



2. A Scheme of Amalgamation for merger of Dhrangadhara Trading Company Private Limited ("DTCPL" or "Transferor Company 1"), Sahu Brothers Private Limited ("SBPL" or "Transferor Company 2") with and into DCW Limited ("DCW" or "Transferee Company" or "Company") and their respective Shareholders ("Scheme"), based on the recommendation of the Audit Committee and the Independent Directors of the Company.

The Scheme is, inter-alia, subject to receipt of necessary approvals from the Shareholders and Creditors of the companies involved and the approval of statutory and regulatory authorities, including approvals from the National Stock Exchange of India Limited and BSE Limited ("Stock Exchanges"), Securities Exchange Board of India ("SEBI") and Jurisdictional National Company Law Tribunal ("NCLT").

The details of the Scheme along with details required in terms of SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are enclosed herewith as Annexure A

Katalyst Advisors Private Limited is advising the Company on the aforesaid amalgamation.

The Meeting of the Board of Directors of the Company commenced at 12.30 p.m. and concluded at 2.30 p.m.

We request you to take the above on your record.

Thanking You,

Yours faithfully,
For DCW Limited

DILIP
VISHNUB
HAI DARJI

Digitally signed by
DILIP VISHNUB
Date: 2023.07.18
16:31:52 +05'30'

Dilip Darji
Sr. General Manager (Legal) & Company Secretary
Membership No.: ACS-22527



DCW LIMITED

HEAD OFFICE :

"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021

TEL.: 4957 3000, 4957 3001

REGISTERED OFFICE : DHRANGADHRA - 363 315 (GUJRAT STATE)

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