
NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Eighth (38th) Annual General Meeting of the Members of **Deccan Gold Mines Limited** (CIN: L51900MH1984PLC034662) (**'the Company'**) will be held at 11.00 a.m. IST on Wednesday, September 28, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Annual Audited Financial Statements

To receive, consider and adopt the Annual Audited Financial Statements, including the Consolidated Financial Statements of the Company, for the financial year ended March 31, 2022 together with the Board's Report and Auditors' Report thereon.

2. Re-appointment of Dr Hanuma Prasad Modali (DIN: 01817724) who retires by rotation

To appoint a Director in place of Dr. Hanuma Prasad Modali (DIN: 01817724), who retires by rotation and being eligible, has offered himself for reappointment.

3. To re-appoint M/s. P R Agarwal & Awasthi, Chartered Accountants, Mumbai (Firm Registration No. 117940W), as Statutory Auditors of the Company for a second consecutive term of five (5) years to hold office from the conclusion of this 38th Annual General Meeting until the conclusion of the 43rd Annual General Meeting and to authorize the Board of Directors to fix their Remuneration.

SPECIAL BUSINESS:

4. Appointment of Mr. Andrew Mark Weeks (DIN:08962937) as an Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modifications or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Andrew Mark Weeks (DIN: 08962937), who was appointed as an Additional Director (Non-executive Independent Director) with effect from August 9, 2022 and who fulfils the qualifications for being appointed as an Independent Director and in respect of whom the Company has received a notice under Section 160 of the Act from a shareholder proposing his candidature for the office of Director of the Company, be appointed as an Independent Director of the Company not liable to retire by rotation to hold office for a period of 2 (Two) years up to August 8, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as are necessary to give effect to this Resolution."

5. Appointment of Mrs. Deepthi Donkeshwar (DIN: 08712113) as an Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modifications or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mrs Deepthi Donkeshwar (DIN: 08712113), who was appointed as an Additional Director (Non-executive Independent Director) with effect from August 9, 2022 and who fulfils the qualifications for being appointed as an Independent Director and in respect of whom the Company has received a notice under Section 160 of the Act from a shareholder proposing her candidature for the office of Director of the

DECCAN GOLD MINES LIMITED

Company, be appointed as an Independent Director of the Company not liable to retire by rotation to hold office for a period of 2 (Two) years up to August 8, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as are necessary to give effect to this Resolution.”.

6. To replace Clause III (B) - Objects Incidental or Ancillary to the attainment of Main Objects and deletion of Clause III (C) - Other Objects Clause in the Memorandum of Association of the Company:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended from time to time and subject to the approval of the Registrar of Companies, Maharashtra, Mumbai ('ROC') and/or of any other statutory or regulatory authority, as may be necessary, consent of the members be and is hereby accorded to alter the Memorandum of Association in the following manner:

- a) the existing Clause III (B) therein titled "Objects Incidental or Ancillary to the attainment of Main Objects" consisting of sub-clauses 4 to 18 be deleted and replaced by New Clause III (B) titled "Matters which are necessary for furtherance of the Objects specified in Clause III (A)" consisting of sub-clauses 4 to 52; and
- b) the existing Clause III (C) therein titled "Other Objects" consisting of sub-clauses 19 to 61 be deleted.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorised to do all deeds, matters, things, acts, and to execute any agreements, documents and writings, as may be deemed necessary, but not limited to making correspondences with any regulatory authority and/or to settle all questions, difficulties or doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit.”

By order of the Board of Directors
For **Deccan Gold Mines Limited**

Subramaniam S.
Company Secretary
ACS No 12110

Registered Office:
Parinee Crescenzo, 8th Floor,
C38-39, G Block,
Bandra Kurla Complex,
Mumbai 400051
CIN: L51900MH1984PLC034662

Place : Bengaluru
Date : August 11, 2022

Notes:

1. The Ministry of Corporate Affairs (MCA), vide its General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and 2/2022 dated May 05, 2022, along with such other applicable circulars issued by MCA (hereinafter referred to as "MCA Circulars"), SEBI Circular dated May 13, 2022 and any other applicable laws and regulations has allowed companies to conduct the AGM, up to December 31, 2022, through Video Conferencing (VC) or Other Audio Visual Means (OAVM). In accordance with the applicable provisions and the MCA and SEBI Circulars, the 38th AGM of the Company shall be conducted through VC/ OAVM facility.
2. A Statement pursuant to Section 102(1) of the Act, ("Explanatory Statement") relating to the Special Businesses to be transacted at the Meeting is annexed hereto.
3. Since, the AGM will be held through VC/OAVM and the physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members will not be available for the Meeting. Accordingly, the Proxy Form and Attendance Slip is not annexed to this Notice.
4. Pursuant to Section 113 of the Act, representatives of Corporate Members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the Meeting to be conducted through VC/ OAVM.

Corporate Members intending to attend the Meeting through their authorized representatives are requested to send a Certified True Copy of the Board Resolution and Power of Attorney (PDF/JPG Format), if any, authorizing its representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the Company by email through its registered email address i.e. **dgmlagm@deccangoldmines.com**.

5. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the Meeting along with the Annual Report for FY 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report for FY 2021-22 will also be available on the website of the Company, i.e. www.deccangoldmines.com; website of BSE Limited at www.bseindia.com.
6. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 12.
7. Members attending the Meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company at dgmlagm@deccangoldmines.com.
9. Notice is also given under Section 91 of the Act read with Regulation 42 of Listing Regulations, that the Register of Members and the Share Transfer Book of the Company will remain closed from September 19, 2022 to September 28, 2022 (both days inclusive).
10. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their Depository Participants (DPs) in case the shares are held by them in dematerialized form and to the Registrar and Share Transfer Agents of the Company i.e. Link Intime India Private Limited ("Link Intime") in case the shares are held by them in physical form.
11. Members seeking any information/desirous of asking any questions at the Meeting with regard to the accounts or any matter to be placed at the Meeting are requested to send email to the Company at dgmlagm@deccangoldmines.com a least 7 days before the Meeting. The same will be replied by the Company suitably.

DECCAN GOLD MINES LIMITED

12. Information and other instructions relating to e-voting are as under:

I. The remote e-voting facility will be available during the following period:

Commencement of e-voting: From 9:00 a.m. (IST) on Sunday, September 25, 2022

End of e-voting: Up to 5:00 p.m. (IST) on Tuesday, September 27, 2022

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of the aforesaid period.

II. Pursuant to the provisions of Section 108 and other applicable provisions of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, MCA Circulars and SEBI Circular the Company is pleased to provide its Members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means.

III. The Company has engaged the services of Link Intime India Private Limited to provide remote e-voting facility to the Members.

IV. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e., Wednesday, September 21, 2022. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

V. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, i.e., Wednesday, September 21, 2022 only shall be entitled to avail the facility of e-voting.

VI. Members who are holding shares in physical form or who have not registered their email address with the Company/Depository or any person who acquires shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds shares as of the cut-off date, i.e. Wednesday, September 21, 2022; such Member may obtain the User ID and password by sending a request at rnt.helpdesk@linkintime.co.in.

VII. The Board of Directors of the Company has appointed CS Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, a Practicing Company Secretary firm, Mumbai as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VIII. The Scrutinizer, after scrutinizing the votes, will, not later than forty-eight hours from the conclusion of the Meeting; make a consolidated scrutinizer's report which shall be placed on the website of the Company, i.e., www.Deccangoldmines.com. The results shall simultaneously be communicated to the Stock Exchanges.

IX. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting, i.e. Wednesday, September 28, 2022.

(A) Information and other instructions relating to remote e-voting are as under:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants only post 9th June, 2021.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ul style="list-style-type: none"> • If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. • After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re- directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. • If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https:// eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ul style="list-style-type: none"> • Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. • After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK INTIME, CDSL. Click on e-Voting service provider name to cast your vote. • If the user is not registered for Easi/Easiest, option to register is available at https:// web.cdslindia.com/myeasi./Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p>	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. • Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

DECCAN GOLD MINES LIMITED

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.</p>	<ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <ul style="list-style-type: none"> • Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: <ol style="list-style-type: none"> A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. • Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above * Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). * Click “confirm” (Your password is now generated). 2. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. 4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). 7. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution / authority letter/ power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME and have forgotten the password:

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- o Enter User ID, select Mode and Enter Image Verification (CAPTCHA) Code and Click on ‘Submit’.
- In case shareholders / members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/ her choice by providing the information about the

particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.

- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant's website.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for Individual Shareholders holding securities in Demat mode:

In case shareholders/ members holding securities in Demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & e-Voting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

(B) Instructions for shareholders / members to attend the Annual General meeting through Instameet:

Instructions for Shareholders/Members entitled to attend the Annual General Meeting through InstaMeet (VC/ OAVM) provided by Link InTime India Private Limited are as under:

1. Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only.
2. Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

Open the internet browser and launch the URL for InstaMeet: <https://instameet.linkintime.co.in> and register with your following details:

DECCAN GOLD MINES LIMITED

- Select the “Company” and ‘Event Date’ and register with your following details:
Select - Demat Account No. or Folio No. as the case may be depending on the mode of your holding
- Shareholders/members holding shares in demat account with NSDL: Please enter 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/members holding shares in demat account with CDSL: Please enter 16 Digit Beneficiary ID
- Shareholders/members holding shares in Physical Form (i.e. Share Certificate): Please enter your Folio Number registered with the Company.

PAN : Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

Mobile No. : Enter your mobile number.

Email ID : Enter your email id, as recorded with your DP/Company.

Note : In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel.: 022-49186175.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

C. Instructions for shareholders / members to register themselves as speakers during Annual General Meeting:

1. Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from their registered email id dgmlagm@deccangoldmines.com mentioning their name, demat account number/folio number, email id, mobile number before 6.00 p.m. on September 21, 2022. Further, Shareholders are requested to send their questions to the aforesaid email id before 6.00 p.m. on September 21, 2022 to enable the Company to answer their question(s) suitably.
2. Shareholders will get confirmation on first cum first basis.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholders may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
6. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.
7. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
8. Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

D. Instructions for shareholders / members to vote during the Annual General Meeting through Instameet:

Once the electronic voting is activated by the scrutiniser during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under "Favour/Against".
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel.: 022-49186175.

General Guidelines for Shareholders:

1. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Wednesday, September 21, 2022.
2. Members who have not registered their e-mail ID and also have not updated PAN with the Company/Depository are requested to approach Link Intime India Pvt. Ltd. at their e-mail ID enotices@linkintime.co.in or calling on 022-49186175 for e-voting related queries. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
3. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM electronically.
4. The Company has appointed Mr. Himanshu S Kamdar, (Membership No. FCS 5171), Partner of M/s. Rathi & Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the voting and remote e-voting process for the AGM in a fair and transparent manner.
5. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting and shall make, not later than two working days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.
6. The Notice of the AGM shall be placed on the website of the Company till the date of AGM. The Results declared, along with the Scrutinizer's Report shall be placed on the Company's website www.deccangoldmines.com and on the website of Link Intime India Private Limited immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to BSE Limited, where the shares of the Company are listed.

DECCAN GOLD MINES LIMITED

7. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

By order of the Board of Directors
For **Deccan Gold Mines Limited**

Subramaniam S.
Company Secretary
ACS No 12110

Registered Office:
Parinee Crescenzo, 8th Floor,
C38-39, G Block,
Bandra Kurla Complex,
Mumbai 400051
CIN: L51900MH1984PLC034662

Place : Bengaluru
Date : August 11, 2022

**STATEMENT SETTING OUT MATERIAL FACTS UNDER
SECTION 102 OF THE COMPANIES ACT, 2013**

Item No. 4

The Board of Directors (vide Circular Resolution dated August 9, 2022) had appointed Mr. Andrew Mark Weeks (DIN: 08962937) as an Additional Director (Independent & Non-Executive) for a period of 2 years with effect from August 9, 2022 i.e., till August 8, 2024 subject to the approval of the Members of the Company.

Mr. Andrew Mark Weeks has given a declaration that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In the opinion of the Board, Mr. Andrew Mark Weeks fulfils the conditions specified in the Companies Act, 2013 and Rules made there under as well as SEBI Listing Regulations for his appointment as an Independent Director of the Company.

The Board of Directors believe that the vast experience and knowledge of Mr. Andrew Mark Weeks in the field gold exploration and mining, production and resource management will be beneficial to and is in the interest of the Company. The draft letter of appointment of aforesaid Independent Director, setting out the terms and conditions is available for inspection by the Members electronically from the date of dispatch of Notice of Annual General Meeting (AGM) onwards till the conclusion of the AGM.

Apart from Mr. Andrew Mark Weeks, none of the other persons specified in Section 102 of the Companies Act, 2013, namely the Promoters, Directors, Key Managerial Persons, Relatives of Promoters, Directors and Key Managerial Persons or the entities comprising the interest of Promoters, Directors or Key Managerial Persons, are concerned or interested financially or otherwise in the resolutions included under Item No. 4.

In view of the above, the Board of Directors, recommends the Special Resolution as set out in Item No. 4 of the Notice for approval of the Members of the Company.

Item No. 5:

The Board of Directors (vide Circular Resolution dated August 9, 2022) had appointed Mrs. Deepthi Donkeshwar (DIN: 08712113) as an Additional Director (Independent & Non-Executive) for a period of 2 years with effect from August 9, 2022 i.e., till August 8, 2024 subject to the approval of the Members of the Company.

Mrs Deepthi Donkeshwar has given a declaration that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In the opinion of the Board, Mrs. Deepthi Donkeshwar fulfils the conditions specified in the Companies Act, 2013 and Rules made there under as well as SEBI Listing Regulations for her appointment as an Independent Director of the Company.

The Board of Directors believe that the vast experience and knowledge of Mrs. Deepthi Donkeshwar in the fields of Management Consulting and Human Resources Management will be beneficial to and is in the interest of the Company. The draft letter of appointment of aforesaid Independent Director, setting out the terms and conditions is available for inspection by the Members electronically from the date of dispatch of Notice of Annual General Meeting (AGM) onwards till the conclusion of the AGM.

Apart from Mrs. Deepthi Donkeshwar, none of the other persons specified in Section 102 of the Companies Act, 2013, namely the Promoters, Directors, Key Managerial Persons, Relatives of Promoters, Directors and Key Managerial Persons or the entities comprising the interest of Promoters, Directors or Key Managerial Persons, are concerned or interested financially or otherwise in the resolutions included under Item No. 5.

In view of the above, the Board of Directors, recommends the Special Resolution as set out in Item No. 5 of the Notice for approval of the Members of the Company.

DECCAN GOLD MINES LIMITED

Item No. 6:

Presently, the Objects Clause (Clause III) of the Memorandum of Association of the Company is based on the requirements of the erstwhile Companies Act, 1956 and comprises 3 parts (A) - Main Objects; (B) - Objects Incidental or Ancillary to the attainment of Main Objects and (C) Other Objects.

It may be noted under the Companies Act, 2013 ("Act") read with the format prescribed under 'Table A' of Schedule I to the Act setting out the format of Memorandum of Association of a Company Limited by Shares, the Objects Clause (Clause III) of the Memorandum of Association shall comprise two parts viz., (1) Main Objects and (2) Objects Incidental or Ancillary to the attainment of Main Objects. There is no provision for "Other Objects".

In order to streamline and align the Objects Clause of the Company's Memorandum of Association to be in compliance with the requirements of the Companies Act, 2013, it is proposed to modify / amend the Objects Clause of the existing Memorandum of Association of the Company as under:

- a) the existing Clause III (B) therein titled "Objects Incidental or Ancillary to the attainment of Main Objects" consisting of sub-clauses 4 to 18 be deleted and replaced by New Clause III (B) titled "Matters which are necessary for furtherance of the Objects specified in Clause III (A)" consisting of sub-clauses 4 to 52; and
- b) the existing Clause III (C) therein titled "Other Objects" consisting of sub-clauses 19 to 61 be deleted.

The draft Memorandum of Association of the Company (revised as above) is available on the website of the Company (www.deccangoldmines.com) and shareholders can also email to us at dgmlagm@deccangoldmines.com / subbu@deccangoldmines.com for a copy of the same.

None of the persons specified in Section 102 of the Companies Act, 2013, namely the Promoters, Directors, Key Managerial Persons, Relatives of Promoters, Directors and Key Managerial Persons or the entities comprising the interest of Promoters, Directors or Key Managerial Persons, are concerned or interested financially or otherwise in the resolutions included under Item No. 6.

In view of the above, the Board of Directors, recommends the Special Resolution as set out in Item No. 6 of the Notice for approval of the Members of the Company.

By order of the Board of Directors
For **Deccan Gold Mines Limited**

Subramaniam S.

Company Secretary
ACS No 12110

Registered Office:
Parinee Crescenzo, 8th Floor,
C38-39, G Block,
Bandra Kurla Complex,
Mumbai 400051
CIN: L51900MH1984PLC034662

Place : Bengaluru
Date : August 11, 2022

Profile of the Directors being appointed / re-appointed as required under Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standards – 2

(1) Dr Hanuma Prasad Modali:

Age (Date of Birth)	57 years (July 18, 1965)
Date of appointment on the Board	December 12, 2017
Term	<p>Dr. Hanuma Prasad Modali holds office as the Managing Director of the Company for a term upto 30th September, 2024.</p> <p>He liable to retire by rotation pursuant to the requirements of Section 152 of the Companies Act, 2013 and has offered himself for re-appointment.</p>
Educational Qualification	M.Sc., Ph.D., MAusIMM
Background details, Recognition or awards and Experience & Expertise in functional areas	<p>Dr. Hanuma Prasad has 28 years of experience in exploration and mining industry, as exploration manager as well as part of the corporate management team. He has a Doctorate in Geology and worked with Geological Survey of India from 1994 to 2001 in geological mapping and mineral exploration projects. Dr. Hanuma joined Australian Indian Resources Group (AIR) in the year 2001 as an Exploration Manager and along with his team explored 15000 sq.km area in central India for gold, base metals, Ni-Cu-PGE and made significant discoveries. He was actively involved in the exploration research on generating new gold and Ni-PGE targets in India.</p> <p>Besides exploration, since 2008 Dr. Hanuma was closely associated with the Business Development team of the AIR Group, during which he carried out due diligence of several precious commodity projects. He has been associated with fund raising into AIR and Geomysore Services (India) Pvt Ltd. Dr. Hanuma has co-managed NI 43-101 compliant feasibility study on Jonnagiri Gold Project along with a team of international and Indian experts. He is currently the Managing Director of the Company and is also part of the senior management of Geomysore Services India Private Limited (“GMSI”) as Technical Adviser and Consultant in developing Jonnagiri gold mining project.</p> <p>Dr. Hanuma has worked widely in Africa, SE Asia, South America and CIS countries as a part of due diligence team to advice various business houses in acquiring mineral projects in these countries. He has been instrumental in setting up gold and other mineral exploration and mining companies in Sudan, Ivory Coast, Togo, Zambia, Malawi and Kyrgyzstan.</p>

DECCAN GOLD MINES LIMITED

.	Dr. Hanuma was a Board Member of Lionsgold Limited, earlier listed on AIM Board and now sits on the Board of Australian Indian Resources Limited, Australia (AIR) and its group companies in India. He is a member of Australian Institute of Mining and Metallurgy (AusImm)
Shareholding in the Company	183,555 shares (as on August 11, 2022)
Terms and Condition of appointment (Other brief terms also required to be stated)	Director liable to retire by rotation
Details of Remuneration sought to be paid	Dr Hanuma Prasad Modali was appointed as Managing Director of the Company since October 1, 2021 (for a term of 3 years) upon terms and conditions including remuneration as approved by the shareholders at their AGM held on December 22, 2021
Remuneration last drawn	- Same as above -
Number of Meetings attended during the year 2021-22	6
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Dr Hanuma Prasad Modali is not related to any other director of the Company.
Other membership / Chairmanship of Committees of the Boards	Nil
Directorship in other Indian Public Limited Companies	Nil

(2) Mr. Andrew Mark Weeks:

Age (Date of Birth)	54 years (December 13, 1967)
Date of appointment on the Board	August 9, 2022
Term	Two years from August 9, 2022 (not liable to retire by rotation)
Educational Qualification	Bachelor of Applied Science (Geology), FAusIMM
Background details, Recognition or awards and Experience & Expertise in functional areas	<p>Mr. Andrew Mark Weeks is a Geologist with over 30 years of experience in the mining industry. He has worked in senior production and resource management roles with Acacia Resources, WMC and BHP as well as 10 years as a Principal Consultant for Golder Associates. He has had a privileged career working on and visiting tens of minerals resource projects and mines on every continent (except Antarctica) and has worked in gold, nickel, silver, diamond, uranium, copper, tungsten, PGE and iron ore projects. As a Fellow of the Australasian Institute of Mining and Metallurgy (FAusIMM), he has sufficient experience to qualify as a Competent Person for various metals including gold.</p> <p>In 2020, he founded 2020 Resources Pty Ltd, to promote excellence in mineral resource development and ore control processes.</p>
Shareholding in the Company	Nil
Terms and Condition of appointment (Other brief terms also required to be stated)	Independent & Non-executive Director

Details of Remuneration sought to be paid	Sitting Fees will be paid for attending Board and Committee Meetings as determined by the Board of Directors of the Company
Remuneration last drawn	Nil
Number of Meetings attended during the year 2021-22	N.A., (appointed on August 9, 2022)
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Mr. Mr. Andrew Mark Weeks is not related to any other director of the Company.
Other membership / Chairmanship of Committees of the Boards	Nil
Directorship in other Indian Public Limited Companies	Nil

(3) Mrs. Deepthi Donkeshwar:

Age (Date of Birth)	39 years (August 4, 1983)
Date of appointment on the Board	August 9, 2022
Term	Two years from August 9, 2022 (not liable to retire by rotation)
Educational Qualification	B.Tech and Masters in Business Administration
Background details, Recognition or awards and Experience & Expertise in functional areas	<p>Mrs. Deepthi Donkeshwar has an extensive background in Management Consultancy & HR management. She is a qualified Human Resource Consultant with a Master's in Business Administration having graduated with a B.Tech Degree. She is having 15 plus years of experience as a Management & HR Consultant in the Engineering and IT industry.</p> <p>Based in Hyderabad, she is now a Director in Holistic Corporate Advisors Private Limited as a Management Consultant & Human Resources Specialist. She is also one of the partners in Vasavi Holistic Corporate Services, a leading real estate group in Hyderabad since last 26 years.</p>
Shareholding in the Company	'Nil'
Terms and Condition of appointment (Other brief terms also required to be stated)	Independent & Non-executive Director
Details of Remuneration sought to be paid	Sitting Fees will be paid for attending Board and Committee Meetings as determined by the Board of Directors of the Company.
Remuneration last drawn	Nil
Number of Meetings attended during the year 2021-22	N.A., (appointed on August 9, 2022)
Relationship with other Director, Manager and other Key Managerial Personnel of the Company	Mrs. Deepthi Donkeshwar is not related to any other director of the Company.
Other membership / Chairmanship of Committees of the Boards	Nil
Directorship in other Indian Public Limited Companies	Nil