



Date: 15.12.2021

To,
BSE Limited
Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

Scrip code: 511634
Scrip symbol: DUGARHOU

Dear Sir/Madam,

Sub.: Notice of Extraordinary General Meeting
Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Pursuant to Regulation 30 of Listing Regulations and other applicable provisions of Listing Regulations, please find enclosed herewith the Notice convening Extraordinary General Meeting (“EGM”) of the Company.

In compliance with General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Circular dated May 12, 2020 and January 15, 2021 issued by Securities and Exchange Board of India (“SEBI Circular”) the Notice convening EGM of the Company shall be sent to all the members of the Company whose email addresses are registered with the Depository Participants or with the Registrar & Share Transfer Agent of the Company or with the Company.

The Extraordinary General Meeting of the Members of the Company will be held on Monday, January 10, 2022 at 11:00 AM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in accordance with the aforesaid circulars.

The information contained in this intimation is also available on the Company's website www.dhousingl.in and BSE Limited (www.bseindia.com).

We request you to kindly take the same on your record.

Yours faithfully,
FOR DUGAR HOUSING DEVELOPMENTS LIMITED


Mr. LAKSHMAIAH DEVARAJULU
(DIN: 07704260)
Whole-Time Director

Regd. Off. : Dugar Towers, 7th Floor, 34 (123) Marshalls Road, Egmore, Chennai - 600 008. India
Tel.: 28587878 Fax: 28552244 Email: housing@dugar.in Website: www.dhousingl.in
CIN: L65922TN1992PLC023689



DUGAR

HOUSING DEVELOPMENTS LIMITED

**NOTICE FOR 1st EXTRA-ORDINARY
GENERAL MEETING
2021-22**

**BOARD OF DIRECTORS**

Mr. Lakshmaiah Devarajulu	Whole-time Director (DIN: 07704260)
Mrs.TikamchandRakhi	Non-Executive Woman Director (DIN: 07536466)
Mr.ZakirHussain Munavar	Independent Director (DIN: 07936297)
Mr. Syed Munnawar Hussain	Independent Director (DIN: 07939900)

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr.MoganasundaramChandrasekaran

CHIEF FINANCIAL OFFICER

Mr. T Padam Dugar

STATUTORY AUDITORS

M/s. M N & Associates
Chartered Accountants,
(Registration No. FRN 018167S)
97/C, MelpadiMuthuNaicken Street,
Nungambakkam, Chennai – 600 034.
Email: mnandassociates@outlook.com

REGISTRAR AND SHARE TRANSFER AGENT

M/s. Cameo Corporate Services Ltd.
“Subramanian Building”, No.1,
Club House Road, Chennai – 600002.
E-Mail Id: investor@cameoindia.com

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NOTICE IS HEREBY GIVEN THAT THE 01/2021-22 EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF DUGAR HOUSING DEVELOPMENTS LIMITED WILL BE HELD ON MONDAY, THE 10th DAY OF JANUARY, 2022, AT 11.00 AM THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

Item 1 – Reduction in Paid Up Equity Share Capital of the Company:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Articles of Association of the Company and pursuant to provisions of Section 66 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory re-enactment or amendment thereof) consent of the members be and is hereby accorded, subject to the confirmation of National Company Law Tribunal, Chennai in Tamil Nadu, to reduce the paid-up equity share capital of the Company from Rs. 3,00,00,000/- (Rupees Three crores only) divided into 30,00,000 equity shares of face value Rs. 10/- each to Rs. 30,00,000/- (Rupees Thirty Lakhs only) divided into 3,00,000 equity shares of face value Rs. 10/- each.

RESOLVED FURTHER THAT the said reduction of Rs. 2,70,00,000/- (Rupees Two Crores Seventy Lakhs Only) divided into 27,00,000 equity shares of face value Rs. 10/- each in the paid-up equity share capital of the Company be effected by cancelling 27,00,000 equity shares of the Company by simultaneously reduction of Rs. 2,70,00,000/- (Rupees Two Crores Seventy Lakhs Only) from the Debit balance of Profit and loss Account thereby giving the effect of reduction in accumulated losses of the Company.

RESOLVED FURTHER THAT Mr. Lakshmaiah Devarajulu, Wholetime Director and Mr. Moganasundaram Chandrasekaran, Company Secretary, be and are hereby authorised to monitor the process of all the activities connected with the draft scheme of arrangement and to deal with matters connected, consequential and incidental to procuring sanction, implementation and execution of the Scheme of Arrangement for reduction of capital and settle any questions or difficulties which may arise in that connection and to give directions as may be necessary for giving effect to the Scheme of arrangement and also to do all such acts, deeds and things as may be necessary for the purpose as aforesaid including presenting company applications and petition and sorting of all the necessary approvals including but not limited for listing of equity shares of the Company with the respective Stock Exchanges where the shares of the company are listed prior to reduction of capital of the Company.

RESOLVED FURTHER THAT the Scheme providing reduction of share capital of the Company as submitted to the BSE Limited, designated Stock exchange for observations and Securities and Exchange Board of India, be and is hereby approved

RESOLVED FURTHER THAT effective from the date of the confirmation of the Scheme by Hon'ble National Company Law Tribunal, Chennai Bench and all other approvals from such other authorities as maybe required, the consent and the approval of the members be and is hereby accorded to the reduction of the paid-up share capital as it stands on the date of such confirmation by Rs. 2,70,00,000/- (Rupees Two Crores Seventy Lakhs Only) in aggregate and accordingly the paid-up share capital of the company after such reduction shall be Rs. 30,00,000/- (Rupees Thirty Lakhs Only) divided into 3,00,000 (Three Lakhs) shares of Rs. 10 (Rupees Ten Only) each fully paid-up.

RESOLVED FURTHER THAT subject to confirmation of the Scheme by Hon'ble National Company Law



Tribunal, Chennai Bench, and all other approvals from any other appropriate authorities, the Company be and is hereby not required to add the words "And Reduced" to its name subsequent to such reduction of capital of the Company."

**By Order of the Board of Directors
FOR DUGAR HOUSING DEVELOPMENTS LIMITED**

Sd/-

Mr. LAKSHMAIAH DEVARAJULU

WHOLE-TIME DIRECTOR

(DIN: 07704260)

Place: Chennai

Date: 15/12/2021

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing norms to be followed and the restriction imposed on movement / gathering of persons at several places in the country and pursuant to General Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the EGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue. The deemed venue for the EGM shall be the office of the Company situated at 123, 7th Floor, Dugar Towers, 34(123) Marshalls Road Egmore, Chennai – 600008, Tamil Nadu.

2. In terms of the MCA Circulars, voting can be done only by remote e-voting. As the remote e-voting does not require a person to attend to a meeting physically, the members are strongly advised to use the remote e-voting procedure by themselves and not through any other person / proxies.

3. Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. The relative Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item 1 of the Notice, is annexed hereto.

5. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

6. In line with the various Ministry of Corporate Affairs (MCA) Circulars the Notice calling the EGM is being sent only through electronic mode to those members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of EGM has also been uploaded on the website of the Company at www.dhousingl.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-voting facility and e-voting system during the AGM i.e. www.evotingindia.com.

7. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Registrars and Transfer Agents ("RTA") Cameo Corporate Services Limited ("CAMEO") in case the shares are held by them in physical form.



8. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the company email through its registered email address to housing@dugar.in with a copy marked to gkrkgram@yahoo.in.

9. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice. Members who wish to inspect the relevant documents referred to in this Notice of EGM and explanatory statement can send an email to housing@dugar.in.

10. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.

11. Resolution passed by the members through e-voting are deemed to have been passed effectively at a General Meeting of the members. The resolution shall be declared as passed, if votes cast by the members so entitled in favour of the said resolution are two-thirds the number of votes cast against the same.

12. The member may vote either "For" or "Against" the Resolution. Member need not cast all their votes in the same way.

13. The Resolution will be taken as passed effectively on the date of announcement of the results by the Chairman or Company Secretary of the Company, if the results of the e-voting indicate that the requisite majority of the members had assented to the Resolution. After declaration, the results with the Scrutinizer's Report will be placed on the Company's website www.dhousingl.com and the website of the service provider i.e., www.evotingindia.com besides communicating the same to BSE, where the shares of the Company are listed.

14. The Register of Members and Share Transfer Books of the Company will remain closed from 12.12.2021 to 18.12.2021 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

15. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

16. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.

17. Pursuant to proviso to Regulation 40(1) of the Regulations, effective 1st April 2019, the Company is not permitted to process requests for transfer of securities, other than transmission or transposition of names in physical form. So, persons holding shares in physical form are requested to take actions for dematerialization of their holdings to ensure hassle free transactions in the shares.

16. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical/ dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

18. The Board of Directors has appointed Mr.R.Kannan (Membership No. F6718, Certificate of Practice No.3363), Partner, KRA & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. After completion of his scrutiny, the Scrutinizer will submit his Report to the Chairman/ Company Secretary. The Scrutinizer's decision on the validity of the votes



shall be final and binding.

19. The Scrutinizer shall after the conclusion of e-Voting at the EGM, first download the votes cast at the EGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the EGM, who shall then countersign and declare the result of the voting forthwith.

20. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.dhousingl.in and on the website of CDSL at www.evotingindia.com immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to BSE Limited (BSE).

21. The instructions of shareholders for e-voting and joining virtual meetings are as under:

(i) The voting period begins on 7th January 2022 at 9:00 AM and ends on 9th January 2022 at 5:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 31st December 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on



CDSL	<p>Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page or click on evoting.cdslindia.com/Evoting/EvotingLogin</p> <p>The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-</p>



Depository Participants	Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.



(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at gkrkgram@yahoo.in and to the Company at the email address housing@dugar.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



Instructions for shareholders attending the EGM through VC/OAVM & e-Voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at housing@dugar.in. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at housing@dugar.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Process for those shareholders whose email/mobile no. are not registered with the company/depositories

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective



Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr.RakeshDalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013

The following statement sets out the material facts relating to special business mentioned in the accompanying Notice and shall be taken as forming part of the notice.

Item 1 – Reduction in Paid Up Equity Share Capital of the Company:

(i) Reduction of Share Capital of the Company

The proposed reduction of capital is pursuant to Section 66 and all other applicable provisions of the Companies Act read with the NCLT Rules, and pursuant to the relevant provisions of the Memorandum and Articles of Association of the Company and subject to confirmation by the Hon'ble National Company Law Tribunal, Chennai Bench and subject to such terms and conditions, as may be prescribed by the Hon'ble National Company Law Tribunal, Chennai Bench and any other appropriate authorities.

(ii) Background

Dugar Housing Developments Limited (herein referred to as DHDL) was incorporated on 23.10.1992. DHDL is engaged in the business of real estate and development of property. The equity shares of the Company are listed on the BSE Limited since 08.02.1995.

The registered office of the Company is situated at 123, 7th Floor, Dugar Towers, 34(123) Marshalls Road Egmore, Chennai – 600008, Tamil Nadu.

(iii) Rationale of Scheme

As on March 31, 2021, the Company has accumulated losses (debit balance of profit & loss account) of the Rs.3,47,94,761/- (Rupees Three Crores Forty Seven Lakhs Ninety Four thousand Seven hundred Sixty One Only). The said accumulated losses have wiped off the value represented by the share capital. Thus, the financial statements of the Company are not reflective of the financial position of the Company.

The Company has incurred heavy losses in the past resulting in the substantial erosion of its Net Worth. The Scheme will result in improving its Net Worth. The Company's financial position will become more accurate after the capital reduction, will give a true and fair picture of the financial condition of the Company and result in the better presentation of the balance sheet of the Company.

The restructuring proposal does not in any manner, alter or vary the rights of the creditors of the Company or the Company's ability to fulfil its commitments or meet its obligations in the ordinary course of business as there is no pay out resulting from the proposed capital reduction.

In order to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the financial position of the Company, the Board of Directors has decided to write off the accumulated losses against reduction in the paid up share capital of the Company In accordance with section 66 of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of



Share Capital of the Company) Rule, 2016 and other Applicable provisions.

(iv) Benefits of Scheme

The reduction of Capital in the manner proposed would enable the Company to have a capital structure which is commensurate with its business and assets. The proposed capital reduction would be beneficial to all remaining shareholders as it would improve earnings per share and enhance the shareholders' value.

The corporate restructuring exercise would enable the Company to streamline the balance sheet which would facilitate and provide different avenues to raise funding from investors and financial institutions. The reduction of capital would enable the Company to represent its true and fair financial position.

(v) Others

Taking into consideration the recommendations of the Audit Committee, the Board of Directors of the Company at their meeting held on 31.05.2021, discussed and granted approval to the Capital Reduction and approved the Scheme under Section 66 and other applicable provisions of the Companies Act read with NCLT Rules. The Scheme is subject to the approval of the shareholders of the Company by way of requisite majority, the Hon'ble National Company Law Tribunal, Chennai Bench and other applicable regulatory authorities.

Pursuant to the Scheme coming into effect i.e. upon approval of the Scheme by the shareholders of the Company by way of requisite majority, the Hon'ble National Company Law Tribunal, Chennai Bench and other applicable regulatory authorities, the issued, subscribed and paid-up capital of the Company shall be reduced from from Rs. 3,00,00,000/- (Rupees Three crores only) divided into 30,00,000 equity shares of face value Rs. 10/- each to Rs. 30,00,000/- (Rupees Thirty Lakhs only) divided into 3,00,000 equity shares of face value Rs. 10/- each.

In terms of the SEBI circulars, the Scheme shall be acted upon only if the requisite majority of the members assent to the Special Resolution. A copy of the Scheme setting out in detail the terms and conditions of the proposed Scheme, which has been duly approved by the Audit Committee, the Board of Directors of the Company at its meetings held on 31.05.2021 and was filed with the BSE, is enclosed as **Annexure-1** to this Notice.

The BSE Limited (designated Stock Exchange) had issued a "No adverse observation" letter dated 29.10.2021 to the above proposed Scheme. A copy of the BSE Observation Letter is enclosed as **Annexure-2** to this Notice. As per the terms of the Observation Letter, SEBI has given its 'no adverse objection' to the Scheme and has advised the Company to comply with the provisions of the SEBI Circulars.

Further the "fairness opinion" obtained from M/s. Shreni Shares Private Limited, Independent Merchant Bankers (SEBI Regn. No. INM000012759) for the Scheme, is enclosed as **Annexure-3**. The declaration of Non applicability of Valuation Report furnished by Mr. Lakshmaiah Devarajulu, Whole time Director is enclosed as **Annexure-4**.

The Complaints report filed by the Company with BSE Limited, Pre and Post Reduction Shareholding Pattern and Pre – Post Arrangement Expected Capital Structure of the Company are enclosed as **Annexure-5**, **Annexure-6** and **Annexure-7** respectively.

(vi) General information and disclosures

The Articles of Association of the Company provides for reduction of capital of the Company in any manner authorized by applicable law.



The reduction of capital will not cause any prejudice to the creditors of the Company. Further, the proposed capital reduction will not have any impact on the operations of the Company or the ability of the Company to honour its commitment or to pay its debts in the ordinary course of business.

No inquiry or investigation is pending against the Company under any provisions of Companies Act, 2013. All documents referred to in the accompanying Special Resolution and Explanatory Statement annexed thereto are made available on the Company's website at www.dhousingl.in and would also be available for inspection to the members at the Registered Office of the Company on all working days during the office hours till the day before the EGM.

The Board recommends the Special Resolution for members' approval. None of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way deemed to be interested or concerned in this Resolution.

The Special Resolution, if approved by the members of the Company with requisite majority, will be subject to the confirmation by the Hon'ble National Company Law Tribunal, Chennai Bench as per Section 66(3) of the Companies Act read with the NCLT Rules.

**By Order of the Board of Directors
FOR DUGAR HOUSING DEVELOPMENTS LIMITED**

Sd/-

Mr. LAKSHMAIAH DEVARAJULU

WHOLE-TIME DIRECTOR

(DIN: 07704260)

Place: Chennai

Date: 15/12/2021

SCHEME OF REDUCTION OF CAPITAL

OF

DUGAR HOUSING DEVELOPMENTS LTD

UNDER SECTION 66 OF THE COMPANIES ACT, 2013 READ WITH NATIONAL COMPANY LAW TRIBUNAL (PROCEDURE FOR REDUCTION OF SHARE CAPITAL OF COMPANY) RULES, 2016.

A. PREAMBLE OF THE SCHEME

This Scheme of Reduction of Capital is made pursuant to Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal {Procedure for Reduction of Share Capital of Company) Rules, 2016 and other applicable provisions for reduction of equity capital of **Dugar Housing Developments Limited**.

B. DESCRIPTION OF THE COMPANY

Dugar Housing Developments Limited (Herein after referred as DHDL) The Applicant Company was incorporated on 23rd day of October 1992. DHDL is a Company engaged in the business of real estate and development of property.

Dugar Housing Developments Limited is a listed Company having its shares listed on BSE Limited (BSE).

Main Objects of the Company:

The main objects of the Company are inter-alia, the following:

1. To design, develop, make, import, export and carry on the business of information technology, computer software of all types and to conduct business in the areas of website



design, including buying, developing, designing, making and selling websites, portals, vortals and all other technologies related to internet and all other information technology enabled services, such as E-Commerce, Enterprise Resource Planning, data processing, data mining, medical, legal accounting transcriptions and related services and any other future developments as the technology develops.

2. To establish and run computer centers either directly or through licenses or by being a franchisee holder or license holder in India or abroad in software design, data processing, networking, website design and other related areas.
3. To invest in, manage, assist software companies either in India or abroad for fulfillment of the above objects.
4. To act as builders and contractors, decorators, merchants, dealers in stone, sand, brick, timber, hardware, cement and other building requisites, brick and tile and terra-cota makers, job masters, carriers, licensed victuals and house agents in India and outside.
5. To act as promoters and developers of Plots, Flats, Houses, Commercial accommodations, Holiday homes, Hotels, Guest Houses, Ware Houses, Cold storage, Resorts, Farm House, Clubs and as contractors for construction of roads, bridges, dams, culverts and do such other infrastructural development activities as are normally handled by persons engaged in these type of business in India and outside.
6. To sell, lease, let on hire or otherwise deal with lands, house or buildings and other property or any part or portions thereof belonging to the company or in which the company is in any way interested or concerned in India and outside.
7. To manufacture constructions and other allied materials used in the construction and development of houses, flats, commercial accommodation etc.
8. To carry on business of Stock broking and allied matters acting as underwriters, brokers, dealers in securities buying and selling of securities of all kinds of description including

The image shows a handwritten signature in blue ink over a circular official stamp. The stamp contains the text 'REGISTRAR OF COMPANIES' around the top edge, 'CHENNAI' in the center, and 'INDIA' at the bottom. There are also small stars on either side of the word 'INDIA'.

acting as Portfolio Managers, Investment counselors, Financial consultants and also to take Corporate Membership in any Stock Exchange in India as may be expedient in the Interest of the company as determined by the Board of Directors. The liability of the Board of Directors as may be required in any regulations of the Government, Stock Exchange or Authority shall be unlimited in terms of Section 322 of the Companies Act, 1956 for any transactions entered into by the company as a Member of any Stock Exchange.

C. RATIONAL AND PURPOSE OF THE SCHEME:

- i) As on March 31, 2021, the Company has accumulated losses (debit balance of profit & loss account) of the Rs. 3,47,94,761/- (Rupees Three Crores Forty Seven Lakhs Seven Hundred Sixty One Only) as per the audited financial statements ascertained and adopted by the Board of Directors of the Company.
- ii) The accumulated losses as at March 31, 2021, as stated hereinabove, have been ascertained after the audited financial statements are approved by the Board of Directors. The said accumulated losses have wiped off the value represented by the share capital. Thus, the financial statements of the Company are not reflective of the true financial position of the Company.
- iii) The Company has incurred heavy losses in the past resulting in the substantial erosion of its Net Worth. The Scheme will result in improving its Net Worth.
- iv) The Company's financial position will become more accurate after the capital reduction.
- v) Post completion, it will give a true and fair picture of the financial condition of the Company.
- vi) It will also result in the better presentation of the balance sheet of the Company;



- vii) The restructuring proposal does not in any manner, alter or vary the rights of the creditors of the Company or the Company's ability to fulfil its commitments or meet its obligations in the ordinary course of business.
- viii) In order to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the financial position of the Company, the Board of Directors has decided to write off the accumulated losses against reduction in the paid up share capital of the Company In accordance with section 66 of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of Share Capital of the Company) Rule, 2016, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other Applicable provisions.

D. BENEFITS OF THE SCHEME

The reduction of capital in the manner proposed would enable the Company to have a capital structure which is commensurate with its business and assets. The proposed capital reduction would be beneficial to all the remaining shareholders as it would improve the earnings per share and enhance the shareholders' value. The corporate restructuring exercise would enable the Company to stream line their balance sheet which would facilitate and provide different avenues to raise funding from investors and financial institutions. The reduction of capital would enable the Company to represent its true and fair financial position.

E. SALIENT FEATURES OF THE SCHEME

The Scheme proposes reduction of the paid-up equity share capital of Dugar Housing Developments Limited pursuant to Section 66 of the Companies Act, 2013 read with The National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016, Securities and Exchange Board of India (Listing Obligations and Disclosure



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Requirements) Regulations, 2015 and all other applicable provisions of the Companies Act, 2013 and any other Law for the time being in force.

A. This Scheme is divided into the following parts:

- **PART I** - Definitions used in the scheme and Share Capital of the Company;
- **PART II** - Reduction of equity share capital of the Company; and
- **PART III** - General Clause and Terms and Conditions

PART - I

DEFINITIONS AND SHARE CAPITAL

1. DEFINITIONS:

In this Scheme, unless repugnant to the meaning or context thereof, the following expressions shall have the following meanings:

- (a) "**Act**" or "**the Act**" means the Companies Act, 2013, including the rules, circulars, orders and regulations made there under and will include and any statutory amendments, modifications and/or re-enactments thereof for the time being in force;
- (b) **NCLT or Tribunal means** The National Company Law Tribunal, Chennai Bench;
- (c) "**Board**" or "**Board of Directors**" in relation to the petitioner Company, shall unless it is inconsistent to the context or otherwise, include a committee of directors or any person authorized by the Board of Directors or such committee of Directors.
- (d) "**BSE**" means the BSE Limited;
- (e) "**Company**" or "**DHDL**" or "**Applicant**" means **DUGAR HOUSING DEVELOPMENTS LIMITED** a Company incorporated under the Companies Act, 1956, having its Registered Office at **7TH FLOOR, DUGAR TOWERS, 123, MARSHALLS ROAD, EGMORE, CHENNAI - 600008. TAMILNADU.**



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- (f) **“Effective Date”** means the date on which the certified copy of the Order passed by the Hon’ble National Company Law Tribunal, Chennai, Tamilnadu, Regional Director (Southern Region), Registrar of Companies, Chennai, Tamilnadu or any other Competent Court or applicable authority issued towards the Reduction of Share Capital as per this Scheme.
- (g) **“Appointed Date”** means April 01, 2021.
- (h) **“SEBI”** means the Securities and Exchange Board of India;
- (i) **“Designated Stock Exchange”** means the BSE Limited on which the equity shares of the Company are listed and traded. The Designated Stock Exchange of the Company shall be BSE limited.
- (j) **“Equity Shares”** means fully paid up equity shares of Rs. 10/- each issued at par by the Company.
- (k) **“Record Date”** means the date to be fixed by the Board of Directors or a committee for the purpose of giving effect to the orders of the Hon’ble National Company Law Tribunal sanctioning the Scheme.
- (l) **“Listing Regulation”** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time
- (m) **“Scheme”** means this Scheme of Reduction of capitals as provided herein in its present form or with any modification (s) or amendment(s) approved or imposed or directed by any of the Regulatory Authorities and may be approved by Hon’ble National Company Law Tribunal.
- (n) **“Shareholders”** means a person who is registered (whether registered owner of the Shares or Beneficial owner of the shares) as a holder of equity Shares of the Company. The word



“Shareholder” and “Member” are used to denote the same meaning and are used interchangeably.

- (o) “**Losses**” means accumulated losses of the company as indicated in the Audited financial statements of the Company for the Financial Year ended March 31, 2021.

All terms and words not defined in the Scheme shall, unless repugnant or contrary to the context or meaning thereof, have the same meaning ascribed to them under the Companies Act, 2013, Securities and Exchange Board of India Act, 1992, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Listing Agreement and other applicable laws, rules, regulations, bye laws, as the case may be or any statutory modifications or re-enactment thereof from time to time.

2. Share Capital of the Company

The Share Capital of the Applicant Company as on May 31, 2021 (date of approval of the scheme) is as under:

Particulars	Amt in Rs
<u>Authorized</u>	
1,00,00,000 Equity Shares of Re.10/- each	10,00,00,000
TOTAL	10,00,00,000
<u>Issued, Subscribed & Paid up</u>	
30,00,000 Equity shares of Rs.10/- each fully paid up	3,00,00,000
TOTAL	3,00,00,000

PART – II

REDUCTION OF CAPITAL



1. REDUCTION OF CAPITAL OF THE COMPANY:

1.1 This Scheme has been drawn up to comply also with the provisions of the Income Tax Act, 1961. If any terms or provisions of the Scheme are found or interpreted to be inconsistent with the provisions of the said section at a later date including resulting from a retrospective amendments of the law or for any other reason whatsoever, till the time the scheme becomes effective, the provisions of the said section of the Income Tax Act, 1961, shall prevail and the scheme shall stand modified to the extent determined necessary to comply with the provisions of the Income Tax Act, 1961.

1.2 The DHDL commenced its business upon incorporation. DHDL is presently engaged in the business of to carry on the business of real estate and property development.

1.3 The Applicant Company has accumulated losses of Rs. 3,47,94,761/- (Rupees Three Crores Forty Seven Lakhs Ninety Four thousand Seven Hundred Sixty One Only) as on March 31, 2021. The said balance as on March 31, 2020 stood at Rs. 3,38,57,817/- (Rupees Three Crores Thirty Eight Lakhs Fifty Seven Thousand Eight Hundred Seventeen Only).

1.4 Upon the Effective Date, the Share Capital of the Company before and after reduction in terms of this Scheme shall read as under:

Particulars	Before Reduction			After Reduction		
	No of Equity Shares	Face Value (Rs.)	Amount (Rs.)	No of Equity Shares	Face Value (Rs.)	Amount (Rs.)
Authorized Share Capital	1,00,00,000	10/-	10,00,00,000/-	1,00,00,000	10/-	10,00,00,000/-
Paid up Share Capital	30,00,000	10/-	3,00,00,000/-	3,00,000	10/-	30,00,000/-

The below table reflects the pre- reduction and post-reduction of Profit & Loss A/c (Dr) of the company



Particulars	Before Reduction (Amt in Rs)	After Reduction (Amt in Rs)
Profit and Loss Account (Debit Balance) / Accumulated Losses	3,47,94,761/-	77,94,761/-

1.5 The DHDL is now proposing to undertake a financial restructuring exercise whereby it is proposed to cancel 27,00,000 equity shares of Rs. 10/- each equivalent to Equity Share Capital of Rs. 2,70,00,000/- (Rupees Two Crore Seventy Lakhs Only). As a result of this capital restructuring, equity shares capital of the Company will stand reduced to 3,00,000 equity shares of Rs. 10/- equivalent to an equity share capital of Rs. 30,00,000/- (Rupees Thirty Lakhs Only).

1.6 Reduction and the consequent cancellation of the Equity Share Capital of the Company as herein above, shall be affected as per the provisions of Section 66 of the Act and other applicable provisions of the Act and Rules and Regulations made there under upon the Scheme becoming effective.

1.7 The cancellation of the shares is proportionately among the members of the Company and the same amount shall be utilized for adjusting the debit balance in Profit & Loss Account.

1.8 Thus, shareholders of the Company holding 100 equity shares of Rs. 10/- each as on the record date, will receive 10 equity shares of Rs. 10/- each post the capital reduction.

1.9 FOR FRACTIONAL SHARES

In the event, if, after giving effect to the reduction of the equity shares of the Company (as mentioned above), a shareholder becomes entitled to a fraction of an equity share of the company, the company shall not issue fractional shares or share certificates as the case may be, to such member/beneficial owner, but shall consolidate such fractions and round up the aggregate of such fractions to the next trustee nominated by the Board in that behalf, who shall sell such shares in the market at such price or prices and on such time or times as the trustee may in its sole discretion decide and on such sale, shall pay and distribute the net



sale proceeds (after deduction of the expenses incurred) to the shareholders and beneficial owners respectively entitled to the same in proportion to their fractional entitlement.

- 1.9.1 The Scheme does not in any manner alter, vary or affect the payment of any dues or outstanding amounts including all or any of the statutory dues payable or outstanding.
- 1.9.2 The Company shall not be required to use the words "As Reduced" as part of its corporate Name and such use is dispensed with.
- 1.9.3 The Scheme does not envisage transfer or vesting of any of the properties and/or liabilities of the Company to any person or entity.

2. COMPLIANCE

- 2.1 The consent of the members of the Company to this Scheme shall be taken through a Special Resolution under the provisions of Section 66 of the Companies Act, 2013. The Provisions of section 66 of the Act along with the rules made therein read with National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016 shall be operative and be applicable for this Scheme. The Scheme, if sanctioned, shall be fully in compliance of the Securities and Exchange Board of India Act, 1992 ("SEBI"), and the rules and regulations made, and the circulars issued thereunder.

3. ACCOUNTING TREATMENT

The Company will comply with all the accounting policies and accounting standards, as applicable in relation to the accounting treatment for the reduction of capital in terms of this Scheme. The Equity Share Capital written off as per above shall be utilised for writing off the accumulated losses of the Company as on the Effective Date and the Company shall pass appropriate entries as per the applicable accounting policies and accounting standards



as regards accounting for the reduction of capital and writing off the accumulated losses of the Company on the Effective Date.

4. FORM OF MINUTE

The form of minute, proposed to be registered under Section 66(5) of the Companies Act, 2013, is as under:

“The Issued, Subscribed, Paid-up share capital of Dugar Housing Developments Limited is henceforth Rs.30,00,000 (Rupees Fifteen Laks only) divided into 3,00,000 (One Lakh Fifty Thousand Only) equity shares of Rs.10/- (Rupees Ten Only) each fully paid up as reduced from Rs 3,00,00,000 (Rupees Three Crores only) divided into 30,00,000 (Thirty Lakhs only) equity shares of Rs. 10/- (Rupees Ten only) each.

5. IMPACT OF THE SCHEME ON THE EMPLOYEES/WORKERS

The Scheme of Reduction of Capital would not affect the employees and workers of the Company in any manner and their service shall be continuous and they would continue to enjoy the same benefits as they used to before the Reduction of Capital.

6. IMPACT OF THE SCHEME ON THE CREDITORS

The creditors of the Company are in no way affected by the proposed reduction of the equity share capital as there will be no reduction in the amounts payable to any of them.

The reduction of capital would not in any way have any adverse effect on the Company's ability to honour its commitments or meet its liabilities in the ordinary course of business.

The Scheme does not in any manner alter, vary or affect the rights of the creditors.

7. LEGAL PROCEEDINGS



The Scheme would not affect any legal or other proceedings by or against the Company, pending or arising, but the proceedings may be continued, prosecuted and enforced by or against the Company in the same manner and to the same extent as it would be or might have been continued, prosecuted and enforced by or against the Company prior to the Scheme.

8. CONDUCT OF BUSINESS BY COMPANY

The Scheme does not involve any financial outlay / outgo and therefore, would not affect the ability or liquidity of the Company to meet its obligations/commitments in the normal course of business. Further, this Scheme would also not in any way adversely affect the ordinary operations of the Company during the course or after the approval of the Scheme.

PART III

GENERAL CLAUSE AND TERMS AND CONDITIONS

1. APPLICATION TO THE NATIONAL COMPANY LAW TRIBUNAL

The Company hereto shall, with all reasonable dispatch, make an application under Section 66 of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016 to the National Company Law Tribunal, Chennai Bench for sanctioning the Scheme.

2. MODIFICATION OF SCHEME

The Company by its Board of Directors, either by themselves or through any authorised person/s appointed by the Board in this behalf, may, in their full and absolute discretion, make and / or assent, from time to time, to any modifications or amendments or substitution or of any conditions or limitations to/of this Scheme or to any conditions or limitations that the National Company Law Tribunal or any other competent authority under law may deem



fit to direct or impose or which may otherwise be considered necessary, desirable or appropriate by them or the Board, including the withdrawal of this Scheme.

The Board of Directors of the Company shall take all such steps as may be necessary, desirable or proper to resolve any doubts, difficulties or questions, including interpretation of the Scheme, whether by reason of any directive or orders of any other authorities or otherwise howsoever arising out of or under or by virtue of the Scheme and / or any matter concerned or connected therewith. The power of the Board to modify/ amend the Scheme shall be subject to the approval of the National Company Law Tribunal.

3. CONDITIONS PRECEDENT

This Scheme is and shall be conditional upon and subject to:

- (a) The Scheme being approved by the Shareholders of the Company through a Special Resolution as required under the Act.
- (b) The Scheme being approved by the creditors of the Company as prescribed under the Act and/or as may be directed by NCLT and/or any other appropriate authority as may be applicable.
- (c) The requisite sanctions and approvals under the applicable law including but not limited to approvals, sanctions required under the SEBI Master Circular SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 issued by SEBI read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be required by applicable law in respect of this Scheme, being obtained.
- (d) The Scheme being sanctioned by the NCLT under Sections 66 and other applicable provisions of the Companies Act, 2013 read with the National



Company Law Tribunal (Procedure for Reduction of Share Capital of Company) Rules, 2016 by the National Company Law Tribunal, Chennai Bench.

- (e) The Company, being a listed entity, obtaining the "No-Objection" letter or "Observation Letter" from SEBI and the stock exchange under Regulation 37 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 or any other applicable provisions or rules for the time being in force.
- (f) The certified copy of the order of the NCLT sanctioning the Scheme and the minute of Reduction being filed with the ROC.
- (g) All other sanctions and approvals as may be required by law in respect of this Scheme being obtained.

4. **EFFECT OF NON-RECEIPT OF APPROVALS**

In the event of any of the said sanctions and/or approvals as mentioned above are not being obtained (unless otherwise released by the Board of Directors) and /or the Scheme not being sanctioned by the National Company Law Tribunal or any other competent authority, this Scheme shall become null and void and the Company shall bear and pay the costs, charges and expenses for/or in connection with the Scheme, save and except in respect of any act or deed done prior thereto as is contemplated hereunder or as to any rights and / or liabilities which might have arisen or accrued pursuant thereto and which shall be governed and be preserved or worked out as is specifically provided in the Scheme or as may otherwise arise in law.

5. **STATUTORY COMPLIANCES**

Pursuant to the Scheme of Reduction of Capital, the Company shall file the requisite forms with the Registrar of Companies, Stock Exchange and other statutory authorities.



6. **SEVERABILITY**

If any part of this Scheme hereof is invalid, ruled illegal by any appropriate authority of competent jurisdiction, or unenforceable under present or future laws, then subject to the decision of the Board of the Company, such part shall be severable from the remainder of the Scheme, and the Scheme shall not be affected thereby, unless the deletion of such part shall cause this Scheme to become materially adverse, in which case the Board shall attempt to bring a suitable modification in the Scheme. The Board of Directors of Company shall be entitled to revoke, cancel and declare the Scheme of no effect, if the Board of Directors is of view that the coming into effect of the Scheme could have adverse implications on the Company.

7. **COSTS, CHARGES AND EXPENSES**

All costs, charges, taxes including duties {including the stamp duty, if any, applicable in relation to this Scheme), levies and all other expenses, if any, of the Company arising out of or incurred in carrying out and implementing this Scheme and matters incidental thereto shall be borne and paid by the Company.

8. **MISCELLANEOUS**

Notwithstanding the reduction of capital of the Company, the listing benefits of the Company on all the stock exchange where the existing equity shares of the Company are listed shall continue and the Company will comply with the applicable provisions of the listing agreement with the stock exchanges for listing and trading of shares.

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ANNEXURE 1

(Pursuant to Sebi letter dated October 28, 2021 and BSE Letter No. DCS/AMAL/MJ/R37/2128/2021-22 dated October 29, 2021)

DETAILS OF FRACTIONAL ENTITLEMENT AND NUMBER OF SHAREHOLDERS AS ON NOVEMBER 19, 2021

As per the Benpos as on November 19, 2021, the fractional entitlement details alongwith number of Shareholders is as follows:

Total No. of Shareholders holding shares whose holding results in fractional entitlement	7 shareholders
Total shares held by 7 shareholders (pre-reduction of capital)	30 equity shares
Aggregate of fractional entitlement shares (post reduction of capital)	3 equity shares

1. The final fractional entitlement will be determined based on the record date fixed by the Company for this purpose.
2. The Company shall form a Trust. The fractional entitlements shall be aggregated and held by such Trust on behalf of the Board. The Trust shall have the duty to sell such shares in the market at such price.

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ANNEXURE-2

(Pursuant to SEBI letter dated October 28, 2021 and BSE Letter No.

DCS/AMAL/MJ/R37/2128/2021-22 dated October 29, 2021)

LIMITED REVIEWED FINANCIAL STATEMENTS AS ON SEPTEMBER 30, 2021

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...

M N & ASSOCIATES

CHARTERED ACCOUNTANTS

97/C, Melpadi Muthu Naicken Street, Nungambakkam, Chennai – 600 034.

☎: + 91 98415 50109 / 📠: 044 – 28279093

Email : mnandassociates@outlook.com

LIMITED REVIEW REPORT TO THE BOARD OF DIRECTORS OF DUGAR HOUSING DEVELOPMENT LIMITED.

Review Report to the Board of Directors of DUGAR HOUSING DEVELOPMENT LIMITED

We have reviewed the accompanying statement of unaudited financial results of DUGAR HOUSING DEVELOPMENT LIMITED (“The Company”) for the Quarter ended September 30, 2021 & year to date from April 01, 2021 to September 30, 2021 (“the Statement”), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No.CIR/CFD/FAC/62/2016 dated July 5, 2016.

This statement which is the responsibility of the Company’s Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, ‘Review of Interim Financial Information performed by the Independent Auditor of the Entity’ issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with aforesaid Indian Accounting Standards (“Ind AS”) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as modified by Circular No.CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Chennai

Date: 8th November, 2021



UDIN: 21239773AAAACD8071

For M N & Associates

FRN: 018167S

Neha

Neha Bokdia
Partner

Mem No: 239773

DUGAR HOUSING DEVELOPMENTS LTD.

Regd. Office : Dugar Towers, 7th Floor, 34 (123), Marshalls Road, Egmore Chennai 600 008.

Website : www.dhousingl.in.com Email : housing@dugar.in

CIN : L65922TN1992PLC023689

Statement of Unaudited results for the Half year ended September 2021

(Rupees in Lakhs)

Particulars	Quarter Ended			Half year ended		Year Ended
	30-09-2021	30-06-2021	30-09-2020	Sep 2021	Sep 2020	31-03-2021
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Income						
Revenue from operations	-	-	-	-		-
Other Income	-	-	-	-		-
Balance Written back	-	-	-	-		-
Total Income	-	-	-	-	-	-
Expenses						
Employee benefits expense	2.23	1.68	0.75	3.93	1.00	2.50
Finance costs	-	-	-	-		-
Depreciation and amortization expense	-	-	-	-		-
Other expenses	0.60	6.02	0.39	6.63	0.51	6.87
Fair value adjustment to Profit and loss account	-	-	-	-		-
Total Expenses	2.84	7.71	1.14	10.56	1.51	9.37
Profit Before Tax	(2.84)	(7.71)	(1.14)	(10.56)	(1.51)	(9.37)
Tax Expense						
Current Tax	-	-	-	-		-
Deferred Tax	-	-	-	-		-
Total Tax Expense	-	-	-	-		-
Profit for the period	(2.84)	(7.71)	(1.14)	(10.56)	(1.51)	(9.37)
Other Comprehensive Income	-	-	-	-		-
Total Comprehensive Income / (Loss) for the period	(2.84)	(7.71)	(1.14)	(10.56)	(1.51)	(9.37)
Paid up Share Capital	300.00	300.00	300.00	300.00	300.00	300.00
Earnings Per Share (Per Value Rs. 10 Each)	0.000	0.000	0.000	0.000	0.000	0.000
Basic Earnings per share	0.000	0.000	0.000	0.000	0.000	0.000
Diluted earnings per share	0.000	0.000	0.000	0.000	0.000	0.000

For DUGAR HOUSING DEVELOPMENTS LIMITED



LAKSHMAIAH DEVARAJULU

Whole-Time Director

DIN: 07704260

Place: Chennai

Date - 08/11/2021

Notes:

1. The above results have been reviewed by the audit committee and approved by the board of directors of the company at its meeting held on 8th November 2021. The Statutory auditors have conducted the Limited Review Report for the half year ended 30th September 2021.
2. This Statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), Prescribed under Section 133 of the Companies Act, 2013, and other recognised accounting practices and policies to the extent applicable.
3. The company does not have multiple business segment and consequently, requirement of reporting of segment wise results does not arise.
4. The figures for three months ended 30th Sep 20 and 30th Sep 2021 are balancing figure between audited figures in respect of the full financial year and published.
5. The figures in the previous year / Previous period have been regrouped and reclassified as necessary.

DUGAR HOUSING DEVELOPMENTS LIMITED
Statement of Assets and Liabilities as at 30/09/2021

(Rupees in Lakhs)

Particulars	As at 30/09/2021	As at 31/03/2021
ASSETS		
Non-current assets		
Property, Plant and Equipment	0.88	0.88
Financial Assets		
Investments	9.00	9.00
Loans to related parties	-	
Salary advance	-	
Security Deposits	0.93	0.93
Deferred tax assets (net)		
Other current Assets	7.08	-
Other non-current assets	12.35	12.35
Current assets		
Financial Assets		
Investments		
Trade receivables	-	
Cash and cash equivalents	0.86	0.64
Loans		
Current Tax Assets (Net)		
Other current assets	8.35	13.78
Total Assets	39.45	37.59
EQUITY AND LIABILITIES Equity		
Equity Share capital	300.00	300.00
Other Equity	(358.50)	-347.95
Total Equity	(58.50)	-47.95
LIABILITIES		
Non-current liabilities		
Financial Liabilities		
	Borrowings	
	Trade payables	84.93
	Other financial	0.50
Current liabilities		
Financial Liabilities		
	Trade payables	
	Other Financial	
Other current liabilities		-
TDS	-	0.11
Current Tax Liabilities (Net)		
Total Equity and Liabilities	39.45	37.59

For DUGAR HOUSING DEVELOPMENTS LIMITED



LAKSHMAIAH DEVARAJULU

Whole-Time Director

DIN: 07704260

Place : Chennai
Date : 08/11/2021

DUGAR HOUSING DEVELOPMENTS LTD.		
CIN : L65922TN1992PLC023689		
Dugar Towers, 7th Floor, 34 (123), Marshalls Road, Egmore Chennai 600 008.		
UNAUDITED CASH FLOW STATEMENT FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2021		
<i>(All figures are in Rupees, unless otherwise stated.)</i>		
	30-Sep-21	30-Sep-20
(Rupees in lakhs)		
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Taxation	(10.56)	(1.51)
Adjustments for		
Depreciation		-
Net Gain/(Loss) on financial Liabilities designated as at FVTPL		
Interest Income	-	
Financial Charges	-	-
Operating Profit before Working Capital changes	(10.56)	(1.51)
Adjustments for Working Capital Changes		
Increase/(Decrease) in Short Term Borrowings	-	-
Increase/(Decrease) in Trade Payables	(0.37)	2.03
Increase/(Decrease) in Other Current Liabilities	12.79	(0.36)
(Increase)/Decrease in Long Term Loans & Advances	-	-
(Increase)/Decrease in Trade Receivables		-
(Increase)/Decrease in Short Term Loans & Advances		(0.04)
(Increase)/Decrease in Other Current Assets	(1.65)	10.78
Cash generated from Operations	0.22	1.62
Direct Taxes Paid (including Tax Deducted at Source)	-	-
Net Cash Generated from Operating Activities	0.22	0.11
B. CASH FLOW FROM INVESTING ACTIVITIES		
Capital Expenditure on Property Plant and Equipments	-	-
Net Cash Flow from Investing Activities	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES		
Financial Charges	-	-
Proceeds Of Loans (Net off repayments)	-	-
Net Cash Flow from Financing Activities	-	-
NET INCREASE/(DECREASE) IN CASH & BANK BALANCES	0.22	0.11
OPENING CASH & BANK BALANCES	0.64	0.78
Cash in Hand (including Remittances in Transit)	0.50	0.50
Balance with Banks (including Cheques on Hand)	0.14	0.28
CLOSING CASH & BANK BALANCES	0.86	0.89
Cash in Hand (including Remittances in Transit)	0.50	0.50
Balance with Banks (including Cheques on Hand)	0.36	0.39

Place : Chennai
Date : 08/11/2021

For DUGAR HOUSING DEVELOPMENTS LIMITED




LAKSHMAIAH DEVARAJULU

Whole-Time Director

DIN: 07704260



DCS/AMAL/MJ/R37/2128/2021-22

“E-Letter”

October 29, 2021

The Company Secretary,
DUGAR HOUSING DEVELOPMENTS LTD.
123, 7th Floor, Dugar Towers,
34(123) Marshalls Road Egmore,
Chennai, Tamil Nadu-600008.

Dear Sir,

Sub: Observation letter regarding Draft of scheme of Reduction of capital under Companies Act, 2013.

We are in receipt of the Draft scheme of Reduction of capital as required under SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017; SEBI vide its letter dated October 28, 2021 has inter alia given the following comment(s) on the draft scheme of Arrangement:

- “Company shall ensure that suitable disclosure about the latest financials of the companies involved in the Scheme being not more than 6 months old is done before filing the same with the Hon'ble National Company Law Tribunal.”
- “Company shall ensure that additional information and undertakings, if any, submitted by the Company, after filing the Scheme with the Stock Exchanges, and from the date of receipt of this letter is displayed on the websites of the listed company and the stock exchanges.”
- “Company shall duly comply with various provisions of the Circular.”
- “The Company shall disclose the amount of shares in fractional entitlements as on relevant date, including the number of shareholders.”
- “The Company shall form a Trust for such schemes and disclose the same. Further, the Company shall disclose the activity of the Trust till all shares are disposed off and respective shareholders are compensated.”
- “Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT.”
- “It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments / observations / representations.”

Accordingly, based on aforesaid comment offered by SEBI, the company is hereby advised:

- To provide additional information, if any, (as stated above) along with various documents to the Exchange for further dissemination on Exchange website.
- To ensure that additional information, if any, (as stated aforesaid) along with various documents are disseminated on their (company) website.
- To duly comply with various provisions of the circulars.

In light of the above, we hereby advise that we have no adverse observations with limited reference to those matters having a bearing on listing/de-listing/continuous listing requirements within the provisions of Listing Agreement, so as to enable the company to file the scheme with Hon'ble NCLT.

Further, where applicable in the explanatory statement of the notice to be sent by the company to the shareholders, while seeking approval of the scheme, it shall disclose information about unlisted



company involved in the format prescribed for abridged prospectus as specified in the circular dated March 10, 2017.

Kindly note that as required under Regulation 37(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the validity of this Observation Letter shall be six months from the date of this Letter, within which the scheme shall be submitted to the NCLT.

The Exchange reserves its right to withdraw its 'No adverse observation' at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities.

Please note that the aforesaid observations does not preclude the Company from complying with any other requirements.

Further, it may be noted that with reference to Section 230 (5) of the Companies Act, 2013 (Act), read with Rule 8 of Companies (Compromises, Arrangements and Amalgamations) Rules 2016 (Company Rules) and Section 66 of the Act read with Rule 3 of the Company Rules wherein pursuant to an Order passed by the Hon'ble National Company Law Tribunal, a Notice of the proposed scheme of compromise or arrangement filed under sections 230-232 or Section 66 of the Companies Act 2013 as the case may be **is required to be served upon the Exchange seeking representations or objections if any.**

In this regard, with a view to have a better transparency in processing the aforesaid notices served upon the Exchange, the Exchange has **already introduced an online system of serving such Notice along with the relevant documents of the proposed schemes through the BSE Listing Centre.**

Any service of notice under Section 230 (5) or Section 66 of the Companies Act 2013 seeking Exchange's representations or objections if any, **would be accepted and processed through the Listing Centre only and no physical filings would be accepted.** You may please refer to circular dated February 26, 2019 issued to the company.

Yours faithfully,

Sd/-

Rupal Khandelwal
Assistant General Manager

Registered Office
A-102, Sea Lord CHS, Above Axis Bank
Ram Nagar, Borivali (W),
Mumbai - 400092

SHRENI
SHARES PVT. LTD.

May 15, 2021

To
The Board of Directors
Dugar Housing Developments Limited
Dugar Towers 123
Marshalls Road
Egmore Chennai-08
TN 600008 IN

Subject: Merchant Banker's Fairness Opinion on the proposed Scheme of Arrangement between Dugar Housing Developments Limited and its Shareholders.

We refer to our discussions wherein the management of Dugar Housing Developments Limited ("the Company") requested Shreni Shares Private Limited ("We", "Our" or "Us") in our capacity as a Merchant Banker to give a fairness opinion on the reduction of share capital of the company under the proposed scheme of Arrangement ("the scheme") between the Company and its Shareholders.

Trust the above meets your requirements.

Please feel free to contact us in case you require any additional information or clarifications.

Yours Faithfully,

For Shreni Shares Private Limited



Shreni Shares Pvt.Ltd. (SEBI Registered Category - I Merchant Banker)
Registered Office : A- 102,Sea Lord CHS,Above Axis Bank,Ram Nagar,Borivali (W) Mumbai - 400092
CIN : U67190MH2009PTC195845 | Tel : +91 22 28088456
Email : shrenishares@gmail.com | website : www.shreni.in

Registered Office
A-102, Sea Lord CHS, Above Axis Bank
Ram Nagar, Borivali (W),
Mumbai - 400092

SHRENI
SHARES PVT. LTD.

1. COMPANY PROFILE

1.1. Dugar Housing Developments Limited (hereinafter referred as "DHDL" or "the Company") registered under the Companies Act, (CIN: L65922TN1992PLC023689) having its registered office at Dugar Towers 123 Marshalls Road Egmore Chennai-08 TN 600008 IN. Dugar Housing Development Limited is a real estate development company.

1.2. The scheme provides for reduction of the share capital of the Company.

1.3. The fairness opinion requested from us is to be provided in our capacity as Category I Merchant Banker (Registration No: INM000012759) and is required to be submitted to BSE Limited to facilitate the Company's compliance with regulation 11, regulation 37 & regulation 94 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CFD/DIL3/CIR/2017/21 dated 10th March 2017.

2. SOURCE OF INFORMATION

2.1. For the said examination and for arriving at the Fairness Opinion set forth below, we have considered the following documents (duly certified by the management of the Company) representations and explanations provided to us by the management of the Company.

- a. Audited financial statement of Dugar Housing Developments Limited for the year ended 31st March 2021.
- b. Draft copy of the Scheme of Reduction of Capital.
- c. Such other information and explanations as we have required and which have been provided by the Management.

3. KEY FEATURES OF THE SCHEME



Shreni Shares Pvt.Ltd. (SEBI Registered Category - I Merchant Banker)
Registered Office : A- 102,Sea Lord CHS,Above Axis Bank,Ram Nagar,Borivali (W) Mumbai - 400092
CIN : U67190MH2009PTC195845 | Tel : +91 22 28088456
Email : shrenishares@gmail.com | website : www.shreni.in

Registered Office
A-102, Sea Lord CHS, Above Axis Bank
Ram Nagar, Borivali (W),
Mumbai - 400092

SHRENI
SHARES PVT. LTD.

- 3.1. As on March 31, 2021, the Company has accumulated losses (debit balance of profit & loss account) of the Rs. 3,47,94,761/- (Rupees Three Crores Forty-Seven Lakhs Ninety-Four Thousand Seven Hundred Sixty-One Only) as per the audited financial statements ascertained and adopted by the Board of Directors of the Company.
- 3.2. The accumulated losses as at March 31, 2021, as stated hereinabove, have been ascertained after the audited financial statements are approved by the Board of Directors. The said accumulated losses have wiped off the value represented by the share capital. Thus, the financial statements of the Company are not reflective of the true financial position of the Company.
- 3.3. In order to accurately and fairly reflect the liabilities & assets of the Company in its books of accounts; and for better presentation of the financial position of the Company, the Board of Directors has decided to write off the accumulated losses against reduction in the paid up share capital of the Company in accordance with section 66 of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for Reduction of Share Capital of the Company) Rule, 2016, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other Applicable provisions.
- 3.4. The DHDL is now proposing to undertake a financial restructuring exercise whereby it is proposed to cancel 27,00,000 equity shares of Rs. 10/- each equivalent to Equity Share Capital of Rs. 2,70,00,000/- (Rupees Two Crore Seventy Lakhs Only). As a result of this capital restructuring, equity shares capital of the Company will stand reduced to 3,00,000 equity shares of Rs. 10/- equivalent to an equity share capital of Rs. 30,00,000/- (Rupees Thirty Lakhs Only)
- 3.5. Thus, shareholders of the Company holding 100 equity shares of Rs. 10/- each as on the record date, will receive 10 equity shares of Rs. 10/- each post the capital reduction

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Mumbai - 400092

SHRENI
SHARES PVT. LTD.

4. FAIRNESS OPINION

On the basis of the foregoing and based on the information and explanation provided to us, in our opinion, the Scheme is fair and reasonable.

5. LIMITATIONS

5.1. Our fairness opinion is based on the information furnished to us being complete and accurate in all material aspects. We have relied upon the information, explanation and representations provided to us by the management of the company without carrying out any audit or other tests to verify their accuracy with limited independent appraisal.

5.2. The procedures performed were limited in nature and as such this report may not necessarily disclose all significant matters or reveal errors or irregularities, if any in the underlying information. Furthermore such procedures do not constitute an audit, examination or review in accordance with generally accepted auditing standards and therefore we do not express an opinion or any other form of assurance on the information presented in our report. We also do not make any representation regarding the sufficiency of procedures performed/

5.3. We have not conducted any independent valuation or appraisal of any of the assets or liabilities of the company and our work does not constitute any verification of any financial information of the company. Accordingly, we do not express any opinion on the fairness or accuracy of any financial information referred to in this opinion.

5.4. Our fairness opinion is not intended to and does not constitute any recommendation to any shareholder of the company as to how such shareholder should vote or act in connection with the scheme or any matter related therein.

5.5. Our fairness opinion is not, nor should it be construed as our opinion on/ or certification of compliance of the scheme with the provisions of any law including

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Ram Nagar, Borivali (W),
Mumbai - 400092

SHRENI
SHARES PVT. LTD.

companies, taxation and capital market related laws or as regards any legal implications or losses arising therein.

5.6. We do not assume any responsibility for updating or revising our fairness opinion based on circumstances or events occurring after the date thereof.

5.7. We do not express any opinion on the fair value of the equity shares of the company, and/ or the price at which the equity shares of the company may trade at any time, including subsequent to the date of this fairness opinion.

5.8. This fairness opinion has been issued for the sole purpose to facilitate the company's compliance with regulation 11 regulation 37 & regulation 94 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements: "SEBI") Regulations, 2015 read with SEBI Circular no. CFD/DIL3/CIR/2017/21 dated 10th March 2017.

5.9. The Conclusions reached by us are dependent upon the above Information being complete and accurate in all material respect. Our scope of work does not enable us to accept responsibility for the accuracy and completeness of the information provided to us.

5.10. We assume no responsibility for the legal description or matters including legal or title considerations. Title to the subject assets, properties, or business interests is assumed to be good and marketable unless otherwise stated.

5.11. This opinion has been issued for use by the company only and does not owe any responsibility to any third party.

For Shreni Shares Private Limited



(Authorised Signatory)



Shreni Shares Pvt.Ltd. (SEBI Registered Category - I Merchant Banker)
Registered Office : A- 102,Sea Lord CHS,Above Axis Bank,Ram Nagar,Borivali (W) Mumbai - 400092
CIN : U67190MH2009PTC195845 | Tel : +91 22 28088456
Email : shrenishares@gmail.com | website : www.shreni.in

S SANDEEP, B. Com., FCS., LLB.,
REGISTERED VALUER
COP No.: IOVRV00611SFA
Regn. No.: IBBI/RV/02/2019/11374
M. No.: IOVRVF/VM/F&SA/5745

No. 20, "F" Block, Ground Floor, Gemini Parsn Apts,
New No. 448, Old No. 599, Cathedral Garden Road,
(Behind Hotel Palmgrove), Anna Salai,
Chennai - 600 006. Tel: 044 - 43057999
sandeep@sandeep-cs.in
www.sandeep-cs.in

Date: 28/06/2021

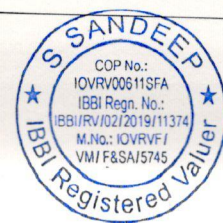
To
The Manager (Listing)
BSE Ltd.,
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai — 400 001

Dear Sir/Madam,

Non-Applicability of Valuation Report

In compliance with Clause 4 of the SEBI Circular No. CFD/DIL3/CIR/2017 /21 dated March 10, 2017 as amended by SEBI Circular No. SEBI/ HO/ CFD/ DIL 1/ CIR/P/ 2020/215 dated November 03, 2020, Valuation Report is not required in cases where there is no change in the shareholding pattern of the listed entity / resultant company. Shareholding pattern for the purpose of the circular means:

Sr. No.	Particulars	Remarks
1.	Change in the proportion of shareholding of any of the existing shareholders of the listed entity in the resultant company	The proposed scheme of reduction of Capital is for setting off the Accumulated Losses of the Company against the balance of Equity Share Account of the Company as on March 31, 2021. It is a Balance Sheet neutral Exercise and it does not affect the shareholding of the Company
2.	New shareholder being allotted equity shares of the resultant company	No new equity shares are being allotted under the proposed scheme of reduction of capital.
3.	Existing shareholder exiting the company pursuant to the Scheme of Arrangement	The proposed scheme is a scheme of arrangement for reduction of capital of the company and hence there is no change in the existing shareholders under the scheme



S SANDEEP
REGISTERED VALUER

In view of the above, we confirm that the proposed scheme of Reduction of Capital is by setting off the Accumulated Losses of the Company against the Equity Share Capital Account of the Company – **Dugar Housing Developments Limited** as on April 01, 2021 and shareholding pattern post reduction shall remain unchanged. Thus, the requirement for Valuation Report is Not Applicable under the present Scheme.



Thanking you.
Yours faithfully,

S SANDEEP
REGISTERED VALUER



DUGAR
HOUSING DEVELOPMENTS LIMITED

Format for Complaints Report:

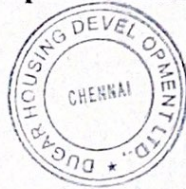
Part A

Sr. No.	Particulars	Number
1.	Number of complaints received directly	NIL
2.	Number of complaints forwarded by Stock Exchange	NIL
3.	Total Number of complaints/comments received (1+2)	NIL
4.	Number of complaints resolved	NIL
5.	Number of complaints pending	NIL

Part B

Sr. No.	Name of complainant	Date of complaint	Status (Resolved/Pending)
1.	NIL	NIL	NIL
2.	NIL	NIL	NIL
3.	NIL	NIL	NIL

For Dugar Housing Developments Limited



Lakshmaiah Devarajulu
Executive Director
DIN: 07704260
Date: 01.06.2021
Place: Chennai

Annexure - I

Annexure - I

Holding of specified securities (Statement Showing Shareholding Pattern)

1. Name of Listed Entity : DUGAR HOUSING DEVELOPMENTS LIMITED
2. Scrip Code / Name of Scrip / Class of Security 511634 / DUGARHOU / EQUITY
3. Share Holding Pattern Filed under: Reg. 31(1)(a) / Reg. 31(1)(b) / Reg.31(1)(c)
 - a. If under 31(1)(b) then indicate the report for Quarter ending 30-Sep-2021
 - b. If under 31(1)(c) then indicate date of allotment/extinguishment 30-Sep-2021
4. Declaration: The Listed entity is required to submit the following declaration to the extent of submission of informatic

Particulars	Yes*	No*
1 Whether the Listed Entity has issued any partly paid up shares?		NO
2 Whether the Listed Entity has issued any Convertible Securities or Warrants?		NO
3 Whether the Listed Entity has any shares against which depository receipts are issued?		NO
4 Whether the Listed Entity has any shares in locked-in?		NO
5 Whether any shares held by promoters are pledge or otherwise encumbered?		NO

5. The tabular format for disclosure of holding of specified securities is as follows:-



Table I

Table I - Summary Statement holding of specified securities

Category (I)	Category of Shareholder (II)	Nos. of Shareholders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+ (VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights		Total as a % of (A+B+C)			No.(a)	As a % of total Shares held (b)	No.(a)	As a % of total Shares held (b)	
								Class eg: X	Class eg: Y								
A.	PROMOTER & PROMOTER GROUP	8	1045000	0	0	1045000	34.83	1045000	0	1045000	34.83	0	0	0	0	0	1039900
B.	PUBLIC	5136	1955000	0	0	1955000	65.17	1955000	0	1955000	65.17	0	0	0	0	0	249500
C.	NON PROMOTER-NON PUBLIC	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
C1.	SHARES UNDERLYING DRS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
C2.	SHARES HELD BY EMPLOYEE TRUSTS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Total	5144	3000000	0	0	3000000	100	3000000	0	3000000	100	0	0	0	0	0	1289400

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Table II

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category & Name of the Shareholders (I)	Promoter OR promoter Group entity (except promoter)	PAN (II)	Nos. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights					Total as a % of Total Voting rights	No.(a)	As a % of total Shares held (b)	No.(a)		As a % of total Shares held (b)
									Class X	Class Y	Total								
1. INDIAN																			
Individuals/Hindu undivided Family			3	504700	0	0	504700	16.82	504700	0	504700	16.82	0	0	0	0	0	504700	
Names :																			
PADAM DUGAR	Promoter	AAEPD0660P		454700			454700	15.16	454700	0	454700	15.16	0	0	0	0	0	454700	
RAMESH DUGAR	Promoter	AADPD8106B		30000			30000	1	30000	0	30000	1	0	0	0	0	0	30000	
N TARACHAND DUGAR	Promoter	AAFDP4497D		20000			20000	0.67	20000	0	20000	0.67	0	0	0	0	0	20000	
Central Government/ State Government(s)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Financial Institutions/ Banks			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
d. ANY OTHER																			
Directors and their Relatives			5	540300	0	0	540300	18.01	540300	0	540300	18.01	0	0	0	0	0	535200	
Names :																			
P ANNJANA DUGAR	Promoter	AADPD8249D		441633			441633	14.72	441633	0	441633	14.72	0	0	0	0	0	441633	
SHRUTI DUGAR	Promoter	BBAPD5420M		93667			93667	3.12	93667	0	93667	3.12	0	0	0	0	0	91167	
SACHI JAIN (MINOR)	Promoter			2500			2500	0.08	2500	0	2500	0.08	0	0	0	0	0	0	
R SONALI DUGAR	Promoter	AKZPS1478F		2400			2400	0.08	2400	0	2400	0.08	0	0	0	0	0	2400	
JAYASHREE DUGAR	Promoter	AEVJP8143G		100			100	0	100	0	100	0	0	0	0	0	0	0	
Sub-Total (A)(1)			8	1045000	0	0	1045000	34.83	1045000	0	1045000	34.83	0	0	0	0	0	1039900	
2. FOREIGN																			
Individuals (Non-Resident Individuals/ Foreign Individuals)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
b. Government			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
c. Institutions			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
d. Foreign Portfolio Investor			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
f. ANY OTHER																			
Chairman and Directors			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Sub-Total (A)(2)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)			8	1045000	0	0	1045000	34.83	1045000	0	1045000	34.83	0	0	0	0	0	1039900	

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.

S/We

Table III - Statement showing shareholding pattern of the Public shareholder

1.	Category & Name of the Shareholders (I)	PAN (II)	Nos. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights		Total as a % of Total Voting rights			No.(a)	As a % of total Shares held (b)	No.(a) (Not applicable)	As a % of total Shares held (Not applicable) (b)		
									Class X	Class Y									Total
	1. INSTITUTIONS																		
a.	Mutual Funds/			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
b.	Venture Capital Funds			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
c.	Alternate Investment Funds			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
d.	Foreign Venture Capital Investors			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
e.	Foreign Portfolio Investor (Corporate)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
f.	Financial Institutions/ Banks			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
g.	Insurance Companies			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
h.	Provident Funds/ Pension Funds			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
i.	ANY OTHER			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Market Maker			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(1)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
2 a.	Central Government/ State Government(s)/ President of India			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(2)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
3.	NON-INSTITUTIONS																		
a.	INDIVIDUALS -																		
	I. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.		5105	1585110	0	0	1585110	52.84	1585110	0	1585110	52.84	0	52.84	0	0	0	0	127910
	II. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.		5	221000	0	0	221000	7.37	221000	0	221000	7.37	0	7.37	0	0	0	0	106500
	Names :																		
	LIKHITTA DUGAR	BBCPD8627C		106500	0		106500	3.55	106500	0	106500	3.55		3.55	0	0	0	0	106500
	RAMANA SHETTY K V			40000	0		40000	1.33	40000	0	40000	1.33		1.33	0	0	0	0	0
b.	NBFCs registered with RBI			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
c.	Employee Trusts			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
d.	Overseas Depositories (holding DRs) (balancing figure)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
e.	ANY OTHER			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	BODIES CORPORATE		19	146200	0	0	146200	4.87	146200	0	146200	4.87	0	4.87	0	0	0	0	12500
	Names :																		
	SHETTY BUILDERS (P) LTD G K			125000	0		125000	4.17	125000	0	125000	4.17		4.17	0	0	0	0	0
	Clearing Members		1	300	0	0	300	0.01	300	0	300	0.01	0	0.01	0	0	0	0	300
	HINDU UNDIVIDED FAMILIES		4	790	0	0	790	0.03	790	0	790	0.03	0	0.03	0	0	0	0	690
	NRI - Non- Repat		2	1600	0	0	1600	0.05	1600	0	1600	0.05	0	0.05	0	0	0	0	1600
e.	NRI - Repat-Minor			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(3)		5136	1955000	0	0	1955000	65.17	1955000	0	1955000	65.17	0	65.17	0	0	0	0	249500
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)		5136	1955000	0	0	1955000	65.17	1955000	0	1955000	65.17	0	65.17	0	0	0	0	249500
Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):																			
Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.																			

Table IV

Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

Category & Name of the Shareholders (I)	PAN (II)	Nos. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV) (Not applicable)
								No of Voting Rights		Total as a % of Total Voting rights			No.(a)	As a % of total Shares held (b)	No.(a) (Not applicable)	As a % of total Shares held (Not applicable) (b)	
								Class X	Class Y								
1. Custodian - ADRs		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	0	
1. Custodian - GDRs		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	0	
1. Custodian - Public		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	0	
1. Custodian - SDRs		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	0	
Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0	0	0	0	0	0	0	0	NA	0	
2. Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0	0	0	0	0	0	0	0	0		0	

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Table V

Table V- Statement showing details of significant beneficial owners (SBOs)								
Sr. No	Details of the SBO (I)			Details of the registered owner (II)			Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect*: (III)	Date of creation / acquisition of significant beneficial interest# (IV)
	NAME	PAN / Passport No. in case of a foreign national	Nationality	NAME	PAN / Passport No. in case of a foreign national	Nationality		
1							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
2							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
3							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
4							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
5							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
6							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	



Annexure - I

Annexure - I

Holding of specified securities (Statement Showing Shareholding Pattern)

1. Name of Listed Entity : DUGAR HOUSING DEVELOPMENTS LIMITED
2. Scrip Code / Name of Scrip / Class of Security 511634 / DUGARHOU / EQUITY
3. Share Holding Pattern Filed under: Reg. 31(1)(a) / Reg. 31(1)(b) / Reg.31(1)(c)
 - a. If under 31(1)(b) then indicate the report for Quarter ending 30-Sep-2021
 - b. If under 31(1)(c) then indicate date of allotment/extinguishment 30-Sep-2021
4. Declaration: The Listed entity is required to submit the following declaration to the extent of submission of informati

Particulars	Yes*	No*
1 Whether the Listed Entity has issued any partly paid up shares?		NO
2 Whether the Listed Entity has issued any Convertible Securities or Warrants?		NO
3 Whether the Listed Entity has any shares against which depository receipts are issued?		NO
4 Whether the Listed Entity has any shares in locked-in?		NO
5 Whether any shares held by promoters are pledge or otherwise encumbered?		NO

5. The tabular format for disclosure of holding of specified securities is as follows:-



Table I

Table I - Summary Statement holding of specified securities

Category (I)	Category of Shareholder (II)	Nos. of Shareholders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+ (VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No of Voting Rights					Total as a % of (A+B+C)	No.(a)	As a % of total Shares held (b)	No.(a)		As a % of total Shares held (b)
								Class eg: X	Class eg: Y	Total								
A.	PROMOTER & PROMOTER GROUP	8	104500	0	0	104500	34.83	104500	0	104500	34.83	0	0	0	0	0	103990	
B.	PUBLIC	5136	195500	0	0	195500	65.17	195500	0	195500	65.17	0	0	0	0	0	24950	
C.	NON PROMOTER-NON PUBLIC	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
C1.	SHARES UNDERLYING DRS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
C2.	SHARES HELD BY EMPLOYEE TRUSTS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Total	5144	300000	0	0	300000	100	300000	0	300000	100	0	0	0	0	0	128940	

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Table II

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group																			
Category & Name of the Shareholders (I)	Promoter OR promoter Group entity (except promoter)	PAN (II)	Nos. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) as a % of A+B+C2	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights		Total as a % of Total Voting rights			No.(a)	As a % of total Shares held (b)	No.(a)	As a % of total Shares held (b)		
									Class X	Class Y									Total
1. INDIAN																			
Individuals/Hindu undivided Family			3	50470	0	0	50470	16.82	50470	0	50470	16.82	0	16.83	0	0	0	0	50470
Names :																			
PADAM DUGAR	Promoter	AAEPD0660P		45470			45470	15.16	45470	0	45470	15.16		15.16	0	0		0	45470
RAMESH DUGAR	Promoter	AADPD8106B		3000			3000	1	3000	0	3000	1		1	0	0		0	3000
N TARACHAND DUGAR	Promoter	AAFPD4497D		2000			2000	0.67	2000	0	2000	0.67		0.67	0	0		0	2000
Central Government/ State Government(s)			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
Financial Institutions/ Banks			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
d. ANY OTHER																			
Directors and their Relatives			5	54030	0	0	54030	18.01	54030	0	54030	18.01	0	18.02	0	0	0	0	53520
Names :																			
P ANNJANA DUGAR	Promoter	AADPD8249D		44163			44163	14.72	44163	0	44163	14.72		14.72	0	0		0	44163
SHRUTI DUGAR	Promoter	BBAPD5420M		9367			9367	3.12	9367	0	9367	3.12		3.12	0	0		0	9117
SACHI JAIN (MINOR)	Promoter			250			250	0.08	250	0	250	0.08		0.08	0	0		0	0
R SONALI DUGAR	Promoter	AKZPS1478F		240			240	0.08	240	0	240	0.08		0.08	0	0		0	240
JAYASHREE DUGAR	Promoter	AEVJP8143G		10			10	0	10	0	10	0		0	0	0		0	0
Sub-Total (A)(1)			8	104500	0	0	104500	0	104500	0	104500	0		34.83	0	0	0	0	103990
2. FOREIGN																			
Individuals (Non-Resident Individuals/ Foreign Individuals)			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
b. Government			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
c. Institutions			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
d. Foreign Portfolio Investor			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
f. ANY OTHER																			
Chairman and Directors			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
Sub-Total (A)(2)			0	0	0	0	0	0	0	0	0	0		0	0	0	0	0	0
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)			8	104500	0	0	104500	34.83	104500	0	104500	34.83	0	34.83	0	0	0	0	103990
Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.																			

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Table III - Statement showing shareholding pattern of the Public shareholder

	Category & Name of the Shareholders (I)	PAN (II)	Nos. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights		Total as a % of Total Voting rights			No.(a)	As a % of total Shares held (b)	No.(a) (Not applicable)	As a % of total Shares held (Not applicable) (b)		
									Class X	Class Y									Total
1.	INSTITUTIONS																		
a.	Mutual Funds/			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
b.	Venture Capital Funds			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
c.	Alternate Investment Funds			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
d.	Foreign Venture Capital Investors			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
e.	Foreign Portfolio Investor (Corporate)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
f.	Financial Institutions/ Banks			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
g.	Insurance Companies			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
h.	Provident Funds/ Pension Funds			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
i.	ANY OTHER			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Market Maker			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(1)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
2 a.	Central Government/ State Government(s)/ President of India			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(2)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
3.	NON-INSTITUTIONS																		
a.	INDIVIDUALS -																		
	I. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.		5105	158511	0	0	158511	52.84	158511	0	158511	52.84	0	52.84	0	0	0	0	12791
	II. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.		5	22100	0	0	22100	7.37	22100	0	22100	7.37	0	7.37	0	0	0	0	10650
	Names :																		
	LIKHITTA DUGAR	BBCPD8627C		10650	0	0	10650	3.55	10650	0	10650	3.55	0	3.55	0	0	0	0	10650
	RAMANA SHETTY K V			4000	0	0	4000	1.33	4000	0	4000	1.33	0	1.33	0	0	0	0	0
b.	NBFCs registered with RBI			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
c.	Employee Trusts			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
d.	Overseas Depositories (holding DRs) (balancing figure)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
e.	ANY OTHER			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	BODIES CORPORATE		19	14620	0	0	14620	4.87	14620	0	14620	4.87	0	4.87	0	0	0	0	1250
	Names :																		
	SHETTY BUILDERS (P) LTD G K			12500	0	0	12500	4.17	12500	0	12500	4.17	0	4.17	0	0	0	0	0
	Clearing Members		1	30	0	0	30	0.01	30	0	30	0.01	0	0.01	0	0	0	0	30
	HINDU UNDIVIDED FAMILIES		4	79	0	0	79	0.03	79	0	79	0.03	0	0.03	0	0	0	0	69
	NRI - Non- Repat		2	160	0	0	160	0.05	160	0	160	0.05	0	0.05	0	0	0	0	160
e.	NRI - Repat-Minor			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(3)		5136	195500	0	0	195500	65.17	195500	0	195500	65.17	0	65.17	0	0	0	0	24950
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)		5136	195500	0	0	195500	65.17	195500	0	195500	65.17	0	65.17	0	0	0	0	24950
Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):																			
Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.																			

Table IV

Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

Category & Name of the Shareholders (I)	PAN (II)	Nos. of Shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII = IV + V + VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV) (Not applicable)
								No of Voting Rights		Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (a) (Not applicable)	As a % of total Shares held (Not applicable) (b)	
								Class X	Class Y								
1. Custodian - ADRs		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
1. Custodian - GDRs		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
1. Custodian - Public		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
1. Custodian - SDRs		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
2. Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total Non-Promoter- Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

Shwe



Table V

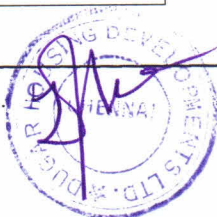
Table V- Statement showing details of significant beneficial owners (SBOs)								
Sr. No	Details of the SBO (I)			Details of the registered owner (II)			Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect*: (III)	Date of creation / acquisition of significant beneficial interest# (IV)
	NAME	PAN / Passport No. in case of a foreign national	Nationality	NAME	PAN / Passport No. in case of a foreign national	Nationality		
1							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
2							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
3							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
4							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
5							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	
6							Shares	%
							Voting rights	%
							Rights on distributable dividend or any other distribution	%
							Exercise of control	
							Exercise of significant influence	



**DUGAR****HOUSING DEVELOPMENTS LIMITED**

Pre and Post Amalgamation / Arrangement shareholding pattern in **Word Format** for all companies involved in the scheme.

Sr	Description	Name of Shareholder	Transferor Company		Transferee company			
			Pre-arrangement		Pre-arrangement		Post-arrangement	
			No.of shares	%	No.of shares	%	No.of shares	%
(A)	Shareholding of Promoter and Promoter Group							
1	Indian							
	Individuals/ Hindu Undivided Family	Names of Promoter						
		Padam Dugar	454700	15.16			45470	15.16
		Ramesh Dugar	30000	1			3000	1
		N Tarachand Dugar	20000	0.67			2000	0.0.67
(b)	Central Government/ State Government(s)	Names						
(c)	Bodies Corporate	Names						
(d)	Financial Institutions/ Banks							
(e)	Any Others							
	Directors and their Relatives							
		P Annjana Dugar	441633	14.72			44163	14.72
		Shruti Dugar	93667	3.12			9367	3.12
		Sachi Jain (Minor)	2500	0.08			250	0.08
		R Sonali Dugar	2400	0.08			240	0.08
		Jayashree Dugar	100	0			10	0
	Sub Total(A)(1)		1045000	34.83			104500	34.83
2	Foreign							
(a)	Individuals (Non-Residents Individuals/							



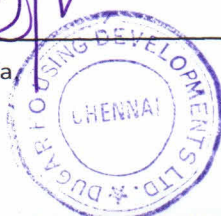
**DUGAR****HOUSING DEVELOPMENTS LIMITED**

	Foreign Individuals)							
(b)	Bodies Corporate							
(c)	Institutions							
(d)	Any Others							
	Sub Total(A)(2)							
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)			1045000	34.83		104500	34.75
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI							
(b)	Financial Institutions / Banks							
(c)	Central Government/ State Government(s)							
(d)	Venture Capital Funds							
(e)	Insurance Companies							
(f)	Foreign Institutional Investors							
(g)	Foreign Venture Capital Investors							
(h)	Any Other							
	Sub-Total (B)(1)							
2	Non-institutions							
(a)	Bodies Corporate							
(b)	Individuals							
1	Individuals - i. Individual shareholders holding nominal share capital up to Rs 2 lakh			1585110	52.84		158511	52.84

Regd. Off. : Dugar Towers, 7th Floor, 34 (123) Marshalls Road, Egmore, Chennai - 600 008. India

Tel.: 28587878 Fax : 28552244 Email : housing@dugar.in Website : www.dhdlindia.com

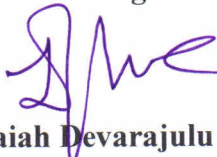
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II	ii. Individual shareholders holding nominal share capital in excess of Rs. 2lakh.		221000	7.37			22100	7.37
(c)	Any Other							
		Bodies corporate	146200	4.87			14620	4.87
		Clearing Members	300	0.01			30	0.01
		Hindu Undivided Families	790	0.03			79	0.03
		NRI – Non- Repat	1600	0.05			160	0.05
	Sub-Total (B)(2)		1955000	65.17			195500	65.17
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)							
	TOTAL (A)+(B)		1955000	65.17			195500	65.17
(C)	Shares held by Custodians and against which DRs have been issued							
	GRAND TOTAL (A)+(B)+(C)		3000000	100			300000	100

For Dugar Housing Developments Limited


Lakshmaiah Devarajulu
Executive Director
DIN: 07704260
Date: 30.09.2021
Place: Chennai

