



February 7, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1,
G Block, Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051

Scrip Code: 502820

Scrip Code: DCM

ISIN: INE498A01018

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Dear Sir,

This intimation is in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Purearth Infrastructure Limited ('PIL') is a Joint Venture Company. At present, the Company holds 1,78,53,605 (One Crore Seventy-Eight Lakhs Fifty-Three Thousand Six Hundred and Five) shares in PIL which constitutes 16.56% of the paid-up share capital of PIL.

The Board of Directors of the PIL on the recommendation of Audit Committee has, subject to the approval of its Members by way of Special Resolution and subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, approved buyback of up to 44,19,800 equity shares (representing 4.10% of the total issued and paid-up equity share capital of the Company) of face value of Rs. 10 (Rupee Ten) each ("Equity Shares"), on a proportionate basis, through the "Tender Offer" route in accordance with the Companies Act, 2013 ("Act"), the Companies (Share Capital and Debentures) Rules, 2014, and other applicable provisions, to the extent applicable, as amended from time to time, at a price of 59.00/- (Rupees Fifty Nine only) per Equity Share, payable in cash for an aggregate consideration not exceeding Rs. 26,07,68,200/- (Rupees Twenty Six Crore Seven Lakh Sixty Eight Thousand and Two Hundred Only), ("Buyback Size") excluding transaction costs, applicable taxes and other incidental and related expenses.

In this connection, the Company has received a notice of shareholders meeting of PIL wherein PIL seeks to obtain approval of its shareholders to undertake Buy-back of its shares as per the provisions of the Companies Act, 2013.

The Audit Committee and Board of Directors of the Company at their respective meeting(s) held on February 7, 2024 have considered and noted the above related party transaction. Further, the Board of Directors of the Company on the recommendation of the Audit Committee approved the tendering of eligible shares in the Buy-back offer subject to shareholder's approval and recommended to members of the Company for their approval. The said approval of members of the Company is proposed to seek through postal ballots process.

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana
Marg, Bara Hindu Rao, Delhi - 110006. Phone: (011) 41539170
CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in



Further necessary information in respect of aforesaid, as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and Regulation 30 - Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is enclosed herewith as **Annexure -I**.

Time of Commencement of Board meeting - 12.00 Noon

Time of conclusion of Board Meeting - 1.30 PM

This is for your information and records.

Thanking you,
Yours truly,
For **DCM Limited**

Yadvinder Goyal
Company Secretary

Encl. - As above

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ANNEXURE-I

Information as per SEBI Circular No. CIR/CFD/CMD /4/ 2015 dated September 9, 2015, read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and Regulation 30 and Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended:

S. No.	Particulars	Reply
a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	The share of profit of Equity accounted by the Company in its consolidated statement of Profit & Loss account for the year ended 31 st March, 2023 was Rs.117.42 lacs in respect of 16.56% shareholding of the Company in Purearth Infrastructure Limited (PIL), an associate Company.
b)	Date on which the agreement for sale has been entered into;	Company has received a notice from PIL to seek approval of its shareholders for buy-back of upto 44,19,800 equivalent to 4.10% shareholding of PIL at its Extra-Ordinary General Meeting ('EGM') scheduled to be held on 20.02.2024. As per aforesaid notice of EGM, the proposed buy-back of PIL will be completed within 12 months of the date of passing of Special Resolution in EGM.
c)	The expected date of completion of sale/disposal;	As per said EGM Notice, the proposed buy-back will be completed within 12 months of the date of passing of Special Resolution in EGM.
d)	Consideration received from such sale/disposal;	Consideration to be received not exceeding Rs.4.35 crores under the said buy-back.
e)	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof;	Purearth Infrastructure Limited ('PIL') is a Joint Venture Company promoted by the Company. At present, the Company holds 1,78,53,605 (One Crore Seventy-Eight Lakhs Fifty-Three Thousand Six Hundred and Five) shares in PIL, which constitutes 16.56% of the paid-up share capital of PIL.
f)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Yes, the proposed transaction of tendering shares in buy back offer of related party is a related party transaction. The proposed buy-back is under the scheme for buy-back formulated by Purearth Infrastructure Limited and under the said scheme, the consideration of Rs.59/- per equity shares has

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		been determined by PII considering the fair value of the PII as per the valuation report dated 28th December, 2023 issued by M/s Transaction Square Advisory LLP, Registered Valuer.
g)	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not Applicable
h)	Additionally, in case of a slump sale, indicative disclosure provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable

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