



1010/02

May 30, 2025

BSE Limited
P J Towers, Dalal Street,
Fort Mumbai-400001
Scrip Code: 542216

National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C-1, Block G
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: DALBHARAT

Subject: Outcome of Board Meeting held on May 30, 2025

Ref: Regulation 30 & 42 of the SEBI (LODR) Regulations 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

In accordance with Regulation 30 read with Regulations 24A and 42 of SEBI Listing Regulations, we hereby inform that the Board of Directors at its meeting held today i.e. Friday, May 30, 2025, has inter-alia considered and approved the following:

- (a) Convening of the 12th Annual General Meeting ("**AGM**") of the Company on Monday, June 30, 2025 at 11:30 A.M. IST through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time;
- (b) Recommended the appointment of M/s. Vikas Gera & Associates, Company Secretaries (Peer Review No. S2007DE094600) as Secretarial Auditors of the Company for approval by shareholders at the 12th AGM of the Company for a term of 5 (five) consecutive years w.e.f. April 1, 2025;
- (c) To take enabling approval of shareholders by way of a special resolution at the 12th AGM for Issuance of further securities up to an aggregate amount of Rs.4,000 Crore, in one or more tranches and in forms, modes and means, by way of private placement or preferential issue or public issue or rights issue or qualified institutional placement or through any other permissible mode and/or combination thereof, including by way of issue of equity shares/ preference shares/ bonds/ debentures/ nonconvertible debt instruments/ warrants/ any other securities, subject to applicable approvals;
- (d) Appointment of Mr. Manu Sood as the Chief Digital and Information Officer (CDIO) of the Company w.e.f. June 1, 2025, who will be a 'Senior Management Personnel.
- (e) In respect of Final Dividend for FY 2024-25 of Rs. 5/- per Equity share (250%) recommended by the Board of Directors at its meeting held on April 23, 2025 and pursuant to Regulation 42 of the SEBI Listing Regulations, the Company has fixed **Monday, June 23, 2025** as the "**Record Date**" for the purpose of determining entitlement of members to Final Dividend, if declared at the 12th AGM of the Company.

Dalmia Bharat Limited

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi-110 001, India
t 91 11 23465100 f 91 11 2331 3303 w www.dalmiabharat.com CIN : L14200TN2013PLC112346

Registered Office: Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu- 621 651, India

A **Dalmia Bharat Group** company, www.dalmiabharat.com



Further, the Company has fixed Monday, June 23, 2025, as the "**Cut-Off Date**" to ascertain the names of members who will be entitled to attend and vote on the resolutions set out in the Notice of the the 12th AGM of the Company.

The remote e-voting period shall commence on Thursday, June 26, 2025 (09:00 a.m. IST) and shall end on Sunday, June 29, 2025 (05:00 p.m. IST). The Notice of the 12th AGM and Integrated Annual Report for financial year 2024-25 shall be sent to the Stock Exchanges and shareholders shortly.

The details for point nos. (b) & (d) above, as required under Regulation 30 of the SEBI Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are provided in the Annexures A & B hereto.

The Board Meeting commenced at 03:10 P.M. and concluded at 03:40 P.M.

Kindly take the same on record.

Thanking you,

Yours sincerely,
For Dalmia Bharat Limited

Rajeev Kumar
Company Secretary

Encl.: As above

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ANNEXURE-A

S. No.	Particular	M/s. Vikas Gera & Associates (Secretarial Auditors)
a)	Reason for change viz. appointment, re- appointment, resignation, removal, death or otherwise;	Recommendation by Board for appointment of M/s. Vikas Gera & Associates, Company Secretaries (Peer Review No. S2007DE094600) as Secretarial Auditors of the Company, for approval by shareholders at the 12th AGM of the Company.
b)	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment	Appointment for a term of 5 (five) consecutive years shall be effective from April 1, 2025, in terms of Regulation 24A of SEBI Listing Regulations, subject to approval of shareholders.
c)	Brief Profile (in case of appointment)	M/s. Vikas Gera & Associates (Company Secretaries) is a firm founded by Mr. Vikas Gera, which is registered with Institute of Company Secretaries of India (Peer Review No. S2007DE094600). The firm is a Professional and Business Advisory Firm that offers various services like Corporate, Legal, Statutory matters and matters connected with Merger, De-Merger, Trademark, Patent & Copyright, FIPB Approvals, NCLT Approvals. Registration and Establishment of Branch office, Liaison Office, Project Office etc.
d)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Dalmia Bharat Limited

ANNEXURE-B

S. No.	Particular	Mr. Manu Sood (Senior Management Personnel)
a)	Reason for change viz. appointment, re- appointment, resignation, removal, death or otherwise;	Appointment as Chief Digital and Information Officer (CDIO) of the Company in the category of Senior Management Personnel.
b)	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment	Effective from June 1, 2025
c)	Brief Profile (in case of appointment)	Mr. Manu Sood holds an MBA degree from IIFT (Gold Medallist) and B. Tech (Mechanical) from IIT Delhi. He has over 28 years of rich experience in Telecom, Money Business, FMCG, International Business and IT. He has worked across India/ abroad in leadership roles where he has led big teams successfully and has driven digital transformation initiatives in both Unilever and Airtel apart from working in IT companies early in his career. In his most recent role, he has held the position of Managing Director at Airtel, Zambia.
d)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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