

DocMode Health Technologies Limited

(Previously known as Docmode Health Technologies Private Limited)

Reg Office : 201, Kalpataru Plaza,
Chincholi Bunder Rd,
Nadiyawala Colony 2, Malad West,
Mumbai - 400064, Maharashtra.

CIN : U74999MH2017PLC297413

Contact no : +91 90821 70046

Email : support@docmode.org

Website : www.docmode.org



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Date: 22nd March, 2024

To,
The Manager / Secretary – Listing,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Symbol: **DHTL**

Subject: Outcome of the Board Meeting dated 22nd March, 2024

Reference: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Schedule III of the Listing Regulations and SEBI circular dated CIR/CFD/CMD/4/2015 dated September 9, 2015.

Meeting Commencement Time	01.30 P.M.
Meeting Conclusion Time	02.30 P.M.

Dear Sir / Madam,

In continuation of letter dated 19th March, 2024 relating to intimation of convening Board Meeting and pursuant to regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company is pleased to submit outcome of the said meeting. In this connection please note that the said Board Meeting was convened successfully today on Friday, 22nd March, 2024 at the registered office of the Company at 201, Kalpataru Plaza, Rambaug Off Chincholi Bunder Road, Malad West, Mumbai – 400064, Maharashtra, India. In this regard also note that the Company in its meeting considered and approved the following business:

1. **Transfer of 5% Equity Shares held by the Company in CCME World Services Private Limited, Wholly Owned Subsidiary (WOS):**

The Board has approved to transfer 50 equity shares held by our Company in CCME World Services Private Limited to Mr. Amarjeet Thakur, which amounts to 5% of the total share capital of CCME World Services Private Limited. Pursuant to the said transfer, our Company shall hold 95% of the share capital in CCME World Services Private Limited.

The disclosure required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015, are given as follows:

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Sale or disposal of unit(s) or division(s) or subsidiary (ies) of the listed entity

Name of the subsidiary	
The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year ended 31st March 2019	CCME World Services Private Limited
Date on which the agreement for sale has been entered into	It has been decided to enter into Form SH-4 and not enter into separate Agreement
The expected date of completion of sale/disposal	In One month
Consideration received such sale/disposal	Rs. 10 per equity share
Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	Name of buyer is Mr. Amarjeet Thakur
whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No
additionally, in case of a slump Not Applicable Not Applicable sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	N.A

2. Noting of CCME World Services Private Limited ceased to be a Wholly Owned Subsidiary pursuant to transfer of 5% Equity Shares:

The Board noted that pursuant to transfer of 5% equity shares to Mr. Amarjeet Thakur, our Company's shareholding in CCME World Services Private Limited has reduced to 95% which has changed the status of Wholly Owned Subsidiary to "Subsidiary" of our Company. Hence, CCME World Services Private Limited shall now be a Subsidiary of our Company.

3. Increase in borrowing Limits of the Company under Section 180(1)(c) of Companies Act, 2013:

The Board has approved to increase borrowing Limits of the Company upto Rs. 100,00,00,000 (Rupees One Hundred Crore Only) under Section 180(1)(c) of Companies Act, 2013 subject to approval of members in Extra-Ordinary General Meeting.

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4. **Approved the proposal for raising of funds by way of issue of Senior, Unrated, Secured, Unlisted, Redeemable Non-Convertible Debentures aggregating upto Rs. 5,00,00,000/- (Rupees Five Crore only) on a private placement basis:**

The Board considered and approved offer and issue of 500 Senior, Unrated, Unlisted, Secured, Redeemable, Non-Convertible Debentures of the face value of Rs. 1,00,000/- each, at par, aggregating to Rs. 5,00,00,000/- (Rupees Five Crore Only) on private placement basis in one or more tranches subject to approval of members in ensuing Extra-Ordinary General Meeting.

Disclosures required pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated 09th September, 2015 is enclosed as under. We request you to kindly take the same on records.

Type of securities proposed to be issued	Senior, Unrated, Secured, Unlisted, Redeemable Non-Convertible Debentures
Type of issuance	Private Placement
Total number of securities proposed to be issued or the total amount for which the securities will be issued	500 Senior, Unrated, Unlisted, Secured, Redeemable, Non-Convertible Debentures (NCDs) of the face value of Rs. 1,00,000/- each, at par, aggregating to Rs. 5,00,00,000/- (Rupees Five Crore Only)
Size of the issue	aggregating to Rs. 5,00,00,000/- in multiple tranches Tranche I will be of Rs. 1,00,00,000
Whether proposed to be listed? If yes, name of the stock exchange (s);	No. It would be Unlisted NCDs
Tenure of the instrument – date of allotment and date of maturity	The Company is offering said NCDs in multiple tranches. Tenure for Tranche I shall be of 12 Months 1 day. Allotment shall be completed within 30 days from date of receipt of application money. Date of maturity: N.A.
Coupon/interest offered schedule of payment of coupon/interest and principal	18% per annum payable monthly upfront payable to ACES Fund I
Charge/security, if any, created over the assets	All amounts due under the Issue shall be secured by: • An exclusive charge on all the fixed assets (movable and immovable) as may be applicable. • Hypothecation of all cash flows to be routed through a Designated Account

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	• Hypothecation and Assignment of identified brand rights • Promoter shareholding to be pledged with ACES Fund I to the extent of 5x of the Issue Size • Floating charge over all the assets of the Issuer; • Pari passu charge over all the bank accounts of the Issuer including Designated Account; • Cash collateral to the extent of 10% of the issue size to be placed with IDFC Bank Further, all amounts due under the Issue shall be guaranteed by an unconditional and irrevocable personal guarantee from Mr. Paulson Paul Thazhathedath and Mr. Hans Albert Lewis
Special right / interest / privileges attached to the instrument and changes thereof	In either of the following circumstances, the investors shall have a right to put the NCDs on Personal Guarantors and/ or seek early redemption: • Delay of more than [15] days in receivables from any of the Designated Contracts • Events of Default (as described further in the final documents) • DSCR below 1.30x • Failure to meet governance requirements of Issuer ○ Change in Promoter shareholding and Management ○ Change in auditor for reasons other than statutory rotation; ○ Change in internal auditor; or Change in the core key management team • Any auditor qualification in accounts of Personal Guarantors or the Issuer • Detection of any significant fraud or breach of corporate governance • Any adverse comment by the Monitoring Agent • Any amendment of the operating lease financing agreement without prior approval of the Investors • Other events subject to due diligence
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Once an Event of Default has been declared by the Aquilon Capital, the Issuer shall apply all amounts lying the Designated Account towards repayment of debt. The Aquilon Capital shall simultaneously have the right to demand payment from Personal Guarantors.

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Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	N.A
Details of redemption of debentures indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	Redemable at completion of Tenor

5. Creation of security for issue of Non-Convertible Debentures:

The Board approved to create charge on certain movable and immovable assets as mentioned above in Point No. 4.

6. Creation of security under Section 180(1)(a) of Companies Act, 2013:

The Board approved that the company may require to mortgage, pledge, create charges or hypothecate or to provide securities on all movable and/or immovable properties wherever situated both present and future or to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company, subject to approval of shareholders.

7. Appointment of M/s. Vidhi Jobanputra & Co., Practicing Company Secretary (FCS No.: 11160 | C. P. No.: 22293) as Scrutinizer for scrutinising the voting process in a fair and transparent manner and for ascertaining the requisite majority:

The Board has approved to appoint M/s. Vidhi Jobanputra & Co., Practicing Company Secretary (FCS No.: 11160 | C. P. No.: 22293) as Scrutinizer for scrutinising the voting process in a fair and transparent manner and for ascertaining the requisite majority.

8. Appointment of M/s. C.J.K. Associates Chartered Accountant, (Firm Registration Number 117467W) as Internal Auditor of the Company to conduct the Internal Audit for the financial year 2023-24:

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended this is to inform you that Board of Directors has approved the appointment of M/s. C.J.K. Associates Chartered Accountant, (Firm Registration Number 117467W) as Internal Auditors of the Company for Financial Year 2023-24 in their meeting held on 22nd March, 2024. Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure

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Requirements Regulations 2015 read with SEBI circular No. CIR/CFD/ CMD/4/2015 dated 9th September 2015 are as follows:

Sr. No.	Particulars	Details
1.	Name of the Internal Auditor	M/s. C.J.K. Associates, Chartered Accountant (FRN: 117467W)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment as Internal Auditor of the Company
3.	Date of appointment/cessation & term of appointment	22 nd March, 2024 For conducting Internal Audit of the company for the Financial Year 2023 – 24.
4.	Brief Profile	Name of the Auditor: CA N. B. Chavan, partner of M/s. C.J.K. Associates, Chartered Accountant (FRN: 117467W) Office Address: 69/11, Jivitesh Niwas, Tarun Bhagat Society, Chakala, Andheri (East), Mumbai – 400099 Email: admin@cjkassociates.in Field of Experience: Having experience of more than 2 decades in Auditing, Taxation & Management Consultancy, Corporate Law advisory & Regulatory. Terms of appointment: Conduct Internal Audit for Financial Year 2023-2024 About the Auditor: : CA N. B. Chavan is an Fellow Member of The Institute of Chartered Accountant of India (ICAI). Having experience of more than 2 decades in Auditing, Taxation & Management Consultancy, Corporate Law advisory & Regulatory.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

7. **To Consider, approve and authorize for Execution of Non-Convertible Debenture Subscription Agreement, Deed of Hypothecation, agreement for Pledge of Shares, Debenture Trustee Appointment Deed and Debenture Trust Deed:**

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Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended this is to inform you that Board of Directors has approved authorisation and execution Non-Convertible Debenture Subscription Agreement, Deed of Hypothecation, Agreement for Pledge of Shares, Debenture Trustee Appointment Deed and Debenture Trust Deed, with Orbis Trusteeship Services Private Limited ("Debenture Trustee") and Aquilon Capital Emerging Sectors Fund I ("Investor") towards Issue of NCDs on private placement basis, in their meeting held on 22nd March, 2024. Disclosure of information pursuant to SEBI Circular No. SEBI/HO/CFD/CFDPod1/P/CIR//2023/123 dated July 13, 2023 are enclosed as follows:

No.	Particulars	Details
1	Name(s) of parties with whom the agreement is entered	Orbis Trusteeship Services Private Limited ("Debenture Trustee") and Aquilon Capital Emerging Sectors Fund I ("Investor")
2	Purpose of entering into the agreement	Issue of NCDs on private placement basis
3	Shareholding, if any, in the entity with whom the agreement is executed;	Nil
4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc	In either of the following circumstances, the investors shall have a right to put the NCDs on Personal Guarantors and/ or seek early redemption: • Delay of more than [15] days in receivables from any of the Designated Contracts • Events of Default (as described further in the final documents) • DSCR below 1.30x • Failure to meet governance requirements of Issuer ○ Change in Promoter shareholding and Management ○ Change in auditor for reasons other than statutory rotation; ○ Change in internal auditor; or ○ Change in the core key management team

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		- Any auditor qualification in accounts of Personal Guarantors or the Issuer - Detection of any significant fraud or breach of corporate governance - Any adverse comment by the Monitoring Agent - Any amendment of the operating lease financing agreement without prior approval of the Investors - Other events subject to due diligence Once an Event of Default has been declared by the Aquilon Capital, the Issuer shall apply all amounts lying the Designated Account towards repayment of debt. The Aquilon Capital shall simultaneously have the right to demand payment from Personal Guarantors.
5	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	Nil
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	No
7	In case of issuance of shares to the parties, details of issue price, class of shares issued	N.A
8	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.;	N.A
9	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement;	N.A

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	c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	
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We request you to kindly take the same on records.

Thanking you,

Yours faithfully,

FOR DOCMODE HEALTH TECHNOLOGIES LIMITED



PAULSON PAUL THAZHATHEDATH
MANAGING DIRECTOR
DIN: 02301881