



Date: June 13, 2024

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra East, Mumbai - 400051
Symbol: "DPABHUSHAN"

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE SCRIP Code - "544161"

Dear Sir/Madam,

Sub: Outcome of Extra Ordinary General Meeting of the Company held on June 13, 2024

The Company's Extra Ordinary General Meeting (EOGM) was held today on Thursday, June 13, 2024 through Video Conferencing (VC) via ZOOM Platform.

The Meeting commenced at 03:00 P.M. (IST) and concluded at 03:30 P.M. (IST).

During the meeting, remote electronic voting facility was enabled by the National Securities Depository Limited for members, who were present at the Meeting and had not already voted through e-voting platform of NSDL, for voting in respect of businesses set forth in the notice of Extra Ordinary General Meeting ("EOGM") of the Company and the said facility was available till 15 minutes after the closure of Meeting.

Pursuant to Regulation 30 r.w. Part-A of Schedule III to the SEBI (LODR) Regulations, 2015, please find enclosed herewith Summary of Proceedings of Extra Ordinary General Meeting.

Kindly find the same in order.

For, D. P. Abhushan Limited

Anil Kataria
Whole Time Director
DIN: 00092730
Place: Ratlam



Enclosed: A/a.

D. P. ABHUSHAN LIMITED

CIN - L74999MP2017PLC043234

Registered Office: 138, Chandani Chowk, Ratlam (M.P.) - 457001, 07412-408900

Corporate Office: 19, Chandani Chowk, Ratlam (M.P.) - 457001, 07412-490966, Fax: 07412-247022

Web : www.dpjewellers.com , E-Mail : accounts@dpjewellers.com



SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING

The Extra Ordinary General Meeting (EOGM) of the members of D. P. Abhushan Limited ("the Company") was held today i.e. Thursday, June 13, 2024 at 03:00 P.M. (IST) through two-way video conferencing ("VC") via ZOOM Platform.

The meeting was commenced at 03:00 P.M.

As decided by the Board of Directors of the Company, Mr. Santosh Kataria Chairman and Managing Director acted as Chairman of the Meeting.

Ms. Aashi Neema, Company Secretary and Compliance Officer of the Company, initiated the proceedings of the Extra Ordinary General Meeting by welcoming the Shareholders of the Company and informed them, that the Extra Ordinary General Meeting is held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. She further informed that as the meeting was being held through VC/ OAVM the facility for appointment of Proxies was dispensed with.

The requisite quorum being present and with the permission of the Chairman, she called the Meeting to be in order.

Further, she introduced all the Panelists present at the Meeting including Chairman, Board of Directors, Independent Directors, and Secretarial Auditor of the Company.

The Shareholders were also informed that:

- The Company had circulated notice and corrigendum to Eogm Notice in newspapers and also sent emails to the shareholders along with detailed process to login, voting through remote e-voting as well as to participation in the meeting.
- The Company had provided facility for remote E voting. Remote e voting was opened from 09:00 A.M. on June 10, 2024 and was ended on 05:00 P.M. on June 12, 2024.
- There would be no voting by show of hands. Members who didn't vote though remote e-voting were provided with e-voting facility during the EOGM and the said facilities were made available till 15 minutes after the conclusion of EOGM.
- All the members who had joined the meeting were by default placed on mute, to avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting.
- The Register of Directors' and Key Managerial Personnel, Register of contracts, Draft Memorandum of Association and all other documents referred to in the Notice are available in electronic form for inspection by Members.
- Shareholders joining virtually could raise their respective concern at any time by typing in their concern in the Chatbox appearing in the bottom right hand corner of the screen or alternatively under other options. Further, any such concern which requires for submission of any document on the part of the Company, such members would be requested to mail their concern on cs@dpjewellers.com and the same will be responded by the Company within due time.
- The Board of Directors have appointed Mr. Anand Lavingia, Practicing Company Secretary, as Scrutinizer to scrutinize the votes casted during the meeting and the votes casted through remote e-voting platform of National Security Depository Limited. The results will be declared after receiving of Scrutinizer report at the earliest within 48 hours after the meeting. The results will also be available on website of the Company.

Thereafter, she continued with rest of the proceedings of the meeting. With the consent of the Members present at the meeting, the Notice and corrigendum issued to such Notice convening the Extra ordinary General Meeting were taken as read.

Thereafter, she stated that there were 04 business agendas to be transacted at the meeting as per the Notice

1. First to increase the Authorized Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association.

She stated that In order to broad base capital structure of the Company and to enable the Company to issue further shares, it is proposed by Board of directors of the Company to increase the authorized share capital of the Company from Rupees Twenty Two Crores Eighty Five lakh to Rupees Thirty Crores.

As a consequence of increase of authorized share capital of the Company, the existing authorized share capital clause (Clause V) in the Memorandum of Association of the Company is required to be altered accordingly and

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such proposed increase of authorized share capital requires the approval of members of the Company in general meeting.

Therefore, the Board recommends the resolution hereof for approval of the shareholders as Special Resolution.

2. Second to Issue of Equity Shares of the Company on a preferential basis

She stated that in terms of applicable provisions of the Companies Act, 2013 approval of shareholders of the Company by way of special resolution is required for allotment of Equity Shares on preferential basis to the Proposed Allotees of the Company.

Pursuant to Section 62 of the Companies Act, 2013, further equity shares may be issued to persons other than the existing members of the Company, provided that the members of the Company approve the issue of such equity shares by means of a special resolution.

In terms of Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company can make a private placement of its securities under the Companies Act, 2013 only after the approval of its shareholders by way of a special resolution had been obtained.

Therefore, the approval of the members is being sought by way of special resolution to enable Board to create, issue, offer and allot up to 443170 (Four Lakhs Forty Three Thousand One Hundred and Seventy) Equity Shares of Rupees 10.00 each, on a preferential basis ("Preferential Issue"), to the Proposed Allotees of the Company at an issue price of Rupees 1,182.00 per Equity Share (including share premium of Rupees 1,172.00 per Equity Share and Considering, issue price as Rupees 1,182.00 per Equity Share (including share premium of Rupees 1,172.00 per Equity Share), and the Company intends to raise total sum of Rupees 5,238.27 Lakh (rounded off).

3. Third is to issue fully Convertible Equity Warrants of the Company on a preferential basis.

It was informed to the shareholders of the Company that the Company needed to raise additional funds to strengthen its balance sheet, have access to long term resources - to meet its growth requirements and for general corporate purposes

In terms of applicable provisions of the Companies Act, 2013 approval of shareholders of the Company by way of special resolution was required for allotment of Warrants on preferential basis to the Proposed Allotees of the Company.

Therefore, the approval of the members is being sought by way of Special resolution to enable the Board to create, offer, issue and allot up to 397500 (Three Lakh Ninety Seven Thousand Five Hundred only) Fully Convertible Equity Warrants ("Warrants"), each convertible into, or exchangeable for, 1 (one) fully paid-up equity share of the Company having face value of Rupees 10.00 (Rupees Ten Only) ("Equity Share") each at a price (including the Warrant Subscription Price and the Warrant Exercise Price) of Rupees 1,182.00 per Warrant, to be payable in cash ("Warrant Issue Price") and Considering, issue price as Rupees 1,182.00 per Warrant, the Company intends to raise total sum of Rupees 4,698.45 Lakh.

It was Further Informed to Shareholders that Corrigendum to Notice of EOGM which has been sent to the Shareholders / Beneficial Owners on 09th June 2024 and which was published in The Financial Express (English) and Choutha Sansar (Hindi) Newspaper on June 07, 2024 and it was issued regarding changes in the Explanatory Statement to the Item No. 3 of said Notice of EoGM.

4. Fourth is to Appoint Dr. Mrs. Seema Mandloi (DIN: 10617559) as Woman Non-Executive Independent Director of the Company

The Shareholders of the Company were informed that Based on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the appointment of Dr. Mrs. Seema Mandloi (DIN: 10617559), as an Additional Director in the category of Woman Non-Executive Independent Director of the Company with effect from May 21, 2024 for a first term of 5 (five) consecutive years from the date of her appointment i.e. May 21, 2024, to May 20, 2029 (both days inclusive), not liable to retire by rotation.

The Company has received a declaration from her to the effect that he meets the criteria of independence. Further the Company has also received (i) consent in writing to act as director in Form DIR 2 and (ii) intimation

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in Form DIR 8 to the effect that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013.

In terms of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, She fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company. The terms and conditions of her appointment shall be opened for inspection by the Members.

The Board recommends the Special Resolutions for appointment of Dr. Mrs. Seema Mandloi (DIN: 10617559), as an Additional Director in the category of Woman Non-Executive Independent Director of the Company for approval of the Members.

Thus, following resolutions as set out in the Notice convening the extra ordinary General Meeting were taken as read with the permission of Shareholders:

Sr. No.	Business	Type of Resolution
1.	increase the Authorized Share Capital of the Company and make consequent alteration in Clause V of the Memorandum of Association	Special Resolutions
2.	Issue of Equity Shares of the Company on a preferential basis	Special Resolutions
3.	Issue of fully Convertible Equity Warrants of the Company on a preferential basis:	Special Resolutions
4.	Appointment of Dr. Mrs. Seema Mandloi (DIN: 10617559) as Woman Non-Executive Independent Director of the Company	Special Resolutions

None of the shareholders raised any query.

Results for remote e-voting and e-voting during EOGM will be placed on the website of the Company. It will also be submitted to the Stock Exchanges as per the relevant provisions of the Companies Act and the listing regulations.

At last, Aashi Neema, Company Secretary and Compliance Officer of the Company thanked Panelists, shareholders and other stakeholders for attending the Extra Ordinary General Meeting.

The meeting was concluded at 03:30 P.M. IST

For, D. P. Abhushan Limited

Anil Kataria
Whole Time Director
DIN: 00092730
Place: Ratlam



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