

**Date:** April 02, 2025

**To,**

**The Manager – Listing  
Dept of Corp. Services,  
BSE Limited  
P.J. Towers, Dalal Street, Fort,  
Mumbai – 400 001  
Scrip Code: 543593**

**The Manager – Listing  
National Stock Exchange of India Ltd.  
Exchange plaza, Bandra Kurla Complex  
Bandra East  
Mumbai – 400 051  
Symbol: DBOL**

Dear Sir/Mam,

**Sub: Outcome of Board Meeting held on April 02, 2025**

Pursuant to the provisions of the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (herein after referred to as “**Listing Regulations**”), we wish to inform you that, the Board of Directors at its Meeting held today i.e. Wednesday, April 02, 2025, has inter-alia approved the following:

- i) Pursuant to the recommendations of the Nomination and Remuneration Committee (“NRC”), the Board approved the Employees Stock Option Scheme 2025 (“ESOS 2025”), subject to approval of the shareholders of the Company, as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as “**Annexure – I**”.

- ii) Change of name of the Company from “**Dhampur Bio Organics Limited**” to “**Divija Bio Organics Limited**”, subject to the approval of shareholders;

And Alteration of the relevant clauses of the Memorandum of Association (MOA) and Articles of Association (AOA) of the Company pursuant to Change of Name, subject to the approval of shareholders;

Further, the brief details of alteration in MOA and AOA as required under Regulation 30 of the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as “**Annexure – II**”.

- iii) Notice of Postal Ballot for obtaining Shareholders approval by means of remote e-voting.
- iv) Noted capacity enhancement of Country Liquor plant at Unit Asmoli, Uttar Pradesh to 8 million cases per year.

The meeting of the Board of Directors of the Company commenced at 05:35 P.M. (IST) and concluded at 06:25 P.M. (IST).

You are requested to take the above information on record.

Your Sincerely,  
**For Dhampur Bio Organics Limited**

**Ashu Rawat**  
**Company Secretary & Compliance Officer**

**Annexure-I**

**Disclosure details in relation to approval of Employee Stock Option Scheme 2025:**

<b>S. No.</b>	<b>Particulars</b>	<b>Description</b>
a.	Brief details of options granted	The total number of stock options proposed to be granted under the ESOS 2025 shall not exceed 33,19,350 (Thirty Three Lakhs Nineteen Thousand Three Hundred and Fifty Only) equity shares
b.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes, the ESOS 2025 is in terms of SEBI (Share Based Employee Benefits And Sweat Equity) Regulations, 2021
c.	Total number of shares covered by these options	Total number of equity shares covered under the Options shall not exceed 33,19,350 (Thirty Three Lakhs Nineteen Thousand Three Hundred and Fifty Only) equity shares.
d.	Pricing formula	The Exercise Price per Option shall be determined by the Committee at the time of Grant which shall not be less than the face value and shall not be more than the Market Price of the Share as on the Grant Date. In case the grant price is at a deep discount to the market price, such grant will also include a performance criteria for vesting, else at the time of Grant, the maximum discount will be up to 25% (Twenty-Five) from the Market Price of the Shares as on the date of Grant.
e.	Options vested	Not applicable at this stage
f.	Time within which option may be exercised	The exercise period for vested Options shall be a maximum of 7 (seven) years commencing from the relevant date of vesting of Options, or such other shorter period as may be prescribed by the Committee at time of grant.

g.	Options exercised	Not applicable at this stage
h.	Money realized by exercise of options	
i.	The total number of shares arising as a result of exercise of option	
j.	Options lapsed	
k.	Variation of terms of options	
l.	Brief details of significant terms	<p>The Scheme contemplates grant of Option to the eligible employees (including Directors) of the Company, its subsidiary company(ies), as may be determined in due compliance of SBEB Regulations and provisions of the Scheme. After vesting of Options, the eligible employees earn a right (but not obligation) to exercise the vested Options within the exercise period and obtain equity shares of the Company subject to payment of exercise price and satisfaction of any tax obligation arising thereon. The eligible employees are expected to benefit in line with creation of value for the shareholders.</p> <p>The Nomination and Remuneration Committee ("Committee") of the Company shall supervise the Scheme. All questions of interpretation of the Scheme shall be determined by the Committee and such determination shall be final and binding upon all persons having an interest in the Scheme. Whereas the Trust shall administer the Scheme.</p>
m.	Subsequent changes or cancellation or exercise of such options	Not applicable at this stage
n.	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not applicable at this stage

**Annexure-II****Brief Summary of Amendments in Memorandum of Association ("MOA") and Articles of Association ("AOA") of the Company: -**

The Board of Directors has considered and approved, subject to the approval of shareholders, the change of name of the Company from "**Dhampur Bio Organics Limited**" to "**Divija Bio Organics Limited**" in its meeting held today i.e., Wednesday, April 02, 2025.

The alteration and substitution of the following clauses of the Memorandum of Association and Articles of Association of the Company to be made:

1. The existing Clause I of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as Clause I:

I. The name of the Company is **DIVIJA BIO ORGANICS LIMITED**.

2. In the existing Article I in the Articles of Association, name of the Company be altered and substituted by the name **DIVIJA BIO ORGANICS LIMITED**

3. The name '**Dhampur Bio Organics Limited**' wherever it appears in the Memorandum of Association and Articles of Association of the Company be substituted by the name '**Divija Bio Organics Limited**'.