

STEP TWO CORPORATION LIMITED

"AVANI SIGNATURE" 91A/1, Park Street, Kolkata – 700 016

Ph.No.(033)6628 9111, E-mail : admin@steptwo.in

CIN : L65991WB1994PLC066080

Date: 03.01.2024

To,
**The Chief General Manager,
Listing Operation,
BSE Limited,**
20th Floor, P. J. Towers, Dalal Street,
Mumbai – 400 001
Scrip Code: **531509**

To,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata – 700001
Scrip Code :**029182**

Dear Sir/Madam,

Sub: Outcome of the Board Meeting of Step Two Corporation Limited (“the Company”) held on Wednesday, January 03, 2024.

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Further to our letter dated December 27, 2023 and in accordance with provisions of Regulation 30 read with Schedule III of the SEBI LODR Regulations, we would like to inform you that the Board of Directors of the Company at its meeting held today *i.e.*, Wednesday, January 03, 2024, has *inter-alia* considered and approved the following matters:

1. Adoption of new Set of Memorandum and Articles of Association of the Company as per Companies Act, 2013.

The Board has approved the adoption of the new set of Memorandum and Articles of Association of the Company in place of the existing Memorandum and Articles of Association of the Company.

2. Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company.

The Board has approved the increase in the Authorised Share Capital of the Company from existing Rs. 5,35,00,000/- (Rupees Five Crores and Thirty-Five Lakhs Only) divided into 53,50,000 (Fifty-Three Lakhs and Fifty Thousand) equity shares of face value of Rs. 10/- (Rupees Ten Only) each to Rs. 7,85,00,000/- (Rupees Seven Crores and Eighty-Five Lakhs Only) divided into 78,50,000 (Seventy-Eight Lakhs and Fifty Thousand) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each ranking pari-passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company, subject to the approval of the shareholders, and subsequent alteration in the capital clause of Memorandum of Association of the Company as follows: -

“V. The Authorised Capital of the Company is Rs. 7,85,00,000/- (Rupees Seven Crores and Eighty-Five Lakhs Only) divided into 78,50,000 (Seventy-Eight Lakhs and Fifty Thousand) Equity Shares of Rs. 10/- each with such rights, privileges & conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and decrease the capital to the Company and to divide the shares in capital for the time being into several classes.

3. Issuance and allotment of equity shares by way of preferential issue on private placement basis (“Preferential Issue”):

Subject to the approval of shareholders of the Company and such other regulatory/governmental authorities as may be required, the Board has approved to create, offer, issue and allot by way of a preferential issue of 31,50,000 (Thirty-One Lakhs and Fifty Thousand) equity shares of the face value of Rs. 10/- (Rupees Ten only) each, at an issue price of Rs.15/- (Rupees Fifteen only) per equity share [including premium of Rs. 5/- per equity share] as determined in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended to Mr. Anuj Agarwal an individual belonging to the Promoter category,

and four other Strategic Investors namely Basant Lal Choudhary HUF, Mr. Santosh Kumar Choudhary, Santosh Kumar Choudhary HUF and Mrs. Nitu Choudhary, all of them belonging to Non-Promoter Category on a private placement basis on such terms and condition as may be determined by the Board.

4. Appointment of Mr. Jasvinder Singh as the Chief Financial Officer (“CFO”) of the Company.

The Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee of the Board has appointed Mr. Jasvinder Singh as Chief Financial Officer of the Company with effect from Wednesday, January 03, 2024. Mr. Jasvinder Singh will also act as the CFO of the Company along with the existing CFO Mr. Basant Kumar Agarwal. Due to an extreme misfortune, Mr. Basant Kumar Agarwal has been stricken down with paralysis and is bed-ridden which has rendered him incapable of performing his duties to the best of his abilities, therefore the Board of Directors, on the recommendation of the Nomination and Remuneration Committee of the Board has decided to appoint Mr. Jasvinder Singh to function as the CFO of the Company for the time being till Mr. Basant Kumar Agarwal is able to resume his duties.

In this connection, please find enclosed the following: -

1. Disclosures as required under Regulation 30 of the Listing Regulations read with the Securities and Exchange Board of India Circular (CIR/CFD/CMD/4/2015) dated September 9, 2015 ("SEBI Circular"), are enclosed as **Annexure A**.
2. Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFDPoD2/CIR/P/2023/120 dated July 11, 2023 relating to the appointment of Mr. Jasvinder Singh as Chief Financial Officer, marked as **Annexure B**.
5. The Board has fixed the Relevant Date, in terms of provisions of the SEBI ICDR Regulations for determining the floor price for the preferential issue i.e. Wednesday, January 03, 2024.
6. The Board has approved the notice of the Extra Ordinary General Meeting for the approval of the shareholders. Extra Ordinary General Meetings (EGM) of the Company will be held on Friday, February 02, 2024 at 11:00 Am through Video Conferencing/ Other Audio-Visual Means.
7. Appointed National Securities Depositories Limited (NSDL) for providing e-voting facility to the shareholders of the Company.
8. The Board has fixed Friday, December 29, 2023, as the Cut-Off date for the purpose of the dispatch of notice of Extra Ordinary General Meeting electronically, along with the details of e-voting to the Members.
9. The Board has appointed Mr. Navneet Jhunjunwala, Practicing Company Secretary, as Scrutinizer to conduct the voting process in a fair and transparent manner.
10. Fixed the period of e-voting which commences on Tuesday, January 30, 2024 at 9:00 A.M. and concludes on Thursday, February 01, 2024 at 5:00 P.M.
The aforesaid intimation is also being hosted on the website of the Company i.e., www.steptwo.in. The Board meeting commenced at 3.30 P.M and concluded at 4.30P.M.

Kindly take the above information on record and acknowledge.

Thanking you,

Yours faithfully,

For Step Two Corporation Limited

Poonam Bathwal
Company Secretary & Compliance Officer

Encl: as above

STEP TWO CORPORATION LIMITED

"AVANI SIGNATURE" 91A/1, Park Street, Kolkata – 700 016

Ph.No.(033)6628 9111, E-mail : admin@steptwo.in

CIN : L65991WB1994PLC066080

Annexure-A

Further in terms of Regulation 30, Schedule III, Part A, pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 we hereby submit the following disclosures for your kind consideration:

Sl. No.	Particulars	Disclosures
1.	Type of Securities proposed to be issued	Equity shares
2.	Type of Issue	Preferential Issue
3.	Total number of Securities proposed to be issued	of 31,50,000 (Thirty-One Lakhs and Fifty Thousand) equity shares
4.	Issue price	Issue Price of Rs. 15/- (Rupees Fifteen Only) per equity share (including a premium of Rs. 5/- per equity share)
5.	Number of Investors	5
6.	Name of the Proposed Allottees/ Investors	Promoter category: <ul style="list-style-type: none">• Mr. Anuj Agarwal, Non-Promoter/ Strategic Investors: <ul style="list-style-type: none">• Basant Lal Choudhary HUF,• Mr. Santosh Kumar Choudhary,• Santosh Kumar Choudhary HUF and• Mrs. Nitu Choudhary,
7.	Convertibles Instrument	No

Thanking you,

Yours faithfully,

For Step Two Corporation Limited

Poonam Bathwal

Company Secretary & Compliance Officer

STEP TWO CORPORATION LIMITED

"AVANI SIGNATURE" 91A/1, Park Street, Kolkata – 700 016

Ph.No.(033)6628 9111, E-mail : admin@steptwo.in

CIN : L65991WB1994PLC066080

Annexure-B

Disclosures required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFDPoD2/CIR/P/2023/120 dated July 11, 2023.

S.NO	Details of the Event	Information on the Events
1	The reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Jasvinder Singh has been appointed as the Chief Financial Officer of the Company with effect from Wednesday, January 03, 2024.
2	Date of Appointment & term of appointment	<ul style="list-style-type: none">Mr. Jasvinder Singh has been appointed as the Chief Financial Officer of the Company with effect from Wednesday, January 03, 2024.The term of appointment shall commence from Wednesday, January 03, 2024, and continue till the existing CFO Mr. Basant Kumar Agarwal is able to resume his duties.
3	Brief Profile (in case of appointment)	<p>I, Jasvinder Singh aged 37, residing at 5B Judges Court Road, Kolkata have been a resident of the city of joy since birth. I am MBA from IBS Business School in Hyderabad (2010) and CFA (ICFAI). Post my MBA I have worked with prestigious companies such as CRISIL in Mumbai and Verity Knowledge Solutions (A UBS affiliate) in Hyderabad in the field of Investment Banking and Credit research. Since 2013 I have been associated as a Professor in Finance with IBS Kolkata first as a full time faculty and later as a visiting faculty.</p> <p>Professionally I am in the Securities and Broking Industry. I was a full time Director with Moneylicious Securities from 2018 to 2021. I am currently working with Coastal Insurance and Broking as their Financial Advisor. Additionally I am also pursuing a PhD from VGSOM, IIT Kharagpur.</p> <p>On my family front, I am married since 2013 to Nisha Kaur and have an adorable son Viraj Singh, aged 9 years.</p>
4	The disclosure of relationships between director (in case of appointment of a director)	Not Applicable.

5	Any Other Information	Mr. Jasvinder Singh is related to the Promoter and Managing Director of the Company, namely Mr. Anuj Agarwal.
----------	-----------------------	---

Thanking you,

Yours faithfully,

For Step Two Corporation Limited

Poonam Bathwal
Company Secretary & Compliance Officer

C.C:

To, Niche Technologies Private Limited 3A, Auckland Place, 7 th Floor, Room No. 7A & 7B, Kolkata- 700017	To, National Securities Depository Ltd. 4 th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013	To, Central Depository Services (India) Ltd. 16 th Floor, P. J. Towers, Dalal Street, Mumbai- 400 001
---	--	---