

DHYAANI INC

Date: 17/01/2025

The Manager

BSE Limited,

25th Floor, PJ Towers, Dalal Street Fort,

Mumbai- 400001, Maharashtra.

SUB: OUTCOME OF BOARD MEETING HELD TODAY I.E. FRIDAY, 17TH JANUARY, 2025

REF: DHYAANI TRADEVENTURES LIMITED (BSE SCRIP CODE – 543516/DHYAANITR)

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; as amended from time to time and with reference to the captioned subject, this is to inform you that the Board of Directors of the Company at its meeting held today i.e. Friday, 17th January, 2025, inter-alia, considered and approved the following businesses:

- 1) Increase the Authorized Share Capital of the company from Rs. 18,00,00,000/- divided into 1,80,00,000 Equity Shares of Rs. 10/- each to Rs. 24,55,00,000/- divided into 2,45,50,000 Equity Shares of Rs. 10/- each, and consequent Alteration of Memorandum of Association of the Company, subject to approval of members of the company.
- 2) Issuance of upto 75,00,000; 8% unsecured, unrated, unlisted Optionally Convertible Debenture (**OCDs**) on such terms and conditions as may determine by board, on a preferential basis ("**Preferential Issue**") in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018; as amended, and other applicable laws, at an issue price of Rs. 40/- per OCD aggregating to upto Rs. 30,00,00,000/- (Rupees Thirty Crores Only) convertible in the ratio of 1:1 into equity shares of company at a predetermined conversion price of Rs. 40/- per equity share, to the proposed investors (*detailed in **Annexure-I***); being non-promoters of the Company, subject to the approval of the members of the company and such other regulatory/ statutory authorities as may be applicable.

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

- 3) Enhancing the borrowing limits for Upto Rs. 500 Crores subject to approval of members of the company under section 180 (1) (c) of Companies Act, 2013.
- 4) Approved the draft notice convening the Extraordinary General Meeting of the members of the Company to be held on Saturday, 15th February, 2025, for the aforementioned agendas.

The meeting of the Board of Directors commenced at 5:00 p.m. and concluded at 7:50 p.m.

You are requested to kindly take the same on your record.

For, DHYAANI TRADEVENTURES LIMITED

(Formerly *Dhyaani Tile and Marblez Limited*)

CHINTAN NAYAN BHAI RAJYAGURU

MANAGING DIRECTOR

DIN: 08091654

DHYAANI TRADEVENTURES LIMITED (Formerly known as Dhyaani Tile and Marblez Limited)

420 Time Square Arcade Opp. Rambaug Nr. Rajiv Plaza Thaltej-Shilaj Road, Thaltej, Ahmedabad, 380059, Gujarat, IN
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DHYAANI INC

ANNEXURE – I

DISCLOSURE AS REQUIRED UNDER REGULATION 30 UNDER SEBI (LODR) REGULATION, 2015 READ WITH SEBI CIRCULAR DATED SEPTEMBER 09, 2015:

Sr. No.	Particulars	Details														
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	8% Optionally Convertible, unsecured, unrated, and unlisted Debentures (“OCDs”) convertible into equity shares.														
2.	Type of issuance (further public offering, rights issue, Depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue														
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issue of upto 75,00,000; 8% optionally convertible, unsecured, unrated and unlisted debentures at an issue price of Rs. 40/- per OCD aggregating upto Rs. 30,00,00,000/-.														
4.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):															
a)	Names of the Proposed Investors and the maximum number of shares to be offered	<table border="1"> <thead> <tr> <th>NAME OF PROPOSED INVESTOR</th> <th>MAXIMUM NUMBER OF OCDs TO BE OFFERED (NO.)</th> </tr> </thead> <tbody> <tr> <td>Goldstone Trading Company Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>Black Hawk Properties Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>Realstone Trading Company Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>Shaswat Stock Brokers Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>Girijadhava Vyapaar Private Limited</td> <td>15,00,000</td> </tr> <tr> <td>Total</td> <td>75,00,000</td> </tr> </tbody> </table>	NAME OF PROPOSED INVESTOR	MAXIMUM NUMBER OF OCDs TO BE OFFERED (NO.)	Goldstone Trading Company Private Limited	15,00,000	Black Hawk Properties Private Limited	15,00,000	Realstone Trading Company Private Limited	15,00,000	Shaswat Stock Brokers Private Limited	15,00,000	Girijadhava Vyapaar Private Limited	15,00,000	Total	75,00,000
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b)	Post allotment of securities - outcome of the subscription, Issue price/allotted price (In case of Convertibles), Number of proposed allottees	i) Issue Price - Rs. 40/- per OCD, each convertible in the ratio of 1:1 into equity shares of company i.e. 75,00,000 equity shares of the Company at a pre-determined conversion price of Rs. 40/- per share. ii) Number of proposed investors – 5 (Five)														
c)	In case of convertibles-intimation on conversion of securities or on lapse of the tenure of the instrument	Maximum OCD term of eighteen (18) months from the date of issue and allotment of such OCDs.														