

Ref. No.CO:CS:RC:2023-24:231

December 8, 2023

BSE Limited  
Listing Department,  
P J Towers, 1<sup>st</sup> floor Dalal Street.  
Mumbai 400 001

National Stock Exchange of India Limited  
Listing Department, Exchange Plaza, 5th floor,  
Plot No. C/1, G Block,  
Bandra – Kurla Complex,  
Bandra (East), Mumbai 400 051

Scrip Code: 532772

NSE Symbol: DCBBANK

Dear Sir/Madam

**Sub: Outcome of Board Meeting of DCB Bank Limited (“the Bank”) held on December 8, 2023**

**Ref: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘SEBI Listing Regulations’) with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.**

Further to the prior intimation made by the Bank under Regulation 29 of the SEBI Listing Regulations on Monday, December 4, 2023 and pursuant to Regulation 30 of SEBI Listing Regulations, we wish to inform you that the Board of Directors (“the Board”) of the Bank at its meeting held today i.e., on Friday, December 8, 2023 has, *inter-alia*, considered and approved the following:

**1. To Issue, Offer and Allot Equity Shares on Preferential basis**

Subject to approval of the shareholders of the Bank and such other regulatory and / or statutory approvals, as may be applicable, the Board has approved to issue, offer and allot up to 60,58,394 (Sixty Lakhs Fifty Eight Thousand Three Hundred Ninety Four Only) equity shares of face value of INR 10/- each (‘Subscription Shares’), on a preferential basis, to Aga Khan Fund for Economic Development S.A. (AKFED), one of the promoters of the Bank (‘Proposed Allottee’), for cash, at an issue price of INR 137/- per Subscription Share (face value of INR 10/- and premium of INR 127/- per Subscription Share), for a total consideration of up to INR 83,00,00,000 (Indian Rupees Eighty Three Crores Only) (‘Preferential Issue’), in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and other applicable laws.

The details regarding the issuance of securities as required pursuant to the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are set out in Annexure 1 to this letter.

**2. Issue of notice by Postal Ballot**

The Board has approved conducting a Postal Ballot to seek approval of the shareholders of the Bank for the aforesaid Preferential Issue. The Board has also approved the draft Postal Ballot notice to be issued to the shareholders of the Bank seeking their approval for Preferential Issue.

Please note that the trading window for dealing in securities of the Bank shall remain closed for the Designated Persons (including their immediate relatives) of the Bank in terms of the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and the code of conduct of the Bank for prohibition of insider trading till 48 hours after dissemination of this announcement.

The meeting of the Board commenced at 4.30 p.m. and the above proposals were approved by the Board at 6.30 p.m. and thereafter the Board meeting continued for consideration of other agenda items.

We request you to kindly take the above on record.

Yours faithfully

For DCB BANK LIMITED

Rubi Chaturvedi  
Company Secretary &  
Compliance Officer

Encl: As above

## ANNEXURE 1

SR NO	PARTICULARS OF DISCLOSURE	DISCLOSURE					
1.	Type of securities proposed to be issued	Equity Shares					
2.	Type of issuance	Preferential Issue in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), as amended and other applicable law					
3.	Total number of securities proposed to be issued and the total amount for which securities will be issued	Up to 60,58,394 (Sixty Lakhs Fifty Eight Thousand Three Hundred Ninety Four Only) equity shares having face value of INR 10/- each, for issue price of INR 137/- (Indian Rupees One Hundred Thirty Seven Only) per equity share (face value of INR 10/- and premium of INR 127/- (Rupees One Hundred Twenty Seven Only)) for a total consideration of up to INR 83,00,00,000 (Indian Rupees Eighty Three Crores Only).					
4.	Details to be furnished in case of preferential issue						
	(a) Name of the investors	Aga Khan Fund For Economic Development SA (AKFED)					
	(b) Issue Price	The issue price is INR 137/- per equity share  (Floor price determined as per the ICDR Regulations is 119.20 per equity share)					
	(c) Post allotment of securities, outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Name of Proposed Allottee	Category	Pre-issue shareholding structure		Post issue shareholding structure	
No.				%	No.	%	
		Aga Khan Fund for Economic Development SA	Promoter	4,37,50,052	14.02%	4,98,08,446	15.66%
	(d) In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not applicable					