

Date: 28th August, 2024

To
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Company Code - DUGLOBAL

Sub.- : Outcome of the Meeting of the Board of Directors held on Wednesday, August, 28, 2024.

Ref. - : Regulation 30, 33 & other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”).

Dear Sir / Madam,

In compliance with the provisions of Regulation 30 read with Schedule III of the SEBI Listing Regulations, this is to inform you that the Board of Directors of the Company at their meeting held today i.e. Wednesday, August 28, 2024, has, inter-alia, considered and approved the following:

1. The Directors' Report and the Management and Discussion Analysis Report and other annexures of the Annual report for the financial year ended March 31, 2024.
2. Proposed to appoint a director in place of Mr Pinak Ranjan Chakravarty (DIN: 09636427), who retires by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers himself for re-appointment. The brief profile Mr Pinak Ranjan Chakravarty (DIN: 09636427) is enclosed herewith as '**Annexure-A**'.
3. Appointment of Ms. Neha Goyal (DIN: 02897331) as Additional Non-Executive Independent Woman Director of the Company for a period 5 Years subject to approval of the Shareholders at the ensuing AGM. The brief profile and appointment letter of Ms. Neha Goyal is enclosed herewith as '**Annexure-B**'. Ms. Neha Goyal, being appointed as Additional Non-Executive Independent Director, is not debarred from holding the office of Director by virtue of any SEBI order or any other such Authority.
4. The Board took note of resignation of Ms. Shalu (DIN: 08038596) Independent Director of the Company with effect from 28th August, 2024. The Company places on record its sincere appreciation for the contributions made by her, during her tenure on the Board of the Company. The Copy of Resignation letter is attached as '**Annexure C**'. The details required in accordance with Schedule III of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed herewith as '**Annexure D**'.
5. Appointment of Ms. Payal Tachak (CoP No.:15010) of M/s Payal Tachak & Associates, Practicing Company Secretary to act as the scrutinizer for 17th AGM of the Company. The copy of Consent to act as Scrutiniser is attached as '**Annexure E**'.

DUDIGITAL GLOBAL LIMITED

CIN: L74110DL2007PLC171939

Registered Address: C-4, SDA Community Centre, Hauz Khas, New Delhi - 110016

Contact No: 011-40450533, Website: www.dudigitalglobal.com, E-mail: cs@dudigitalglobal.com

6. Shifting of Books of Accounts of the Company from its registered office situated at C-4 SDA Community Centre, Hauz Khas, New Delhi – 110016 to its corporate office situated at B-86, Second Floor, Defence Colony, New Delhi - 110024.
7. Secretarial Audit Report – MR-3 for the year ended March 31, 2024 as received from the Secretarial Auditor of the Company forming part of the Annual report for the financial year 2023-24.
8. Fixing the cut-off date for the purpose of remote e-voting of the 17th Annual General Meeting of the Company i.e Thursday, September 19, 2024.
9. Closure of Register of Members and Share Transfer Books of the Company from Friday, September 20, 2024 to Thursday, September 26, 2024 (both days inclusive) for the purposes of 17th AGM to be held on Thursday, September 26, 2024.
10. To grant of Loan to “A.S. Confin Private Limited”.
11. Approved the reconstitution of following Committees of the Board of Directors pursuant to changes in the Board w.e.f. August 28, 2024:

Audit Committee-

Sr. No.	Name	Category	Designation
1	Gaurav Kumar	Chairman	Independent Director
2	Rajinder Rai	Member	Managing Director
3	Neha Goyal	Member	Independent Director

Nomination and Remuneration Committee-

Sr. No.	Name	Category	Designation
1	Neha Goyal	Chairperson	Independent Director
2	Shivaz Rai	Member	Non-Executive Director
3	Gaurav Kumar	Member	Independent Director

12. Subject to approval of the Shareholders of the company the Board approved the limits Related Party Transaction with following Subsidiaries upto Rs. 10 Crore each
 - a. Dudigital BD Private Limited
 - b. Intermobility Visa Solution Private Limited
 - c. OSC Global Processing Private Limited
 - d. DuVerify LL.C
13. Proposed continuation of Mr. Rajinder Rai (DIN No. 00024523) as the Managing Director of the Company after attaining the age of 70 Years subject to the approval of the Shareholders at the ensuing Annual general Meeting of the Company.
14. The Notice of the 17th (Seventeenth) Annual General Meeting (“AGM”) of the Company scheduled to be held on Thursday, September 26, 2024 through Video Conferencing/Other Audio Visual Means at 12.30 PM. The Notice convening the Annual General Meeting & the Annual Report for the financial year ended March 31, 2024 will be sent in due course of time.

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The meeting of the Board of Directors started at 3.30 PM and concluded at 4.50 PM.

Kindly take the same on your records

Yours faithfully

For **Dudigital Global Limited**

Lalit Chawla Digitally signed by Lalit
Chawla
Date: 2024.08.28 16:53:59
+05'30'

Lalit Chawla
Company Secretary & Compliance Officer
F-7825

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DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name	Pinak Ranjan Chakravarty
Director Identification Number (DIN)	09636427
Date of Birth	24/09/1954
Nationality	Indian
Date of Appointment on Board	08/07/2022
Qualification	Post-graduate degree in Physics and Astrophysics from the University of Delhi, An IFS Officer (Retd.)
No. of equity shares held in the Company (self and as a beneficial owner)	Nil
Number of Directorships/ partnerships held in other Companies	Partner in Deepstrat Consulting LLP (LLPIN - AAU-9893)
Names of listed entities from which the appointee director has resigned in the past three years	Nil
Memberships / Chairmanships of Audit and Stakeholders’ Relationship Committees across Companies/ Body Corporates	Nil
Experience	Served as Special Secretary (Public Diplomacy) and, thereafter, Secretary (Economic Relations) in MEA he has dealt with a wide range of Political, Trade, Economic, Press, Information, Cultural and Consular issues. As High Commissioner to Bangladesh, he coordinated Trade, Economic, Investment related negotiations with various countries. He was the Sherpa for BRICS negotiations and supervised India’s Lines of Credit to various countries.
No. of meetings attended / held during the financial year 2023-24	7/11
Terms and conditions of appointment / re-appointment	Same as per the terms specified at the time of his appointment.
Remuneration last drawn in financial year 2023-24	NIL
Remuneration proposed to be paid in financial year 2024-25	NA

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DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE AGM

Name	Neha Goyal
Director Identification Number (DIN)	02897331
Date of Birth	01/06/1982
Nationality	Indian
Date of Appointment on Board	28/08/2024
Qualification	Qualified Company Secretary
No. of equity shares held in the Company (self and as a beneficial owner)	Nil
Number of Directorships/ partnerships held in other Companies	NA
Names of listed entities from which the appointee director has resigned in the past three years	Nil
Memberships / Chairmanships of Audit and Stakeholders’ Relationship Committees across Companies/ Body Corporates	Nil
Experience	Commerce and Law Graduate. Qualified Company Secretary with 13 years of experience. She has independently handled various matters under different corporate laws.
No. of meetings attended / held during the financial year 2023-24	NA
Terms and conditions of appointment / re-appointment	As per the terms specified at the time of his appointment.
Remuneration last drawn in financial year 2023-24	NIL
Remuneration proposed to be paid in financial year 2024-25	NA

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Date August, 28, 2024

To,
Ms. Neha Goyal,
(DIN 02897331)
R/o 331, Sant Nagar,
East Of Kailash, New Delhi 110065

Subject: Appointment As Additional Director Independent

Dear Ma'am,

We are pleased to inform you that upon approval of Board of Directors of the Company in their meeting held on August 28, 2024, you are being appointed as an Additional Director (Independent Non Executive Director) on the Board of the Company w.e.f August, 28, 2024 for a period of five years. The appointment is governed by the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the appointment is subject to regularization by the Shareholders in their forthcoming Annual General Meeting.

You may also kindly note the following in respect of your appointment:-

1. The term of Independent Director should be considered as defined under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
2. The provisions contained in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall apply as regards Performance Evaluation of the Independent Director is concerned.
3. The Board of Directors may, if deems fit, invite you for being appointed in one or more existing Committee(s) or any such Committee i.e. set up in future. Your appointment in such Committee(s) will be subject to the applicable statutory provisions.
4. Your role and duties will be those normally required of an Independent Director under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. Further, there are certain duties prescribed for all Directors both Executive and Non-executive, which are as under :-

DUDIGITAL GLOBAL LIMITED

Formerly known as **DU Digital Technologies Limited**

REGISTERED ADDRESS: C-4, SDA COMMUNITY CENTRE, HAUZ KHAS, NEW DELHI, DELHI- 110016

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CIN: L74110DL2007PLC171939

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- o. The Company has "Directors and Officers Liability Insurance" and Independent Directors are covered in that insurance.
- p. The Company must be informed by the Director of any relation with any other Director or may have material interest in any transaction or arrangement that the Company has entered into. Such interest should be disclosed not later than when transaction or arrangement comes up at the Board meeting so that the minutes may record your interest appropriately and records to be updated accordingly. Further, the details regarding any relation with the Directors of the Company may be informed as on the date of appointment and from time to time as and when there is change.
- q. The general notice that you are entering in any contract with particular person or firm or Company is acceptable.
- r. In addition to the above said documents enclosed with this letter, we are also enclosing herewith the following Forms / Documents, which are required to be completed and duly signed by your goodself. The same should be sent to Company Secretary.
- ✓ Form DIR-2 pursuant to Section 152 (5) of the Companies Act, 2013. Please also provide brief profile, two passport size photos, copy of Identity Proof (PAN Card), Address Proof (Aadhar Card) and Passport.
 - ✓ Form MBP-1 as required under Section 184(1) of the Companies Act, 2013. This general notice of interest is to be given every year. However, if there is any change during the year, the same may also be informed to us for information of the Board of Director in its next meeting.
 - ✓ Details of Membership / Chairmanship held by you in Committees of the Board of other Companies in which you are Director.
 - ✓ Form DIR-8 pursuant to Section 164(2) of Companies Act, 2013.
 - ✓ Details of Shareholding in PLL pursuant to Code for prevention of Insider Trading in the Securities of the Company.
 - ✓ Code of Conduct for Board members and Senior Management Official of the Company.
 - ✓ Declaration of Independency pursuant to Section 149(6) of Companies Act, 2013 pertaining to Director.

Other documents enclosed:

1. Brochure – About the company
2. List of Directors as on date (including name, designation, contact no. and e-mail ID).
3. List of Committees of the Board.

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CIN: L74110DL2007PLC171939

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- a. You shall act in accordance with Company's Memorandum and Articles of Association.
- b. You shall act in good faith in order to promote objectives of the Company for the benefit of its Members as a whole and in the interest of the Company.
- c. You shall discharge your duties with due and reasonable care, skill and diligence.
- d. You shall not involve yourself in a situation in which you may have direct or indirect interest that conflicts or possibly may conflict with the interest of the Company.
- e. You shall not achieve or attempt to achieve under undue gain or advance either to yourself or to your relatives, partners or associates.
- f. You shall not assign the office of Director and any assignments so made shall be void.
- g. You shall also comply with the provision regarding maximum number of Directorship as contained in Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
- h. The Independent Director are also required to abide to the provisions of Code of Conduct for Independent Directors as provided in Schedule IV of Companies Act, 2013. A copy of which is annexed for ready reference.
- i. Further, there are certain other Code of Conduct and Practices & Procedures for all Directors, which are required to be abide by the Independent Directors also. A copy of such relevant Codes are attached herewith for ready reference.
- j. You will not be an employee of the Company and this letter shall not constitute contract of employment.
- k. You will be paid remuneration by way of sitting fees for attending meeting(s) of the Board and its Committee(s) as may be decided by the Board of Directors from time to time.
- l. The sitting fees, will be Rs. 12,000/- per meeting of the Board.
- m. In addition to the remuneration described as above, the Company will reimburse you for travel, hotel and other incidental expenses incurred by you in the performance of your role and duties as specified in Articles of Association of the Company.
- n. All information acquired during your appointment is confidential to the Company and should not be released, either during your appointment or following cessation to third party without prior clearance from Competent Authority unless required by the law or by the rules of any Stock Exchange or other Regulatory Authority.

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CIN: L74110DL2007PLC171939

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4. Code for prevention of Insider Trading in the Securities of the Company.
5. Code of Conduct for Board members and Senior Management Official.
6. Copy of Memorandum & Articles of Association of the Company.
7. Annual Report.
8. Schedule IV of the Companies Act, 2013.

If you are willing to accept these terms of appointment relating to your appointment as an Independent Director of the Company, kindly confirm your acceptance of these terms by signing and returning to us the enclosed copy of this letter.

Yours sincerely,

For Dudigital Global Limited

FOR DUDIGITAL GLOBAL LIMITED

Lalit Chawla

Company Secretary

Lalit Chawla

Company Secretary & Compliance Officer

Membership No. F-7825

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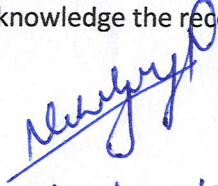
Contact No:011-40450533, Website: Dudigitalglobal.com, Mail: cs@Dudigitalglobal.com

CIN: L74110DI.2007PLC171939

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I hereby acknowledge the receipt to accept the terms set out in this letter.

Signature :



Date :

28/08/2024

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Contact No:011-40450533, Website: Dudigitalglobal.com, Mail: cs@Dudigitalglobal.com

CIN: L74110DL2007PLC171939

Date: 26.08.2024

To,
Board of Directors
Dudigital Global Limited
C-4, SDA Community Centre,
Hauz Khas, New Delhi – 110016

Dear Sir/Madam,

Subject: Resignation as an Independent Director of the Company.


I was appointed as an Independent Director, on the Board of Directors (the Board) of Dudigital Global Limited (the Company) with effect from May 13, 2021.

This is to inform the Board that due to my pre-occupation and other personal commitments, I hereby tender my resignation as an Independent Director of the Company with effect from close of business hours on August 28th 2024. Consecutively, I will be stepping down as the member of the Audit Committee and Chairman of Nomination and Remuneration Committee.

I hereby confirm that there are no other material reasons for my resignation other than those mentioned above.

I take this opportunity to thank the Board and other Committee members for the support extended to me during my tenure as an Independent Director of the Company.

Thanking you,


Shalu 26/8/24
DIN: 08038596

Information as required under Regulation 30 – Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No.	Particulars	Description
1.	Name of the Director	Ms. Shalu (DIN: 08038596)
2.	Reason for change viz. appointment, resignation, cessation, removal, death or otherwise	Resignation as the Independent Director of the Company, with effect from close of business hours on August 28, 2024 due to personal commitments.
3.	Date of appointment/ Cessation (as applicable) and terms of appointment	With effect from close of business hours on August 28, 2024
4.	Brief Profile (in case of appointment)	Not applicable
5.	Disclosure of relationships between Directors (in case of appointment of Director)	Not applicable
6.	Information as required under NSE circular no. NSE/CML/2018/24	Not applicable
Additional Information in case of resignation of an Independent Director – Ms. Shalu (DIN: 08038596)		
7.	Letter of resignation along with detailed reasons for resignation	Enclosed herewith
8.	Names of the listed entities in which the resigning director holds directorships, indicating the category and membership of board committees, if any	Directorship: i. Growthvisha Consulting Pvt. Ltd. Committee Membership(s): Dudigital Global Ltd. - i. Audit Committee – Member ii. Nomination and Remuneration Committee - Chairperson
9.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided	Ms. Shalu has confirmed that there are no material reasons for her resignation other than those mentioned in her resignation letter.

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PAYAL TACHAK & ASSOCIATES
PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com

Mob: 8169069288

Date: 09-05-2024

To,
DUDIGITAL GLOBAL LIMITED
DELHI

Sub.: Consent to be appointed as Secretarial Auditor for FY 2023-2024 and consent to act as Scrutinizer in Annual General Meeting to be held for FY 2023-2024.

Dear Sir,

We refer to your telephonic communication on the aforesaid subject matter. In this reference, in compliance with the provisions of relevant provisions of the Companies Act, 2013 (the 'Act') we accord our consent to act as scrutinizer for conducting E-Voting process at Annual General Meeting of your Company to be held on for FY 2023-2024 also I give my consent to be appointed as Secretarial Auditor for FY 2023-2024.

FOR PAYAL TACHAK & ASSOCIATES
PRACTICING COMPANY SECRETARY,

PAYAL KIRIT TACHAK
Digitally signed by
PAYAL KIRIT TACHAK
Date: 2024.05.09
19:36:39 +05'30'

CS PAYAL K TACHAK
PROPRIETOR
ACS 38016
CP 15010
PLACE: MUMBAI