

## DECCAN GOLD

(CIN: L51900MH1984PLC034662)

Corporate Office & Correspondence Address

No.77, 16th Cross, Sector-IV, HSR Layout, Bengaluru-560 102. Tel .: +91 80 47762900 Fax : +91 80 47762901 Email : info@deccangoldmines.com Website : www.deccangoldmines.com

April 11, 2024

To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Code: 512068

Sub: <u>Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements)</u>
Regulations, 2015

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 13, 2023, we wish to inform that the Board of Directors of Deccan Gold Mines Limited ("the Company"), at their meeting held today, inter-alia considered and approved the following:

- 1. Allotment of 374,040 equity shares upon conversion of part of the warrants previously issued by the Company. Accordingly, the paid up capital of the Company stands increased from 147,266,500 equity shares of Re. 1/- each to 147,640,540 equity shares of Re. 1/- each.
- 2. To increase the authorised share capital of the Company from the existing Rs. 25,00,00,000 (Rupees Twenty Five Crores only) divided into 25,00,00,000 (Twenty Five Crores) Equity Shares of Re. 1 (Rupee One only) each to Rs. 26,00,00,000 (Rupees Twenty Six Crores only) divided into 25,00,00,000 (Twenty Five Crore) Equity Shares of Re. 1 (Rupees One only) each and 1,00,00,000 (One Crore) Preference Shares of Re. 1 (Rupees One only) each by way of creation of 1,00,00,000 (One Crore) Preference Shares of Re. 1 (Rupees One only) each. For details of the same, refer to Annexure A to this disclosure.
- 3. To issue and allot 15,74,864 Compulsorily Convertible Debentures (CCD) of face value Rs. 116.20 per CCD to be convertible into equivalent number of Equity Shares of face value Re. 1 each within a period of eighteen months from the date of allotment of CCD, subject to the approval of regulatory/statutory authorities and the shareholders of the Company. For details of the same, refer to Annexure B to this disclosure.
- 4. To issue and allot 34,42,340 Optionally Convertible Cumulative Redeemable Preference Shares (OCCRPS) of face value Re. 1/- per OCCRPS to be issued at a price of Rs. 116.20 per OCCRPS, including securities premium, convertible into equivalent number of Equity Shares of face value Re. 1 each within a period of eighteen months from the date of allotment of OCCRPS, subject to the approval of regulatory/statutory authorities and the shareholders of the Company. For details of the same, refer to Annexure C to this disclosure.
- 5. To issue and allot 34,422 Equity Shares of face value Re. 1 per at a price of Rs. 116.20 per Equity Share, subject to the approval of regulatory/statutory authorities and the shareholders of the Company. For details of the same, refer to Annexure D to this disclosure.



## **MINES LIMITED**

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- 6. To approve issue of equity shares under the proposed "Deccan Gold Mines Limited Stock Incentive Plan, 2024" by creation of option pool of 8,000,000 Equity Shares representing ~5.10% of the fully diluted issued capital of the Company as on March 31, 2024. For details of the same, refer to Annexure E to this disclosure.
- 7. To seek approval of the shareholders for the above proposals by convening an Extra-Ordinary General Meeting on May 08, 2024 through Video Conferencing / Other Audio-Visual Means, in accordance with the provisions of Companies Act, 2013 read with rules made thereunder and other applicable laws.

The Meeting of the Board of Directors commenced at 1:00 P.M and concluded at 2:40 P.M

The above details are also available at the website of the Company at www.deccangoldmines.com

Kindly take the same on record.

Thanking You.

Yours faithfully, for **Deccan Gold Mines Limited** 

Subramaniam Sundaram **Company Secretary & Compliance Officer** ACS No 12110

Encl.: As above



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#### **Annexure A**

## <u>Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures)</u> Requirements, 2015

Increase in Authorised Share Capital and subsequent alteration of the Capital Clause of the Memorandum of Association of the Company) from the present Rs. 25,00,00,000 (Rupees Twenty Five Crores only) divided into 25,00,00,000 (Twenty Five Crores) Equity Shares of Re. 1 (Rupee One only) each to Rs. 26,00,00,000 (Rupees Twenty Six Crores only) divided into 25,00,00,000 (Twenty Five Crore) Equity Shares of Re. 1 (Rupees One only) each and 1,00,00,000 (One Crore) Preference Shares of Re. 1 (Rupees One only) each, subject to approval of shareholders of the Company.

The Extract of the revised Capital Clause, subject to approval of shareholders, is read as under:

#### "Clause V.

The Authorized Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 25,00,00,000 (Twenty Five Crores) Equity Shares of Re. 1/- (Rupee One only) each and 1,00,00,000 (One Crore) Preference Shares of Re. 1/- (Rupee One only) each.

The Company has power from time to time to increase or reduce its capital and to divide the shares in the capital for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified, convertible or other special rights, privileges, conditions or restrictions, as may be determined by or in accordance with the legislative provisions for the time being in force and the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges, conversion terms, if any, or conditions or restrictions in such manner as may for the time being permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf."



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### **Annexure B**

### **Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures)** Requirements, 2015

Sr. No.	Particulars	In	formation			
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	CCD shall (i) carry an interest at the rate of 10% p.a. payable at annual rest; (ii) each CCD be converted into one Equity Share of the Company of face value Re. 1 each; (iii) CCD shall be convertible into equity shares at any time not later than 18 months from the date of allotment of such CCD; (iv) The CCD by themselves do not give to the holder thereof any rights of equity shareholder of the Company; and (v) the number of Equity Shares that each CCD converts into and the price per Equity Share upon conversion of each CCD shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock, split, merger, demerger, transfer of undertaking, sale of a business division or any such capital or corporate restructuring.  The Equity Shares to be allotted upon conversion will rank pari passu with the then existing paid up equity capital of the Company.				
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws				
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 1,574,864 (Fifteen Lakh Seventy Four Thousand Eight Hundred Sixty Four) CCD, each convertible into 1 (One) fully paid-up Equity Share of the Company of face value of Re. 1 (Rupees One), within a period of 18 months from the date of allotment, to be issued at the face value of Debentures i.e. Rs. 116.20 (Rupees One Hundred Sixteen and paise Twenty only) per CCD.  The Company intends to raise Rs. 18.30 Crore (approx.) by way of the proposed issue of CCD.				
4.	Name of the investors	Sr. Name of Proposed No. Allottee  1 U.K. Faaroook 2 Madhumathi Bafna 3 Rupal Najhawan 4 Shailabh Kumar Sahu 5 Vishal Garg 6 Bharti Yadav 7 Hastimal Premanand ji Jain	Non Promoter	Maximum number of CCDs to be allotted  860,585  21,514  86,058  25,817  43,029  43,029  43,029		



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Sr.	Particulars	Tel.:+91 80 47762900 Fax:+91 80 47762901 Email:info@deccangoldmines.com Website:www.deccangoldmines.						
No.	Tarticalars							
		8	Sushiil Mehta		Non Pr	omoter		21,514
		9	SG Global Er	nterprises	Non Pr	omoter		86,058
			(Rithu Jain, Partne	er)				
		10	Raushnak Begum		Non Pr	omoter		43,029
		11	Esha Srisrimal		Non Pr	omoter		21,514
		12	Aashruth Rangara	jan	Non Pr	omoter		43,029
		13	Infinitheism	Spiritual	Non Pr	omoter		64,543
			Foundation Privat					
		14	Sirish Kumar Bafn			omoter	-	43,029
		15	Thiruvallar	Thattai	Non Pr	omoter		86,058
			Rangarajan					
		16	Kiran Magotra			omoter	l .	43,029
5.	Post allotment of		of the shareholdir	_	•	Allottee	es in the Com	pany, prior to
	securities – outcome	and af	ter the Preferential	Issue, are a	as under:			
	of the subscription		Name of	Dua ia	f		Do et seus	formatical .
		S. No.	proposed	-	referenti reholding		Post pref shareh	
		INO.	Allottees	No. of		of	No. of	% of
			Allottees	shares		ding	shares	holding *
		1	U.K. Faaroook #		.0	0.00	4,302,935	2.66%
		2	Madhumathi		-	-	21,514	0.01%
			Bafna				22,32.	0.01/0
		3	Rupal Najhawan		-	-	86,058	0.05%
		4	Торина	80	10		00,000	0.02%
			Shailabh Kumar				26,617	
			Sahu				·	
		5	Vishal Garg		-	-	43,029	0.03%
		6	Bharti Yadav		-	-	43,029	0.03%
		7	Hastimal	300	0	-		0.03%
			Premanand ji				46,029	
			Jain					
		8		325	0	-	24,764	0.02%
			Sushiil Mehta		_			
		9	SG Global	2500	00	0.02%		0.07%
			Enterprises				1,11,058	
			(Rithu Jain,					
		10	Partner)				42.020	0.020/
		10	Raushnak		-	-	43,029	0.03%
		11	Begum				21 514	0.019/
		11 12	Esha Srisrimal	3250	10	0.02%	21,514	0.01% 0.05%
		12		3230	,,,	0.02/0		0.03%
			Aashruth				75,529	
			Rangarajan				, 3,323	
		13	Infinitheism	4500	0	0.03%		0.07%
			Spiritual	1500		2.23/0	1,09,543	0.0770
			Foundation				_,,	
			Private Limited					



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Sr. No.	Particulars	Information					
		14	Sirish Kumar Bafna	-	-	43,029	0.03%
		15	Thiruvallar Thattai Rangarajan	82500	0.05%	1,68,558	0.10%
		16	Kiran Magotra	-	-	43,029	0.03%
		* Calculated as on the post Issue fully diluted capital of the Company, consider conversion of all securities having right / option to convert into Equity Share # includes 3,442,340 Equity Shares to be allotted assuming full conversion 3,442,340 OCCRPS to be issued and allotted to him and approved by the Board					
6.	Issue price / allotted price (in case of convertibles)	its meeting of even date.  CCDs are proposed to be issued at a price of Rs. 116.20 (Rupees One Hundred Sixteen and paisa Twenty only) per CCD, which is a price equivalent to the price of Equity Shares of the Company determined in accordance with Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as on the Relevant Date, i.e. April 08, 2024.					
7.	Number of investors	In total, 16 (Sixteen) Investors, as enlisted in Annexure A above are participating in the proposed issue. Of the said investors, one is common alongwith the proposed issue and allotment of OCCRPS covered under Annexure B.					
8.	In case of convertibles -intimation on conversion of securities or on lapse of the tenure of the instrument	Each CCD will be convertible into 1 (one) fully paid-up equity share of the Company of face value of Re. 1 each (Indian Rupee One), which may be exercised in one or more tranches during a period of 18 (eighteen) months, commencing from the date of allotment of CCD. If the right of conversion is not exercised by the CCD holder at an earlier date, the said CCD shall be compulsorily converted into Equity Shares immediately on completion of 18 months.  The number of equity shares to be allotted on conversion of CCDs shall be subject to appropriate adjustments in case of corporate action(s), as permitted under the rules, regulations and laws, as applicable from time to time.					



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### **Annexure C**

### Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015

Sr. No.	Particulars	Information				
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	OCCRPS be converted into one Equity Share of the Company of face value Re. 1 each; (iii) OCCRPS shall be convertible into equity shares at any time not later than 18 months from the date of allotment of such OCCRPS; (iv) The OCCRPS by themselves do not give to the holder thereof any rights of equity shareholder of the Company; (v) creation of security, if any required for securing the redemption proceeds of the OCCRPS; (vi) the number of Equity Shares that each OCCRPS converts into and the price per Equity Share upon conversion of each OCCRPS shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock, split, merger, demerger, transfer of undertaking, sale of a business division or any such capital or corporate restructuring; (vii) have a term of 5 years from the date of issuance; and (viii) carry a put option exercisable by the holder of such OCCRPS for an early redemption after completion of 18 months from the date of allotment of OCCRPS.				
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	The Equity Shares to be allotted upon conversion will rank pari passu with the then existing paid up equity capital of the Company.  Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and other applicable laws				
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)					
In case	e of preferential issue, the	listed entity shall disclose the following additional details to the stock exchange(s):				
4.	Name of the investors	Sr.Name of Proposed No.Category AllotteeMaximum number of OCCRPS to be allotted1U.K. FaaroookNon Promoter3,442,340				
5.	Post allotment of securities – outcome	Details of the shareholding of the Proposed Allottees in the Company, prior to and after the Preferential Issue, are as under:				



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Sr. No.	Particulars	Information					
140.	of the subscription	S.	Name of	Pre preferential Post preferential			ferential
		No.	proposed	shareh		shareholding	
			Allottees	No. of shares	% of holding	No. of shares	% of holding *
		1	U.K. Faaroook #	10	0.00	43,02,935	2.66%
		conver # inclu 860,58	* Calculated as on the post Issue fully diluted capital of the Company, considering conversion of all securities having right / option to convert into Equity Share # includes 860,585 Equity Shares to be allotted assuming full conversion of 860,585 CCDs to be issued and allotted to him and approved by the Board in its meeting of even date.				
6.	Issue price / allotted price (in case of convertibles)	OCCRPS are proposed to be issued at a price of Rs. 116.20 (Rupees One Hundred Sixteen and paisa Twenty only) per OCCRPS (comprising of face value of Re. 1 and securities premium of Rs. 115.20 per OCCRPS), which is a price equivalent to the price of Equity Shares of the Company determined in accordance with Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as on the Relevant Date, i.e. April 08, 2024.					
7.	Number of investors	In total, 1 (One) Investors, as enlisted in Annexure B above is participating in the proposed issue. The said investors is also subscribing for the CCDs, details of which are covered under Annexure A.					
8.	In case of convertibles -intimation on conversion of securities or on lapse of the tenure of the instrument	Each OCCRPS will be convertible into 1 (one) fully paid-up equity share of the Company of face value of Re. 1 each (Indian Rupee One), which may be exercised in one or more tranches during a period of 18 (eighteen) months, commencing from the date of allotment of OCCRPS. If the right of conversion is not exercised by the OCCRPS holder within a period of 18 months, the option of conversion shall be deemed to have lapsed and the said OCCRPS shall be compulsory redeemable after the completion of 18 months.					
		The number of equity shares to be allotted on conversion of OCCRPS shall be subject to appropriate adjustments in case of corporate action(s), as permitted under the rules, regulations and laws, as applicable from time to time.					



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### Annexure D

# <u>Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures)</u> <u>Requirements, 2015</u>

Sr. No.	Particulars	Information						
1.	Type of securities	Fauity	Equity Shares					
	proposed to be issued	-quity of the control						
	(viz. equity shares,	The Equity Shares allotted will rank pari passu with the existing paid up equity						
	convertibles, etc.)	capital	capital of the Company.					
2.	Type of issuance		Preferential allotment on a private placement basis in accordance with the					
	(further public	-	provisions of the Companies Act, 2013 and the rules made thereunder and SEBI					
	offering, rights issue,	•	(Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended					
	depository receipts	and ot	her applicable laws					
	(ADR / GDR), qualified							
	institutions							
	placement, preferential allotment							
	etc.)							
3.	Total number of	Upto 3	4,422 (Thirty Four	Thousand I	Four Hundred Tv	wenty Two) Ed	quity Shares to	
	securities proposed to	be issi	ued at a price of	Rs. 116.20	(Rupees One	Hundred Sixt	een and paise	
	be issued or the total	Twent	y only) per Equity S	hare.				
	amount for which the							
	securities will be		ompany intends to	raise Rs. 40	0.00 lakhs (appro	ox.) by way of	the proposed	
	issued	issue c	f Equity Shares.					
In case	(approximately) of preferential issue, the	listad ar	ntity shall disclose t	he followin	a additional deta	ails to the stor	k avchanga(s).	
iii casc	of preferencial issue, the	iistea ei	itity shall disclose t	ic followin	6 additional deta	ins to the stoc	K CACHAHGC(3).	
4.	Name of the investors	Sr.	Sr. Name of Proposed Category Maximum number of					
		No.	Allottee			Equity S	hares to be	
						all	otted	
		1	Fiza Qureshi		Non Promote	· · · · · · · · · · · · · · · · · · ·		
		2	Ina Dhariwal		Non Promote		12,908	
5.	Post allotment of		of the shareholdi	_	•	es in the Con	npany, prior to	
	securities – outcome of the subscription	and an	ter the Preferential	issue, are a	is under:			
	or the subscription	S.	Name of	Pre p	referential	Post pre	ferential	
		No.	proposed	shai	reholding	shareh	olding	
			Allottees	No. of % of		No. of	% of	
				shares	holding	shares	holding *	
		1		394	9 -			
			Fi Oalai			25,463	0.020/	
		2	Fiza Qureshi	4000	0 0.03%		0.02%	
		2		4000	0.03%			
						52,908		
			Ina Dhariwal			==,555	0.03%	
		* Calcu	lated as on the pos	t Issue fully	diluted capital	of the Compa		
		conver	conversion of all securities having right / option to convert into Equity Share.					



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Sr.	Particulars	Information
No.		
6.	Issue price / allotted price (in case of convertibles)	Equity Shares are proposed to be issued at a price of Rs. 116.20 (Rupees One Hundred Sixteen and paisa Twenty only) per Equity Share (comprising of face value of Re. 1 and securities premium of Rs. 115.20 per Equity Share), which is a price equivalent to the price of Equity Shares of the Company determined in accordance with Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as on the Relevant Date, i.e. April 08, 2024.
7.	Number of investors	In total, 2 (Two) Investors, as enlisted in Annexure C above is participating in the proposed issue.
8.	In case of convertibles -intimation on conversion of securities or on lapse of the tenure of the instrument	NA



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#### **Annexure E**

### Details pursuant to SEBI Circular dated July 13, 2023 of SEBI (Listing Obligations and Disclosures) Requirements, 2015

Sr. No.	Particulars	Information
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Stock options, which shall have right to subscribe to the Equity Shares of our Company upon completion of vesting period and other terms as per the terms more detailed in the "Deccan Gold Mines Limited Stock Incentive Plan, 2024" and to be approved by the shareholders of the Company.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Under Employee Stock Option Scheme pursuant to SEBI (Share based Employees Benefits and Sweat Equity) Regulations, 2021
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 8,000,000 Options with a right to subscribe to 8,000,000 (Eighty lakhs) Equity Shares having face value of 1/- each upon vesting of the options as per the Scheme.  Under the Deccan Gold Mines Limited Stock Incentive Plan, 2024 ("DGML SIP 2024"), Stock Options will be granted to the eligible employees at the exercise price to be determined by the Nomination and Remuneration Committee of the Company.