

DIVYADHAN RECYCLING INDUSTRIES LIMITED

(Formerly Known as Divyadhan Recycling industries Private Limited)

Regd Office: 1803, Lodha Supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai Mumbai 400 072
CIN NO -U39000MH2010PTC202686, Email – varun@divyadhan.in , Contact:7021651982, Website: www.divyadhan.in

Date: April 22, 2026

To,
The Manager- Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai-400 051.

SYMBOL: DIVYADHAN
ISIN: INE0QYI01019

Subject: Outcome of Meeting of Board of Directors of Divyadhan Recycling Industries Limited in accordance with Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam(s),

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of our Company, in their meeting held on today i.e. **Wednesday, April 22, 2026**, inter alia, considered and approved the following business:

1. Issuance of warrants convertible into equity shares of the Company on preferential basis:

To issue upto 36,80,000 (Thirty-Six Lakhs Eighty Thousand) warrants, each convertible into, or exchangeable for, one fully paid-up Equity Shares of the Company of face Value ₹ 10.00/- (Rupees Ten only) ("**Warrant**") at a price of ₹ 27/- (Rupees Twenty-Seven Only) including a premium of Rs. 17/- (Rupees Seventeen Only) each payable in cash ("**Warrant Issue Price**") aggregating upto ₹ 9,93,60,000/- (Rupees Nine Crore Ninety Three Lakhs Sixty Thousand Only) to persons / entity as listed in **Annexure A ("**Proposed Allottees of Warrant**")** who are belonging to **Promoter and/or Promoter-group and non-promoter category**, the Preferential issue which will be in accordance with provisions of section 42, 62(1)(c) of the Companies Act, 2013 as amended, read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended, and Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("**SEBI ICDR Regulations**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended ("**SEBI LODR Regulations**") and such other acts / rules / regulations as may be applicable and subject to necessary approval of the shareholders of the Company at the ensuing Extraordinary General Meeting and other regulatory authorities, as may be applicable.

The details in respect of the Preferential Issue, as required to be disclosed under Regulation 30 of the SEBI Listing Regulations, read with the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 on disclosure of material events/information by listed entities, dated 11th November, 2024 ("**SEBI Disclosure Circular**") is set out below as **Annexure – A**.

2. Appointment of M/s MAPSS & Co. as Statutory Auditors of the Company

The Board of Directors has approved the appointment of **M/s MAPSS & Co. (FRN: 012796C)** as a Statutory Auditor of the Company to fill the casual vacancy caused due to resignation of **M/s Amarnath Sharma & Co., (FRN: 100300W)**, to hold office till the conclusion of ensuing AGM of the company to be held for Financial Year 2026-27, Subject to approval of Shareholders of the Company.

The said appointment is pursuant to applicable provisions of the Companies Act 2013 and the SEBI Listing Regulations, 2015. **(Annexure B).**

3. Appointment of M/s VS Associates as Secretarial Auditors of the Company

The Board of Directors has approved the appointment of **M/s VS Associates**, Practicing Company Secretaries, a Peer Reviewed Firm (Peer Reviewed No.: 3578/2023) as a Secretarial Auditor of the Company to fill the casual vacancy caused by resignation of M/S Ainesh Jethwa & Associates, existing Secretarial Auditor of the Company, to hold office till the conclusion of ensuing AGM of the company to be held for F.Y. 2026-27.

The said appointment is pursuant to applicable provisions of the Companies Act 2013 and the SEBI Listing Regulations, 2015. **(Annexure B).**

4. Appointment of Mr. Sanjay Kandpal as Whole-time Company Secretary and Compliance Officer of the Company.

The board of director has approved the appointment of Mr. Sanjay Kandpal (M. no. 63938) as a Whole time Company Secretary and Compliance Officer of the Company w.e.f. 22nd April, 2026, subject to such terms & conditions as approved by the Board of Directors and authorized necessary filings with the Registrar of Companies.

The said appointment is pursuant to applicable provisions of the Companies Act 2013 and the SEBI Listing Regulations, 2015. **(Annexure B).**

5. Shifting of Registered office from the State of Maharashtra to the State of Uttar Pradesh.

The Board of directors has approved the shifting of registered office of the Company from 1803, Lodha supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai Mumbai, Mumbai, Maharashtra – 400072, India to Ground floor -01, C125A, Block C, Phase 1, Gautam Buddha Nagar, Noida Uttar Pradesh – 201301, India, i.e. from the State of Maharashtra to the State of Uttar Pradesh, subject to approval of shareholders by way of Special Resolution and Confirmation of the Hon'ble Regional Director, Mumbai, Western Region Directorate-I or any other authority as may be prescribed under the provisions of Sections 12 & 13 and any other applicable provisions of the Companies Act, 2013, read with Rule 30 of the Companies (Incorporation) Rules, 2014.

Pursuant to the aforesaid shifting of the Registered Office of the Company, the Clause II of the Memorandum of Association will be substituted with the following clause:

II. The Registered office of the Company will be situated in the State of Uttar Pradesh.

6. Convening an Extraordinary General Meeting (EGM) for the approval of the shareholders of the Company.

The Board of Directors of the Company have decided to hold an EGM of the Company on Friday, May 15, 2026 at 3:00 PM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") and approved the draft

notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM.

7. Cut-off date to determine the eligibility of the members for vote in Extra-Ordinary General Meeting.

The Company has fixed May, 08, 2026 as the cut-off date for determining the eligibility of the members, entitled to vote at the ensuing EGM of the Company schedule to be held on Friday May 15, 2026, at 3.00 PM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

8. Appointment of Scrutinizer

The Board has appointed Ms. Arpana Nassa, Practicing Company Secretary, Partner, M/S VS Associates (C.P. No. 25403) as a Scrutinizer for the purpose of conducting the Voting at the Extraordinary General Meeting of the Company.

9. Opening of Separate Bank Account

The Board has decided to open a separate bank account in the name of the Company for the purpose of issuance of warrants convertible into equity shares of the Company on preferential basis.

The Meeting of Board commenced at 11:00 A.M. and concluded at 05:00 P.M.

Thanking you,
Yours faithfully,

For Divyadhan Recycling Industries Limited

Varun Gupta
DIN: 00471296
Managing Director

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024.

S. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Issue and allotment of Fully Convertible Equity Warrants (“Warrants”) each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of ₹10/- (Rupees Ten only)
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 36,80,000 (Thirty-Six Lakhs Eighty Thousand) Warrants at a price of Rs. 27/- (Rupees Twenty-Seven Only) per warrant (including a premium of Rs. 17/- (Rupees Seventeen Only) (“Per Share Warrant Price”), aggregating up to ₹ 9,93,60,000/- (Rupees Nine Crore Ninety Three Lakhs Sixty Thousand Only), of which an amount equivalent to 25% (Twenty Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants and the balance 75% (Seventy Five percent) of the Per Share Warrant Price shall be payable to the Company at the time of issue and allotment of the Equity Shares upon exercise of the option attached to the relevant Warrants within the Warrant’s tenure of 18 months.
4.	Undertaking with regard to sale of shares	Proposed allottees have not sold/transferred any shares in the last 90 trading days preceding the relevant date
5	Issue Price	Rs. 27/- (Rupees Twenty-Seven Only) per warrant (including a premium of Rs. 17/- (Rupees Seventeen Only) (“Per Share Warrant Price”).
6	Number of Investors	8
7	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the Warrants is exercisable into 1 Equity Share having face value of ₹ 10/- (Rupees Ten Only) each. The tenure of the Warrants is 18 months from the date of their allotment. The Warrants shall be convertible in one or more tranches.
8	Any cancellation or termination of proposal for issuance of securities including reasons thereof	NA

IN CASE OF PREFERENTIAL ISSUE, THE LISTED ENTITY SHALL DISCLOSE THE FOLLOWING ADDITIONAL DETAILS TO THE STOCK EXCHANGE(S): -

S. No.	Name of Investors	Category	No. of Warrant Proposed to be issued	Amount in Lakhs
1	Ankita Pratik Gupta	Promoter & Promoter Group	3,70,000	99.90
2	Alka Navinkumar Jain	Promoter & Promoter Group	3,70,000	99.90
3	Vinod Kumar Gupta	Promoter & Promoter Group	7,40,000	199.80
4	Om Aggarwal	Public	10,00,000	270.00
5	Pankaj Kumar	Public	24,000	6.48
6	Longview Research and Advisory Services Private Limited	Public	6,46,000	174.42
7	Bhoopendra Gupta	Public	30,000	8.10
8	Yashika Capital Finvest Private Limited	Public	5,00,000	135.00
Total			36,80,000	993.60

POST ALLOTMENT OF SECURITIES - OUTCOME OF THE SUBSCRIPTION

S. No.	Category of Shareholder	Pre-preferential Allotment		Post Preferential Allotment	
		No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
1	Promoters & Promoters Group	1,00,05,714	69.94%	1,14,85,714	63.86%
2	Public	43,01,000	30.06%	65,01,000	36.14%
	Total	1,43,06,714	100.00%	1,79,86,714	100.00%

(Post preferential capital is based on assumption that warrant have been fully converted into equity shares.)

Annexure B

Disclosure under Regulation 30 read with Annexure of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Appointment of the Statutory Auditor of the Company:

Sr. No.	Particulars	Disclosures
1	Name of the Firm	M/S MAPSS & Co.
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Auditor
3	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment	Proposed to be appointed at the Extraordinary General Meeting (EGM) scheduled to be held on 15th May, 2026
4	Brief profile (in case of appointment)	M/S MAPSS & Co. is a firm of Chartered Accountants having good knowledge of Accounts and Audits.
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Appointment of the Secretarial Auditor of the Company:

Sr. No.	Particulars	Disclosures
1	Name of the Firm	M/S VS Associates
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Secretarial of Auditor
3	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment	22nd April, 2026
4	Brief profile (in case of appointment)	VS Associates is a Peer reviewed firm having skilled professionals who has strong knowledge of Secretarial compliances and having expertise in Secretarial Audit.
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Appointment of the Company Secretary of the Company:

Sr. No.	Particulars	Disclosures
1	Name	Mr. Sanjay Kandpal
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Company Secretary of the Company.
3	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment	22nd April, 2026
4	Brief profile (in case of appointment)	Mr. Sanjay Kandpal is a qualified Company Secretary, a member of ICSI who has knowledge and experience in Corporate and Secretarial matters.
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

