



Date: - 08/01/2025

To,
The Manager,
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C/1 Block-G,
Bandra- Kurla Complex,
Bandra (E), Mumbai- 400051

Dear Sir/Madam,

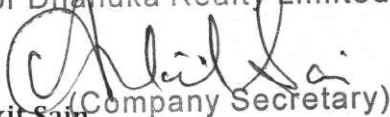
Subject: - Outcome of Board Meeting under Regulation 30 of SEBI (LODR) Regulation, 2015

In Compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby give an intimation of following events held in Board Meeting Wednesday 08,01/2025 started at 01.00 PM and concluded at 03.15 PM at the registered office of the company:

1. Subject to the approval of the members, the board recommended to increase authorised share capital of the company and Alteration of Capital Clause of the Memorandum of Association of the Company.
2. Subject to the approval of the members, the board has approved to issue 20,00,000 equity shares on Preferential basis to Non Promoter Group in accordance with the provisions of the Companies Act 2013 and the rules made there under, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") as amended from time to time.
3. Subject to the approval of the members, the board has approved to issue of upto 20,00,000 Equity Shares on Preferential basis in lieu of outstanding unsecured loan to the person belonging to "Promoter & Promoter Group" in accordance with the provisions of the Companies Act 2013 and the rules made there under, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") as amended from time to time.
4. Approved the notice of the Extraordinary General Meeting of the Company.

Pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 the disclosure is enclosed herewith as Annexure I.

Thanking you,
For Dhanuka Realty Limited


(Company Secretary)

Ankit Sain
Company Secretary and Compliance Officer
M.No. -44868


DHANUKA REALTY LIMITED

5th Floor, Plot No. C212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Ph: 0141-4014792 Email: cs@dhanukarealty.in , * www.dhanukarealty.in *CIN-L45201RJ2008PLC025705



Annexure I

Item No. 1

At present the Authorised Share Capital of the Company stands at Rs. 8,00,00,000/- (Rupees Eight Crores Only) divided into 80,00,000 (Eighty Lakhs) Equity Shares of Rs. 10 each.

The Company is contemplating to expand the capital base and to facilitate the proposed issuance of Equity Shares on preferential basis proposed in the Item no. 2 & 3 of this Notice, it is necessary to increase the Authorised Share Capital of the company and consequently altered to the extent mentioned in item no. 1 of the notice and consequent changes are required to be made in the Capital Clause of the Memorandum of Association of the Company.

It is proposed to increase the Authorised Share Capital from Rs. 8,00,00,000/- (Rupees Eight Crores Only) to Rs. 12,00,00,000/- (Rupees Twelve Crores Only) by creation of 40,00,000 Equity Shares of Rs. 10 each.

The provisions of the Companies Act require the Company to seek approval of the members for increase and alteration in authorized share capital and for consequent alteration of the Capital Clause of the Memorandum of Association; accordingly, the Board recommends the resolution set forth in Item No. 1 for the approval of the members of the Company by way of a Special Resolution. Accordingly, the board recommends passing of an Ordinary Resolution as set out at Item No. 1 of the accompanying notice.

None of the Director, KMP and their relative any be deemed to be concerned or interested financially or otherwise in the proposed Ordinary Resolution except to extent of their shareholding in the company. The Board commends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the Members.

Item No. 2 and 3

The Company is proposing to issue 40,00,000 (Forty Lakhs) equity shares (20,00,000 equity shares to Non Promoter investor and 20,00,000 equity shares to the person belonging to the Promoter and Promoter Group in lieu of Unsecured loan) of face value of INR 10/- at an issue price of Rs. 15 (Rupees Fifteen Only) including a premium of Rs. 5/- (Rupees Five Only) calculated as per the valuation report by Himanshu Vijay dated 07/01/2025, on preferential basis by way of issuance of the preferential issue in terms of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"). The following disclosures for the issue of equity shares on preferential basis are made in accordance with the applicable provisions of the Companies Act, 2013 and all other applicable provisions, if any, (including any statutory modification(s) or re-enactments thereof for the time being in force) and the applicable Rules made there under and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulation 2018, as amended from time to time and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015, as amended and rules and regulations framed there under as in force.



5th Floor, Plot No. C212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Ph: 0141-4014792 Email: cs@dhanukarealty.in , * www.dhanukarealty.in *CIN-L45201RJ2008PLC025705



(i)	Object of issue	To fulfill the need of working capital														
	Total no. of specified securities to be issued	40,00,000 Equity Shares (20,00,000 equity shares for preferential issue and 20,00,000 equity shares on conversion of equity shares)														
(ii)	Date of passing Board Resolution	08/01/2025														
(iii)	Kind of securities offered and the total number of shares or other securities to be issued	40,00,000 equity shares														
(iv)	The price or price band at which the allotment is proposed	Rs. 15														
(v)	Amount which the company intends to raise by way of such securities	Rs. 3,00,00,000/- (Rs. Three Crore only) and adjusted towards the outstanding unsecured loan of Rs. 3,00,00,000/-														
(vi)	basis on which the price has been arrived at along with report of the registered valuer	As per the valuation report issued by Himanshu Vijay Dated 07/01/2025														
(vii)	Name and address of valuer who performed valuation	Himanshu Vijay C-55, Subhlaxmi, Ambabari, Jaipur														
(viii)	The relevant date on the basis of which price has been arrived at	01/01/2025														
(ix)	The class or classes of persons to whom the allotment is proposed to be made;	<p>Equity Shares are to be issued to:</p> <table border="1"> <tr> <td>Swapnil Kashinath Kawli</td> <td>Non-Promoter</td> </tr> <tr> <td>Ajay Kumar Gupta</td> <td>Non-Promoter</td> </tr> <tr> <td>Kunwar Aabid</td> <td>Non-Promoter</td> </tr> <tr> <td>Kunwar Rizwan</td> <td>Non-Promoter</td> </tr> <tr> <td>Nishitha Ajay Kumar Gupta</td> <td>Non-Promoter</td> </tr> <tr> <td>Juhi Swapnil Kawli</td> <td>Non-Promoter</td> </tr> <tr> <td>Yogesh Dhanuka</td> <td>Promoter</td> </tr> </table>	Swapnil Kashinath Kawli	Non-Promoter	Ajay Kumar Gupta	Non-Promoter	Kunwar Aabid	Non-Promoter	Kunwar Rizwan	Non-Promoter	Nishitha Ajay Kumar Gupta	Non-Promoter	Juhi Swapnil Kawli	Non-Promoter	Yogesh Dhanuka	Promoter
Swapnil Kashinath Kawli	Non-Promoter															
Ajay Kumar Gupta	Non-Promoter															
Kunwar Aabid	Non-Promoter															
Kunwar Rizwan	Non-Promoter															
Nishitha Ajay Kumar Gupta	Non-Promoter															
Juhi Swapnil Kawli	Non-Promoter															
Yogesh Dhanuka	Promoter															
(x)	Intention of Promoters, directors or key managerial personnel to subscribe to the offer	Mr Yogesh Dhanuka promoter and director of the company intends to subscribe to the Equity Shares in lieu of part of their unsecured loan amount.														
(xi)	The Shareholding pattern of the Company before and after the allotment of securities under the preferential offer to Promoter and Non Promoter:															



5th Floor, Plot No. C212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
 Ph: 0141-4014792 Email: cs@dhanukarealty.in , * www.dhanukarealty.in *CIN-L45201RJ2008PLC025705

S. No.	Category	Shareholding before the Offer:		Shareholding after the Offer:																	
		No. of shares	%	No. of shares	%																
A	Promoter Holding:																				
1.	Indian:																				
	Individual/HUF	43,20,040	55.81	63,20,040	53.83																
	Body Corporate	8,60,000	11.11	8,60,000	7.33																
	Sub Total	51,80,040	66.92	71,80,040	61.16																
2.	Foreign Promoters	-	-																		
	Sub-Total (A)	51,80,040	66.92	71,80,040	61.16																
B	Non Promoters holding:																				
1.	Institutional Investors	-	-	-	-																
2.	Non Institution:																				
a	Body Corporate	24,000	0.31	24,000	0.31																
b	Individual	21,76,000	28.11	41,76,000	35.57																
3.	Private Corporate Bodies:																				
a	Indian	-	-																		
b	Foreign	-	-																		
c	Director and Relatives	-	-																		
d	HUF	3,60,000	4.65	3,60,000	4.65																
e	Others (including NRIs)	-	-																		
	Sub-Total (B)	25,60,000	33.07	45,60,000	38.84																
	Grand Total	77,40,040	100	1,17,40,040	100																
(xii)	The proposed time within which the allotment shall be completed	Allotment shall be completed as per the prescribed time limit in Companies Act, 2013 and applicable SEBI regulations.																			
(xiii)	The names of the proposed allottees and the percentage of post preferential issue capital that may be held by them :	<table border="1"> <thead> <tr> <th>Allottees</th> <th>Category</th> <th>Post issue shares</th> <th>Post issue shareholding in %</th> </tr> </thead> <tbody> <tr> <td>Swapnil Kashinath Kawli</td> <td>Non-Promoter</td> <td>3,33,334</td> <td>2.84%</td> </tr> <tr> <td>Ajay Kumar Gupta</td> <td>Non-Promoter</td> <td>3,33,334</td> <td>2.84%</td> </tr> <tr> <td>Kunwar Aabid</td> <td>Non-Promoter</td> <td>3,33,333</td> <td>2.84%</td> </tr> </tbody> </table>				Allottees	Category	Post issue shares	Post issue shareholding in %	Swapnil Kashinath Kawli	Non-Promoter	3,33,334	2.84%	Ajay Kumar Gupta	Non-Promoter	3,33,334	2.84%	Kunwar Aabid	Non-Promoter	3,33,333	2.84%
Allottees	Category	Post issue shares	Post issue shareholding in %																		
Swapnil Kashinath Kawli	Non-Promoter	3,33,334	2.84%																		
Ajay Kumar Gupta	Non-Promoter	3,33,334	2.84%																		
Kunwar Aabid	Non-Promoter	3,33,333	2.84%																		



	Kunwar Rizwan	Non-Promoter	3,33,333	2.84%
	Nishitha Ajay Kumar Gupta	Non-Promoter	3,33,333	2.84%
	Juhi Swapnil Kawli	Non-Promoter	3,33,333	2.84%
	Yogesh Dhanuka	Promoter	6320040	53.82
(xiv)	Change in control, if any in the Company that would occur consequent to the preferential offer		After the allotment of Preferential issue, the promoters holding will be reduced.	
(xv)	Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price		No allotment on preferential basis has been made during the year.	
(xvi)	Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer		NA	
(xvii)	Lock-in-period		As per the applicable acts and rules,	
(xviii)	Other disclosure)		It is hereby confirmed that neither the Company nor any of its Promoters or Directors are a willful defaulter or a fraudulent borrower.	

a) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees

The identity of the natural person who is the ultimate beneficial owner of the shares proposed to be allotted is given in the following table:

Name & PAN of Allottee	Address	Category	Natural persons who are the ultimate beneficial owners
NA	NA	NA	NA

b) Certificate from Practising Company Secretary

A copy of the certificate from the M/s Mahendra Khandelwal & Co., Practising Company Secretary of the Company, certifying that the issue of the Equity Shares is being made in accordance with the requirements of SEBI Regulations for Preferential Issues is annexed as Annexure I and also hosted on the website of the Company at www.dhanukarealty.in.

c) Undertakings

In terms of the ICDR Regulations, the Company hereby undertakes that:



5th Floor, Plot No. C212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Ph: 0141-4014792 Email: cs@dhanukarealty.in, * www.dhanukarealty.in *CIN-L45201RJ2008PLC025705



1. It shall re-compute the price of the Equity Shares issued on conversion of loan in terms of the provisions of ICDR Regulations, where it is required to do so.

2. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the underlying Equity Shares shall continue to be locked-in till the time such amount is paid by the proposed Allottee.

e) Pricing of the Preferential issue: - Rs. 15 per Share (inclusive premium of Rs. 5)

f) Lock-in Period:- In accordance with the SEBI ICDR Regulations.

The Board recommends the Special Resolution mentioned at Item No. 2 and 3 of the Notice, for approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, except to their individual shareholding held in the Company, in the said resolution

**By Order of the Board of Directors
For DHANUKA REALTY LIMITED**

For Dhanuka Realty Limited

Ankit Sain

Company Secretary & Compliance Officer

Place: Jaipur
Dated: 08/01/2025

Sunshine
DHANUKA REALTY LIMITED

5th Floor, Plot No. C212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Ph: 0141-4014792 Email: cs@dhanukarealty.in , * www.dhanukarealty.in *CIN-L45201RJ2008PLC025705