaded on the website of the Company.
9	Percentage of shareholding/ control acquired and / or number of shares acquired	The Company will acquire 49.58% equity stake of Unique Techno Associates Private Limited upon closing of the transaction i.e. 6,44,540 Warrants, to be converted into Equity Shares of Rs. 5/- each of the Company.
10	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	a. Brief background: as explained in point No. 3 above b. Date of incorporation: December 31, 1985 c. Turnover (in Crores) 2023-24 – 5.10 2022-23 – 7.05 2021-22 – 17.03 d. The entity has its base in India and exports to several countries.



Annexure – B

Disclosure as per SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, is given as under:

Preferential Issue of Warrants of the Company for consideration other than cash:

Sr. No.	Particulars	Description												
1.	Type of securities proposed to be issued	Warrants to be converted into Equity Shares of Rs. 5/- each of the Company.												
2.	Type of issuance	Preferential Issue in accordance with sections 42, 62 of the Companies Act, 2013 and rules made there under and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.												
3.	Total number of securities Proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 6,44,540 (Six Lakhs Forty-Four Thousand Five Hundred and Forty) Warrants of Rs. 5/- (Rupees Five) each for other than cash at a price of Rs. 110/- (Rupees One Hundred and Ten Only) per share total consideration aggregating to Rs. 7,08,99,400/-												
Additional information in case of preferential issue:														
A.	Name of the Investors	Enclosed as per Annexure – B1												
B.	Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Outcome of the Subscription</td> <td>Annexure - B1</td> </tr> <tr> <td>2.</td> <td>Issue price</td> <td>Rs. 110/- per Warrant including a premium of Rs. 105/- per Warrant, for consideration other than cash.</td> </tr> <tr> <td>3.</td> <td>Number of Investors</td> <td>5 (Five)</td> </tr> </tbody> </table>	Sr. No.	Particulars	Details	1.	Outcome of the Subscription	Annexure - B1	2.	Issue price	Rs. 110/- per Warrant including a premium of Rs. 105/- per Warrant, for consideration other than cash.	3.	Number of Investors	5 (Five)
		Sr. No.	Particulars	Details										
		1.	Outcome of the Subscription	Annexure - B1										
2.	Issue price	Rs. 110/- per Warrant including a premium of Rs. 105/- per Warrant, for consideration other than cash.												
3.	Number of Investors	5 (Five)												
C.	In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable												
D.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable												



Annexure – B1

Details of the Proposed Allottees

Sr. No.	Name of the Proposed Allottees	No. of Equity Shares to be swapped in Unique Techno Associates Private Limited	No. of Warrants to Issue and Allot of the Company against swapping	Current Status / Category	Proposed Status / Category
1	MADAN LAL KHANDELWAL	6,560	170,560	Promoter	Promoter
2	NAVNEET KHANDELWAL	11,097	288,470	Promoter	Promoter
3	VIKRANT KHANDELWAL	4,199	109,070	Promoter	Promoter
4	RADHIKA KHANDELWAL	1,470	38,220	Promoter	Promoter
5	ANUBHA KHANDELWAL	1,470	38,220	Promoter	Promoter
	Total	24,796	644,540		

Annexure-C

Disclosure as per SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, is given as under:

Preferential Issue of Warrants of the Company for cash:

Sr. No.	Particulars	Description						
1.	Type of securities proposed to be issued	Warrants to be converted into Equity Shares of Rs. 5/- each of the Company.						
2.	Type of issuance	Preferential Issue in accordance with sections 42, 62 of the Companies Act, 2013 and rules made there under and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.						
3.	Total number of securities Proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 48,55,460 (Forty-Eight Lakhs Fifty Thousand Four Hundred and Sixty Only) Warrants at an issue price of Rs. 110/- per Warrant (Including a premium of Rs. 105/- per share) to the promoters and non-promoters as per valuation done by the Registered Valuer.						
Additional information in case of preferential issue:								
A.	Name of the Investors	Enclosed as per Annexure – C1						
B.	Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Particulars</th> <th>Details</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Outcome of the Subscription</td> <td>Annexure - C1</td> </tr> </tbody> </table>	Sr. No.	Particulars	Details	1.	Outcome of the Subscription	Annexure - C1
Sr. No.	Particulars	Details						
1.	Outcome of the Subscription	Annexure - C1						



		2.	Issue price	Rs. 110/- per Warrant including a premium of Rs. 105/- per Warrant, for cash.
		3.	Number of investors	41
C.	In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable		
D.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable		

Annexure - C1

Details of Proposed Allottees

Sr. No.	Name of the Proposed Allottees	No. of Warrants to Issue and Allot of the Company	Current Status/Category	Proposed Status/Category
1.	MADAN KHANDELWAL LAL	29,440	Promoter	Promoter
2.	NAVNEET KHANDELWAL	1,39,864	Promoter	Promoter
3	VIKRANT KHANDELWAL	2,43,430	Promoter	Promoter
4	RADHIKA KHANDELWAL	2,51,636	Promoter	Promoter
5	ANUBHA KHANDELWAL	2,46,780	Promoter	Promoter
6	SHREYANS KHANDELWAL	2,22,155	Promoter	Promoter
7	ARYAN KHANDELWAL	2,22,155	Promoter	Promoter
8	M/S SHANTI PROPERTIES	1,10,000.00	Non-Promoter	Non-Promoter
9	MANJI KARAMAN PATEL	1,10,000.00	Non-Promoter	Non-Promoter
10	DHARMENDRA MANJI PATEL	1,10,000.00	Non-Promoter	Non-Promoter
11	KALPESH MANJI PATEL	1,10,000.00	Non-Promoter	Non-Promoter
12	RAJESH SHAH HUF	1,10,000.00	Non-Promoter	Non-Promoter
13	KULIN SHANTILAL VORA	2,20,000.00	Non-Promoter	Non-Promoter
14	BHOGILAL MAVJI VORA	2,20,000.00	Non-Promoter	Non-Promoter
15	ROCKY RASIKLAL VORA	1,30,000.00	Non-Promoter	Non-Promoter
16	PARESH DESAI	1,40,000.00	Non-Promoter	Non-Promoter
17	KEENA DESAI	1,40,000.00	Non-Promoter	Non-Promoter
18	DIYA DESAI	1,50,000.00	Non-Promoter	Non-Promoter



CONTINENTAL PETROLEUMS LIMITED

Regd. Office : A-2, Opp. Udyog Bhawan, Tilak Marg, C-Scheme, JAIPUR - 302 005 Rajasthan (INDIA)
Phone: +91-141-222 2232 Email : conpetco@gmail.com
CIN No. : L23201RJ1986PLC003704 GSTN : 08AAACC7033L1ZM

Contol™

Lubricants-Accelerating Performance
www.contol.in
www.conpetco.com

19	RAJESH R SHAH	1,10,000.00	Non-Promoter	Non-Promoter
20	CHAITALI R SHAH	1,10,000.00	Non-Promoter	Non-Promoter
21	SALONI R SHAH	1,10,000.00	Non-Promoter	Non-Promoter
22	MEENA R SHAH	1,10,000.00	Non-Promoter	Non-Promoter
23	AANCHAL WAGLE	20,000.00	Non-Promoter	Non-Promoter
24	AMIT RAVISHANKAR DADHEECH	85,000.00	Non-Promoter	Non-Promoter
25	RUCHI AMIT DADHEECH	85,000.00	Non-Promoter	Non-Promoter
26	HANSA SANKET SHARMA	85,000.00	Non-Promoter	Non-Promoter
27	SANKET SHIVKANT SHARMA	85,000.00	Non-Promoter	Non-Promoter
28	DARSHIL DHIREN SHAH	1,00,000.00	Non-Promoter	Non-Promoter
29	DHIREN JAGJIVANDAS SHAH	1,00,000.00	Non-Promoter	Non-Promoter
30	DHWANI DARSHIL SHAH	1,00,000.00	Non-Promoter	Non-Promoter
31	DARSHIL PETROCHEM	1,00,000.00	Non-Promoter	Non-Promoter
32	VIJAYETA AGARWAL	1,00,000.00	Non-Promoter	Non-Promoter
33	SANGEETA RAJIVKUMAR JAIN	1,00,000.00	Non-Promoter	Non-Promoter
34	SANGEETA BIHANI	50,000.00	Non-Promoter	Non-Promoter
35	JUGAL KISHORE RAWAT	1,50,000.00	Non-Promoter	Non-Promoter
36	ROSHAN RAWAT	1,00,000.00	Non-Promoter	Non-Promoter
37	NAMET KHANDELWAL	50,000.00	Non-Promoter	Non-Promoter
38	NIKHIL GUPTA	50,000.00	Non-Promoter	Non-Promoter
39	SNEH LATA GUPTA	50,000.00	Non-Promoter	Non-Promoter
40	SHREYA GUPTA	50,000.00	Non-Promoter	Non-Promoter
41	LAL CHAND AGARWAL	50,000.00	Non-Promoter	Non-Promoter
	Total	48,55,460		

Madan Lal Khandelwal
Digitally signed by
Madan Lal
Khandelwal
Date: 2024.12.16
17:15:08 +05'30'

