

Birla Building (2nd Floor),  
9/1, R. N. Mukherjee Road,  
Kolkata - 700 001, India

Tel: +91-33-40823700/22200600

e-mail: xprocal@xproindia.com

Date: February 29, 2024

To,  
**BSE Limited**  
**Corporate Relations Department**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
Maharashtra, India

**National Stock Exchange of India Limited**  
**Listing Department**  
Exchange Plaza, Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051  
Maharashtra, India

**Scrip Code:** 590013

**Symbol:** XPROINDIA

Dear Madam / Sir

**Re: Qualified institutions placement of equity shares of face value of ₹ 10 (the “Equity Shares”) to qualified institutional buyers by Xpro India Limited (the “Company”) under the provisions of Chapter VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), and Sections 42 and 62 of the Companies Act, 2013 and the rules made thereunder, as amended (the “Issue”)**

**Sub: Outcome of the meeting of the Committee of Directors**

Please refer to our letter dated February 26, 2024 intimating you about the meeting of the Committee of Directors (the “Committee”) to be held on February 29, 2024 in respect of the Issue.

The Issue opened on February 26, 2024 and the same was intimated to you *vide* our letter dated February 26, 2024. We wish to inform you that the Committee at its meeting held today i.e. February 29, 2024 has, *inter alia*, passed the following resolutions:

- Approved the closure of the Issue today (i.e. February 29, 2024) pursuant to the receipt of application forms and the funds in the escrow account from the eligible qualified institutional buyers in accordance with the terms of the Issue;
- Determined and approved, the allocation of 13,62,397 Equity Shares at an Issue price of ₹ 1,101.00 per Equity Share which is at a discount of ₹57.32 per Equity Share i.e. 4.95% to the floor price of ₹ 1158.32 per Equity Share, in accordance with the SEBI ICDR Regulations (including a premium of ₹ 1091.00 per Equity Share) upon the closure of the Issue, determined according to the formula prescribed under Regulation 176 (1) of Chapter VI of the SEBI ICDR Regulations, for the Equity Shares to be allotted to the eligible qualified institutional buyers in the Issue;
- Approved and adopted the placement document dated February 29, 2024;
- Approved and finalized the confirmation of allocation note to be sent to eligible qualified institutional buyers, intimating them of the allocation of Equity Shares pursuant to the Issue.



# XPRO INDIA LIMITED



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The meeting of the Committee commenced at 7.00 PM and concluded at 7.35 PM. A certified copy of the resolution passed by the Committee is enclosed for your information and records.

We request you to kindly take this on records and treat the same as compliance under the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Thanking you,

Yours faithfully,

For **Xpro India Limited**

Kamal Kishor Sewoda  
Company Secretary

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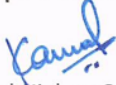
**CERTIFIED TRUE COPY OF THE RESOLUTIONS ADOPTED BY THE COMMITTEE OF DIRECTORS OF  
XPRO INDIA LIMITED AT THE MEETING HELD ON FEBRUARY 29, 2024**

**ISSUE CLOSING**

“**RESOLVED THAT** in connection with the proposed qualified institutions placement of equity shares of face value of ₹ 10 each of Xpro India Limited (the “**Company**”) to eligible qualified institutional buyers in terms of the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and Section 42 and Section 62 of the Companies Act, 2013, read with the rules issued thereunder, each as amended (the “**Issue**”), and as approved by the board of directors of the Company (the “**Board**”) by way of its resolution dated December 19, 2023, and by the shareholders of the Company by way of the special resolution in the Extra Ordinary General Meeting held on January 16,, 2024, and as opened pursuant to the resolution passed by this Committee of Directors at its meeting dated February 26, 2024, the Issue be and is hereby declared to be closed on the date of this resolution i.e. February 29, 2024, with immediate effect.

**RESOLVED FURTHER THAT** a copy of the above resolution, certified to be true by any of the Directors of the Company or the Company Secretary of the Company, be forwarded to the authorities concerned for their record and necessary action.”

For Xpro India Limited



Kamal Kishor Sewoda  
Company Secretary

