

03.01.2024

To,
The Manager - Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051
Tel No. 022-2659 8237 /38
Symbol: DHAMPURSUG

The General Manager – DSC
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai: 400001
Tel No.022-22722039/37/3121
Security Code: 500119

Dear Sir,

Outcome of Board Meeting

In furtherance of our intimation letter dated 31st December, 2023 and in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations") read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, this is to inform that the Board of Directors of Dhampur Sugar Mills Limited (the "Company") at its meeting held today i.e., 3rd January 2024, has considered and approved:

a) the proposal for buyback of fully paid-up equity shares of the Company having a face value of Rs. 10 (Rupee Ten Only) ("**Equity Shares**") from all shareholders/ beneficial owners of the Equity Shares of the Company, including promoters and members of the promoter group, as on record date, as mentioned below, on a proportionate basis, through the "tender offer" route, using mechanism for acquisition of shares through Stock Exchange as prescribed under Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "**Buyback Regulations**") and such other circulars or notifications issued by the Securities and Exchange Board of India and the Companies Act, 2013 and rules made thereunder, as amended from time to time.

b) The details of Buyback as required under Regulation 30 are as under:

Sr. No.	Heads	Details
1	Number of securities proposed for buyback	10,00,000 (Ten Lakhs only) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each
2	Number of securities proposed for buyback as a percentage of existing paid up capital.	1.5063%
3	Buyback price (per equity share)	Rs. 300 (Rupees Three Hundred only)

DHAMPUR SUGAR MILLS LTD.

6th Floor, Max House, Okhla Phase III, Okhla Indl. Area, New Delhi - 110020
+91-11-41259400, 41259490 | www.dhampursugar.com

CIN: L15249UP1933PLC000511

Regd. Office: P.O. Dhampur, Dist. Bijnor - 246761 (U.P.)

4	Buyback Offer Size	Rs. 30,00,00,000 (Rupees Thirty Crores only) excluding expenses incurred or to be incurred for the Buyback viz. brokerage cost, fees, turnover charges, applicable taxes such as, Buyback tax, securities transaction tax, goods and services tax (if any), stamp duty, printing and dispatch expenses, if any, filing fees payable to the Securities and Exchange Board of India (“SEBI”) any other Appropriate Authorities, Stock Exchange charges, advisor/legal fees, public announcement publication expenses and other incidental and related expenses and charges.
5	Actual securities in number and percentage of existing paid up capital bought back;	The resultant Equity Shares to be bought back at the Buyback Offer Price shall not exceed 10,00,000 (Ten Lakhs only) fully paid-up equity shares, representing 1.5063% of the total number of Equity Shares in the total paid up equity capital of the Company.
6	Pre & Post shareholding pattern	The details of the pre-Buyback shareholding pattern of the Company are enclosed as Annexure I. Further, please note that the details regarding the post-buyback shareholding pattern have not been provided since the actual number of Equity Shares that will be bought back and category of shareholders from whom the Equity Shares will be bought back cannot be determined at this stage.

c) The Buyback Offer Size represents 2.89% and 2.88% of the aggregate of the Company’s fully paid-up equity capital and free reserves based on both latest standalone and consolidated audited financial statements of the Company, respectively, for the financial year ended on 31st March, 2023, which is less than 10% of the aggregate of the total paid-up capital and free reserves of the Company in accordance with Regulation 4(i) read with provision to Regulation 5(i)(b) of the SEBI Buyback Regulations. Since the proposed buyback is of less than 10% of the total paid up equity capital and free reserves of the Company, the approval of shareholders is not required.

d) The public announcement setting out the process, timelines and other statutory details will be released in due course in accordance with the Buyback Regulations.

- e) The Board has constituted a committee called “Buyback Committee” and delegated its powers to do such acts, deeds, matters, and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in relation to the proposed Buyback. The Board has appointed Ms. Aparna Goel, Company Secretary as the Compliance Officer for the purposes of the proposed Buyback.
- f) The Board has appointed Centrum Capital Limited, as the merchant banker to the Buyback or manager to the Buyback in accordance with the Companies Act, as amended and Buyback Regulations.
- g) Pursuant to Regulation 42 of the SEBI Listing Regulations and Regulation 9(i) of the Buyback Regulations, the Board of Directors of the Company has fixed Wednesday, 17th January, 2024, as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who shall be eligible to participate in the Buyback.

The above information will also be available on the website of the Company, i.e., www.dhampursugar.com. The Board Meeting commenced at 04:00 P.M. and concluded at 05:05 P.M.

Kindly take the above information on record.

Thanking you,
For Dhampur Sugar Mills Limited

Aparna Goel
Company Secretary
M. No. 22787

Pre-Buyback Shareholding Pattern of the Company as on Friday, 29th December, 2023:

Category of Shareholder	Pre-Buy Back		
	No. of Shareholders	No. of Equity Shares	% to the existing equity share capital of the Company
Promoters & Promoter Group along with persons acting in concert, (collectively "the Promoters")	12	32585637	49.08
Foreign Investors (including Non-Resident Indians, FIIs and Foreign Mutual Funds)	1025	4708251	7.09
Financial Institutions / Banks & Mutual Funds promoted by Banks Institutions/ AIFs/ Insurance Companies	17	300796	0.45
Others (Public, Public Bodies Corporate etc.)	78456	28792906	43.38
Total	79510	66387590	100

Note: The post Buyback shareholding pattern of the Company shall be ascertained subsequently.