

DESH RAKSHAK AUSHDHALAYA LIMITED

BHAGWANT KUTI KANKHAL-249408, HARIDWAR (UTTARAKHAND) INDIA

Manufacturers of Ayurvedic and Herbal Product

Phone: (01334) 243833, 245877, 242333 Tele Fax: (01334) 245866

E-mail: dra195@yahoo.com, dra196@yahoo.in website: www.deshrakshak.in

To
Corporate Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Date: 29-09-2023

Ref: Scrip Code: 531521

Sub: Intimation pursuant to Regulation 30 read with Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Respected Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Securities and Exchange Board of India circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th day of July, 2023 we wish to inform you that the members of the company in the 42nd Annual General Meeting (“AGM”) held on 29th day of September, 2023 commenced at 03:00 P.M. and concluded at 5:00 P.M. approved the following matters and business as per the notice of 42nd AGM dated 5th day of September, 2023:

1. Re-appointment of Mrs. Monika Jain (DIN: 03403491), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment as Whole time director of the company.
2. Re-appointment of Mr. Tosh Kumar Jain (DIN: 01540363) as the Managing Director and Chairman of the company for the further period of five years.
3. Regularisation of Mrs. Shruti Gupta (DIN: 09818957) as Independent Director of the company for the period of five years.
4. Appointment of Mrs. Bhumika Parwani (DIN: 09732792) as Non-Executive Director of the company in professional capacity.

In compliance with SEBI Letter dated June 14, 2018 and BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018, we wish to confirm that Mrs. Monika Jain (DIN: 03403491), Mr. Tosh Kumar Jain (DIN: 01540363), Mrs. Shruti Gupta (DIN: 09818957), Mrs. Bhumika Parwani (DIN:

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09732792), Directors of the company, are not debarred from holding the office of Directors by virtue of any SEBI Order or any other Authority.

The details as required under Regulation 30 read with Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Securities and Exchange Board of India circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th day of July, 2023 relating to change in directors, Key Managerial Personnel, Execution of Agreement between Managing Director and company are enclosed as **Annexure-A, Annexure-B, Annexure-C, Annexure-D and Annexure-E**.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For Desh Rakshak Aushdhalaya Limited

Sohini Bansal

Company Secretary and Compliance Officer

ICSI Membership no. 64620

Date: 29.09.2023

Place: Haridwar

Encl: As above

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E-mail: dra195@yahoo.com, dra196@yahoo.in website: www.deshrakshak.in**Annexure-A****Re-appointment of Mrs. Monika Jain (DIN: 03403491), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013**

Sr. No	Details of event(s) that need to be provided	Information of such event(s)
1.	Name of Whole time Director	Monika Jain (DIN: 03403491)
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mrs. Monika Jain who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment
3.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	The members of the company in the AGM held on 29 th day of September, 2023 approved re-appointment of Mrs. Monika Jain (DIN: 03403491) as Whole-time Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment. Mrs. Monika Jain will be eligible for retire by rotation.
4.	Brief Profile (in case of appointment)	Mrs. Monika Jain (DIN: 03403491) aged about 54 years is a Graduate having experience of more than 5 years in Managing Business and leadership. She having vast experience in the relevant field. She is having expertise in Organisational Development which could be beneficial to the Company.
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Mrs. Monika Jain is mother of Mr. Arihant Kumar Jain, Whole-time Director of the Company and wife of Mr. Tosh Kumar Jain, Managing Director and Chairman of the Company

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E-mail: dra195@yahoo.com, dra196@yahoo.in website: www.deshrakshak.in**Annexure-B****Re-appointment of Mr. Tosh Kumar Jain (DIN: 01540363), as Managing Director and Chairman of the company**

Sr. No	Details of event(s) that need to be provided	Information of such event(s)
1.	Name of Managing Director	Tosh Kumar Jain (DIN: 01540363)
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Tosh Kumar Jain (DIN: 01540363), as Managing Director and Chairman of the company for the further period of five years and Mr. Tosh Kumar Jain was already appointed as Managing director and chairman of the company in the 37 th Annual General Meeting of the company held on 29 th day of September, 2018 for the term of five years.
3.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	The members of the company in the 42 nd AGM held on 29 th day of September, 2023 approved re-appointment of Mr. Tosh Kumar Jain (DIN: 01540363), as Managing Director and Chairman of the company for the further period of five years and Mr. Tosh Kumar Jain will be eligible for retire by rotation.
4.	Brief Profile (in case of appointment)	Mr. Tosh Kumar Jain (DIN: 01540363) aged about 59 years is a Graduate having experience of more than 25 years in accounts, finance and Managing Business. He is having in-depth knowledge and having an ability to guide in several crucial matters to the Board of the company. Mr. Tosh Kumar Jain is well versed in management. He is keenly engaged into the business development and controls key strategic aspects of the company.
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Mr. Tosh Kumar Jain is father of Mr. Arihant Kumar Jain, Whole-time Director of the Company and husband of Mrs. Monika Jain, Whole-time Director of the Company

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E-mail: dra195@yahoo.com, dra196@yahoo.in website: www.deshrakshak.in**Annexure-C****Details of Agreement executed between Mr. Tosh Kumar Jain (DIN: 01540363) appointed as Managing Director and Chairman of the company and the Company:**

Sr. No	Details of event(s) that need to be provided	Information of such event(s)
1.	Details of the counterparties (including name and relationship with the listed entity)	Mr. Tosh Kumar Jain (DIN: 01540363) appointed as Managing Director and Chairman of the company in the AGM held on 29 th day of September, 2023 and agreement for appointment of Tosh Kumar Jain as Managing Director and Chairman of the Company executed with the Company.
2.	Purpose of entering into the agreement	Mr. Tosh Kumar Jain appointed as Managing Director and Chairman of the company in the AGM held on 29 th day of September, 2023 and agreement executed for such appointment
3.	Shareholding, if any, in the entity with whom the agreement is executed	12,51,800 equity shares held and 28.20 % of the Paid-Up Share Capital of the company
4.	Significant terms of the agreement (in brief)	The Company shall pay to the Managing Director salary at the rate of Rs. 1,00,000/- (Rupees one Lac only) per month w.e.f 29.09.2023, which may be reviewed by the Board, Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites and details terms and conditions mentioned in the attached agreement.
5.	Extent and the nature of impact on management or control of the listed entity	The Managing Director shall exercise and perform such powers and duties as the Board of Directors of the Company (hereinafter referred to as "the Board") shall from time to time determine. He shall have the general control, management and superintendence of

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		the business of the Company with power to enter into contracts on behalf of the Company in the ordinary course of business and to do and perform all other acts and things, which in the ordinary course of business he may consider necessary or proper or in the interest of the Company and to perform duties subject to the provisions of the Companies Act, 2013 and the applicable Listing Regulations of Securities and Exchange Board of India
6.	Details and quantification of the restriction or liability imposed upon the listed entity	-
7.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	Mr. Tosh Kumar Jain is promoter of the company hold 12,51,800 equity shares and appointed as Managing director and chairman of the company in the 37th Annual General Meeting of the company held on 29th day of September, 2018 for the term of five years.
8.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Not Applicable
9.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
10.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc	Details terms and conditions mentioned in the attached agreement

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E-mail: dra195@yahoo.com, dra196@yahoo.in website: www.deshrakshak.in**Annexure-D****Regularisation of Mrs. Shruti Gupta (DIN: 09818957) as an Independent Director of the company:**

Sr. No	Details of event(s) that need to be provided	Information of such event(s)
1.	Name of Director	Shruti Gupta (DIN: 09818957)
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Regularisation of Mrs. Shruti Gupta (DIN: 09818957), who appointed as Additional Independent Director of the company in the board meeting held on 16 th day of December, 2022 as the Independent Director of the Company.
3.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	The members of the company in the AGM held on 29 th day of September, 2023 approved regularization of Mrs. Shruti Gupta and appointment of Mrs. Shruti Gupta as Independent Director of the company for the period of five years and Mrs. Shruti Gupta will not eligible for retire by rotation and sitting fees to be paid in real time basis.
4.	Brief Profile (in case of appointment)	Mrs. Shruti Gupta (DIN: 09818957) aged about 32 years is a Graduate and Professional having experience of more than 2 years in the field of capital market, accounts, finance, corporate laws, audit. Mrs. Shruti Gupta is well versed in management and will assist in maintaining the corporate governance in the company.
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	-

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E-mail: dra195@yahoo.com, dra196@yahoo.in website: www.deshrakshak.in**Annexure-E****Appointment of Mrs. Bhumika Parwani (DIN: 09732792) as non-executive director of the company:**

Sr. No	Details of event(s) that need to be provided	Information of such event(s)
1.	Name of Director	Bhumika Parwani (DIN: 09732792)
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	The members of the company in the AGM held on 29 th day of September, 2023 approved appointment of Mrs. Bhumika Parwani as non-executive director of the company in professional capacity.
3.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	The members of the company in the AGM held on 29 th day of September, 2023 appointment of Mrs. Bhumika Parwani as non-executive director of the company in professional capacity and Mrs. Bhumika Parwani will be eligible for retire by rotation.
4.	Brief Profile (in case of appointment)	Mrs. Bhumika Parwani (DIN: 09732792) aged about 31 years is a Graduate and professional having experience of more than 2 years in the field of accounts, audit, finance, taxation, company law, capital market and Managing Business. Mrs. Bhumika Parwani will provide valuable guidance to the management.
5.	Disclosure of Relationships between Directors (in case of appointment of a Director)	-

Thanking you,

Yours faithfully,

For **Desh Rakshak Aushdhalaya Limited****Sohini Bansal****Company Secretary and Compliance officer****ICSI Membership no. 64620****Date:** 29.09.2023**Place:** Haridwar

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AGREEMENT FOR APPOINTMENT OF CHAIRMAN CUM MANAGING DIRECTOR

This agreement for appointment of Chairman cum Managing Director is made on Friday, 29th Day of September, 2023, by and between Desh Rakshak Aushdhalaya Limited, a company incorporated under the Companies Act, 1956 and having its Registered office at Bhagwant Kuti, Kankhal, Haridwar, Uttarakhand-249408 acting through its Whole Time Director Monika Jain having DIN: 03403491 (hereinafter referred to as "Company") which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include his heirs, administrators, executors, legal representatives, OF THE FIRST PART

AND

Mr. Tosh Kumar Jain (DIN: 01540363) aged about 59 years R/o 232/3, Bhagwant Kuti, Laksar Road Desh Rakshak Aushdhalaya, Kankhal, Haridwar, Uttarakhand-249408 (hereinafter referred to as "Managing Director") which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include his heirs, administrators, executors, legal representatives, OF THE SECOND PART

It is hereby agreed as follows:

1. The Company hereby appoints Mr. Tosh Kumar Jain (DIN: 01540363) as Chairman cum Managing Director of the Company and the Managing Director hereby agrees to serve the Company in such a capacity for a period of five years with effect from 29th Day of September 2023.
2. a) The Managing Director shall exercise and perform such powers and duties as the Board of Directors of the Company (hereinafter referred to as "the Board") shall from time to time determine, and subject to any directions, and restrictions, time to time given and imposed by the Board, he shall have the general control, management and superintendence of the business of the Company with power to enter into contracts on behalf of the Company in the ordinary course of business and to do and perform all other acts and things, which in the ordinary course of business he may consider necessary or proper or in the interest of the Company and to perform duties subject to the provisions of the Companies Act, 2013 and the applicable Listing Regulations of Securities and Exchange Board of India.

For Desh Rakshak Aushdhalaya Ltd.

Monika Jain

Director

For Deshrakshak Aushdhalaya Ltd.

ATTESTED

Tosh Kumar Jain

Managing Director

Rajendra Prasad
Advocate
Haridwar (Govt. of Uttarakhand)
Regn. No. 35 (05) 20
HARIDWAR



Established in 1901

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b) Without prejudice to the generality of the power vested in the Managing Director, Managing Director shall be entitled to exercise the following powers:-

- (i) With Board's approval together with other Director(s) and other personnel authorized by the Board, to open and operate on any banking or other account and to draw, make, accept execute, endorse, discount, negotiate, retire, pay, satisfy and assign cheques, drafts, interest and dividend warrants and other negotiable or transferable instruments or securities..
 - (ii) To institute, prosecute, defend, oppose, appear or appeal to compromise, refer to arbitration, abandon subject to judgment and execution in any legal proceedings including trademarks, trade names and trade property and customs passing off actions and revenue proceedings relating to customs or excise duties, tax on income, profits and capital and taxation generally or otherwise as it relates to the Company.
3. The Managing Director shall throughout the said term devote the whole of his time, attention and abilities to the business of the Company, and shall obey the orders from time to time, of the Board and in all respects, confirm to and comply with the directions and regulations made by the Board, and shall well and faithfully serve the company and use his utmost endeavors to promote the interest thereof.
 4. The Managing Director of a company shall act in good faith in order to promote the objects of the company for the benefit of its members as a whole, and in the best interests of the company, its employees, the shareholders, the community and for the protection of environment
 5. The Managing Director of a company shall exercise his duties with due and reasonable care, skill and diligence and shall exercise independent judgment and shall not involve in a situation in which he may have a direct or indirect interest that conflicts, or possibly may conflict, with the interest of the company.
 6. The Company shall pay to the Managing Director during the continuance of this Agreement in consideration of the performance of his duties:
 - (a) A salary at the rate of **Rs. 1,00,000/-** (Rupees one Lac only) per month w.e.f 29.09.2023, which may be reviewed by the Board and may be increase by the Board and such increment be effective from the 1st day of April each year subject to the provisions of the Companies Act, 2013 and the applicable Listing Regulations of Securities and Exchange Board of India.

For Desh Rakshak Aushdhalaya Ltd.

Monika Jain

Director

For Deshrakshak Aushdhalaya Ltd.

Rajendra Prasad

Advocate
Notary (Govt. of Uttarakhand)
Regn. No. 35 (05) 20
HARIDWAR

Kumar Jam

Managing Director

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- (b) Expenses incurred for travelling, boarding and lodging including for spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.
- (c) The Managing Director will be entitled to reimbursement of all legitimate expenses incurred by him in performance of his professional duties including but not limited to communication and travel expenses (including but not limited to reimbursements related to mobile bill, data card bills, internet bills, travel expenses, meal expenses etc. as per Company policy).
- (d) Leave Travel Allowance for the Managing Director and his family once in a year in accordance with the Company policy.
- (e) Bonus for the financial year, at the discretion of the Company, with shareholder approval.
- (f) Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company.
- (g) The Managing Director shall be entitled to such increment from time to time as the Board may by its discretion determine.
7. The Managing Director shall not, during the continuance of his employment or any time thereafter, disclose to any person, firm, company, body corporate or concern, whatsoever or make any use whatever for his own or for whatever purpose of any confidential information or knowledge obtained by him during his employment of the business or affairs of the company and the Managing Director shall, during the continuance of his employment hereunder, also use his best endeavour to prevent any other person, firm, company, body corporate or concern from doing so.
8. This agreement may be terminated by either the Company or the Managing Director at any time within the five year period, by the giving of 60 days' notice in writing.
9. The Company shall be entitled to terminate this agreement in the event of the Managing Director being guilty of misconduct or such inattention to or negligence in the discharge of his duties or in the conduct of the Company's business or of any other act of omission or commission inconsistent with his duties as the Managing Director or any breach of his agreement
10. Any property of the company or relating to the business of the company, including notes, records, reports, plans, or other documents which may be in the possession or under the control of the

For Desh Rakshak Aushdhalaya Ltd.

Monika Jain

Director

Rajendra Prasad

Notary (Govt. of Uttarakhand)

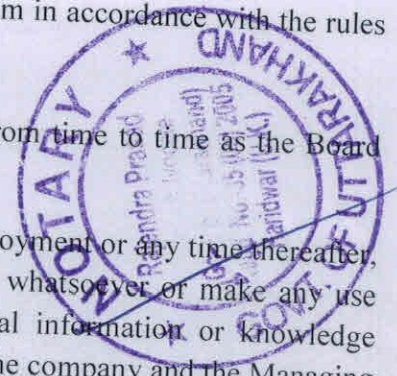
Regn. No. 35 (05) 20

HARIDWAR

For Deshrakshak Aushdhalaya Ltd.

Tosh Kumar Jain

Managing Director



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Managing Director or to which the Managing Director has at any time access, shall at the time of the termination of his employment be delivered by the Managing Director to the company.

11. The Managing Director hereby agrees that he will not, at any time, after the termination of this agreement, represent himself as being in any way connected with or interested in the business of the company.

IN WITNESS WHEREOF the parties hereto have set their hands the day, month and the year first above written.

For and on behalf of the Company

For Desh Rakshak Aushdhalaya Ltd.

Monika Jain

Director

Monika Jain

(DIN: 03403491)

Whole time Director

Add: 232/3, Bhagwant Kuti, Laksar Road,
Desh Rakshak Aushdhalaya,
Kankhal, Haridwar, Uttarakhand-249408

For Deshrakshak Aushdhalaya Ltd.

Tosh Kumar Jain

Managing Director

Tosh Kumar Jain

(DIN: 01540363)

Chairman & Managing Director

Add: 232/3, Bhagwant Kuti, Laksar Road,
Desh Rakshak Aushdhalaya, Kankhal
Haridwar, Uttarakhand-249408

Witnesses-

[Signature]
1. Amit Kumar Singh
S/o - Lt Satish Kumar Singh
Jagjeet Pura - Kankhal
Haridwar

2. *Rajendra Kumar*
Rajendra Kumar
S/o Jai Prakash
S/o
Jiyapala Kankhal
Haridwar



ATTESTED

[Signature]
Rajendra Prasad
Notary (Govt. of Uttarakhand)
Regn. No. 35 (05) 20
HARIDWAR