



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

Date: - July 23rd, 2022

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

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you about the following events held at the Board meeting dated July 23, 2022;

1. Subject to the approval of members, the Board has approved to issue 7,00,000 equity shares of Rs. 10/- each @ premium of Rs. 15/- per equity share aggregating to Rs. 25/- per equity share upon conversion of non-interest bearing unsecured loan on Preferential basis 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.
Pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015, the disclosure is enclosed herewith as **Annexure I**.
2. Approved the notice of the 15th Annual General Meeting (AGM).
3. Accepted the resignation of M/s. Chouhan Dadhich & Co. as Internal Auditor and appointed S Bafna & Associates in their place as Internal Auditor. (Brief Profile **Annexure II**).

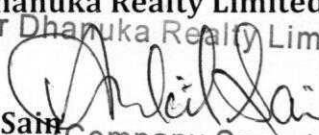
The Board meeting commenced today at 04:30 p.m. and concluded at 05.30 p.m.

You are requested to take the above on record.

Thanking you,

For Dhanuka Realty Limited

For Dhanuka Realty Limited


Ankit Saini
(Company Secretary)
Company Secretary and Compliance Officer
M.No. -44868



DHANUKA REALTY LIMITED

(Formerly Known as Sunshine Buildmart Pvt. Ltd.)

5th Floor, Plot No. C 212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur - 302021.

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Annexure I

To issue 7,00,000 equity shares of Rs. 10/- each @ premium of Rs. 15/- per equity share aggregating to Rs. 25/- per equity share upon conversion of non-interest bearing unsecured loan on Preferential basis

The Company is proposing to raise the necessary funds amounting 1,75,00,000/- (Rs. One Crore Seventy Five Lakhs only) by issuance of equity shares of face value of INR 10/- at an issue price calculated as per the valuation report by Himanshu Vijay dated 22/07/2022, on preferential basis by way of issuance of the private placement offer 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

(i)	The objects of the issue	To fulfill the need of working capital
	Maximum no. of specified securities to be issued	7,00,000
(ii)	Date of passing Board Resolution	23/07/2022
(iii)	Kind of securities offered and the total number of shares or other securities to be issued	7,00,000 equity shares
(iv)	The price or price band at which the allotment is proposed	Rs. 25
(v)	amount which the company intends to raise by way of such securities	Rs. 1,75,00,000/- (Rs. One Crore Seventy Five Lakhs only)
(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 22/07/2022
(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	16/08/2022
(ix)	The class or classes of persons to whom the allotment is proposed to be made;	Equity Shares are to be issued to: a) Jaideep Singh b) Siraj Mirza
(x)	Intention of Promoters, directors or key managerial personnel to subscribe to the offer	Mr. Jaideep Singh and Mr. Siraj Mirza intends to subscribe to the Equity Shares in lieu of part of their unsecured loan amount



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(xi)

The Shareholding pattern of the Company before and after the allotment of securities under the preferential offer to Promoter and Non Promoter:

S.No.	Category	Shareholding Before the offer:		Shareholding After the offer:	
		No of shares	%	No of shares	%
A	Promoters holding:				
1	Indian:	4320040	61.36%	4320040	55.81%
	Individual/HUF				
	Body Corporate	860000	12.22%	860000	11.11%
	Sub Total	5180040	73.57%	5180040	66.92%
2	Foreign Promoters	-	-	-	-
	Sub-Total (A)	5180040	73.57%	5180040	66.92%
B	Non-Promoters holding:				
1	Institutional Investors	-	-	-	-
2	Non-Institution:				
a	Bodies Corporate	60000	0.85%	60000	0.77%
b	Individual	1575000	22.37%	2275000	29.39%
3	Private Corporate Bodies:				
a	Indian	-	-	-	-
b	Foreign	-	-	-	-
c	OCB	-	-	-	-
	Director and Relatives				
	Indian Public/HUF	213000	3.03%	213000	2.75%
	Others (including	12000	0.17%	12000	0.15%

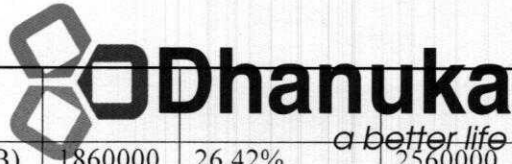


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	NRI(s)				
	Sub-Total (B)	1860000	26.42%	2560000	33.07%
	Grand Total	7040040	100%	7740040	100%
(xii)	The proposed time within which the allotment shall be completed		Allotment shall be completed as per the prescribed time limit in Companies Act, 2013.		
(xiii)	The names of the proposed allottees and the percentage of post preferential issue capital that may be held by them				
	Allottees	Post issue shares	Post issue shareholding in %		
	Jaideep Singh	200000	2.58%		
	Siraj Mirza	500000	6.45%		
(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.		
	the current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter		<u>Jaideep Singh</u> Pre preferential issue holding:- 0 Post preferential issue holding:- 2,00,000 <u>Siraj Mirza</u> Pre preferential issue holding:- 0 Post preferential issue holding:- 5,00,000		
	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, if applicable		
(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.		



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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

Proposed allottees are the actual beneficial owners of their own shares.

b) Certificate from Practicing Company Secretary

A copy of the certificate from the M/s Mahendra Khandelwal & Co., Practicing 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:

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.

d) Pricing of the Preferential issue: - Rs. 25 per Share (inclusive premium of Rs. 15)

e) Lock-in Period

Lock-in period, if any, shall be in accordance with the SEBI ICDR Regulations.

The Board recommends the Special Resolution mentioned at Item No. 4 of the Notice, for approval of the Members.

Mr. Jaideep Singh and Mr. Siraj Mirza, Directors of the Company are concerned or interested in the above Resolution as it relates to issue/allotment of Equity Shares to them on Preferential Basis. Except them 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.



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Annexure II

Terms appointment & Brief Profile of M/s S. Bafna & Associates as follows:

Name: S. Bafna & Associates

Registered Office: 202, Anukampa Mansion-II, M.I. Road, Jaipur, Rajasthan-302001

Appointment as: Internal Auditor

Term of appointment: For the Financial Year 2022-2023.

Appointment on: 23rd July, 2022

Brief Profile: Bafna & Associates, a partnership firm comprises two partners:

- CA Shubham Bafna having an experience of more than 4 years in Internal Auditing, Controls, Accounting, Income tax Audit, GST audit, Tax Planning, CSR Audit, Process Audit.
- CA Ankit Murarka experience of more than 8 years of experience in GST, Income tax and Litigation Matters.

The firm is engaged in the activities in the line of Audit and Accountancy, Tax matter, covering a wide range of sub activities related to the profession and specialize in Internal Auditing, Controls, Accounting, Income tax Audit, GST audit, Tax Planning, GST Reconciliations.

FOR DHANUKA REALTY LIMITED

For Dhanuka Realty Limited


(Company Secretary)

Ankit Sain

Company Secretary and

Compliance Officer

M. No. - 44868



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