

August 8, 2025

BSE Limited

P. J. Towers, 25th Floor,
Dalal Street, Fort, Mumbai - 400 001
BSE Scrip Code: 544331

Sub.: Outcome of the Board Meeting of Davin Sons Retail Limited (“Company”)

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) & Our Prior Intimation of Board Meeting dated August 5, 2025 under Regulation 29(1) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Davin Sons Retail Limited (Security Id.: DAVIN, Security Code: 544331)

Dear Sir/Madam,

In accordance with Regulation 30 of the SEBI Listing Regulations read with Schedule - III thereto, we wish to inform you that the Board of Directors of the Company at its meeting held today i.e., Friday, August 8, 2025 at 04:00 p.m. inter-alia has considered and approved the following:

- a. To increase the Authorised Share Capital of the Company from present ₹ 6,00,00,000/- (Rupees Six Crore only) divided into 60,00,000 (Sixty Lakh) Equity Shares of ₹ 10/- each to ₹ 10,00,00,000/- (Rupees Ten Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹ 10/- each by creating additional no(s) 40,00,000 (Forty Lakh) Equity Shares of ₹ 10/- each, subject to the subject to the necessary approvals including approval of the shareholders in the ensuing Extra Ordinary General Meeting (“EOGM”) of the Company.
- b. Issue of not exceeding 19,25,000 (Nineteen Lakh Twenty-Five Thousand) Equity Shares at a price of ₹ 25/- (Rupees Twenty-Five only) each to the Promoter/ Promoter Group of the Company and certain identified non-promoter persons / entities by way of preferential allotment, subject to the approval of the shareholders in the ensuing EOGM of the Company.
- c. Issue of not exceeding 11,50,000 (Eleven Lakh Fifty Thousand) convertible warrants at a price of ₹ 25/- (Rupees Twenty-Five only) each to the Promoter/ Promoter Group of the Company by way of preferential allotment, subject to the approval of the shareholders in the ensuing EOGM of the Company.
- d. Convene an Extra-Ordinary General Meeting on Tuesday, the 9th day of September, 2025 at 3:00 p.m. through Video Conferencing / other Audio Visual means to discuss the matters mentioned in the Notice of said EOGM to seek approval of the shareholders for all the above proposals.

A detailed disclosure in adherence to SEBI Listing Regulations read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 issued by Securities and Exchange Board of India is disclosed in *Annexure-A*.

The Meeting of the Board of Directors, which commenced at 04:00 p.m. concluded at 07:35 p.m.
Please take a note of the same and oblige.

Thanking You,

For Davin Sons Retail Limited

Mohit Arora
Managing Director
DIN:07231072

Annexure A

Disclosure Pursuant to SEBI LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Sr. No.	Particulars	Information
a)	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares and Warrants carrying a right to subscribe 1 (one) equity share per warrant upon conversion
b)	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified Institutions placement, preferential allotment etc.)	Preferential Allotment
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	(i) Equity Shares – 19,25,000 (ii) Warrants – 11,50,000 (each convertible into, or exchangeable for 1 (one) fully paid-up equity share of the Company having face value of ₹ 10/- each) at a price of ₹ 25/- (Rupees Twenty-Five only) aggregating to ₹ 7,68,75,000/- (Rupees Seven Crore Sixty-Eight Lakh Seventy-Five only). For Warrants an amount equivalent to 25% (Twenty-Five percent) of the per warrant price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy-Five percent) of the per warrant price shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (One) or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.
d)	Additional details to the stock exchange(s):	
	i) Names of the investors	Kindly refer Annexure I
	ii) Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	➤ Number of Investor(s): 10 ➤ Percentage of post allotment shareholding: Annexure I ➤ Issue price: ₹ 25/- pe Equity Share and Warrant Further, an amount equivalent to 25% (Twenty-Five percent) of the per Warrant shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy-Five



DAVINSONS
RETAIL LTD.
DAVIN SONS RETAIL LIMITED
CIN: L14101DL2022PLC393510

		percent) of the per Warrant shall be payable to the Company at the time of issue and allotment of the equity shares upon exercise of the option attached to the relevant Warrant. The Warrants are exercisable, in 1 (One) or more tranches only within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised.
	iii) In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	The proposed Warrants are liable to be converted into equal number of Equity Shares of Face Value of ₹ 10/- each, at an issue price of ₹ 25/- per equity share on or before 18 (Eighteen) months from the date of allotment of Warrants, failing which the amount paid on such Warrants along with the non-converted Warrants stands forfeited.
	iv) Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable

Annexure I

Name of the Proposed Allottee	Pre-Issue Holding		Maximum No. of Equity Shares to be Allotted	Maximum No. of Warrants to be Allotted	Post-Issue Holding^	
	No.	%			No.	%
A. Promoter and Promoter Group						
Mohit Arora	19,26,126	36.60	3,00,000	6,50,000	28,76,126	34.50
Nohit Arora	5,84,130	11.10	2,75,000	5,00,000	13,59,130	16.30
Total (A)	25,10,256	47.70	5,75,000	11,50,000	42,35,256	50.80
B. Others						
Vansha Wealth Management Private Limited	--	--	3,30,000	--	3,30,000	3.96
Gaurav Jain HUF	--	--	3,00,000	--	3,00,000	3.60
RNR Wealth Management Private Limited	--	--	2,30,000	--	2,30,000	2.76
Swanand Suresh Phand	--	--	2,00,000	--	2,00,000	2.40
HBPA Tradex Private Limited	--	--	1,30,000	--	1,30,000	1.56
Deepak Gupta	--	--	1,00,000	--	1,00,000	1.20
Saurabh Agarwal	--	--	50,000	--	50,000	0.60
Karan Gulshan Sapra	--	--	10,000	--	10,000	0.12
Total (B)	--	--	13,50,000	--	13,50,000	16.19
Total (A+B)	25,10,256	47.70	19,25,000	11,50,000	55,85,256	66.99

[^]assuming that all the Warrants proposed to be issued are subscribed and converted into equity shares.