



October 13, 2025

To,

National Stock Exchange of India Ltd. Exchange Plaza Bldg. 5 th Floor, Plot No.C-1 'G' Block, Near Wockhardt, Bandra Kurla Complex Mumbai 400 051. Symbol: DCW	BSE Limited Department of Corporate Services, 1 st floor, New Trading Ring Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 500117
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Dear Sir(s)/Madam,

Subject: Notices of the Meetings of the Equity Shareholders, Secured Creditors, and Unsecured Creditors of DCW Limited to be convened as per directions of Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") In the matter of Scheme of Amalgamation of Dhrangadhara Trading Company Private Limited ("Transferor Company 1" or "DTCPL" or "First Applicant Company"), Sahu Brothers Private Limited ("Transferor Company 2" or "SBPL" "Second Applicant Company"), with and into DCW Limited ("Transferee Company" or "DCW" or "Third Applicant Company") and their respective shareholders under Sections 230-232 read with Section 66 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ("Scheme")

Reference: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

We are enclosing herewith the copies of the notices convening the meetings of the Equity Shareholders, Secured Creditors, and Unsecured Creditors of the Company. These notices include, inter alia, a copy of the proposed Scheme of Amalgamation, the accompanying explanatory statement, and relevant annexures, as required under Section 230(3) of the Companies Act, 2013, read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

The notices are being circulated pursuant to the directions issued by the Hon'ble National Company Law Tribunal, Ahmedabad bench vide its order dated September 26, 2025, for the purpose of considering and, if deemed appropriate, approving the proposed Scheme, with or without modification(s), under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013.



DCW LIMITED

HEAD OFFICE :

"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021.

TEL.: 4957 3000, 4957 3001

REGISTERED OFFICE : DHRANGADHRA - 363 315 (GUJRAT STATE)

Email: ho@dcwltd.com, Website: www.dcwltd.com, CIN-L24110GJ1939PLC000748



Brief details of the meetings are given as under:

Particulars	Equity Shareholders	Secured Creditors	Unsecured Creditors
Day of the meeting	Saturday		
Date of the meeting	November 15, 2025		
Time of the meeting	12:00 Noon	02:30 P.M.	03:30 P.M.
Mode of the meeting	As per the Directions of the Hon'ble National Company Law Tribunal, Ahmedabad Bench, the Meeting shall be conducted through Video conference (VC) and/or other audio and visual means (OAVM)		
Cut-off Date for E-Voting	Saturday, November 8, 2025	Monday, June 30, 2025	Monday, June 30, 2025
Remote E-Voting start date and time	Wednesday, November 12, 2025, 10:00 AM		
Remote E-Voting end date and time	Friday, November 14, 2025, 5:00 PM		

The copies of the Notices of the Meetings of the Equity Shareholders, Secured Creditors, and Unsecured Creditors are also available on the websites of the Company at <https://dcw ltd.com> and being made available at website of National Securities Depository Limited at www.evoting.nsd.com

The Notices of the said Meetings are being dispatched in accordance with the modes specified in the Hon'ble NCLT's Order dated September 26, 2025. Further, a letter (as per specimen attached herewith) containing the day, date, time, and other requisite particulars for participating in the Meetings via VC / OAVM, along with the web link (including the precise navigation path) for accessing the complete set of Notices and accompanying documents, as well as a QR Code facilitating direct access, has been issued to those Equity Shareholders and Unsecured Creditors whose email addresses are not available in the records of the Company.

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,

For **DCW Limited**



Dilip Darji

Sr. General Manager (Legal) & Company Secretary
Membership No. ACS-22527

Encl: as above

DCW LIMITED

HEAD OFFICE :

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TEL.: 4957 3000, 4957 3001

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DCW LIMITED

CIN: L24110GJ1939PLC000748

Regd. Office: Dhrangadhra - 363 315, Gujarat State

Head Office: 3rd Floor, Nirmal, Nariman Point, Mumbai – 400 021. Tel: 022-49573000, 022-49573001

Website: www.dcwlimited.com E-Mail: investor.relations@dcwlimited.com

To
The Equity Shareholders
DCW Limited

Dear Sir / Madam,

Subject: Letter regarding Notice for convening the meeting of the Equity Shareholders of DCW Limited pursuant to the Order passed by the National Company Law Tribunal, Ahmedabad Bench.

You are hereby informed that by an Order dated 26th September 2025, for the above mentioned Company Application (collectively referred as the "Order"), the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT"), has directed that a meeting of the Equity Shareholders of the Third Applicant Company be convened for the purpose of considering, and if thought fit, approving with or without modification, the Scheme of Amalgamation of Dhrangadhara Trading Company Private Limited ("Transferor Company 1" or "DTCPL" or "First Applicant Company"), Sahu Brothers Private Limited ("Transferor Company 2" or "SBPL" "Second Applicant Company"), with and into DCW Limited ("Transferee Company" or "DCW" or "Third Applicant Company") ("Scheme"), pursuant to the provisions of sections 230- 232 read with Section 66 of the Companies Act, 2013 ("Act") and the Companies (Companies, Arrangement and Amalgamation) Rules, 2016 ("Amalgamation Rules"), the National Company Law Tribunal Rules, 2016 and other applicable provisions of the Act, if any, read with Section 2(1B), Section 72A, Section 47 and/or other applicable provisions of the Income Tax Act, as applicable and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Master Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/93, dated 20th June, 2023 and/or any other circulars issued by SEBI applicable to schemes of amalgamation from time to time and various other matters consequential or integrally connected therewith under applicable laws, in connection with the proposed Scheme.

The Board of Directors of the Company at their meeting held on 13th February, 2025, have approved the Scheme, subject to the approval of requisite majority of shareholders of the Company as may be required, and subject to the sanction of the Hon'ble NCLT and such other authorities as may be necessary.

In pursuance of the Order of the NCLT and as directed therein further, it is hereby informed that a meeting of the Equity Shareholders of the Third Applicant Company will be held on **Saturday, 15th November, 2025 at 12:00 PM (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") ("Meeting") in compliance with the applicable provisions of the Act and General Circulars No. 14/2020 dated 8th April, 2020, No. 20/2020 dated 5th May, 2020 and all subsequent circulars in this regard, the last being No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs, Government of India, read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by SEBI, the equity shareholders of the Company are requested to attend the Meeting.

The links to join the Meeting through VC/OAVM may be accessed through <https://www.evotingindia.com> or <https://www.evoting.nsd.com/> Further, you may also refer the detailed instructions for joining the Meeting and manner of casting vote through remote e-voting or e-voting during the Meeting as given in the notes to the Notice of the Meeting.

The notice of the Meeting along with its Explanatory Statement and all relevant annexures thereto are available on the website of the Company at www.dcwlimited.com and weblink to access the same is <https://dcwlimited.com/wp-content/uploads/2025/10/Equity-Shareholder-Meeting-Notice-15-Nov-2025.pdf> The aforesaid notice of the Meeting is also available on the website of the BSE Limited at <https://www.bseindia.com> and National Stock Exchange of India Limited at <https://www.nseindia.com>. The complete notice along with its explanatory statement and annexures can also be accessed through the QR Code given below:



If you have any queries or issues regarding attending Meeting and e-voting from the NSDL e-voting system, you can write an email at evoting@nsdl.com or call at 022 - 4886 7000. You may also contact the Company Secretary of the Company at 022 4957 3000, 4957 3001 or email at investor.relations@dcwlimited.com

Procedure for registration of email IDs for equity shareholders whose email IDs are not registered:

(a) **For equity shareholders holding shares in physical mode:** Please provide necessary details in prescribed Form ISR-1 pursuant to SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024 to Company's RTA (M/s. Bigshare Services Private Limited at Office No. S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400 093; Phone Nos. 022 – 62636 8200 and Email: investor@bigshareonline.com) through modes as permitted in the said Circular. Equity Shareholders may access the said Form available on the website of the Company at <https://dcwlimited.com/investors/>.

(b) **For equity shareholders holding shares in Demat mode:** Please contact your respective Depository Participant (DP).

Further, as directed in the Order, the advertisements of the Notice of the Meeting containing the day, date, time and the process/links to join the Meeting as mentioned above are also being published in the Newspapers "Indian Express" (National Edition) in English language and "Financial Express" in the Gujarati language. Copies of the aforesaid advertisements would also be available on website of the company at www.dcwlimited.com. Further, copies of the aforesaid advertisements may also be available on the aforesaid websites of the BSE Ltd. and National Stock Exchange of India Ltd. Copy of the aforesaid notice of the Meeting along with its Explanatory Statement and all relevant annexures thereto (including Scheme) shall be available and provided free of charge at the Registered Office of the Company to eligible persons on working days (except Saturday, Sunday and Public Holidays) between 2.00 P.M. to 4.00 P.M., upto one day prior to the date of aforesaid meeting.

Dated: 13th October, 2025

Place: Mumbai

Sd/-

Dilip Darji

Sr. General Manger (Legal) & Company Secretary



DCW LIMITED

CIN: L24110GJ1939PLC000748

Regd. Office: Dhrangadhra - 363 315, Gujarat State

Head Office: 3rd Floor, Nirmal, Nariman Point, Mumbai – 400 021. Tel: 022-49573000, 022-49573001

Website: www.dcwlimited.com E-Mail: investor.relations@dcwlimited.com

To
The Unsecured Creditor
DCW Limited

Dear Sir / Madam,

Subject: Letter regarding notice for convening the meeting of the Unsecured Creditors of DCW Limited pursuant to the Order passed by the National Company Law Tribunal, Ahmadabad Bench.

You are hereby informed that by an Order dated 26th September 2025, for the abovementioned Company Application (collectively referred as the "Order"), the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT"), has directed that a meeting of the Unsecured Creditors of the Third Applicant Company be convened for the purpose of considering, and if thought fit, approving with or without modification, the Scheme of Amalgamation of Dhrangadhara Trading Company Private Limited ("Transferor Company 1" or "DTCPL" or "First Applicant Company"), Sahu Brothers Private Limited ("Transferor Company 2" or "SBPL" "Second Applicant Company"), with and into DCW Limited ("Transferee Company" or "DCW" or "Third Applicant Company") ("Scheme"), pursuant to the provisions of sections 230- 232 read with Section 66 of the Companies Act, 2013 ("Act") and the Companies (Companies, Arrangement and Amalgamation) Rules, 2016 ("Amalgamation Rules"), the National Company Law Tribunal Rules, 2016 and other applicable provisions of the Act, if any, read with Section 2(1B), Section 72A, Section 47 and/or other applicable provisions of the Income Tax Act, as applicable and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Master Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/93, dated 20th June, 2023 and/or any other circulars issued by SEBI applicable to schemes of amalgamation from time to time and various other matters consequential or integrally connected therewith under applicable laws, in connection with the proposed Scheme.

The Board of Directors of the Company at their meeting held on 13th February, 2025, have approved the Scheme, subject to the approval of requisite majority of creditors of the Company as may be required, and subject to the sanction of the Hon'ble NCLT and such other authorities as may be necessary.

In pursuance of the Order of the NCLT and as directed therein further, it is hereby informed that a meeting of the Unsecured Creditors of the Third Applicant Company will be held on **Saturday, 15th November, 2025 at 3:30 PM (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") ("Meeting") in compliance with the applicable provisions of the Act and General Circulars No. 14/2020 dated 8th April, 2020, No. 20/2020 dated 5th May, 2020 and all subsequent circulars in this regard, the last being No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs, Government of India, read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by SEBI and the unsecured creditors of the Company are requested to attend the Meeting.

The links to join the Meeting through VC/OAVM may be accessed through <https://www.evoting.nsdl.com>. Further, you may also refer the detailed instructions for joining the Meeting and manner of casting vote through remote e-voting or e-voting during the Meeting as given in the notes to the Notice of the Meeting.

The notice of the Meeting along with its Explanatory Statement and all relevant annexures thereto are available on the website of the Company at www.dcwlimited.com and weblink to access the same is <https://dcwlimited.com/wp-content/uploads/2025/10/Unsecured-Creditors-Meeting-Notice-15-Nov-2025.pdf>. The aforesaid notice of the Meeting is also available on the website of the BSE Limited at <https://www.bseindia.com> and National Stock Exchange of India Limited at <https://www.nseindia.com>. The complete notice along with its explanatory statement and annexures can also be accessed through the QR Code given below:



If you have any queries or issues regarding attending Meeting and e-voting from the NSDL e-voting system, you can write an email at evoting@nsdl.com or call at 022 - 4886 7000. You may also contact the Company Secretary of the Company at 022 49573000, 49573001 or email at investor.relations@dcwlimited.com

Further, as directed in the Order, the advertisements of the Notice of the Meeting containing the day, date, time and the process/links to join the Meeting as mentioned above are also being published in the Newspapers "Indian Express" (National Edition) in English language and "Financial Express" in the Gujarati language. Copies of the aforesaid advertisements would also be available on website of the company at www.dcwlimited.com. Further, copies of the aforesaid advertisements may also be available on the aforesaid websites of the BSE Ltd. and National Stock Exchange of India Ltd. Copy of the aforesaid notice of the Meeting along with its Explanatory Statement and all relevant annexures thereto (including Scheme) shall be available and provided free of charge at the Registered Office of the Company to eligible persons on working days (except Saturday, Sunday and Public Holidays) between 2.00 P.M. to 4.00 P.M., upto one day prior to the date of aforesaid meeting.

Dated: 13th October, 2025
Place: Mumbai

Sd/-
Dilip Darji
Sr. General Manger (Legal) & Company Secretary