



DEEP DIAMOND INDIA LIMITED

Regd. Office: 309, 3rd Floor, V Star Plaza, Plot No. 16, Chandavarkar Road, Borivali West, Mumbai, Maharashtra 400092 CIN: L24100MH1994PLC082609

Corporate office: 506-509 fifth floor, Apeksha, plot no. 256, Main Road, Hiran Magri, Sector 11, Udaipur, Rajasthan (313001) **Tel: 0294-3569097.**

E-mail: info.deepdiamondltd@gmail.com Website: www.deepdiamondltd.in

(BM.10/2025-2026)

Notice of the meeting of the Board of Directors

To,
The Board of Directors
Deep Diamond India Limited

Notice is hereby given that the 10th meeting of the Board of Directors of **Deep Diamond India Limited** for the Financial Year 2025-2026 will be held on shorter notice on **Tuesday, December 16, 2025, at 02.00 P.M.** (Indian Standard Time) at the Corporate Office situated at 506-509 fifth floor, Apeksha, plot no. 256, Main Road, Hiran Magri, Sector 11, Udaipur, Rajasthan (313001) to discuss various matters as set out in the agenda annexed with this notice.

The option to attend the meeting through video conferencing mode is available for the directors. Further, the Directors are requested to confirm the same.

Every Director participating through Electronic Mode will be requested to state the following namely:

1. Name.
2. The location from where he is participating.
3. That he / she has received the agenda and all the relevant material for the Meeting.
4. That no one other than the Director concerned is attending or having access to the proceedings of the Meeting at the location mentioned in (b) above, and
5. He / She is able to hear and see the other participants clearly at the Meeting.

The Chairman of the Board shall conduct the Meetings of the Board. If the Chairman is unable to attend the Meeting, the Directors present at the Meeting shall elect one of themselves to chair and conduct the Meeting, unless otherwise provided in the Articles.

A copy of the agenda of the business to be transacted at the said meeting is enclosed herewith.

We request you to kindly make it convenient to attend the meeting.

For & on behalf of
Deep Diamond India Limited

Sd/-

Narayan Singh Rathore
Managing Director

DIN: 10900646

Date: December 15, 2025.

Place: Mumbai



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Sr. No.	Agenda Item
1.	To appoint Chairman of the meeting.
2.	To grant leave of absence to directors, if any.
3.	To take note of the minutes of the previous meeting of the Board of Directors held on Thursday, November 13, 2025.
4.	To Grant Approval And Authority For The Purpose Of Change In The Name Of The Company And Consequential Alteration To MOA And AOA Of The Company
5.	To approve the modification in the objects of the issue of fully paid-up equity shares of face value ₹1 each ("Equity Shares") offered to the eligible equity shareholders of the Company on a rights basis, as approved by the Board at its meeting held on August 14, 2024.
6.	To approve increase in the borrowing limit of the Company and creation of charge and/or providing of security u/s 180(1)(c) and 180(1)(a) of the Companies Act, 2013.
7.	To increase the limits for giving Loans, giving Guarantees, providing Security in connection with any loan and / or acquire by way of subscription, purchase or otherwise the securities (in the form of Investments); by the Company in terms of Section 186 of the Companies Act, 2013.
8.	To discuss any other business with the permission of the chair.



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AGENDA NO. 01:

TO APPOINT CHAIRMAN OF THE MEETING:

Mr. Narayan Singh Rathore, Managing Director & Chairman of the Company will Chair the meeting, subject to the approval of the Board.

Thereafter the roll call for the meeting will be commenced as stated below.

Roll call for Directors participating through Electronic Mode:

Every Director participating will be requested to state the following namely:

1. Name.
2. The location from where he/she is participating.
3. That he / she has received the agenda and all the relevant material for the Meeting.
4. That no one other than the concerned Director is attending or having access to the proceedings of the Meeting at the location mentioned in (b) above and,
5. He / She is able to hear and see the other participants clearly at the Meeting.

Thereafter the Chairman of the Board shall commence and conduct the Meeting of the Board.

If the Chairman is unable to attend the Meeting, the Directors present at the Meeting shall elect one of themselves to chair and conduct the Meeting, unless otherwise provided in the Articles.

AGENDA NO. 02:

TO GRANT LEAVE OF ABSENCE:

If any Director is unable to attend the Meeting, he/she may seek a leave of absence from the Board.

A formal letter or intimation via email by any Director to the Chairperson, prior to the date of the Meeting will be taken into consideration.

AGENDA NO. 03:

TO TAKE NOTE OF THE MINUTES OF THE PREVIOUS MEETING OF THE BOARD OF DIRECTORS HELD ON THURSDAY, NOVEMBER 13, 2025.

The Minutes of the Previous Meeting of the Board of Directors held on Thursday, November 13, 2025, at the corporate office is enclosed herewith for the perusal of the Board.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the Meeting.



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The Board is further requested to note that no comments were received from the Directors on the draft minutes circulated earlier.

AGENDA NO. 04

TO GRANT APPROVAL AND AUTHORITY FOR THE PURPOSE OF CHANGE IN THE NAME OF THE COMPANY AND CONSEQUENTIAL ALTERATION TO MOA AND AOA OF THE COMPANY

The Board is hereby informed that, in alignment with the Company's long-term vision of innovation and societal well-being, the Company has undertaken a strategic shift towards the AI-based healthcare and wellness sector. After a comprehensive evaluation and development phase, the Company has successfully conceptualized and finalized the launch plan for its AI-driven wellness platform, *Deep Health AI*, leveraging advanced facial scan technology for early detection, diagnostics, and wellness insights.

In view of this significant strategic transformation, and to reflect the Company's evolving business focus, technological orientation, and future growth trajectory, the Board is requested to consider it appropriate to propose a change in the name of the Company to align with its new identity and core operations.

The Board is further informed that the company is actively engaged in the process for obtaining the trademark for the aforementioned platform named "Deep Health AI" in the form of a device mark.

Accordingly, it is proposed before the board of directors to change the name of the Company from "Deep Diamond India Limited" to "**Deep Health India Limited**" or "**Deep Health AI India Limited**" or any other name as may be approved by the Registrar of Companies.

The Board of Directors are requested to pass the following resolution with or without modification(s):

"RESOLVED THAT pursuant to Section 4, 5, 13, 14 and 15 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and other applicable rules, if any (including any statutory modification(s) or re-enactment(s), thereof for the time being in force), Regulation 45 and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Registrar of Companies, Mumbai, Ministry of Corporate Affairs, on the basis of approval of Central Registration Centre (CRC) and subject to the approval of Shareholders, Central Government and/or any other regulatory or statutory authorities, as may be required, consent of the Board be and is hereby accorded to authorize **Mr. Narayan Singh Rathore (DIN: 10900646)**, the Managing Director of the Company, to file necessary application in **Form RUN (Reserve Unique Name)** with the Ministry of Corporate Affairs for the purpose of obtaining approval for change of name of the Company from "**Deep Diamond India Limited**" to



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“**Deep Health India Limited** “ or “**Deep Health AI India Limited**” or any other name as may be approved by the Registrar of Companies.

RESOLVED FURTHER THAT, subject to the approval of Registrar of Companies for the change of name and approval of Shareholders, pursuant to the provisions of section 13 and other applicable provisions of the Act, the name clause being Clause I in the Memorandum of Association (‘MoA’) of the Company be altered accordingly and substituted by “**Deep Health India Limited** “ or “**Deep Health AI India Limited**” or any other name as may be approved and the clause I of the MOA shall appear as follows:

“I. The name of the Company is “Deep Health India Limited”

or any other approved name as may be approved by the Registrar of Companies.

RESOLVED FURTHER THAT subject to the approval of Registrar of Companies for the change of name and approval of Shareholders, in terms of Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name i.e., “**Deep Diamond India Limited**” of the Company wherever appearing and substituting it with the new name of the Company as may be approved by the concerned authority.

RESOLVED FURTHER THAT, Mr. Narayan Singh Rathore, be and is hereby authorized to sign, execute, and submit the necessary application, documents, declarations, affidavits, and to make such modifications, clarifications, or resubmissions as may be required by the Registrar of Companies or any other statutory authority.

RESOLVED FURTHER THAT the aforesaid Director be and is hereby authorized to do all such acts, deeds, and actions as it may, in its absolute discretion, consider necessary, expedient, usual, proper, or incidental for giving effect to this Resolution, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit; and to give effect to this resolution and matters incidental or ancillary thereto..”

AGENDA NO. 05

TO APPROVE THE MODIFICATION IN THE OBJECTS OF THE ISSUE OF FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹1 EACH (“EQUITY SHARES”) OFFERED TO THE ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY ON A RIGHTS BASIS. AS APPROVED BY THE BOARD AT ITS MEETING HELD ON AUGUST 14, 2024.

The Board is hereby informed that at its meeting held on August 14, 2024, the board had granted approval to raise funds by way of issuance of fully paid-up equity shares of Rs. 1 each (“Equity Shares”) to the eligible equity shareholders of the Company on a Rights basis for the purpose of using the said amount towards completion of the acquisition of M/s Oasis Ceramics Private



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Limited, repayment of the long-term borrowings of the Company and to do the redevelopment work on the lands of the Company.

The amount of the aforementioned issue were to be used for the following objectives:

Particulars	Amount in Rs. (in Lacs)	% of total proceeds
Acquisition of Oasis Ceramics Private Limited pursuant to Insolvency and Bankruptcy Code, 2016	3000.00	75.04%
To meet General corporate purposes	962.76	24.08%
To meet the expenses of the Issue	35.00	0.88%
Total	3997.76	100.00%

However after due deliberations and keeping the best interest of the company and stakeholders in mind, the Board of directors decided to invest the amount raised into equity shares of certain entities. The actual amount raised as a result of the aforementioned issue was Rs.3997.76 Lacs.

The actual Utilisation of the amount raised was conducted as follows:

Utilisation of Proceeds received from Right Issue (Rs. In Lacs)			
Particulars	As per DLOF	Actual Paid	Difference
A) Acquisition of Oasis Ceramics Private Limited pursuant to Insolvency and Bankruptcy Code, 2016	3000.00	-	3000.00
Total (A)	3000.00	-	3000.00
B) To meet General corporate purposes	962.76	201.34	761.43
Total (B)	962.76	201.34	761.43
C) To meet the expenses of the Issue	35.00	48.86	(13.86)
Total (C)	35.00	48.86	(13.86)
Total (A + B + C)	3997.76	250.20	3747.57



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Utilisation of Proceeds received from Right Issue in Other Object			
(Rs. In Lacs)			
Particulars	As per DLOF	Actual Paid	Difference
A) Investment In Equity Shares	-	2227.90	(2227.90)
Total (A)	-	2227.90	(2227.90)

Accordingly, the board is requested to consider and provide approval to the revised bifurcation framed for utilization of funds of rights issue, Rs.3997.76 (in lacs) in following manner:

Wherein,

- Further balance amount of Rs.772.1(in Lacs) of total Rs.3000 (in lacs) shall be utilized for investment in equity shares,
- Rs. 747.56 (in lacs) to be utilised to meet general corporate purposes,
- Rs.48.86 (in lacs) which has already been utilized towards expenses related to the issue originally approved of Rs.35 (in lacs)

Accordingly in view to maintain the highest standards of transparency and corporate governance the Company has decided to obtain the approval of its Board of Directors and its shareholders for the above deviation in the objectives of the rights issue.

The Board of Directors of the company are requested to consider and pass the following resolution in this regard with or without modification(s):

“RESOLVED THAT, pursuant to the provisions of Section 62 and all other applicable provisions of the Companies Act, 2013; the Companies (Share Capital and Debentures) Rules, 2014; including any statutory modification(s) or re-enactment thereof, to the extent notified for the time being in force; the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI (ICDR) Regulations”)including all other applicable regulations, circulars, notifications and guidelines, other applicable laws, regulations, policies issued by Securities and Exchange Board of India (“SEBI”); provisions of the Memorandum and Articles of Association of the Company; and subject to the approval of the shareholders , the approval of the Board of Directors be and is hereby accorded to approve the change in objectives of the rights issue of fully paid-up equity shares of Re. 1/-each (“Equity Shares”) to the eligible equity shareholders of the Company authorized by the board at its meeting held on August 14,2024 as follows:

Particulars	Amount already utilized (Rs. In Lacs)	Balance Amount available (Rs. In Lacs)
A) Utilisation of funds in other object i.e. Investment In Equity Shares	2,227.90	772.10
B) To meet General Corporate Purposes (GCP)	201.34	747.56
C) To meet the expenses of the Issue	48.86	-



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Total	2,478.10	1,519.66
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RESOLVED FURTHER THAT Mr. Narayan Singh Rathore (DIN: 10900646) The Managing Director of the Company, be and is hereby authorized to do all such acts, deeds, and actions as it may, in its absolute discretion, consider necessary, expedient, usual, proper, or incidental for giving effect to this Resolution, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit; and to give effect to this resolution and matters incidental or ancillary thereto”

AGENDA ITEM NO.06

TO APPROVE INCREASE IN THE BORROWING LIMIT OF THE COMPANY AND CREATION OF CHARGE AND/OR PROVIDING OF SECURITY U/S 180(1)(C) AND 180(1)(A) OF THE COMPANIES ACT, 2013.

The Board is hereby informed that considering the operational requirements of the company it is necessary to increase in the borrowing limit of the company and creation of charge and/or providing of security u/s 180(1)(c) and 180(1)(a) of the Companies Act, 2013,

Accordingly the Board of Directors are requested to pass the following the resolution in this regard with or without modification(s):

“**RESOLVED THAT** in supersession of the earlier resolution passed in this regard and pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and subject to the approval of shareholders, the consent of the Board of Directors of the Company be and is hereby accorded to for borrowing from time to time, such sums of money as they may deem requisite for the purposes of the business of the Company, (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business) notwithstanding that such borrowings may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount up to which the monies may be borrowed by the Board of Directors shall not exceed the sum as may be agreed in the board meeting from its existing limit of INR 100 Crores only (Rupees Hundred Crores only) or the aggregate, of its paid-up share capital, free reserves and securities premium whichever is higher.

RESOLVED FURTHER THAT, Subject to the approval of shareholders, the consent of the Board be and is hereby accorded, in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 to mortgage, pledge, create charges or hypothecate and to provide securities for the sum borrowed or to sell, lease or otherwise dispose off, the whole or substantially the whole of the undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking(s) on such



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terms and conditions and in such form and manner and with such ranking as to on the assets of the Company, both present and future as may be agreed to between the Company and the Lenders so as to secure the borrowings by the Company, together with interest costs, charges, expenses and all other monies payable by the Company to the concerned Lenders / Institutions, under the respective arrangements entered into/to be entered by the Company and/or Board.

RESOLVED FURTHER THAT the securities to be created by the Company for its borrowing as aforesaid shall rank with the security already created in the form of mortgage, pledge, hypothecation and/or charges, mortgages, pledge, hypothecation already created or to be created in future by the Company as may be agreed to between the Board and concerned parties.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, Mr. Narayan Singh Rathore (DIN: 10900646) The Managing Director of the Company be and is hereby authorized to finalize, settle and execute such documents / deeds / writings / papers/ agreements as may be required and to do all such acts, deeds, matters and things as may in its/his/their absolute discretion deem necessary, proper or desirable and to settle any questions or doubts that may arise in regard to creating security (ies)/borrowing(s) as aforesaid or other considered to be in the best interest of the Company.

AGENDA ITEM NO. 07

TO INCREASE THE LIMITS FOR GIVING LOANS, GUARANTEES, PROVIDING SECURITY IN CONNECTION WITH ANY LOAN AND / OR ACQUIRE BY WAY OF SUBSCRIPTION, PURCHASE OR OTHERWISE THE SECURITIES (IN THE FORM OF INVESTMENTS); BY THE COMPANY IN TERMS OF SECTION 186 OF THE COMPANIES ACT, 2013.

The Board is hereby informed that considering the operational requirements of the company it is necessary to increase the limits for giving Loans, giving Guarantees, providing Security in connection with any loan and / or acquire by way of subscription, purchase or otherwise the securities (in the form of Investment).

Accordingly the Board of Directors are requested to pass the following the resolution in this regard with or without modification(s):

“RESOLVED THAT, pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of the earlier resolution passed in this regard, and subject to the approval of Shareholders, the consent of the board of directors be and is hereby accorded to :

- a. Give any loan to any person or other body corporate;
- b. Give any guarantee or provide security in connection with a loan to any other body corporate or person; and



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c. Acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches.

As the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount as may be decided in the Board meeting notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Narayan Singh Rathore (DIN: 10900646) The Managing Director of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit; necessary or appropriate.”

AGENDA NO. 08

TO DISCUSS ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR:

Any other item apart from the aforementioned agenda may be taken up with the permission of the Chairperson.