DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road,
Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300

Date: July 21, 2025

To,

The Manager
Department of Corporate Service,
BSE Limited
P.J. Towers, Dalal Street
Mumbai-400001

Scrip Code - 501945, Symbol - DHENUBUILD

Sub: Outcome of meeting of board of directors pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations")

Dear Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended), we wish to inform your good office that the Board of Directors of our Company, in their meeting held today i.e., Monday, July 21, 2025 at 04:45 P.M. inter alia, considered and approved the following business:

1. Supplementary Loan Agreement executed between the Company and persons belonging to Non-Promoter Group of the Company.

2. Increase of Authorised Share Capital of the Company from existing ₹2,25,00,000/- (Rupees Two Crores Twenty Five Lakh Only) divided into 2,25,00,000 (Two Crores Twenty Five Lakh) Equity Shares of ₹1/- (Rupee One Only) each to ₹10,00,00,00,000/- (Rupees One Thousand Crore Only) consisting of 10,00,00,00,000 (One Thousand Crore) equity shares of face value ₹1/- (Rupee One Only) each, and consequent alteration in Clause V of the Memorandum of Association of the Company relating to the share capital of the Company, subject to the approval of the shareholders at the ensuing Annual General Meeting (**"AGM"**).

3. Issuance of upto 5,91,54,92,940 Equity Shares of face value of ₹1/- each at a price of ₹1.42/- (Rupee One and Forty Two Paise Only) per equity share, on preferential basis to Non-Promoter category, by conversion of their existing unsecured loans in the Company, subject to the approval of the shareholders at the ensuing Annual General Meeting and the relevant Stock Exchanges.

   The disclosure as required pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is attached as per **Annexure A**.

4. The Board has approved the notice of 117th Annual General Meeting (AGM) of the Company scheduled to be held on Monday, August 18, 2025 at 01:00 P.M. through Video Conferencing / Other Audio-Visual Means for the financial year 2024-25.

DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road, Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300

5. The Company has fixed Monday, August 11, 2025 as the cut-off date for determining the eligibility of the members, entitled to vote by remote e-voting and e-voting at the ensuing AGM of the Company which is scheduled to be held on Monday, August 18, 2025 at 01:00 P.M.

6. Appointment of Mr. Kalpesh Bhanushali (DIN: 11200720) as an Additional Executive Director of the Company w.e.f. July 21st, 2025 a brief profile pursuant to SEBI Circular dated CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed as (Attached herewith as **Annexure -B).**

   Further Mr. Kalpesh Bhanushali (DIN: 11200720) is not related to the Directors or Key Managerial Personnel of the Company and is also not debarred from holding the office of Director by virtue of any SEBI order or any other authority

7. The Board has appointed Mr. Asutosh Sahu as Internal Auditor of the company for the 5 consecutive years from the Financial Year 2025-2026 as recommended by Audit Committee. Brief profile of Mr. Asutosh Sahu is attached herewith as **Annexure-C**

8. The Board has appointed M/s Ramesh Chandra Bagdi & Associates as Secretarial Auditor for the one term for the Five Year from the Financial Year 2025-2026 subject to approval of shareholder in ensuing Annual General Meeting. Brief profile of M/s Ramesh Chandra Bagdi & Associates is attached herewith as **Annexure-.D**

9. The Board has appointed M/s Ramesh Chandra Bagdi, Company Secretaries as a Scrutinizer for the purpose of conducting the e-voting process at the Annual General Meeting (AGM) of the Company.

10. The Board has Considered and Acknowledged the Resignation of M/s Subramanium Bengali & Associates, Chartered Accountants (ICAI Firm Registration No. 127499W) Statutory Auditors of the Company vide resignation letter dated 21ST July 2025 change in stakeholders during last financial year. The details required to be disclosed under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith as "Annexure E"

The meeting of the board of directors commenced at 04:45 P.M. and concluded at 07:15 P.M.

We request you to take the above information on record.

Yours faithfully,

For Dhenu Buildcon Infra Limited

BHAVESH C MEHTA

Digitally signed by BHAVESH C MEHTA
Date: 2025.07.21 19:15:15 +05'30'

Bhavesh Chandrakant Mehta
Director & CFO
DIN: 10617857

DHENU BUILDCON INFRA LIMITED

**Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road,
Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300**

Annexure – A

The disclosure as required pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given as below:

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Type of securities proposed to be issued (viz. equity shares, convertibles, etc.</td><td>Equity Shares</td></tr>
<tr><td>2.</td><td>Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)</td><td>Preferential issue (Conversion of Unsecured Loan into Equity)</td></tr>
<tr><td>3.</td><td>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</td><td>Issue of up to 5,91,54,92,940 Equity Shares of face value of ₹1/- each at a price of ₹1.42/- per equity share to the Non-Promoter category (“Proposed Investors”) aggregating to ₹ 8,39,99,99,974.80/- (Rupees Eight Hundred Thirty Nine Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred Seventy Four and Paise Eighty Only) (“Total Issue Size”)</td></tr>
<tr><td>4.</td><td colspan="2">Additional Information in case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):</td></tr>
<tr><td>i.</td><td>Names of the Investors</td><td>
<table>
<tr><th>Sr. No.</th><th>Name of the Investors</th></tr>
<tr><td>1.</td><td>Golkonda Aluminium Extrusions Limited</td></tr>
<tr><td>2.</td><td>Shanta Agencies Private Limited</td></tr>
<tr><td>3.</td><td>Shri Niwas Leasing and Finance Limited</td></tr>
<tr><td>4.</td><td>Tiaan Consumer Limited</td></tr>
<tr><td>5.</td><td>Twinkle Mercantiles & Credits Private Limited</td></tr>
<tr><td>6.</td><td>Utsav Securities Limited</td></tr>
</table>
</td></tr>
<tr><td>ii.</td><td>Post allotment of securities - outcome of the subscription</td><td>The Equity Shares are proposed to be allotted to persons belonging to Non-Promoter category of the Company.

Details of shareholding in the Company, prior to and after the proposed Preferential Issue, are as under:

<table>
<tr><th rowspan="2">Name of Investors</th><th colspan="2">Pre-Preferential</th><th colspan="2">Post Preferential</th></tr>
<tr><th>Shares</th><th>%</th><th>Shares</th><th>%</th></tr>
</table>
</td></tr>
</table>

DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road, Andheri (West), Mumbai-400053

E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232

CIN: L10100MH1909PLC000300

		Golkonda Aluminium Extrusions Limited	0	0.00%	1,12,67,60,560	18.99%
		Shanta Agencies Private Limited	0	0.00%	1,12,67,60,560	18.99%
		Shri Niwas Leasing and Finance Limited	0	0.00%	80,98,59,150	13.65%
		Tiaan Consumer Limited	0	0.00%	1,12,67,60,560	18.99%
		Twinkle Mercantiles & Credits Private Limited	0	0.00%	1,30,28,16,900	21.96%
		Utsav Securities Limited	0	0.00%	42,25,35,210	7.12%
iii.	Issue price	₹1.42/- (Rupee One and Forty Two Paise Only)				
iv.	Number of investors	6 (Six) Investors				
v.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable				
vi.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable				

DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road, Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300

Annexure –B

BRIEF PROFILE OF WHOLE TIME DIRECTOR AND CFO DIRECTOR:

Name	**Kalpesh Bhanushali**
Reason for change viz. appointment, ~~reappointment, resignation, removal, death~~ or otherwise	**Appointment of Mr. Kalpesh Bhanushali (DIN: 11200720) as an Additional Executive Director of the Company w.e.f. July 21st, 2025, Subject to approval of Shareholders at the 117th Annual General Meeting of the Company**
Date of Appointment	**July 21,2025**
Breief Profile	**Commerce Graduate and Financially Literate to deal with Accounting and other financials aspects of the company**
Term	**Upto three months and thereafter for a periods of 5 Years (1 Term) subject to the approval of Shareholders in the General Meeting.**
Disclosure of relationship between Director Inter se	**None**
DIN	**11200720**

For Dhenu Buildcon Infra Limited

BHAVESH C MEHTA
Digitally signed by BHAVESH C MEHTA
Date: 2025.07.21 19:15:51 +05'30'

Bhavesh Chandrakant Mehta
Director & CFO
DIN: 10617857

DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road, Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300

ANNEXURE –C

BRIEF PROFILE OF SECRETARIAL AUDITOR

Name	**M/s Ramesh Chandra Bagdi and Associates**
Reason for Change	**Appointment of M/s Ramesh Chandra Bagdi and Associates, Peer reviewed Firm of Company Secretaries (Peer Review No.1560/2021) as Secretarial Auditor of the company.**
Date of Appointment	**21.07.2025 and subject to the approval of shareholders in the ensuing AGM**
Brief Profile	**M/s Ramesh Chandra Bagdi and Associates is a Indore based Practicing CS Firm. The firm provides professional services in the field of corporate and SEBI laws.**
Disclosure of relationship between Director Inter se	**Not applicable**

For Dhenu Buildcon Infra Limited

BHAVESH C MEHTA

Digitally signed by BHAVESH C MEHTA
Date: 2025.07.21 19:16:13 +05'30'

Bhavesh Chandrakant Mehta
Director & CFO
DIN: 10617857

DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road, Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300

Annexure –D

BRIEF PROFILE OF INTERNAL AUDITOR

Name	**Mr. Asutosh Sahu**
Date of Appointment	**21-07-2025**
Brief Profile	**Mr. Asutosh Sahu is the Graduated in field of Accounts and he have the knowledge and experience of accounting.**
Disclosure of relationship between Director Inter se	**Not applicable**

For Dhenu Buildcon Infra Limited

BHAVESH C MEHTA

Digitally signed by BHAVESH C MEHTA
Date: 2025.07.21 19:16:31 +05'30'

Bhavesh Chandrakant Mehta
Director & CFO
DIN: 10617857

DHENU BUILDCON INFRA LIMITED

Regd. Office: B-17, Shree Siddhivinayak Plaza, Plot No: 31, Off Link Road, Andheri (West), Mumbai-400053
E-mail: dhenubuildcon1909@gmail.com Mob: +91-9891095232
CIN: L10100MH1909PLC000300

Details with respect to change in Auditors of the Company as required under Regulation30 Read with Schedule III of the Listing Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated November 11, 2024

Particulars	Details
Name of the Company	Dhenu Buildcon Infra Limited
Name of the Auditor	M/s. Subramanium Bengali & Associates
Reason for Change viz. appointment resignation, removal, death or Otherwise	Resignation of Statutory Auditor of the company is due to Change in stakeholders during last financial year, please refer the resignation letter dated 21st July, 2025 for complete details.
Effective Date of resignation	21st July 2025
Brief profile	Not Applicable
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

For Dhenu Buildcon Infra Limited
BHAVESH C MEHTA
Digitally signed by BHAVESH C MEHTA
Date: 2025.07.21 19:16:50 +05'30'
Bhavesh Chandrakant Mehta
Director & CFO
DIN: 10617857