



DHRUV CONSULTANCY SERVICES LIMITED

CIN: L74999MH2003PLC141887

Regd. Office:

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CORRIGENDUM TO THE EXTRA-ORDINARY GENERAL MEETING NOTICE DATED JULY 3, 2024

To,
The Members,

DHRUV CONSULTANCY SERVICES Limited (“Company”) has circulated Extra-Ordinary General Meeting (“EGM”) Notice dated July 3, 2024 together with Explanatory Statement to the members of the Company, pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of Companies Act, 2013 (the “Companies Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), as amended, and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking approval of the members of the Company, at EGM only by way of remote e-voting (“e-voting”) process.

The Company through this corrigendum (“Corrigendum”) wishes to bring to the notice of the Shareholders, certain changes/additional information in the explanatory statement relating to Item No. 1 of the said EGM Notice.

Accordingly, this Corrigendum is being issued in continuation to the EGM Notice dated July 3, 2024, together with the explanatory statement thereof and this Corrigendum shall be deemed to be an integral part of the original Notice dated July 3, 2024. Pursuant to this Corrigendum, the members of the Company are hereby informed and requested to note that:

In the explanatory statement relating to Item No. 1 of the EGM Notice (Issue of Equity Shares on the Preferential Basis):-

Para covering “BASIS ON WHICH THE PRICE HAS BEEN ARRIVED AT AND JUSTIFICATION FOR THE PRICE (INCLUDING PREMIUM, IF ANY)”, should be read as :-

The Equity Shares of the company are listed on BSE Limited and National Stock Exchange of India Limited for a period of more than 90 trading days as on the relevant date i.e Thursday, June 27, 2024 and are frequently traded in accordance with Regulation 164 of SEBI (ICDR) Regulations.

In terms of the provisions of Regulation 164(1) of SEBI (ICDR) Regulations the price at which Equity Shares shall be allotted shall not be less than higher of the following:

the 90 Trading Days volume weighted average price of the Equity Shares of the Company quoted on National Stock Exchange of India Limited preceding the Relevant Date, i.e., Rs. 107.04/- per warrant/equity share.

the 10 Trading Days volume weighted average price of the Equity Shares of the Company quoted on National Stock Exchange of India Limited preceding the Relevant Date, i.e., Rs. 103.86/- per warrant/equity share.

Accordingly, the minimum issue price in terms of Regulation 164(1) of the SEBI (ICDR) Regulations, is Rs. 107.04 per share and hence taken as Rs. 108 per Equity Share, being higher of the above two prices.

A copy of the Revised Certificate from Practising Company Secretary shall be available for inspection by the members electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to cs@dhruvconsultancy.in. This PCS Certificate is available on the website of the company at www.dhruvconsultancy.in.

Similarly, in the Para starting with :-

As per the existing Articles of Association of the Company and pursuant to Regulation 166A of the SEBI (ICDR) Regulations, the Company is required to obtain a valuation report from an independent registered valuer, for determining the floor price for the Preferential Issue. In compliance thereof, the Company has obtained a valuation report dated Tuesday, July 2, 2024, from Nikunj Kanodia, an Independent Registered Valuer (IBBI Registration No. IBBI/RV/01/2020/13470) and as per the Valuation Report the price arrived is Rs. 107.04 per Equity Share. A copy of the Valuation Report shall be available for inspection by the members electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to cs@dhruvconsultancy.in. This certificate is also placed on the website of the company at [https: Fund Raising - Dhruv Consultancy Limited](https://www.dhruvconsultancy.in/fund-raising)

The Board proposes to issue the equity share of face value of Rs. 10/- each at a price of Rs. 108/- each [Rupees One Hundred & Eight Only] (including premium of Rs. 98/- each [Rupees Ninety Eighty Only]) each, being a price that is not less than the price computed in accordance with Chapter V of the SEBI ICDR Regulations.

The following additional para as mentioned below has been added & the same shall be integral part of the abovementioned para & the explanatory statement of the Company viz :-

The Company has also obtained the valuation report covering three approaches as required as per SEBI ICDR Regulations 2018 & the said report is also available on the website of the company at www.dhruvconsultancy.in.

All other contents of the EGM Notice together with the Explanatory Statement, save and except as modified or supplemented by the Corrigendum, shall remain unchanged.

This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has been circulated to the Shareholders of the Company, and on and from the date hereof, the EGM Notice together with the explanatory statement thereto shall always be read in conjunction with this Corrigendum.

This corrigendum is being available on the website of the Company at www.dhruvconsultancy.in, website of BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

By Order of the Board
FOR DHRUV CONSULTANCY SERVICES LIMITED

TANVI AUTI
MANAGING DIRECTOR
DIN: 07618878
Place: Navi Mumbai
Date: July 22, 2024