



Dhunseri Tea & Industries Limited

CIN : L15500WB1997PLC085661

Registered Office : Dhunseri House, 4A, Woodburn Park, Kolkata 700020

December 7, 2023

BSE Limited Phiroze- Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 538902	National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, 5 th Floor Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Symbol: DTIL
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Subject: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Dear Sir,

In accordance with Regulation 30 and other applicable provisions of SEBI Listing Regulations 2015, we wish to inform you that the Company today, i.e., 7th December, 2023, entered into Debenture Subscription Agreement ("Agreement") with its wholly owned subsidiary company viz., Dhunseri Petrochem & Tea Pte Ltd., for subscribing to the Optional Convertible Debentures (OCD) being offered by Dhunseri Petrochem & Tea Pte Ltd. to the Company aggregating to USD 1 (One) MN.

The details, as required under the SEBI Listing Regulations, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, is enclosed as Annexure A of this letter.

You are requested to kindly take the above intimation on your record.

Thanking You,

Yours faithfully,
For Dhunseri Tea & Industries Limited

R.Mahadevan
Company Secretary



Dhunseri[®]

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Annexure A

Name of party with whom the agreement is entered	Dhunseri Petrochem & Tea Pte Ltd. (DPTPL)
Relationship with the party	Wholly Owned Subsidiary (WOS) of the Company.
Purpose of entering into the Agreement	Subscription to the Optional Convertible Debentures (OCD) to be issued by Dhunseri Petrochem & Tea Pte Ltd. aggregating to USD 1 (One) MN.
Shareholding, if any, in the entity with whom the agreement is executed	Wholly Owned Subsidiary Company. 100% shares of Dhunseri Petrochem & Tea Pte Ltd. (Wholly Owned Subsidiary) is held by DTIL aggregating to USD 13393991.
Significant terms of the agreement (in brief)	a. The option to convert the OCDs into Conversion Shares if not exercised by Dhunseri Tea & Industries Ltd (DTIL) within 7 years from the date of allotment of OCD, the OCDs will be redeemed by DPTPL. b. The cumulative interest rate for the said debentures will be 7.5%p.a. c. The interest on the OCDs shall accrue on a yearly basis, the accumulated interest amount shall only become due and payable in cash on the date of redemption or conversion of the OCDs. d. OCDs may be converted into Equity Shares ("Converted Equity Shares") at a conversion price to be determined on an arm's length basis as on date of conversion taking into consideration the valuation as per accepted pricing methodology for valuation.
Extent and the nature of impact on management or control of the listed entity;	NA
Date of execution of the agreement;	December 07, 2023
Details and quantification of the restriction or liability imposed upon the listed entity;	NA
Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Yes, 100% shares of Dhunseri Petrochem & Tea Pte Ltd. (Wholly Owned Subsidiary) is held by DTIL.
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Yes. The same is done at "arm's length"
In case of issuance of shares to the parties, details of issue price, class of shares issued;	NIL (Debentures will be subscribed by the Company)
Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	NIL

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