



October 19, 2021

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
BSE Code: 500645

Listing Department
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra - Kurla Complex, Bandra (E),
Mumbai – 400 051
NSE Code: DEEPAKFERT

Subject: Proposed qualified institutions placement of equity shares of face value Rs. 10 each, (the “Equity Shares”), of Deepak Fertilisers and Petrochemicals Corporation Limited, (the “Company”), pursuant to the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) and Section 42 of the Companies Act, 2013, each as amended and the rules made thereunder (“QIP” or “Issue”)

Dear Sir/Madam,

This is to inform you that subsequent to the approval accorded by the Board of Directors of the Company, at its meeting held on May 28, 2021, and approval of the shareholders of the Company by way of a special resolution passed on August 26, 2021, for raising of funds through various modes including by way of QIP, the Securities Issue Committee of the Board of Directors of the Company (“**Securities Issue Committee**”) has, at its meeting held today i.e. October 19, 2021, *inter alia*, passed resolutions in connection with the following:

- (i) raising of funds by way of issue of Equity Shares, through a qualified institutions placement, in accordance with the SEBI ICDR Regulations;
- (ii) authorizing the opening of the Issue today i.e. on October 19, 2021;
- (iii) approval of floor price for the Issue being ₹ 422.48 per Equity Share, based on the pricing formula as prescribed under Regulation 176 of the SEBI ICDR Regulations; and
- (iv) approving the preliminary placement document dated October 19, 2021, together with the application form, in connection with the Issue;

We further wish to inform you that the ‘*relevant date*’ for the purpose of the Issue, in terms of Regulation 171(b)(i) of the SEBI ICDR Regulations, is October 19, 2021 and the floor price in respect of the Issue has been determined according to the same, based on the pricing formula as prescribed under Regulation 176(1) of the SEBI ICDR Regulations. The Company may at its discretion offer a discount of not more than 5% on the floor price for the Issue in accordance with the SEBI ICDR Regulations.



Further, we wish to inform you that a meeting of the Securities Issue Committee is scheduled to be held on October 22, 2021 to *inter alia* consider and approve the issue price, including a discount, if any thereto, and to consider, determine, and approve the date of closing of the Issue, pursuant to the approval of the shareholders of our Company accorded through their resolution passed on August 26, 2021 for the Equity Shares to be allotted to qualified institutional buyers, pursuant to the Issue, as permitted under the SEBI ICDR Regulations.

In relation to the QIP, we will file the preliminary placement document with your office today.

Please note that the trading window of the Company is closed as intimated *vide* our letter dated September 29, 2021.

The meeting of the Securities Issue Committee commenced at 4.40 p.m and concluded at 6.10 p.m.

We request you to kindly take this on records, and the same be treated as compliance under Regulation 29(1) and 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, as amended.

A certified copy of the resolution passed by the Securities Issue Committee deciding to open the proposed QIP is enclosed for your information and records.

Yours faithfully,

**FOR DEEPAK FERTILISERS
AND PETROCHEMICALS CORPORATION LIMITED**

**Ritesh Chaudhry
Company Secretary**

Encl: as above



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SECURITIES
ISSUE COMMITTEE OF THE COMPANY AT THE MEETING HELD ON 19TH
OCTOBER, 2021**

ISSUE OPENING, RELEVANT DATE, FLOOR PRICE AND DISCOUNT

“RESOLVED THAT pursuant to the special resolution passed by the shareholders of the Company on 26th August, 2021 under Section 42 and 62 and other applicable provisions of the Companies Act, 2013, as amended, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **“SEBI ICDR Regulations”**), the proposed issue of equity shares of the Company of face value of ₹ 10 each (the **“Equity Shares”**) to eligible qualified institutional buyers through a qualified institutions placement under Chapter VI of the SEBI ICDR Regulations and Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, each as amended (the **“Issue”**) be opened today, i.e. 19th October, 2021, for receiving bids in connection with the Issue and that the Committee shall determine the Issue closing date and the price at which Equity Shares will be issued and allotted in the Issue (the **“Issue Price”**) at a meeting of this Committee to be held on or after 22nd October, 2021, in accordance with Chapter VI of the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

RESOLVED FURTHER THAT in respect of the Issue, the ‘relevant date’ for the determination of the floor price at which the Equity Shares shall be issued pursuant to the Issue, in accordance with the terms of Regulation 171(b)(i) of the SEBI ICDR Regulations, shall be the date of this resolution i.e. 19th October, 2021 (the **“Relevant Date”**).

RESOLVED FURTHER THAT the floor price of ₹ 422.48 per Equity Share (the **“Floor Price”**) for the Issue, as calculated based on the pricing formula prescribed under Regulation 176(1) of the SEBI ICDR Regulations and other applicable provisions of the SEBI ICDR Regulations, and based on the certificate received from P G BHAGWAT LLP, Chartered Accountants, the statutory auditors of the Company, for determination of Floor Price, be and is hereby approved and taken on record by the Committee.

RESOLVED FURTHER THAT in accordance with the proviso to Regulation 176(1) of the SEBI ICDR Regulations and pursuant to the special resolution passed by the shareholders of the Company on 26th August, 2021 be and are hereby authorised to offer a discount of not more than 5% on the Floor Price, on behalf of the Company.

RESOLVED FURTHER THAT Mr. S. C. Mehta, Chairman & Managing Director, Mr. Amitabh Bhargava, President & CFO, Mr. Abhijit Majumdar, EVP- (Finance, Planning & Controlling) and Mr. Ritesh Chaudhry, Vice President & Head – Legal & Secretarial & Company Secretary be and are hereby severally authorised to do all such acts, deeds and things, as may be required to give effect to the above resolutions.



RESOLVED FURTHER THAT the Committee hereby approves execution of various deeds, documents, confirmations, undertakings, declarations, appointment letters, mandates, authority letters, powers of attorney, forms, other letters and other papers as may be required and to undertake all such acts as are necessary or appropriate in order to complete the Issue, including but not limited to issuing a prior intimation to BSE Limited and National Stock Exchange of India Limited (the “**Stock Exchanges**”) in relation to determination of the Issue price, including a discount, if any thereto, in accordance with the SEBI ICDR Regulations, of the Equity Shares to be allotted to qualified institutional buyers, pursuant to the Issue, and that Mr. S. C. Mehta, Chairman & Managing Director, Mr. Amitabh Bhargava, President & CFO and Mr. Ritesh Chaudhry, Vice President & Head – Legal & Secretarial & Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things, as may be required including but not limited to liaising with BRLM, lawyers, advisors, escrow bankers, printers, the Stock Exchanges, the Securities and Exchange Board of India (the “**SEBI**”), the Registrar of Companies, Maharashtra, other government and non-government authorities, nodal agencies and all such other agencies, person or persons, to give effect to the above resolutions, including all such acts, deeds, matters and things as may be required by the Stock Exchanges, SEBI or any other governmental or regulatory authority and making necessary applications including for listing of the Equity Shares, in connection with the Issue.

RESOLVED FURTHER THAT the Company Secretary of the Company and Mr. Amitabh Bhargava, President & Chief Financial Officer is authorized to certify the true copy of the aforesaid resolutions and forward the same to the Stock Exchanges and/or other concerned person or authorities for their record and necessary action.

CERTIFIED TRUE COPY

**For Deepak Fertilisers
And Petrochemicals Corporation Limited**

**Ritesh Chaudhry
Company Secretary**



Purpose: For Submission with Stock Exchanges



**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE SECURITIES
ISSUE COMMITTEE OF THE COMPANY AT THE MEETING HELD ON 19TH
OCTOBER, 2021**

APPROVAL OF THE PRELIMINARY PLACEMENT DOCUMENT

“**RESOLVED THAT** the draft of the Preliminary Placement Document dated 19th October, 2021 in relation to the Issue (which includes disclosures prescribed in Form PAS-4 under the Companies Act, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Schedule VII of the SEBI ICDR Regulations, including the indicative application form annexed herewith, circulated to this Committee, be and is hereby finalized, adopted and approved for filing with Stock Exchanges where the Equity Shares to be allotted in the Issue will be listed, and any other regulatory authority, as may be required.

RESOLVED FURTHER THAT Mr. S.C. Mehta, Chairman & Managing Director, Mr. Amitabh Bhargava, President & CFO and Mr. Ritesh Chaudhry, Vice President & Head – Legal & Secretarial & Company Secretary are hereby severally authorized to sign the Preliminary Placement Document on behalf of the Board and the Company, make such confirmations and declarations (including the ones on the declaration pages) on behalf of the Company, as may be required in relation to the Preliminary Placement Document, make any changes to the Preliminary Placement Document that they, in their absolute discretion, think fit and also to effect and/ or carry out such alterations, additions, omissions, variations, amendments or corrections in the Preliminary Placement Document as may be necessary or desirable.

RESOLVED FURTHER THAT a copy of the foregoing resolution and the Preliminary Placement Document be forwarded to, or filed with the concerned authorities, as may be required.

RESOLVED FURTHER THAT Mr. S.C. Mehta, Chairman & Managing Director, Mr. Amitabh Bhargava, President & CFO, Mr. Abhijit Majumdar, EVP- (Finance, Planning & Controlling) and Mr. Ritesh Chaudhry, Vice President & Head – Legal & Secretarial & Company Secretary be and are hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolutions, including but not limited to, the circulation and delivery to investors, and the filing with the Stock Exchanges of the Preliminary Placement Document, intimation to the Stock Exchanges in relation to the above, the circulation of application form(s) to prospective investors, receipt of filled up application forms, issuance of confirmation of allocation notes to investors identified for allotment, the filing of necessary returns and particulars with concerned regulatory authorities including the Registrar of Companies, Maharashtra, the Securities and Exchange Board of India and the Stock Exchanges.”

CERTIFIED TRUE COPY

**For Deepak Fertilisers
And Petrochemicals Corporation Limited**

**Ritesh Chaudhry
Company Secretary**



Purpose: For Submission with Stock Exchanges