

D. P. Abhushan Limited

CIN: L74999MP2017PLC043234

Registered Office: 138, Chandani Chowk, Ratlam – 457001, Madhya Pradesh

Corporate Office: 19, Chandani Chowk, Ratlam – 457001, Madhya Pradesh

Email: cs@dpjewellers.com; Web: www.dpjewellers.com; Phone: +91 7412 247 122



D.P. Jewellers

A BOND OF TRUST SINCE 1940
A VENTURE OF D.P. ABHUSHAN LIMITED

Date: November 20, 2024

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra East, Mumbai – 400051

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Symbol: DPABHUSHAN

SCRIP Code – 544161

Sub: Outcome of Board Meeting held on November 20, 2024 – Resignation of Independent Directors, approval of Commission to Non-Executive Director(s) and approval of D. P. Abhushan Limited - Employee Stock Option Plan 2024

Dear Sir,

In compliance with the Regulation 30 of SEBI Listing Regulations, we wish to submit that the Board of Directors of the Company at their meeting held on today i.e. Wednesday, November 30, 2024 have considered, and approved, inter-alia, the following matters:

a) Resignation of Mr. Deepak Gadia from the post of Independent Director.

In this regard, we would like to inform you that Mr. Deepak Gadia, Non- Executive Independent Director of the Company vide their letter dated November 20, 2024 resigned with effect from closing of Business hours on November 20, 2024.

Mr. Deepak Gadia that due to personal and unavoidable circumstances, he is resigning from the post.

Information pursuant to Regulation 30 of SEBI Listing Regulations w.r.t. SEBI circular SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated July 13, 2023) and respective Resignation Letters of both the Directors are enclosed herewith as an **Annexure I**.

b) Reconstitution of the Committees and reviewed the terms of references:

c) The Payment of remuneration by way of Commission to the Independent Directors and Non-executive Director:

In this regard, we would like to inform you that the Board has proposed the approval of shareholders for payment of remuneration by way of commission to Non- Executive Directors of the Company, provided that such commission in aggregate shall not exceed, one per cent (1.00%) of the net profits of the Company during a particular financial year, as computed in the manner laid down in Section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof or Rupees One Crore (Rupees 1.00 Crore), whichever is lower.

d) Formulation and Implementation of 'D. P. Abhushan Limited – Employee Stock Option Plan 2024' ("ESOP – 2024") for grant of Employee Stock Options to Eligible Employees of the Company and its group companies including the subsidiary companies or associate companies of the Company, subject to shareholders' approval.

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The requisite disclosure pertaining to ESOP – 2024 as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 w.r.t. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure II**.

e) Conducting Postal Ballot for obtaining Shareholders approval:

In order to obtain Shareholder approval for items c) and d) above, the Board of Directors have approved the Notice of Postal Ballot and the calendar of event which will be filed with the stock exchanges simultaneously with the dispatch of the same to the shareholders in due course of time.

The Board Meeting was commenced at 04:00 P.M (IST) and was concluded at 05:00 P.M. (IST).

Kindly take the same on your record and oblige us.

Thanking you

FOR AND ON BEHALF OF

D. P. Abhushan Limited



Santosh Kataria

Chairman and Managing Director

DIN: 02855068

Place: Ratlam

Enclosed: A/a.

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Annexure I

Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Schedule III to the Listing Regulations w.r.t. the SEBI Circular having reference no. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Particulars	Mr. Deepak Gadia
01	Reason for Change viz. Resignation	Mr. Deepak Gadia vide his letter dated November 20, 2024 has resigned from the post of Independent Director of the Company.
02	Date of cessation	Closing of Business Hours of November 20, 2024.
03	Reason for Resignation	Due to personal and unavoidable circumstances
04	Board Committees	Mr. Deepak Gadia shall also cease to be part of any Board Committee in which he is member due to his Resignation from the post of Independent Director of the Company.
05	Name of listed entities in which the resigning director holds directorship	Nil
06	BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018	Not Applicable
07	Letter of resignation along with detailed reason for Resignation	Enclosed herewith
08	The independent Director shall along with the detailed reasons also provide a confirmation that there is no other material reasons other than those provided	Mr. Deepak Gadia Independent Director has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter

Date: 20/11/2024

To,
The Board of Directors
D. P. ABHUSHAN LIMITED
138 Chandani Chowk, Ratlam,
Madhya Pradesh, India, 457001.

Sub: Resignation Letter

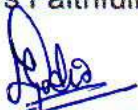
Dear Sir/Madam,

I, **Deepak Gadia** R/o 65, Shashtri Nagar, Ratlam (M.P.) - 457001 due to personal and unavoidable circumstances, I do hereby tender my resignation from the Directorship of the Company with immediate effect. Kindly accept this letter as my resignation with with Closing of Business Hours from November 20, 2024 from the post of Director of the Company and relieve me of my duties.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary forms with the office of the Registrar of Companies, to that effect.

Thanking You,

Yours Faithfully



Deepak Gadia
Non – Executive Independent Director
DIN: 08782782

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Annexure II

Details pertaining to D. P. Abhushan Limited – Employee Stock Option Plan 2024:

Sr. No.	Particulars	ESOP 2024
1	Brief details of options granted	Grant not exceeding 200000 (Two Lakhs Only) Options to the eligible Employees of the Company.
2	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	The scheme is in compliance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
3	Total number of shares covered by these options	200000 (Two Lakhs Only) Options exercisable into 200000 (Two Lakhs Only) equity shares of face value ₹ 10/- each (will be proportionately adjusted due to corporate action(s), if any).
4	Pricing Formula	Such exercise price as may be decided by the Board/NRC, which shall not be less than face value of the Equity Shares.
5	Time within which option may be exercised	After Vesting, Options can be exercised either wholly or partly, at any time on or before expiry of one year from the date of Vesting by submitting the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any. Provided that the Committee shall have the power to accelerate the exercise period on a case-to-case basis subject to the minimum exercise period of 30 days
6	Options vested	Not applicable at this stage
7	Options exercised	
8	Options lapsed	
9	Variation of terms of options	
10	Diluted earnings per share pursuant to issue of equity shares on exercise of options	
11	Money realized by exercise of options	
12	The total number of shares arising as a result of exercise of option	
13	Brief details of significant terms	Significant terms will be disclosed as Explanatory Statement forming part of the Postal Notice.

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Sr. No.	Particulars	ESOP 2024
14	Subsequent changes or cancellation or exercise of such options	Not applicable
15	diluted earnings per share pursuant to issue of equity shares on exercise of options	Not applicable