



Date: March 29, 2025

Scrip Code - 533520

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

YAARI

National Stock Exchange of India Limited

‘Exchange Plaza’,
Bandra-Kurla Complex, Bandra (East)
MUMBAI – 400 051

Sub: Summary of Proceedings of Meeting of Equity Shareholders of Yaari Digital Integrated Services Limited (“the Company”) held pursuant to the directions of National Company Law Tribunal, Chandigarh Bench, vide its Order dated January 29, 2025, on Saturday, March 29, 2025.

Ref: Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”).

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI Listing Regulations, we submit the following:

Pursuant to the directions of the Hon’ble National Company Law Tribunal, Chandigarh Bench (“NCLT”), vide its Order dated January 29, 2025 (“NCLT Order”), a meeting of Equity Shareholders of **Yaari Digital Integrated Services Limited (“the Company”)** was held on Saturday, March 29, 2025 at 12:30 P.M. (“**Meeting**”) for the purpose of approving the Scheme of Arrangement amongst Dhani Services Limited (Amalgamating Company 1 / DSL), Indiabulls Enterprises Limited (Amalgamating Company 2 / IEL), Savren Medicare Limited (Amalgamating Company 3), Auxesia Soft Solutions Limited (Amalgamating Company 4), Gyansagar Buildtech Limited (Amalgamating Company 5), Pushpanjli Finsolutions Limited (Amalgamating Company 6), Devata Tradelink Limited (Amalgamating Company 7), Evinos Developers Limited (Amalgamating Company 8), Milky Way Buildcon Limited (Amalgamating Company 9), Indiabulls Consumer Products Limited (Amalgamating Company 10), Indiabulls Infra Resources Limited (Amalgamating Company 11), Jwala Technology Systems Private Limited (Amalgamating Company 12), Mabon Properties Limited (Amalgamating Company 13), YDI Consumer India Limited (Amalgamating Company 14), Indiabulls General Insurance Limited (Amalgamating Company 15), Indiabulls Life Insurance Company Limited (Amalgamating Company 16), Juventus Estate Limited (Amalgamating Company 17), India Land Hotels Mumbai Private Limited (Demerged Company), Indiabulls Pharmacare Limited (Resulting Company 1) with and into Yaari Digital Integrated Services Limited (Amalgamated Company / Resulting Company 2) and their respective shareholders and creditors (“**Scheme of Arrangement**” / “**Scheme**”). The Meeting was commenced at 12:30 P.M.

Mr. Balraj Joshi, Chairperson appointed by Hon’ble NCLT, chaired the Meeting. Mr. Arav Gupta, Alternate Chairperson appointed by Hon’ble NCLT Co-chaired the Meeting. Hon’ble NCLT appointed Scrutinizer Mr. GS Sarin, Practicing Company Secretary also joined the Meeting. Mr. Kubier Khera, Chief Executive Officer and Whole-time Director, Mr. Akhil Malhotra, Chief Financial Officer, Mr. Sachin Ghanghas, Secretary of the Company and representatives of the advisors to the Scheme were also present in the Meeting.

Yaari Digital Integrated Services Limited

Registered Office: 5th Floor, Plot No. 108, IT Park, Udyog Vihar, Phase 1, Gurgaon – 122016, Haryana | **Tel/Fax:** 0124 6685800

Corporate Office: One International Center (formerly IFC), Tower - 1, 4th Floor, S. B. Marg, Elphinstone (W), Mumbai – 400013, Maharashtra | **Tel:** 022 62498580 | **Fax:** 022 61899600
CIN: L51101HR2007PLC077999, **Website:** www.yaari.com, **Email:** dhanisecretarial@dhani.com



Mr. Balraj Joshi occupied the chair and welcomed the Members to the Meeting. He informed the members that this Meeting was convened through video-conference pursuant to and in terms of Hon'ble NCLT Order dated January 29, 2025, to seek their approval, as shareholders of the Company, to the Scheme of Arrangement proposed by the Company, inter-alia, involving the amalgamation of Dhani Services Limited and Indiabulls Enterprises Limited along with certain other subsidiaries of Dhani Services Limited and the Company, as mentioned in the Scheme, with Yaari Digital Integrated Services Ltd and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, being subject matter of first motion petition bearing no. C.A.(CAA) 20/Chd/Hry/2024.

He further apprised the members that quorum requirement of this Meeting stands modified by Hon'ble National Company Law Appellate Tribunal ('NCLAT'), New Delhi, vide its order dated February 28, 2025, to the effect that the quorum for this Meeting shall be in accordance with provisions of Section 103 of the Companies Act, 2013 and will include the shareholders present in this meeting through video conferencing and other audio video means. The Company had issued a corrigendum to this effect on March 11, 2025 in Financial Express (English) and Jansatta (Hindi) newspapers with PAN India circulation, entailing the decision of the Hon'ble NCLAT w.r.t. modification of quorum requirement as mentioned in the Hon'ble NCLT Order. The same was also submitted with stock exchanges on March 11, 2025.

On receipt of the confirmation from KFin Technologies Limited ("Kfintech") (e-platform service provider for this Meeting) and Secretary of the Company that requisite quorum, in accordance with provisions of Section 103 of the Companies Act, 2013, was present in the Meeting, the Chairperson called the Meeting to order and commenced the proceedings of the Meeting.

Based on the reports/certificates/confirmations provided by the Company, the Chairperson informed the Members that in compliance with Hon'ble NCLT Order and all other applicable regulatory provisions, requirements with respect to convening of this Meeting have been completed by the Company. These includes (i) Serving of Meeting Notice dated February 12, 2025 to all the equity shareholders of the Company through emails and courier, (ii) Submission of Meeting Notice to Stock Exchanges, (iii) Service of Meeting Notice to all the authorities as per Section 230(5) of the Companies Act 2013 and (iv) Publication of Newspaper Advertisement in PAN India editions of Financial Express (English) and Jansatta (Hindi) newspapers on February 24, 2025 and its submission with stock exchanges. The Chairperson apprised the members about the salient features of the Scheme and purpose of convening of the Meeting. Notice convening the Meeting together with Scheme of Arrangement and other accompanying documents already circulated to the members were taken as read.

The Members were informed that the Company had offered the facility of remote e-voting using the services of KFinTech, to all its Members to cast their votes electronically, from 10.00 A.M. on March 21, 2025 till 5.00 P.M. on March 28, 2025, to vote upon the resolution as circulated in the Notice dated February 12, 2025. Also post conclusion of this Meeting facility of e-voting was provided at the Meeting to those Shareholders who did not participate in the remote e-voting during March 21, 2025 to March 28, 2025.

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The Members who had registered themselves as speakers were given opportunity to seek clarifications on the agenda of the Meeting. Thereafter, responses to the queries raised/clarifications sought by the members were provided at the Meeting.

The Chairperson informed the members that based on the Scrutinizer's Report, the results of the Meeting will be declared within two working days from the conclusion of this meeting, which shall be placed at the registered office of the Company, website of the Company and of Kfintech and will also be forwarded to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed and Report of the Chairperson on the result of the Meeting to Hon'ble National Company Law Tribunal, Chandigarh Bench, will be submitted within three days of the conclusion of this Meeting.

Meeting concluded at 12:46 P.M.

We request you to kindly take the same on record.

Thanking you,
Yours truly,

For Yaari Digital Integrated Services Limited

Sachin Ghanghas
Company Secretary

Yaari Digital Integrated Services Limited

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