



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](tel:0294-3569097).

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

(BM.08/2025-2026)

Notice of the meeting of the Board of Directors

To,
The Board of Directors
Deep Diamond India Limited

Notice is hereby given that the 08th meeting of the Board of Directors of **Deep Diamond India Limited** for the Financial Year 2025-2026 will be held on shorter notice on **Friday, October 31, 2025, at 11:30 A.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: 30.10.2025
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 Friday, October 17, 2025. |
| 4. | To consider and, if thought fit, approve the proposal for declaration and payment of an interim dividend to the shareholders of the Company. |
| 5. | To deliberate, consider and approve, if deemed appropriate, the proposal for subscribing to equity shares of Ferry Automotives Pvt. Ltd., (Associate of the Company) by converting existing loan granted to the Company. |
| 6. | To Review the Progress of the Company. |
| 7. | To discuss any other business with the permission of the chair. |



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NOTES TO AGENDA

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 Friday, October 17, 2025.

The Minutes of the Previous Meeting of the Board of Directors held on Friday, October 17, 2025, at the corporate office will be enclosed for the perusal of the Board.



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

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 consider and, if thought fit, approve the proposal for declaration and payment of an interim dividend to the shareholders of the Company.

The Company will review its financial performance for the period ended September 30, 2025 and based on the available profits and liquidity position, the management shall decide whether the Company is in a position to declare an interim dividend. The Board will accordingly consider the proposal for declaration of the same.

The Board is hereby requested to consider and if thought fit, pass the following resolution with or without modification:

"RESOLVED THAT pursuant to the provisions of Section 123(3), 179 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, the Board of Directors of the Company be and is hereby pleased to declare total interim dividend of ₹ 72,07,500 (Seventy Two Lakhs Seven Thousand and Five Hundred Rupees) being 5% on the face value of ₹ 1.00 each for the Quarter ended September 30, 2025, on the total paid-up equity share capital of ₹14,41,50,000/- (comprising **14,41,50,000 equity shares** of ₹1.00 each) to be paid out of the profits of the Company for the said quarter.

RESOLVED FURTHER THAT the said interim dividend so declared be paid to those shareholders whose names appear in the Register of Members/Beneficial Owners maintained by the Depositories as on the Record Date as may be fixed and finalized by the Board of Directors.

RESOLVED FURTHER THAT Mr. Narayan Singh Rathore, Managing Director & Chairman of the Company, be and is hereby authorized to take all necessary actions for the purpose of giving effect to this resolution, including arranging for payment/distribution of the said interim dividend to the eligible shareholders and filing necessary e-forms with the Registrar of Companies."

Agenda No. 05:

To deliberate, consider and approve, if deemed appropriate, the proposal for subscribing to equity shares of Ferry Automotives Pvt. Ltd. (Associate of the Company) by converting existing loan granted to the Company.

The Company had earlier extended a loan to its Associate Company, Ferry Automotive Private Limited to support its business operations and growth. The management of the Associate Company is considering



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conversion of the said outstanding loan amount into equity shares, to strengthen its capital base and improve its debt-equity position.

The Board is requested to discuss the proposal for subscribing to equity shares of Ferry Automotives Private Limited by way of conversion of the said outstanding loan amount into equity share capital, subject to such terms and conditions as may be mutually agreed between the parties and in compliance with applicable provisions of the Companies Act, 2013 and other relevant regulations.

The Board is requested to consider and, if deemed appropriate, to pass the following resolution, with or without modification(s):

“RESOLVED THAT, pursuant to the provisions of Sections 179(3)(e), 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder, and subject to such terms and conditions as may be mutually agreed upon between the parties, the consent of the board of directors of the Company be and hereby accorded to subscribe in the equity shares of Ferry Automotives Pvt. Ltd., an Associate Company, by way of conversion of the existing loan amounting to ₹1,58,62,595.21 (One Crore Fifty Eight Lakhs Sixty Two Thousand Five Hundred and Ninety Five Rupees) earlier granted by the Company to Ferry Automotives Pvt. Ltd.

RESOLVED FURTHER THAT such conversion shall be effected in accordance with the applicable provisions of the Companies Act, 2013, and other relevant laws, regulations, and guidelines as may be in force, and upon such valuation, terms, and conditions as may be finalized and mutually agreed upon between the Company and Ferry Automotives Private Limited.

RESOLVED FURTHER THAT, Mr. Narayan Singh Rathore or any other director of the Company be and are hereby authorized to negotiate, finalize, and execute all such agreements, documents, deeds, and papers, and to do all such acts, deeds, and things as may be deemed necessary or expedient to give effect to this resolution, including the filing of necessary e-forms with the Registrar of Companies and other statutory authorities.”

Agenda No. 06:

To Review the Progress of the Company.

The Chairperson of the Company shall brief the Board on the performance of the Company up to the current date.

The Board is requested to deliberate upon the same and take note thereof.



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Agenda No. 07:

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.