

# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
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December 07, 2022

The Chief General Manager  
Listing Operation  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai – 400 001

**Sub: Application for “In-principle approval” for issue and allotment of 14,99,276 (Fourteen Lakh Ninety Nine Thousand Two Hundred Seventy Six) fully paid-up Compulsorily Convertible Debentures of face value of Re. 1/- (Rupee One only) to be issued on preferential basis by Deccan Gold Mines Limited under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

We, M/s. Rathi & Associates, Practicing Company Secretaries, Mumbai, have verified the relevant records and documents of Deccan Gold Mines Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and certify that:

- None of the proposed allottee has sold any equity shares of the company during the 90 trading days preceding the relevant date. Further, where the proposed allottee is promoter/ promoter group entity, then none of entities in the promoter and promoter group entities has sold any equity share of the company during the 90 trading days preceding the relevant date.
- The pre-preferential shareholding of each of proposed allottees has been locked-in in accordance with Regulation 167 (6) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from November 23, 2022 (Relevant Date) till December 02, 2022 (date of lock-in for other proposed allottees of equity shares). The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of the Proposed Allottee	DP ID *	Client ID	Qty	Lock-in details	
				From**	To
Australian Indian Resources Limited	IN303622	10068849	-	NA	NA

(\*) client id/ folio no in case allottee hold the securities in physical form

\*\* The Proposed Allottee for Subscription CCD have confirmed that they neither hold any Equity Shares in DGML as on the Relevant Date nor have not sold any equity shares of DGML during the 90 trading days period prior to the Relevant Date. Further, the Proposed Allottee has also undertaken that they will not deal in the Equity Shares of DGML till the allotment of Subscription CCD is completed.

- None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 23, Section 42, Section 62 and Section 71 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the company



has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.

- e) The proposed preferential issue is being made in compliance with the provisions of Memorandum of Association (MoA) and Article of Association (AoA) of the company. It is further confirmed that for the proposed preferential issue, the price of the equity shares of the company has been determined in compliance with the valuation requirement as mentioned in the AoA of the company.
- f) The total allotment to the allottee or allottees acting in concert in the present preferential issue or in the same financial year i.e. 12.53% (1,45,78,729 equity shares and 14,99,276 Compulsorily Convertible Debentures proposed to be allotted as percentage of post issue capital after consideration of allotment of equity shares & Compulsorily Convertible Debentures i.e. 12,83,34,440) is more than 5% of the post issue fully diluted share capital of the Company.”



For RATHI & ASSOCIATES  
COMPANY SECRETARIES

A handwritten signature in blue ink, appearing to read "Jayesh M. Shah", written over the typed name.

JAYESH M. SHAH  
M. NO.: FCS 5637  
COP NO. 2535  
UDIN: F005637D002649267  
P.R.CERTIFICATE NO.: 668/2020

Date: December 07, 2022  
Place: Mumbai