

DANGEE DUMS LIMITED

Registered Office: 4/A, Ketan Society, Nr. Sardar Patel Colony, Naranpura, Ahmedabad - 380014, Gujarat, India

CIN: L27109GJ1986PLC008770

Email: cs@dangeedums.com; **Website:** www.dangeedums.com

NOTICE

Notice is hereby given that the Extra-Ordinary General Meeting ("EGM") of the Members of Dangee Dums Limited ("Company") will be held on Saturday, August 27, 2022 at 12:00 p.m., through video conferencing ("VC") or other audio-visual means ("OAVM"), to transact the following businesses:

SPECIAL BUSINESS:

1. TO CONSIDER AND APPROVE SUB-DIVISION OF FACE VALUE OF THE EQUITY SHARES OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 61(1) (d) and all other applicable provisions of the Companies Act, 2013 ("the Act"), Companies (Share Capital and Debentures) Rules, 2014 ("the Rules"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], consent of the members of the Company be and are hereby accorded for sub-division of each existing equity share of face value of Rs. 10/- (Rupees Ten only) each into Ten (10) equity shares of face value of Re. 1/- (Rupee One Only) each, which shall rank pari passu in all respects with the existing equity shares with effect from the record date.

RESOLVED FURTHER THAT pursuant to the sub-division of equity shares of the Company with effect from the record date, each equity share of the Company of face value of Rs. 10/- (Rupees Ten Only) each in the issued, subscribed and paid-up equity share capital shall stand sub-divided into Ten (10) equity shares of face value of Re. 1/- (Rupee One Only) each. Accordingly, the existing Clause V of Memorandum of Association of the Company substituted with the following new Clause V:

- V. The Authorised Share Capital of the Company is Rs. 11,00,00,000/- [Rupees Eleven Crore Only] divided into 11,00,00,000 [Eleven Crore] Equity Shares of face value of Re. 1/- (Rupee One Only) each.

RESOLVED FURTHER THAT upon sub-division of the equity shares as aforesaid and with effect from the record date, the existing share certificate(s), if any, in relation to the issued equity shares of the face value of Rs. 10/- (Rupees Ten Only) each, shall be deemed to have been automatically cancelled and shall be of no effect and that the Board may, without requiring to surrender of the existing Share Certificate(s) by the members, issue new Share Certificate(s) of the Company, in lieu of the existing share certificate(s) and in case of the equity shares held in the dematerialized form, the number of

sub-divided equity shares shall be credited proportionately into the respective beneficiary demat accounts of the members of the Company held with Depository Participants, in lieu of the existing credits present in respective beneficiary demat accounts.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things including to make appropriate adjustments on account of sub-division of Equity Shares to the number with effect from the record date, to delegate all or any of its powers herein conferred to the Company Secretary or any other officer(s) of the Company, to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign, execute necessary applications, papers, documents, undertakings and other declarations for submission with stock exchanges, Registrar of Companies, Registrar & Share Transfer Agent, depositories and/or any other regulatory or statutory authorities, to appoint legal representatives, advocates, attorneys, to settle any question, difficulty that may arise with regard to the sub-division of the equity shares as aforesaid and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution without any further approval of the shareholders."

2. TO CONSIDER AND APPROVE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND SUBSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION:

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and read with the Companies (Share Capital & Debentures) Rules, 2014 rules framed thereunder, if any, approval of the members of the Company be and are hereby accorded to increase the Authorized Share Capital of the Company from 11,00,00,000 (Rupees Eleven crore Only) divided into 11,00,00,000 (Rupees Eleven crore Only) Equity Shares of Re.1/- (Rupee One Only) each to Rs.16,00,00,000/- (Rupees Sixteen Crores Only) divided into 16,00,00,000 (Sixteen Crores Only) Equity Shares of Re.1/- (Rupee One Only) each.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the

Act, read with the Companies (Incorporation) Rules, 2014, including any statutory modification(s) thereof, the existing Clause V of the Memorandum of Association of the Company be substituted with the following new Clause:

- V. The Authorised Share Capital of the Company is Rs. 16,00,00,000 (Rupees Sixteen Crores Only) divided into 16,00,00,000 (Sixteen Crores) Equity Shares of face value of Re. 1/- (Rupee One Only) each.

FURTHER RESOLVED THAT the Board of Directors of the Company [which expression shall include any Committee thereof or any other person(s) as may be authorized by the Board in that behalf], be and is hereby authorized to undertake, execute all such acts, deeds, matters and things as they may deem necessary, proper and/ or expedient, to apply for requisite approval(s) of the statutory or regulatory authorities, as may be required, to carry out all requisite, incidental, consequential steps and to settle any question, difficulty or doubt that may arise in order to give full effect to this resolution."

3. APPROVAL FOR ISSUE OF 5,13,25,000 BONUS EQUITY SHARES OF RE. 1/- EACH:

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Article 61 and other relevant Articles of the Articles of Association of the Company and the provisions of Section 63 of the Companies Act, 2013 (including any modification or re-enactment thereof) read with applicable provisions of Articles of Association of the Company and upon recommendation of the Board of Directors made at their meeting held on 02nd August, 2022 (hereinafter referred to as "the Board", which term shall also include the existing Committee of Directors thereof) and pursuant to all applicable provisions of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("the SEBI Regulations") as in force, subject to all applicable laws and in accordance with all relevant provisions of the Memorandum and Articles of Association of the Company and in accordance with the Rules/Regulations/Guidelines, if any, prescribed by SEBI or Reserve Bank of India (RBI) under the Foreign Exchange Management Act, 1999 (FEMA) (including any statutory modification(s) or re-enactments thereof, for the time being in force) and the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and currently in force and subject to any necessary approval(s), consents, permissions and sanctions, if any, as may be required from Government of India, State Government, Reserve Bank of India, SEBI, Stock Exchanges, Ministry of Corporate Affairs (MCA), Registrar of Companies and/or any other appropriate statutory regulatory authorities, government authorities or departments, institutions or bodies as may be required ('Concerned Authorities'), in this regard and subject to such

terms and conditions as may be specified/imposed by such concerned authorities while according such approvals, the consent of the members of the Company be and is hereby accorded to capitalize a sum not exceeding Rs. 5,13,25,000/- (Rupees Five Crore Thirteen Lakh Twenty Five Thousand Only) out of the sum standing to the credit of Company's General Reserve Account/Securities Premium Account or such other accounts as are permissible to be capitalized and utilized for the purpose, as per the audited accounts of the Company for the financial year ended 31st March 2022 and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of ordinary shares not exceeding 5,13,25,000 (Five Crores Thirteen Lakhs Twenty – five Thousand) Equity shares of Re. 1/- (Rupee One Only) each as bonus shares credited as fully paid up, to the eligible members of the Company holding equity shares of Re.1/- each in the ratio of 1:2 i.e. One new bonus Equity Share of Re.1/- each for every Two existing fully paid up Equity Shares of Re.1/- each, held post sub-division as on the record date and that the new bonus shares so issued and allotted shall be treated for all purposes as an increase of the nominal amount of the equity capital of the Company held by each such member and not as income;

RESOLVED FURTHER THAT the new equity shares shall be allotted subject to the Memorandum and Articles of Association of the Company and shall in all respects rank pari passu with the existing fully paid-up ordinary shares of the Company, with a right, to participate in dividend in full that may be declared after the date of allotment of these equity shares as the Board may determine;

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the said bonus shares but in all the cases the bonus shares in dematerialized form only and, the bonus shares as aforesaid shall be credited to the beneficiary accounts of the shareholders with their respective Depository Participants within the stipulated time as may be allowed by the appropriate authorities;

RESOLVED FURTHER THAT in case of fractional shares, if any arising out of the issue and allotment of the Bonus Shares, the Company shall not issue any certificate or coupon in respect thereof but all such fractional entitlements, if any, shall be consolidated and the Bonus Shares, in lieu thereof, shall be allotted by the Board or any Committee thereof to one of the Directors of the Company, whether executive or otherwise, by whatever name called, as had been nominated or to be nominated by the Board or any Committee thereof for this purpose, who shall hold the same as trustee(s) for the members entitled thereto, and distribute the same to Members in proportion to their fractional entitlements post issue of bonus shares or otherwise and such person or trustee, by whatever name called shall also be entitled to receive bonus shares on the fractional entitlements arising out of subdivision of the shares, whether in dematerialized form or otherwise and hold the same in trust for the members entitled thereto and distribute the same to the Members proportionately with regard to their respective

entitlements through such mode as may be deemed justified and expedient;

RESOLVED FURTHER THAT the Board or any Committee thereof be and is hereby authorized to take necessary steps for listing of the bonus shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and other applicable laws;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for removal of any doubts or difficulties, the Board or any Committee thereof be and is hereby authorized to do, perform and execute all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, expedient, usual or proper and to settle any question or doubts that may arise in this regard at any stage including at the time of listing of the bonus shares without requiring the Board or any Committee thereof to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution, or as the Board or any Committee thereof in its absolute discretion may think fit and its decision shall be final and binding on all members and other interested persons and to do all acts connected herewith or incidental hereto including but not limited to delegation of their powers to such person or persons as may be deemed expedient and the members hereby ratify and adopt all such decision, action, etc. as had been taken or undertaken by the Board or any Committee thereof in this regard."

4. TO CONSIDER AND APPROVE THE CHANGE IN TERMS OF APPOINTMENT OF MR. NIKUL JAGDISHCHANDRA PATEL, (DIN:01339858) DIRECTOR OF THE COMPANY FROM "HIS TERM OF APPOINTMENT OF DIRECTOR IS LIABLE TO RETIRE BY ROTATION" TO "HIS TERM OF APPOINTMENT OF DIRECTOR IS NOT LIABLE TO RETIRE BY ROTATION"

To consider and if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and relevant Rules and Regulations made thereunder, consent of the members of the Company be and is hereby accorded to alter the terms of appointment of Mr. Nikul Jagdishchandra Patel, (DIN:01339858) Director of the Company by changing his category of appointment as Director of the Company from "his term of appointment of director is liable to retire by rotation" to "his term of appointment of director is not liable to retire by rotation";

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things to give effect to this resolution."

5. TO CONSIDER AND APPROVE RE-APPOINTMENT MR. NIKUL JAGDISHCHANDRA PATEL (DIN: 01339858) AS A CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY.

To consider and if thought fit, to give your assent/dissent to pass the following resolution as a **Ordinary Resolution**:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and the provisions of Sections 196, 197, Schedule V and other applicable provisions of the Companies Act, 2013 (the 'Act') read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Nikul Jagdishchandra Patel as Chairman & Managing Director of the Company for a further period of 3 (Three) years with effect from 30th August, 2022 upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the period of 3 (Three) years from the date of his re-appointment), with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Nikul Jagdishchandra Patel;

RESOLVED FURTHER THAT the remuneration payable to Mr. Nikul J. Patel (DIN: 01339858) shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time;

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized on the behalf of the Company to sign and submit necessary E-Forms forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary in this regard to give effect to the aforesaid resolution."

6. TO CONSIDER AND APPROVE APPOINTMENT OF MR. KETAN JAGDISHCHANDRA PATEL (DIN: 07408398) AS NON EXECUTIVE - NON INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Ketan Jagdishchandra Patel (DIN:07408398) who was appointed as an Additional Director of the Company with effect from May 28, 2022 and who holds office up to the date of ensuing Annual General Meeting of the Company, in terms of Section 161 (1) of the Companies Act, 2013 and in respect of whom the Company has received from a member a notice in writing under

Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Ketan Jagdishchandra Patel for the office of the Director of the company, be and is hereby appointed as a Director of the Company under the category of Non Executive Non Independent Director whose period of office shall be liable to retire by rotation;

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized on the behalf of the Company to sign and submit necessary E-Forms forms with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary in this regard to give effect to the aforesaid resolution."

By the order of the Board
For, Dangee Dums Limited

Nikul Jagdishchandra Patel
Chairman & Managing Director
(DIN:01339858)

Date: 02/08/2022
Place: Ahmedabad

Registered office:

4/A, Ketan Society,
Nr. Sardar Patel Colony, Naranpura,
Ahmedabad-380014, Gujarat, India
CIN: L55101GJ2010PLC061983

Notes:

1. Information regarding appointment/re-appointment of Directors and Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the special business and/ or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 set out in the Notice is annexed hereto.
2. The Board of Directors has appointed Mr. Devesh Khandelwal (FCS: 6897), proprietor of M/s. Khandelwal Devesh & Associates, Practising Company Secretaries, as a Scrutinizer to scrutinize the voting during the EGM and remote e-Voting in a fair and transparent manner.
3. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM. The notice is being sent to all the members to their e-mail ids registered with the Company/RTA.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA

Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

5. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
8. The Notice of the Extraordinary General Meeting ('EGM') is being sent only by electronic mode to those Members whose email addresses are registered with the Company/ Depositories in accordance with the aforesaid MCA and SEBI Circulars. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at Dangee Dums Limited. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
9. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

10. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice
11. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January, 13, 2021.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Wednesday, 24th August, 2022 (09.00 a.m. IST) and ends on Friday, 26th August, 2022 (05.00 p.m. IST) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, 20th August, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. Saturday, August 20, 2022 shall be entitled to exercise his/her vote at the EGM.
- (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- (iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing 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 visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) 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.nsdl.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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.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
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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 toll free no. 1800 22 55 33
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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(vi) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant Dangee Dums Limited on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@dangeedums.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 (three) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@dangeedums.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 (three) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@dangeedums.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM 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 system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/ EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to bssahd@bigshareonline.com.
2. For Demat shareholders, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

By the order of the Board
For, Dangee Dums Limited

Nikul Jagdishchandra Patel
Chairman & Managing Director
(DIN:01339858)

Date: 02/08/2022
Place: Ahmedabad

Registered office:

4/A, Ketan Society,
Nr. Sardar Patel Colony, Naranpura,
Ahmedabad-380014, Gujarat, India
CIN: L55101GJ2010PLC061983

CONTACT DETAILS

Company	DANGEE DUMS LIMITED
CIN	L55101GJ2010PLC061983
Registered Office	4/A, Ketan Society, Nr. Sardar Patel Colony, Naranpura, Ahmedabad-380014, Gujarat, India
Phone	079-27681878
Email	cs@dangeedums.com
Registrar and Share Transfer Agent	Bigshare Services Private Limited A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad-380009 Phone: 079-40024135 Email : bssahd@bigshareonline.com Web: www.bigshareonline.com
E-voting Agency	Central Depository Services (India) Limited Email: helpdesk.evoting@cdslindia.com Phone: 022-22723333/8588
Scrutinizer	KhandelwalDevesh & Associates Company Secretaries 905, Sakar-V, B/h.Natraj Cinema, Ashram Road, Ahmedabad-380 009. E-mail - info@csdevesh.com FCS: 6897 COP: 4202

ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM 1:

The Equity Shares of the Company are listed on the National Stock Exchange of India Limited (NSE).

In order to improve the liquidity of our Company's Equity Shares in the Stock Markets with higher floating stock in absolute numbers and to increase investor's base, the Board of Directors of the Company, in its meeting held on Tuesday, 02nd August, 2022 have approved the Sub-division of the nominal value of Equity shares of the Company of Rs.10/- each into smaller denomination of Re.1/- each, subject to the approval of Members.

Accordingly, each Equity share of the Company of the nominal value Rs.10/- each existing on the Record Date shall stand sub-divided into 10 Equity shares of the nominal value of Re.1/- each. The Record Date for the aforesaid Sub-division of Equity shares is fixed as on Wednesday, 07th September, 2022.

The Board of Directors of your Company consider that the proposed resolution set out in Item No. 1 are in the interest of the Company and pursuant to Regulation 17(11) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board recommends them for your approval as a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

ITEM 2:

The present Authorized Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crores only). The Company proposes to increase its authorized share capital to Rs.16,00,00,000/- (Rupees Sixteen Crores Only) divided into 16,00,00,000 (Sixteen Crores) Equity Shares of Re.1/- (Rupee One Only) each to facilitate fund raising in future via issuance of equity shares.

The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect. The Company has already proposed Sub-division of the Equity shares of the Company of Rs.10/- each into smaller denomination of Re.1/- each in Item No.1 of this Notice and therefore, the proposed Clause V of the Memorandum of Association of the Company after increase in Authorised Share Capital reflects face value of Re.1/- each.

The Board of Directors of your Company consider that the proposed resolution set out in Item No. 2 are in the interest of the Company and pursuant to Regulation 17(11) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board recommends them for your approval as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

ITEM NO. 3

The Equity Shares of the Company are listed on the National Stock Exchange of India Limited (NSE).

The Company has sizable free reserves and has a small listed equity. Companies Act, 2013 and Article 61 of the Articles of Association of the Company permits that, the Company, in General Meeting, may upon recommendation of the Board, approve, capitalisation of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts viz securities premium account and / or capital redemption reserve, and / or any other permissible reserve account(s) by applying the same towards issue of fully paid up bonus shares.

With a view to reward the existing Members, encouraging the participation of small investors by increasing the liquidity of the equity shares of the Company, and to increase the market capitalisation of the Company, the Board of Directors of the Company ('the Board') at its meeting held on 02nd August, 2022 has recommended issue of bonus shares in the ratio of 1:2 i.e. 1 bonus equity share of Re.1/- each for every 2 fully paid-up equity shares of Re.1/-each, post subdivision of the shares as stated under Item No. 3 to the eligible members of the Company as on the Record Date as determined. The Record Date for the aforesaid Bonus Issue of Equity shares is fixed as on Wednesday, 07th September, 2022.

The capitalization of reserves shall be to the extent of 5,13,25,000 (Five Crores Thirteen Lakhs Twenty five Thousand) ordinary shares of Rs. 1/- (Rupees One Only) in the proportion of 1:2 (i.e. 1 bonus equity share of Re.1/- each for every 2 fully paid-up equity shares of Re.1/- each) held by the members as on the Record Date, post sub-division of shares. The Record Date for the aforesaid Sub-division of Equity shares is fixed as on Wednesday, 07th September, 2022

The Company satisfied the conditions of and requirements for, issue of Bonus Shares contained in Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as presently in force.

The Board of Directors of your Company considers that the proposed Ordinary Resolution set out in Item No. 3 is in the interest of the Company and pursuant to Regulation 17(11) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board recommends issue of bonus shares in the ratio of 1:2 i.e. 1 bonus equity share of Re.1/- each for every 2 fully paid-up equity shares of Re. 1/- each, post sub-division of shares for your approval as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

ITEM 4:

Mr. Nikul Jagdishchandra Patel (DIN: 01339858) is the Chairman & Managing Director of the Company.

Earlier, Mr. Nikul Jagdishchandra Patel (DIN: 01339858) was appointed as Director of the Company and in terms of provisions of section 152 of the Companies Act, 2013, Mr. Nikul Jagdishchandra Patel is liable to retire by rotation as director of the Company. The Board of your Company proposes to change the terms of appointment of Mr. Nikul Jagdishchandra Patel as Director of the Company under the category from "his term of appointment of director is liable to retire by rotation" to "his term of appointment of director is not liable to retire by rotation" and therefore such change in his terms as Director of the Company requires Shareholders approval.

Your Board thus recommends the passing of Resolution as Ordinary Resolution as set out at Item No. 4 of the Notice pursuant to Regulation 17(11) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board recommends with respect to change in terms of Mr. Nikul Jagdishchandra Patel (DIN:01339858) from "his term of appointment of director is liable to retire by rotation" to "his term of appointment of director is not liable to retire by rotation".

The period of office of Mr. Nikul J. Patel (Din: 01339858) shall not be liable to determination by retirement by rotation.

None of Directors/Key Managerial Personnel or their relatives except to the extent of their shareholding are in any way interested or concerned in the resolution except Mr. Nikul Jagdishchandra Patel and Mrs. Foram Nikul Patel, who is related to Nikul Jagdishchandra Patel.

ITEM 5:

Subject to the approval of members of the Company, the Board of Directors in their meeting held on 02nd August, 2022, Re-appointed Mr. Nikul J. Patel (Din: 01339858), as Chairman & Managing Director of the Company for a period of 3 years with effect from 30th August, 2022 on the recommendation of the Nomination and Remuneration committee. The period of office of Mr. Nikul J. Patel (Din: 01339858) shall not be liable to determination by retirement by rotation.

Mr. Nikul Jagdishchandra Patel is actively engaged in managing the company since it's incorporation. He has more than 12 years of experience in the industry in which the company is presently engaged. He is instrumental in taking major policy decisions of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company, it would be in the interest of the Company to re-appoint him as Chairman & Managing Director of the Company.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The detailed terms and conditions of Re-appointment of Mr. Nikul J. Patel, (DIN: 01339858) as Managing Director of the Company are given below:

- I. Period:
For a period of Three (3) years w.e.f. 30th August, 2022
- II. Salary:
Upto Rs. 10,00,000/- per month which is eligible for revision on a date to be determined by the Board of the Director.
- III. Perquisites:
The Managing Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;
 - i. Medical Reimbursement: Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.
 - ii. Leave Travel Concession rules of the Company.
 - iii. Club Fees: Fees of clubs, subject to a maximum of three clubs.
 - iv. Personal Accident Insurance/Group Life Insurance: Premium not to exceed Rs.7200/- per annum.
 - v. Provident Fund/Pension: Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961 - Contribution to Pension Fund will be paid on the basis of salary and commission.
 - vi. Gratuity: Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.
 - vii. Use of Car with Driver: The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Managing Director for business and personal use.
 - viii. Telephone facility at residence: Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Managing Director.
 - ix. Duties: Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time.
 - x. Termination: Managing Director may be removed from his office for gross negligence, breach of duty or

trust if a special resolution to that effect is passed by the Company in its General Meeting. The Managing Director may resign from his office by giving 90 day's Notice to the Company.

- xi. Compensation: In the event of termination of office of Managing Director takes place before the expiration of tenure thereof, Managing Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.
- xii. Other terms and conditions:
 - A) In the event of absence or inadequacy of profits in any financial year during the tenure of the Managing Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.
 - B) "Family" means the spouse and dependent children of Mr. Nikul J. Patel.
 - C) Leave with full pay and allowances shall be allowed as per the Company's rules
 - D) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.
 - E) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board - of Directors thereof.
 - F) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

Statement containing information required to be given as per item (iv) of third proviso of Section II of Part II of Schedule V to the Companies Act, 2013.

A. General Information:

1. Nature of Industry: Food and Beverage Industry
2. Date of commencement of Commercial production: The Company is already in existence and it started its activities since 2010.
3. In case of new companies, expected date of commencement of activities as per object approved by financial institutions appearing in the prospectus: N.A.
4. Financial performance based on given indicators:

[Rs. in Lakhs]

Particulars	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Turnover	2056.23	1343.63
Profit Before Tax	(213.60)	(1194.98)
Profit After Tax	(120.26)	(1004.47)

5. Foreign investments or collaborations, if any: N.A.

B. Information about the appointee:

1. Background details: Mr. Nikul Jagdishchandra Patel holds a degree of Bachelor of Engineering in Civil from Gujarat University. He was associated with Company as Director since Incorporation i.e. 13/08/2010. He has more than 12 years of experience in the industry in which the Company is presently engaged and also have more than 16 years of experience in other business. He is instrumental in taking major policy decision of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.

Mr. Nikul Jagdishchandra Patel would have immense contribution in the growth of the Company.

2. Past Remuneration: NA
3. Recognition and awards: Mr. Nikul J. Patel has participated in entrepreneurship conclave "Antarprerna 16" organized by Nirma University on the theme of "Startup India, Standup India". He is also known as the "Cake Mogul of Gujarat" and the company has been awarded with Times Food Award in February 12, 2012 as the best dessert place in Ahmedabad by The Times Of India under his dynamic leadership.
4. Job profile and his suitability: Mr. Nikul Jagdishchandra Patel will be responsible for overall in-charge of the business and day to day administration of the Company. He would be mainly involved in the corporate planning of the Company, policy decisions, formulations of strategies and other related matters.
5. Remuneration proposed: Upto Rs. 10,00,000/- per month which is eligible for revision on a date to be determined by the Nomination and Remuneration Committee.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Considering the size of the Company, the industry benchmarks, experience and the responsibilities shouldered by the appointee, the proposed remuneration payable to him is commensurate with the remuneration paid to similar appointee in other companies.
7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Except for the proposed remuneration Mr. Nikul Jagdishchandra Patel does not have any pecuniary relationship directly or indirectly with the Company or managerial personnel of the Company except Mrs. Foram Nikul Patel, Director (DIN: 02017816), Director of the company is wife of Mr. Nikul Jagdishchandra Patel and except to the extent of her Shareholding in the Company.

C. Other information:

- (1) Reasons of loss or inadequate profits: The Company is engaged in Food and Beverages industry. The Company is striving hard to earn sufficient profits however due to current pandemic situation and high operating expenses, the company is unable to earn adequate profits.
- (2) Steps taken or proposed to be taken for improvement:
 - Your Company has started giving franchisee of its brand under FOFO model (Franchisee Owned Franchisee operated) model in Ahmedabad, Gujarat.
 - The Company has renovated its more than 10 stores into bigger size and make them Gourmet stores.
 - The Company continues to evaluate new product categories that leverage our expertise, new channels which offer scope for increased penetration of our products and new store formats that make us salient to a number of purchase occasions.
 - The Company has shifted some of its stores into Operator Model. Through this model, the Operators will manage the outlet/s given to them. This model has its own advantage i.e. Fixed commitment and performance basis output to operators. Hence, it will ultimately enhance creativity in marketing of Company, decrease recruitment expense and time of the Company and ultimately increase revenue.
- (3) Expected increase in productivity and profits in measurable term: Despite of the current situation of Covid, your company is confident of achieving its growth objectives for the coming year through implementation of steps taken and are proposed to be taken as mentioned above leading to increasing productivity and profits.

Brief profile of Mr. Nikul J. Patel (DIN: 01339858) in terms of Regulation 36 (3) of the Listing Regulations is forming part of this notice.

Mr. Nikul J. Patel (DIN: 01339858) is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

Your Board thus recommends the passing of Resolution as Ordinary Resolution as set out at Item No. 5 of the Notice pursuant to Regulation 17(11) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board recommends with respect to re-appointment of Mr. Nikul Jagdishchandra Patel as Managing Director of the company

Except Mr. Nikul Jagdishchandra Patel who this resolution relates and Mrs. Forum Nikul Patel, relative Nikul Jagdishchandra Patel

none of Directors/Key Managerial Personnel or their relatives except to the extent of their shareholding are in any way interested or concerned in the resolution.

ITEM 6:

The Board of Directors of the Company, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, appointed Mr. Ketan Jagdishchandra Patel (DIN:07408398) as an Additional Non- Executive Non-Independent Director of the Company with effect from May 28, 2022. In terms of the provisions of Section 161(1) of the Act, Mr. Ketan Jagdishchandra Patel would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Ketan Jagdishchandra Patel for the office of Director of the Company. Mr. Ketan Jagdishchandra Patel is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Looking to his experience and knowledge, he is suitable person to be appointed as Director of the company. He is proposed to be appointed as Non Executive Non Independent Director of the Company, liable to retire by rotation. He was first appointed on the board on 28/05/2022 as an Additional Director.

At present, he is not holding any shares of the company. Mr. Ketan Jagdishchandra Patel has no relationship with any other Director, Manager of Key Managerial Personnel except that he is also holding the position of Chief Financial Officer (CFO) of the Company.

The Brief profile of Mr. Ketan Jagdishchandra Patel (DIN:07408398) in terms of Regulation 36 (3) of the Listing Regulations is forming part of this notice.

Your Board thus recommends the passing of Resolution as Ordinary Resolution as set out at Item No. 6 of the Notice pursuant to Regulation 17(11) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board recommends with respect to appointment of Mr. Ketan Jagdishchandra Patel as a Non Executive Non Independent Director of the company.

None of Directors/Key Managerial Personnel or their relatives except to the extent of their shareholding are in any way interested or concerned in the resolution.

By the order of the Board
For, Dangee Dums Limited

Nikul Jagdishchandra Patel
Chairman & Managing Director
(DIN:01339858)

Date: 02/08/2022
Place: Ahmedabad

Registered office:

4/A, Ketan Society,
Nr. Sardar Patel Colony, Naranpura,
Ahmedabad-380014, Gujarat, India
CIN: L55101GJ2010PLC061983

Additional Information on Director recommended for appointment/ re-appointment at the Extra ordinary General Meeting of the Company as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meeting.

Name of Director	NIKUL J. PATEL	KETAN J. PATEL
DIN	01339858	07408398
Date of Birth	27 May, 1983	01st February, 1977
Date of Appointment	13th August, 2010	28th May, 2022
Relationship Between Directors inter se	Husband of Mrs. Foram Nikul Patel - Non Executive Director of the Company.	NA
Expertise in Specific functional area	Formulating business strategies and effective implementation of the same.	He looks after the Accounts and financial matters of the Company. He has more than 19 of experience in this field.
Brief Information of Director	Mr. Nikul Jagdishchandra Patel aged 38 years, is Chairman and Managing Director and also the Promoter of our Company. He holds a degree of Bachelor of Engineering in Civil from Gujarat University. He was associated with Company as a Director since Incorporation i.e. 13/08/2010 and further designated as the Chairman and Managing Director of the Company on September 01, 2017 for a period of 5 years. He is actively engaged in managing the Company since incorporation. He has more than 9 years of experience in the industry in which the Company is presently engaged and also have more than 8 years of experience in other business. He is instrumental in taking major policy decision of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company	Mr. Ketan Jagdishchandra Patel, aged 45 years, is Non Executive - Non Independent Director and was appointed as an additional Non Executive Director on May 28, 2022. He holds a Bachelor's Degree in Commerce. He looks after the Accounts and financial matters of the Company. He has more than 19 of experience in this field.
Qualification	Bachelor of Engineering in Civil from Gujarat University	Bachelor's Degree in Commerce
Other Board Membership	Independent Director in Archit Organosys Limited	NIL
Committee Membership in other public companies	Member in Audit Committee and Nomination & remuneration committee of Archit Organosys Limited	NIL
Number of Shares held in the Company	21,280 Equity shares	NIL