

# DHP INDIA LIMITED Corporate Identity Number (CIN): L65921WB1991PI C051555

ISO 9001. ISO 14001 and ISO 45001 Certified Company

Registered Office: 7B Shreelekha, 7th Floor, 42A Park Street, Kolkata 700 016, India Tel: +91(33) 2229-5735, 2229-7995, 4600-2601, 4600-2602

E-mail: info@dhpindia.com

Ref: 19(B)(B)/30335

To

25th September, 2023

- The General Manager/Asst. General Manager Dept. of Corporate Services Bombay Stock Exchange Ltd. [Securities Code No: 531306]
   P.J. Towers, Dalal Street, Mumbai – 400 001.
- 2) Central Depository Services Ltd. [CDSL] E-voting Service Provider

Dear Sir,

Re: DHP INDIA LIMITED

Subject: Sending of the Scrutinizer's Report of (a) Combined (E-Voting & Ballot Voting) Result, (b) E-Voting Results, and (c) Ballot Voting Results along with their Annexures as per prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are sending herewith the Outcome of Voting Results of 32<sup>nd</sup> AGM Dated 25/09/2023 as per requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report of (a) Combined (E-Voting and Ballot Voting) Results, (b) E-Voting Results, and (c) Ballot Voting Results along with their Annexures as per prescribed format of requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of outcomes of E-Voting, Manual Voting and Combined Voting Results are as below :-

Date of the Annual General Meeting: Monday, the 25<sup>th</sup> September, 2023 Cut-off Date of E-voting purpose: Monday, the 18<sup>th</sup> September, 2023

Total number of shareholders on Cut-off date on 18<sup>th</sup> September, 2023 (for E-voting purpose) : 5,295 nos

Total number of shareholders on Record Date on 18th September, 2023 on AGM (for Manual voting): 5,595 nos

No. of Shareholders voted on e-voting as per cut-off date 18th September, 2023:

Promoters and Promoters Group : 4 Nos. (holding 22,02,739 Eq. shares)

Public : 31 Nos. (holding 5,613 Eq. shares)

Total e-voting : 35 Nos. . (holding 22,08,352 Eq. shares)

No. of Shareholders Present & voted in the AGM dated 25/09/2023 either in person or through proxy for ballot voting:

Promoters and Promoters Group : 4 Nos. but participated in vote only - Nil (All given e-voting)

Public : 31 Nos. but participated in vote only -26 No. (holding 3,171 Eq. shares)

Total present : 35 Nos. but participated in vote only 26 nos. (holding 3,171 Eq. shares)

Less: Invalid Votes 7 Nos. who have already e-voted 7 nos. (holding 2,442 Eq.Shares)

Valid Voted only 19 Nos. (holding 729 Eq. Shares)

No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoters Group : Nil Public : Nil

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E-mail: info@dhpindia.com

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#### Conclusion of Voting Results of A.G.M. Dated 25th September, 2023 : -

E-voting (Started from 22/09/2023 to 24/09/2023) plus Ballot voting on AGM dated 25/09/2023) i.e. Combined Result as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as per Scrutinizer's Report and their all Annexures etc. -:

- 1) Resolution 1 Ordinary Resolution Regarding Annual Report Vote cast in "favour" 22,08,692 shares (100.00%) of Valid Votes and Vote cast "against" 5 shares (Negligible 0.00% of Valid Votes)—Resolution passed by majority.
- 2) Resolution 2 Ordinary Resolution Regarding Dividend Vote cast in "favour" 22,08,692 shares (100.00%) of Valid Votes and Vote cast "against" 5 shares (Negligible 0.00% of Valid Votes)– Resolution passed by majority.
- 3) Resolution 3 Ordinary Resolution Regarding Reappointment of Rotational Director (Smt. Anjum Dhandhania) Vote cast in "favour" 22,08,602 shares (100.00%) of Valid Votes and Vote cast "against" 95 shares (Negligible 0.00% of Valid Votes)—Resolution passed by majority.
- 4) Resolution 4 Ordinary Resolution Regarding Reappointment of Statutory Auditors for Next Five Years Block (M/s. Navin Nayar & Company) Vote cast in "favour" 22,08,692 shares (100.00%) of Valid Votes and Vote cast "against" 5 shares (Negligible 0.00% of Valid Votes)—Resolution passed by majority.
- 5) Resolution 5 Special Resolution Regarding Appointment of new Non-Executive & Independent Director of the Company for Five Years (Mr. Rajat Banerjee) Vote cast in "favour" 22,08,602 shares (100.00%) of Valid Votes and Vote cast "against" 95 shares (Negligible 0.00% of Valid Votes)—Resolution passed by requisite majority.
- 6) Resolution 6 Special Resolution Regarding Appointment of new Non-Executive & Independent Director of the Company for Five Years (Mrs. Aditi Bagchi) Vote cast in "favour" 22,08,602 shares (100.00%) of Valid Votes and Vote cast "against" 95 shares (Negligible 0.00% of Valid Votes)—Resolution passed by requisite majority.

ALL THE THREE CIRCULATED RESOLUTIONS [RESOLUTION NO. 1, 2 3, 4, 5 & 6 AS ORDINARY/SPECIAL RESOLUTIONS WERE PASSED BY REQUISITE MAJORITY.

Thanking You,

Yours Faithfully

For DHP INDIA LIMITED

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[CA ASHOK KUMAR SINGH]

**Chief Financial Officer** 

Enclosed: Scrutinzer's Report of Combined Results (E-voting & ballot Voting) with Annexures, E-voting Results with Annexures, and Ballot Voting Results with Annexures of AGM Dated 25/09/2023 of Sri Sushil Tiwari [Company Secretary-in-Practice) is enclosed.

Factory: Dhulagarh Industrial Park, P.O. Kanduah, P.S. Sankrail, N.H.-6, Howrah 711 302, West Bengal Tel: (+91) 76050-00585, 76050-00586

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

#### Scrutinizer's Report on E-Voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman of the Thirty-Second Annual General Meeting of the Members of DHP INDIA LIMITED held on the 25<sup>th</sup> day of September, 2023 at Y. W. C.A. Gallway House, 1, Middleton Row, Kolkata – 700 071.

Dear Sir,

- I, Sushil Tiwari, a Company Secretary-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of DHP INDIA LTD. (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and ascertain the requisites on majority on e-voting, under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 32<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Company dated 10<sup>th</sup> August, 2023, held on Monday, the 25<sup>th</sup> September, 2023 at 11.00 A.M. at Y.W.C.A. Gallway House, 1, Middleton Row, Kolkata 700 071.
- 2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolution contained in the Notice of the Thirty-Second Annual General Meeting (AGM) of the Members of the Company dated 10<sup>th</sup> August, 2023. My responsibility as the Scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions as set out in the notice to the AGM, based on the reports generated from e-voting platform provided by Central Depository Systems Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
- 3. Further to the above, I submit my report as under :
  - i. The e-voting period remained open from Friday, the 22<sup>nd</sup> September, 2023 (10.00 a.m.) till Sunday, the 24<sup>th</sup> September, 2023 (5.00 p.m.).
  - ii. The Members of the Company as on "cut-off" date i.e. on Monday, the 18<sup>TH</sup> September, 2023, were entitled to vote on the resolutions (Items No. 1 to 6 as set out in the notice of the AGM of the Company dated 30<sup>h</sup> May, 2023).
  - iii. The votes cast were unblocked on 25/09/2023 after completion of e-voting process in the presence of two witnesses, Mr. D. Pathak & Ms. Bharati Bhattacharya, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in there presence.

D. Pathak

1. Phattachaya

Witness 1: Mr. D. Pathak

Witness 2: Ms. Brarati Bhattacharya

- iv. The total paid-up equity share capital of the Company as on "cut-off" date 18<sup>TH</sup> September, 2023, was Rs.3,00,00,000/- divided into 30,00,000 equity shares of Rs.10/- each.
- v. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for" and "against" each of the resolution contained in the notice of the AGM dated 10<sup>th</sup> August, 2023, that were put to vote, were generated from the e-voting website of Central Depository Systems Limited (CDSL), and based on such reports generated, the result of e-voting is as under:-

Item No. 1: (Ordinary Resolution): - Adoption of Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2023, and the Report of the Board of Directors (including their Annexures and Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. thereon.



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

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|   | Number of members voted  | Number of votes of   | ast by them   | % of total number of valid votes cas  |
|---|--|--|---|---|
|   | 28   | 22,07,96   | 63  | 100.000%  |
| (ii) Vo                                       | oted against the resolution (out   | of valid votes cast):  |   |   |
| 51 50 3                                       | Number of members voted  | Number of votes of   | ast by them   | % of total number of valid votes cas  |
|   | 4  | 5  |   | Negligible  |
| (iii) In                                      | valid Votes :  |  |   |   |
|   | Total Number of members declared invalid   | whose votes were   | Total Numb  | ber of votes cast by them   |
|   | Nil  |  |   | Nil   |
|   | - INI  |  |   | 1411  |
| m No.   | 2 : (Ordinary Resolution) : - D  | eclaration of a Final  | Dividend on   | Equity Shares of Rs.4/- per Equity share  |
|   | ancial year ended 31st March, 202  |  | Dividend on   | Equity Shares by 18.47- per Equity share  |
|   | oted in favour of the resolution   |  | et) ·   |   |
| (1)   | Number of members voted  | Number of votes of   |   | % of total number of valid votes cas  |
|   | 28   | 22,07,96   |   | 100.000%  |
| (ii) X  | oted against the resolution (out   |  |   | 100.00076   |
| (11)  | Number of members voted  | Number of votes c  |   | % of total number of valid votes cas  |
|   | 4  | 5  | ast by them   | Negligible  |
| (iii) In                                      | valid Votes :  |  |   | Negrigioie  |
| (1111) 111                                    | valle votes.   |  |   |   |
| ()  | Total Number of members  | whose votes were   | Total Numb  | per of votes cast by them   |
| ( - ) - · ·                                   | Total Number of members declared invalid   | whose votes were   | Total Numb  |   |
| em No. 3                                      | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appe   | ointment of a Directo  | r in place of   | Nil<br>Mrs. Anjum Dhandhania (DIN-0005850)  |
| em No. 3                                      | Total Number of members<br>declared invalid<br>Nil   | ointment of a Directo<br>ng eligible, offer hers<br>(out of valid votes ca   | r in place of lelf for re-appo  | Nil<br>Mrs. Anjum Dhandhania (DIN-0005850)  |
| em No. 3                                      | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appears from office by rotation, and being ted in favour of the resolution   | ointment of a Directo<br>ng eligible, offer hers   | r in place of lelf for re-appoint): ast by them   | Nil<br>Mrs. Anjum Dhandhania (DIN-0005850)<br>ointment.   |
| em No. 3<br>ho retires<br>(i) Vo              | Total Number of members declared invalid  Nil  8: (Ordinary Resolution) - Appears from office by rotation, and being otted in favour of the resolution Number of members voted  27   | ointment of a Directong eligible, offer hers (out of valid votes can Number of votes can 22,07,87  | r in place of lelf for re-appoints): cast by them   | Nil Mrs. Anjum Dhandhania (DIN-0005850) ointment. % of total number of valid votes cas  |
| em No. 3<br>no retires<br>(i) Vo              | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appears from office by rotation, and being ted in favour of the resolution  Number of members voted  27  Voted against the resolution (out   | ointment of a Directong eligible, offer hers (out of valid votes concepts) Number of votes concepts 22,07,87 t of valid votes cast)  | r in place of a<br>elf for re-appoints):<br>ast by them   | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  |
| em No. 3 no retires (i) Vo                    | Total Number of members declared invalid  Nil  8: (Ordinary Resolution) - Appears from office by rotation, and being otted in favour of the resolution Number of members voted  27   | ointment of a Directong eligible, offer hers (out of valid votes can be a Number of votes can be a 22,07,87 tof valid votes cast) Number of votes cast   | r in place of a<br>elf for re-appoints):<br>ast by them   | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas  |
| em No. 3<br>ho retires<br>(i) Vo<br>(ii) V    | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being the distributed in favour of the resolution Number of members voted  27  Voted against the resolution (out Number of members voted)  5  | ointment of a Directong eligible, offer hers (out of valid votes concepts) Number of votes concepts 22,07,87 t of valid votes cast)  | r in place of a<br>elf for re-appoints):<br>ast by them   | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  |
| em No. 3<br>ho retires<br>(i) Vo<br>(ii) V    | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appears from office by rotation, and being ted in favour of the resolution  Number of members voted  27  Voted against the resolution (out  Number of members voted  5  valid Votes:  Total Number of members  | ointment of a Directory ong eligible, offer hers (out of valid votes can be seed to be s | r in place of lelf for re-appoints): east by them 23 : ast by them  | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas  |
| em No. 3 ho retires (i) Vo (ii) V             | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appears from office by rotation, and being ted in favour of the resolution Number of members voted  27  Voted against the resolution (out Number of members voted  5  valid Votes:  Total Number of members declared invalid   | ointment of a Directory ong eligible, offer hers (out of valid votes can be seed to be s | r in place of lelf for re-appoints): east by them 23 : ast by them  | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  per of votes cast by them  |
| em No. 3 ho retires (i) Vo (ii) V             | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being oted in favour of the resolution Number of members voted  27  Voted against the resolution (our Number of members voted)  5  valid Votes:   | ointment of a Directory ong eligible, offer hers (out of valid votes can be seed to be s | r in place of lelf for re-appoints): east by them 23 : ast by them  | Nil  Mrs. Anjum Dhandhania (DIN-0005 ointment.  % of total number of valid votes 99.996%  % of total number of valid votes 0.004%   |
| em No. 3 ho retires (i) Vo  (ii) V            | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being oted in favour of the resolution Number of members voted  27  Voted against the resolution (out Number of members voted 5  valid Votes:  Total Number of members declared invalid  Nil  4: (Ordinary Resolution) - Re-o   | ointment of a Directory eligible, offer hers (out of valid votes case)  Number of votes case)  Number of votes case)  Number of votes case)  whose votes were  | r in place of lelf for re-appoints): ast by them 3 : ast by them Total Numb   | Nil  Mrs. Anjum Dhandhania (DIN-000585 ointment.  % of total number of valid votes ca 99.996%  % of total number of valid votes ca 0.004%  per of votes cast by them  Nil   |
| em No. 3 ho retires (i) Vo  (ii) V            | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being oted in favour of the resolution Number of members voted  27  Voted against the resolution (our Number of members voted 5  valid Votes:  Total Number of members declared invalid  Nil  | ointment of a Directory eligible, offer hers (out of valid votes case)  Number of votes case)  Number of votes case)  Number of votes case)  whose votes were  | r in place of lelf for re-appoints): ast by them 3 : ast by them Total Numb   | Nil  Mrs. Anjum Dhandhania (DIN-0005850 ointment.  % of total number of valid votes case 99.996%  % of total number of valid votes case 0.004%  per of votes cast by them  Nil  |
| em No. 3 ho retires (i) Vo  (ii) V  (iii) Inv | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being oted in favour of the resolution Number of members voted  27  Voted against the resolution (out Number of members voted 5  valid Votes:  Total Number of members declared invalid  Nil  4: (Ordinary Resolution) - Re-o   | ointment of a Directory eligible, offer hers (out of valid votes constitution of valid votes cast)  Number of votes cast)  Number of votes cast)  Number of votes cast  95  whose votes were   | r in place of lelf for re-appearst): ast by them 3 : ast by them Total Numb   | Nil  Mrs. Anjum Dhandhania (DIN-0005850 pointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  per of votes cast by them  Nil   |
| em No. 3 ho retires (i) Vo  (ii) V  (iii) Inv | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appears from office by rotation, and being the distribution of the resolution of t | ointment of a Directory eligible, offer hers (out of valid votes constitution of valid votes cast)  Number of votes cast)  Number of votes cast)  Number of votes cast  95  whose votes were   | r in place of left for re-appearst): ast by them 3: ast by them Total Number ory Auditors wars. ast):   | Nil  Mrs. Anjum Dhandhania (DIN-0005850 ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  per of votes cast by them  Nil  M/s. Navin Nayar & Company, Charter   |
| em No. 3 ho retires (i) Vo  (ii) V  (iii) Inv | Total Number of members declared invalid  Nil  3: (Ordinary Resolution) - Appears from office by rotation, and being the property of the resolution of the r | ointment of a Directoring eligible, offer hers (out of valid votes can be seed to be see | r in place of lelf for re-appoints): least by them least by them Total Number ory Auditors lears. least by them lears ast by them   | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  per of votes cast by them  |
| em No. 3 ho retires (i) Vo (ii) V (iii) In-   | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being of the difference of the resolution of  | ointment of a Directory eligible, offer hers (out of valid votes case)  Number of votes case)  Number of votes case)  Number of votes case)  whose votes were  appointment of Statut period of next Five yer (out of valid votes case)  Number of votes case)  | r in place of left for re-appoints): ast by them 3 : ast by them Total Numb cory Auditors cars. ast): ast by them 3   | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  Der of votes cast by them  Nil  M/s. Navin Nayar & Company, Charter  % of total number of valid votes cas          |
| em No. 3 ho retires (i) Vo (ii) V (iii) In-   | Total Number of members declared invalid  Nil  S: (Ordinary Resolution) - Appears from office by rotation, and being oted in favour of the resolution of the resolution of the resolution (out Number of members voted 5  Valid Votes:  Total Number of members declared invalid Nil  A: (Ordinary Resolution) - Resolution of the resolution of the resolution of the resolution of the resolution of Number of members voted 28  | ointment of a Directory eligible, offer hers (out of valid votes cast)  Number of votes cast)  Number of votes cast)  Number of votes cast)  whose votes were  appointment of Statut period of next Five yer (out of valid votes cast)  Number of votes cast)  Yer votes cast)  The statut period of next statut period of next statut period of valid votes cast (out of valid votes cast)  | r in place of lelf for re-appearst): last by them | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  Der of votes cast by them  Nil  M/s. Navin Nayar & Company, Charter  % of total number of valid votes cas          |
| em No. 3 no retires (i) Vo (ii) V (iii) In-   | Total Number of members declared invalid  Nil  8: (Ordinary Resolution) - Appear of the resolution of  | ointment of a Directory eligible, offer hers (out of valid votes case)  Number of votes case)  Number of votes case)  Number of votes case)  whose votes were  appointment of Statut period of next Five yer (out of valid votes case)  Number of votes case)  | r in place of lelf for re-appearst): last by them | Nil  Mrs. Anjum Dhandhania (DIN-0005850) ointment.  % of total number of valid votes cas 99.996%  % of total number of valid votes cas 0.004%  Der of votes cast by them  Nil  M/s. Navin Nayar & Company, Charter  % of total number of valid votes cas 100.000% |



Nil



Nil

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Mobile No. 98300-56820

:3:

<u>Item No. 5: (Special Resolution)</u> - Appointment of New Non-Executive & Independent Director of Mr. Rajat Banerjeee (DIN: 06473127) for a period of Five years.

(i) Voted in favour of the resolution (out of valid votes cast):

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 27                      | 22,07,873                    | 99.996%                               |

(ii) Voted against the resolution (out of valid votes cast):

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |  |  |
|-------------------------|------------------------------|---------------------------------------|--|--|
| 5                       | 95                           | 0.004%                                |  |  |

(iii) Invalid Votes:

| Total Number of members whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| Nil   | Nil                                |

<u>Item No. 6: (Special Resolution)</u> - Appointment of New Non-Executive & Independent Director of Mrs. Aditi Bagchi (DIN: 09840440) for a period of Five years.

(i) Voted in favour of the resolution (out of valid votes cast):

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 27                      | 22,07,873                    | 99.996%                               |

(ii) Voted against the resolution (out of valid votes cast):

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 5                       | 95                           | 0.004%                                |

(iii) Invalid Votes:

| Total Number of members whose votes were declared invalid | Total Number of votes cast by them |
|---|------------------------------------|
| Nil   | Nil                                |

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – "A" (3 pages).

Result: The above resolutions number 1, 2, 3, 4, 5 & 6 are passed by Requisite Majority.

Thanking You, Yours Faithfully,

[SUSHIL TIWARI]

Company Secretary-in-Practice [Membership No. ACS-6199 & Certificate of Practice No. 1903]

UDIN: A006199E001072319

Sushil Tiwani

Peer Review Certificate No. 2249/2022

Place: Kolkata Dated: 25th September, 2023

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

# Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting result)

ANNEXURE - "A" (Page 1 of 3)

| Date of the AGM  | 25-09-2023 |  |  |  |
|--|------------|--|--|--|
| Total number of shareholders on record date                                  | 5,295      |  |  |  |
| No. of shareholders presented in the meeting either person or through proxy: | ín         |  |  |  |
| Promoters and Promoters Group:   | 4          |  |  |  |
| Public :   | 31         |  |  |  |
| No. of shareholders attended the meeting through Vide                        | 20         |  |  |  |
| Conferencing:  |            |  |  |  |
| Promoters and Promoters Group:   | NIL        |  |  |  |
| Public :   | NIL        |  |  |  |

Agenda - wise disclosure

Resolutions / Agenda No. 1: (Ordinary Resolution): - Adoption of Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2023, and the Report of the Board of Directors (including their Annexures and, Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. thereon.

| Resolution required : (Ordinary/Special)                                    |                   |                       | ORDINARY RESOLUTIONS NO  |   |                      |                       |   |   |  |
|---|-------------------|-----------------------|--------------------------|---|----------------------|-----------------------|---|---|--|
| Whether promoter / promoter group are interested in the agenda/resolution ? |                   |                       |                          |   |                      |                       |   |   |  |
| Category  | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes - favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2) *100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |  |
| Promoter and<br>Promoter Group  | E-voting          | 22,02,739             | 22,02,739                | 100.000 %   | 22,02,739            | NIL                   | 100.00 %  | NIL   |  |
| Public-Institutions   | E-voting          | NIL                   | NIL                      | NIL   | NIL                  | NIL                   | N. A  | N.A   |  |
| Public- Non<br>Institutions   | E-voting          | 7,97,261              | 5,229                    | 0.656%  | 5,224                | 5                     | 99.90 %   | 0.10%   |  |
| TOTAL   |                   | 30,00,000             | 22,07,968                | 73.599%   | 22,07,963            | 5                     | 100.00 %  | Negligible  |  |

| Resolutions / Ag   |                   |                       |                                 |   | on of a Fin             | al Dividend           | on Equity Share   | es of Rs.4/-  |
|--|-------------------|-----------------------|---------------------------------|---|-------------------------|-----------------------|---|---|
| Resolution required: (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution? |                   |                       |                                 | RY RESOLUTIO  | NS                      |                       |   |   |
|  |                   |                       | NO                              |   |                         |                       |   |   |
| Category   | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled<br>(2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group   | E-voting          | 22,02,739             | 22,02,739                       | 100.000 %   | 22,02,739               | NIL                   | 100.00 %  | NIL   |
| Public-Institutions  | E-voting          | NIL                   | NIL                             | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions  | E-voting          | 7,97,261              | 5,229                           | 0.656%  | 5,224                   | 5                     | 99.90 %   | 0.10%   |
| TOTAL  | -                 | 30,00,000             | 22,07,968                       | 73.599%   | 22,07,963               | 5                     | 100.00 %  | Negligible  |





**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting Result]

#### ANNEXURE - "A" (Page 2 of 3)

| Resolutions / A   | genda No.         | 3 : (Ordina                  | ary Resol                       | ution) : - Ap   | pointment               | of a Direc               | tor in place of   | Mrs. Anjum  |
|---|-------------------|------------------------------|---------------------------------|---|-------------------------|--------------------------|---|---|
| Dhandhania (DI  |                   |                              |                                 |   |                         |                          |   |   |
| Resolution required : (Ordinary/Special)  Whether promoter / promoter group are interested in the agenda/resolution ? |                   |                              | ORDINAL                         | RY RESOLUTIO  | NS                      |                          |   |   |
|   |                   |                              | NO                              | NO  |                         |                          |   |   |
| Category  | Mode of<br>Voting | No. of shares<br>held<br>(1) | No of<br>voted<br>polled<br>(2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes<br>- against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group  | E-voting          | 22,02,739                    | 22,02,739                       | 100.000 %   | 22,02,739               | NIL                      | 100.00 %  | NIL   |
| Public-Institutions   | E-voting          | NIL                          | NIL                             | NIL   | NIL                     | NIL                      | N. A  | N.A   |
| Public- Non<br>Institutions   | E-voting          | 7,97,261                     | 5,229                           | 0.656%  | 5,134                   | 95                       | 98.18 %   | 1.82%   |
| TOTAL   |                   | 30,00,000                    | 22,07,968                       | 73.599%   | 22,07,873               | 95                       | 100.00 %  | Negligible  |

| Resolutions / As<br>Navin Nayar & C<br>retires from offic | Company, Ch       | artered Acco          | untants [F               | Firm Regd.No.3.   | 17117E], fe |                       |   |   |
|---|-------------------|-----------------------|--------------------------|---|-------------|-----------------------|---|---|
| Resolution required                                       | l: (Ordinary/Sp   | ecial)                | ORDINAL                  | RY RESOLUTIO  | NS          |                       |   |   |
| Whether promoter interested in the age                    |                   |                       | NO                       |   |             |                       |   |   |
| Category  | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | – favour    | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group                            | E-voting          | 22,02,739             | 22,02,739                | 100.000 %   | 22,02,739   | NIL                   | 100.00 %  | NIL   |
| Public-Institutions                                       | E-voting          | NIL                   | NIL                      | NIL   | NIL         | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions                               | E-voting          | 7,97,261              | 5,229                    | 0.656%  | 5,224       | 5                     | 99.90 %   | 0.10%   |
| TOTAL   |                   | 30,00,000             | 22,07,968                | 73.599%   | 22,07,963   | 5                     | 100.00 %  | Negligible  |



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting Result]

#### ANNEXURE - "A" (Page 3 of 3)

| Resolutions / Ag                       | enda No. 5        | : (Special R          | esolution)               | : - Appointme   | ent of New              | Non-Execut            | ive & Independ  | ent Director of   |
|--|-------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|
| Mr. Rajat Banerj                       | ee [DIN: 06-      | 473127] for a         | period of                | Five years.   |                         |                       |   | •   |
| Resolution required                    | : (Ordinary/Sp    | ecial)                | SPECIAL                  | RESOLUTIONS   |                         |                       |   |   |
| Whether promoter interested in the age |                   |                       | NO                       |   |                         |                       |   |   |
| Category                               | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group         | E-voting          | 22,02,739             | 22,02,739                | 100.000 %   | 22,02,739               | NIL                   | 100.00 %  | NIL   |
| Public-Institutions                    | E-voting          | NIL                   | NIL                      | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions            | E-voting          | 7,97,261              | 5,229                    | 0.656%  | 5,134                   | 95                    | 98.18 %   | 1.82%   |
| TOTAL                                  | 10                | 30,00,000             | 22,07,968                | 73.599%   | 22,07,873               | 95                    | 100.00 %  | Negligible  |

| Resolutions / Ag   | genda No. 6       | : (Special R          | esolution)               | : - Appointme   | ent of New              | Non-Execu             | ive & Independ  | ent Director of   |
|--|-------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|
| Mrs. Aditi Bagch   | i [DIN : 0984     | 10440] for a p        | period of H              | ive years.  |                         |                       | 2022  | -   |
| Resolution required  | : (Ordinary/Sp    | ecial)                | SPECIAL                  | RESOLUTIONS   |                         |                       |   |   |
| Whether promoter / promoter group are interested in the agenda/resolution? |                   |                       | NO                       |   |                         |                       |   | - 1X - 1/1 1/1 1/1 1/1 1/1 1/1 1/1 1/1 1/1 1/1 1/1 1/1 1/1    |
| Category   | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group   | E-voting          | 22,02,739             | 22,02,739                |   | 22,02,739               | NIL                   | 100.00 %  | NIL   |
| Public-Institutions  | E-voting          | NIL                   | NIL                      | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions  | E-voting          | 7,97,261              | 5,229                    | 0.656%  | 5,134                   | 95                    | 98.18 %   | 1.82%   |
| TOTAL  |                   | 30,00,000             | 22,07,968                | 73.599%   | 22,07,873               | 95                    | 100.00 %  | Negligible  |

Result: The above resolutions number 1, 2, 3, 4, 5 & 6 are passed by Requisite Majority.

Thanking You,

Yours Faithfully,

**SUSHIL TIWARI** 

Company Secretary-in-Practice

Sushil Tiwan

Membership No. ACS-6199 & Certificate of Practice No. 1903

UDIN: A006199E001072319

Peer Review Certificate No. 2249/2022

Place: Kolkata

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

#### FORM NO. MGT - 13

#### REPORT OF SCRUTINIZER FOR BALLOT FORM VOTING

[Pursuant to Section 109 of Companies Act, 2013, and Rule 21(2) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman,

Thirty-Second Annual General Meeting of the Equity Shareholders of

**DHP INDIA LIMITED** held on Monday, the 25<sup>th</sup> September, 2023 at 11.00 A.M. at Y.Y.C.A. Gallway House, 1, Middleton Row, Kolkata – 700 071.

Dear Sir,

- I, Sushil Tiwari, a Company Secretary-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of DHP INDIA LTD. (the Company) for the purpose of scrutinizing and Poll through Instapoll (Ballot Form) facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in the resolutions contained in the notice of the Thirty-Second Annual General Meeting (AGM) of the members of the Company dated 10<sup>th</sup> August, 2023, held on Monday, the 25<sup>th</sup> September, 2023 at 11.00 A.M. at Y.W.C.A. Gallway House, 1, Middleton Row, Kolkata 700 071.
- 2. The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company dated 10<sup>th</sup> August, 2023. My responsibility as the Scrutinizer for the process of voting through ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the notice to the 32<sup>nd</sup> AGM of the Company, through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company.
- Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions
  were considered and voted upon, only by members attending the meeting and who have not voted through
  Remote e-voting.
- 4. After the time fixed for closing of the poll by the chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked box was subsequently open in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the registrar and transfer agents of the company and the authorizations / proxies lodged with the Company.
- The poll papers which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- 7. The result of the poll is as under:

Item No. 1: - Adoption of Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2023, and the Report of the Board of Directors (including their Annexures, Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. thereon. (Ordinary Resolutions)

MARI & AUDITORS RE

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

:2:

(i) Voted in favour of the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 19   | 729                          | 100.00%                               |

(ii) Voted against the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil  | Nil                          | Nil                                   |

(iii) Invalid Votes:

| Total Number of Members (in person or by Proxy), whose votes were declared Invalid | Total number of votes cast by them |
|--|------------------------------------|
| 7  | 2442                               |

<u>Item No. 2:</u> - Declaration of a Final Dividend on Equity Shares of Rs. 4/- per Equity shares for the financial year ended 31<sup>st</sup> March, 2023. (Ordinary Resolution)

(i) Voted in favour of the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 19   | 729                          | 100.00%                               |

(ii) Voted against the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil  | Nil                          | Nil                                   |

(iii) Invalid Votes:

| Total Number of Members (in person or by Proxy), whose votes were declared Invalid | Total number of votes cast by them |
|--|------------------------------------|
| 7  | 2442                               |

<u>Item No. 3:</u> - - Appointment of a Director in place of Mrs. Anjum Dhandhania (DIN-00058506), who retires from office by rotation, and being eligible, offer herself for re-appointment. (Ordinary Resolution)

(i) Voted in favour of the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 19   | 729                          | 100.00%                               |



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

. 3 .

| 1 | (ii) | Voted  | against | the reso | lution |  |
|---|------|--------|---------|----------|--------|--|
| ١ | 111  | , orea | agamst  | the reso | lution |  |

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil  | Nil                          | Nil                                   |

(iii) Invalid Votes:

| Total Number of Members (in person or by Proxy), whose votes were declared Invalid | Total number of votes cast by them |
|--|------------------------------------|
| 7  | 2442                               |

<u>Item No. 4:</u> - Re-appointment of Statutory Auditors M/s. Navin Nayar & Company, Chartered Accountants [Firm Regd.No.317117E] for a period of next Five years Block, who retires from office and being eligible, offer himself for reappointment. (Ordinary Resolution)

(i) Voted in favour of the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 19   | 729                          | 100.00%                               |

(ii) Voted against the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil  | Nil                          | Nil                                   |

(iii) Invalid Votes:

| Total Number of Members (in person or by Proxy), whose votes were declared Invalid | Total number of votes cast by them |
|--|------------------------------------|
| Nil  | Nil                                |

<u>Item No. 5:</u> - Appointment of New Non-Executive & Independent Director of Mr. Rajat Banerjee [DIN: 06473127] for a period of Five Years. (Special Resolution)

(i) Voted in favour of the resolution:

| Number of Members present<br>and voting (in person or by | Number of votes cast by them | % of total number of valid votes cas |  |  |
|--|------------------------------|--------------------------------------|--|--|
| proxy)   |                              |                                      |  |  |
| 19   | 729                          | 100.00%                              |  |  |

(ii) Voted against the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil  | Nil                          | Nil                                   |

(iii) Invalid Votes:

| Total Number of Members (in person or by Proxy), whose votes were declared Invalid | Total number of votes cast by them |
|--|------------------------------------|
| 7  | 2442                               |



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

: 4

<u>Item No. 6:</u> - Appointment of New Non-Executive & Independent Director of Mrs. Aditi Bagchi [DIN: 09840440] for a period of Five Years. (Special Resolution)

(i) Voted in favour of the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 19   | 729                          | 100.00%                               |

(ii) Voted against the resolution:

| Number of Members present<br>and voting (in person or by<br>proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| Nil  | Nil                          | Nil                                   |

(iii) Invalid Votes:

| Total Number of Members (in person or by Proxy), whose votes were declared Invalid | Total number of votes cast by them |
|--|------------------------------------|
| 7  | 2442                               |

Based on the foregoing, the aforesaid resolutions No.1, 2 3, 4, 5 & 6 shall be deemed to have been passed Unanimously.

The Report of Ballot Form Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – "A" (3 pages).

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Note: All the above Resolutions passed Unanimously.

Thanking You, Yours Faithfully,

[SUSHIL TIWARI]

Company Secretary-in-Practice

Membership No. ACS-6199 & Certificate of Practice No. 1903

UDIN: A006199E001072319

Peer Review Certificate No. 2249/2022

Place : Kolkata

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

ANNEXURE - "A" (Page 1 of 3)

| Date of the AGM  | 25-09-2023 |  |  |  |
|--|------------|--|--|--|
| Total number of shareholders on record date                                  | 5,295      |  |  |  |
| No. of shareholders presented in the meeting either person or through proxy: | in         |  |  |  |
| Promoters and Promoters Group:   | 4          |  |  |  |
| Public :   | 31         |  |  |  |
| No. of shareholders attended the meeting through Vic                         | leo        |  |  |  |
| Conferencing:  |            |  |  |  |
| Promoters and Promoters Group:   | NIL        |  |  |  |
| Public :   | NIL        |  |  |  |

Agenda - wise disclosure

Resolutions / Agenda No. 1: (Ordinary Resolution): - Adoption of Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2023, and the Report of the Board of Directors (including their Annexures and Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. thereon.

| Resolution required : (Ordinary/Special)                                    |                   | ORDINAL               | ORDINARY RESOLUTIONS     |   |                         |                       |   |   |
|---|-------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|
| Whether promoter / promoter group are interested in the agenda/resolution ? |                   |                       | NO                       |   |                         |                       |   |   |
| Category  | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group  | Ballot Form       | 22,02,739             | NIL                      | NIL   | - NIL -                 | NIL                   | N. A  | N.A   |
| Public-Institutions   | Ballot Form       | NIL                   | NIL -                    | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions   | Ballot Form       | 7,97,261              | 729                      | 0.091 %   | 729                     | NIL                   | 100.00 %  | NIL   |
| TOTAL   |                   | 30,00,000             | 729                      | 0.024 %   | 729                     | NIL                   | 100.00 %  | NIL   |

| Resolutions / A  | genda No. 2 :     | (Ordinary             | Resolutio                | n) : - Declarati  | on of a Fin             | al Dividena           | on Equity Share   | es of Rs.4/- per  |
|--|-------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|
| Equity shares fo   | r the financial   | year ended 3          | 31st March               | , 2023.   |                         |                       |   |   |
| Resolution required: (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution? |                   |                       | ORDINA                   | RY RESOLUTIO  | NS                      |                       |   |   |
|  |                   |                       | NO                       |   |                         |                       |   |   |
| Category   | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group   | Ballot Form       | 22,02,739             | NIL                      | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public-Institutions  | Ballot Form       | NIL                   | NIL -                    | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions  | Ballot Form       | 7,97,261              | 729                      | 0.091 %   | 729                     | NIL                   | 100.00 %  | NIL   |
| TOTAL  |                   | 30,00,000             | 729                      | 0.024 %   | 729                     | NIL                   | 100.00 %  | NIL   |





**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

#### ANNEXURE - "A" (Page 2 of 3)

| Resolutions / A                       | Agenda No.        | 3 : (Ordina           | ary Resol                       | ution) : - Ap   | pointment            | of a Direc            | tor in place of   | Mrs. Anjum  |  |  |
|---------------------------------------|-------------------|-----------------------|---------------------------------|---|----------------------|-----------------------|---|---|--|--|
| Dhandhania (Dl                        | N-00058506).      | who retires j         | from office                     | by rotation, an   | d being elig         | gible, offer          | herself for re-ap   | pointment.  |  |  |
| Resolution required                   | d: (Ordinary/Spe  | ecial)                | ORDINA                          | RY RESOLUTIO  | NS                   |                       |   |   |  |  |
| Whether promoter interested in the ag |                   |                       | NO                              | NO  |                      |                       |   |   |  |  |
| Category                              | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled<br>(2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes - favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |  |  |
| Promoter and<br>Promoter Group        | Ballot Form       | 22,02,739             | NIL                             | NIL   | NIL                  | NIL                   | N. A  | N.A   |  |  |
| Public-Institutions                   | Ballot Form       | NIL                   | NIL -                           | NIL   | NIL                  | NIL                   | N. A  | N.A   |  |  |
| Public- Non<br>Institutions           | Ballot Form       | 7,97,261              | 729                             | 0.091 %   | 729                  | NIL                   | 100.00 %  | NIL   |  |  |
| TOTAL                                 |                   | 30,00,000             | 729                             | 0.024 %   | 729                  | NIL                   | 100.00 %  | NIL   |  |  |

| Resolutions / A                          | genda No. 4       | : (Ordinary           | Resoluti                 | ion) : - Re-app   | pointment of         | f Statutory           | Auditors M/s. 1   | Vavin Nayar &   |
|--|-------------------|-----------------------|--------------------------|---|----------------------|-----------------------|---|---|
| Company, Charl<br>and being eligib       |                   |                       |                          | 7117E] for a pe   | riod of nex          | t Five Years          | s Block, who ret  | ires from office  |
| Resolution require                       | d : (Ordinary/Sp  | ecial)                | ORDINA                   | RY RESOLUTIO  | NS                   |                       |   |   |
| Whether promoter<br>interested in the ag |                   |                       | NO                       |   |                      | 10                    |   |   |
| Category                                 | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes - favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group           | Ballet Form       | 22,02,739             | NIL                      | NIL   | NIL                  | NIL                   | N. A  | N.A   |
| Public-Institutions                      | Ballot Form       | NIL                   | NIL -                    | NIL   | NIL                  | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions              | Ballot Form       | 7,97,261              | 729                      | 0.091 %   | 729                  | NIL                   | 100.00 %  | NIL   |
| TOTAL                                    |                   | 30.00.000             | 729                      | 0.024 %   | 729                  | NIL                   | 100.00 %  | NIL   |



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report [Ballot Form voting result]

#### ANNEXURE - "A" (Page 3 of 3)

| Resolutions / A the Company of           |                   |                       |                          |   |                         |                       | ive & Independ  | ent Director of   |
|--|-------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|
| Resolution required                      |                   |                       |                          | RESOLUTIONS   | -                       |                       | 10 - 10 - 10 - 10 - 10 - 10 - 10 - 10 -                         |   |
| Whether promoter<br>interested in the ag |                   | #B11 (1905) B100)     | NO                       | Ales' es  |                         |                       |   | 54.70   |
| Category                                 | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group           | Ballot Form       | 22,02,739             | NIL -                    | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public-Institutions                      | Ballot Form       | NIL                   | NIL                      | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions              | Ballot Form       | 7,97,261              | 729                      | 0.091 %   | 729                     | NIL                   | 100.00 %  | NIL   |
| TOTAL                                    |                   | 30,00,000             | 729                      | 0.024 %   | 729                     | NIL                   | 100.00 %  | NIL   |

| Resolutions / A                          | genda No. 5       | : (Special R          | esolution)               | : - Appointme   | ent of New              | Non-Execut            | tive & Independ   | ent Director of   |
|--|-------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|
| the Company of                           | Mrs. Aditi Bag    | chi [DIN: 0           | 9840440]                 | for a period of   | Five Years.             |                       |   |   |
| Resolution require                       | d : (Ordinary/Spe | ecial)                | SPECIAL                  | RESOLUTIONS   |                         |                       |   |   |
| Whether promoter<br>interested in the ag |                   |                       | NO                       |   |                         |                       |   | -   |
| Category                                 | Mode of<br>Voting | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |
| Promoter and<br>Promoter Group           | Ballot Form       | 22,02,739             | NIL                      | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public-Institutions                      | Ballot Form       | NIL                   | NIL                      | NIL   | NIL                     | NIL                   | N. A  | N.A   |
| Public- Non<br>Institutions              | Ballot Form       | 7,97,261              | 729                      | 0.091 %   | 729                     | NIL                   | 100.00 %  | NIL   |
| TOTAL                                    |                   | 30,00,000             | 729                      | 0.024 %   | 729                     | NIL                   | 100.00 %  | NIL   |

Note: All the above Resolutions No. 1, 2, 3, 4, 5 & 6 passed Unanimously.

Thanking You,

Yours Faithfully,

**SUSHIL TIWARI** 

Company Secretary-in-Practice

Membership No. ACS-6199 & Certificate of Practice No. 1903

UDIN: A006199E001072319

Sushil Tiwan

Peer Review Certificate No. 2249/2022

Place: Kolkata

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

## CONSOLIDATED SCRUTINIZER'S REPORT [Voting through Remote E-Voting and Ballot Form Facility]

[Pursuant to Section 108 and 109 of Companies Act, 2013 and Companies (Management and Administration)
Amendment Rules, 2015]

To

The Chairman,

Thirty-Second Annual General Meeting of the Equity Shareholders of

**DHP INDIA LIMITED** held on Monday, the 25<sup>th</sup> September, 2023 at 11.00 A.M. at Y.W.C.A. Gallway House 1, Middleton Row, Kolkata – 700 071.

Dear Sir,

- 1. I, Sushil Tiwari, a Company Secretary-in-Practice, have been appointed as a Scrutinizer by the Board of Directors of DHP INDIA LTD. (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Poll through Ballot Form facility pursuant to Section 109 of the Companies Act, 2013, read with Rule 21 of the Companies (Management and Administration) Rules, 2014, in the resolutions contained in the notice of the Thirty-Second Annual General Meeting (AGM) of the members of the Company dated 10<sup>th</sup> August, 2023, held on Monday, the 25<sup>th</sup> September, 2023 at 11.00 A.M. at Y.W.C.A. Gallway House, I, Middleton Row, Kolkata 700 071.
- 2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through remote e-voting and ballot forms means on the resolution proposed in the Notice of the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company dated 10<sup>th</sup> August, 2023. My responsibility as the Scrutinizer for the process of voting through remote e-voting and ballot form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions proposed in the notice to the Thirtieth AGM of the Company, based on the reports generated from e-voting systems provided by Central Depository Systems Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company for voting through electronics means and votes cast through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company.
- 3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facilities were kept open form Friday, the 22<sup>nd</sup> September, 2023 at 10.00 A.M. to Sunday, the 24<sup>th</sup> September, 2023 at 5.00 P.M. and Members were requested to cast their votes electronically convening their assent or dissent in respect of the resolutions on e-voting plateform provided by CDSL.
- 4. The Member of the Company as on "cut off" date i.e. on Monday, the 18th September, 2023, were entitled to vote on the resolutions (item No. 1 to 6) as set out in the notice of 32nd AGM of the Company.
- 5. Ballot Form facility provided at the venue of the Annual General Meeting was optional till all the resolutions were considered and voted upon, only by members attending the meeting and who have not voted through Remote e-voting.

6. At the end of the voting period on Sunday, the 24th September, 2023 at 5.00 P.M., the voting portal of the service provider was blocked forthwith.

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata – 700 025. Mobile No. 98300-56820

. 2

7. The votes cast were unblocked on 25/09/2023 in the presence of two witnesses Mr. D. Pathak & Ms. Bharati Bhattacharya, who are not in employment of the Company and they have signed below in confirmation of the votes being unblocked in their presence.

D. Pathok

p. n.

Witness 1: Mr. D. Pathak

B. Bhattachaye-Witness 2: Ms. Brarati Bhattacharya

- 8. The total paid-up equity share capital of the Company as on "cut-off" date 18th September, 2023, was Rs.3,00,000,000/- divided into 30,00,000 equity shares of Rs.10/- each.
- 9. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "for", "against" each of the resolution contained in the notice of the AGM dated 10<sup>th</sup> August, 2023, that were put to vote, were generated from the e-voting website of Central Depository Systems Limited (CDSL), and based on such reports,

The brief analysis of the results of the voting through remote e-voting and Instapoll (Ballot Form) facility are as under:-

Item No. 1: (Ordinary Resolution): - Adoption of Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2023, and the Report of the Board of Directors (including their Annexures and Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. thereon.

| Particulars     |                 | No. of Votes contained in |             |       |       |           |                |  |  |  |  |
|-----------------|-----------------|---------------------------|-------------|-------|-------|-----------|----------------|--|--|--|--|
|                 | Remote E-Voting |                           | Ballot Form |       | Total |           | Percentage (%) |  |  |  |  |
|                 | No.             | Votes                     | No.         | Votes | No.   | Votes     | (70)           |  |  |  |  |
| Assent          | 28              | 22,07,963                 | 19          | 729   | 47    | 22,08,692 | 100.00 %       |  |  |  |  |
| Dissent         | 4               | 5                         | Nil         | Nil   | 4     | 5         | Negligible     |  |  |  |  |
| Total           | 32              | 22,07,968                 | 19          | 729   | 51    | 22,08,697 | 100.00 %       |  |  |  |  |
| Abstain/Invalid | Nil             | Nil                       | 7           | 2442  | 7     | 2442      | N. A.          |  |  |  |  |

<u>Item No. 2: (Ordinary Resolution):</u> Declaration of a Final Dividend on Equity Shares of Rs. 4/- per Equity shares for the financial year ended 31<sup>st</sup> March, 2023.

|                 | eco-concent     | No. of Votes contained in |     |             |     |           |            |  |  |  |  |
|-----------------|-----------------|---------------------------|-----|-------------|-----|-----------|------------|--|--|--|--|
| Particulars     | Remote E-Voting |                           | Ba  | Ballot Form |     | Total     |            |  |  |  |  |
|                 | No.             | Votes                     | No. | Votes       | No. | Votes     | (%)        |  |  |  |  |
| Assent          | 28              | 22,07,963                 | 19  | 729         | 47  | 22,08,692 | 100.00 %   |  |  |  |  |
| Dissent         | 4               | 5                         | Nil | Nil         | 4   | 5         | Negligible |  |  |  |  |
| Total           | 32              | 22,07,968                 | 19  | 729         | 51  | 22,08,697 | 100.00 %   |  |  |  |  |
| Abstain/Invalid | Nil             | Nil                       | 7   | 2442        | 7   | 2442      | N. A.      |  |  |  |  |

<u>Item No. 3: (Ordinary Resolution)</u>: - Re-appointment of a Director in place of Mrs. Anjum Dhandhania (DIN-00058506), who retires from office by rotation, and being eligible, offer herself for re-appointment.

| Particulars     |                 | No. of Votes contained in |     |             |     |           |                |  |  |  |  |
|-----------------|-----------------|---------------------------|-----|-------------|-----|-----------|----------------|--|--|--|--|
|                 | Remote E-Voting |                           | Ba  | Ballot Form |     | Total     | Percentage (%) |  |  |  |  |
|                 | No.             | Votes                     | No. | Votes       | No. | Votes     | (70)           |  |  |  |  |
| Assent          | 27              | 22,07,873                 | 19  | 729         | 46  | 22,08,602 | 100.00 %       |  |  |  |  |
| Dissent         | 5               | 95                        | Nil | Nil         | 5   | 95        | Negligible     |  |  |  |  |
| Total           | 32              | 22,07,968                 | 19  | 729         | 51  | 22,08,697 | 100.00 %       |  |  |  |  |
| Abstain/Invalid | Nil             | Nil                       | 7   | 2442        | 7   | 2442      | N. A.          |  |  |  |  |

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

:3:

<u>Item No. 4: (Ordinary Resolution)</u>: - Re-appointment of Statutory Auditor of the Company M/s. navin Nayar & Company, Chartered Accountants [Firm Regd.No.317117E] for a period of Next Five Years Block, who retires from office and being eligible, offer himself for re-appointment.

| Market Market   | No. of Votes contained in |           |     |             |     |           |            |  |  |  |
|-----------------|---------------------------|-----------|-----|-------------|-----|-----------|------------|--|--|--|
| Particulars     | Remote E-Voting           |           | Ba  | Ballot Form |     | Total     | Percentage |  |  |  |
|                 | No.                       | Votes     | No. | Votes       | No. | Votes     | (%)        |  |  |  |
| Assent          | 28                        | 22,07,963 | 19  | 729         | 47  | 22,08,692 | 100.00 %   |  |  |  |
| Dissent         | 4                         | 5         | Nil | Nil         | 4   | 5         | Negligible |  |  |  |
| Total           | 32                        | 22,07,968 | 19  | 729         | 51  | 22,08,697 | 100.00 %   |  |  |  |
| Abstain/Invalid | Nil                       | Nil       | 7   | 2442        | 7   | 2442      | N. A.      |  |  |  |

Item No. 5: (Special Resolution): - Appointment of New Non-Executive & Independent Director of the Company as

Mr. Rajat Banerjee [DIN: 06473127] for a period of Five Years.

| Particulars     | No. of Votes contained in |           |     |             |     |           |            |  |  |
|-----------------|---------------------------|-----------|-----|-------------|-----|-----------|------------|--|--|
|                 | Remote E-Voting           |           | Ba  | Ballot Form |     | Total     | Percentage |  |  |
|                 | No.                       | Votes     | No. | Votes       | No. | Votes     | (%)        |  |  |
| Assent          | 27                        | 22,07,873 | 19  | 729         | 46  | 22,08,602 | 100.00 %   |  |  |
| Dissent         | 5                         | 95        | Nil | Nil         | 5   | 95        | Negligible |  |  |
| Total           | 32                        | 22,07,968 | 19  | 729         | 51  | 22,08,697 | 100.00 %   |  |  |
| Abstain/Invalid | Nil                       | Nil       | 7   | 2442        | 7   | 2442      | N. A.      |  |  |

<u>Item No. 6: (Special Resolution):</u> - Appointment of New Non-Executive & Independent Director of the Company as

Mrs.Aditi Bagchi [DIN: 09840440] for a period of Five Years.

| Particulars     |                 | No. of Votes contained in |             |       |     |           |            |  |  |  |  |
|-----------------|-----------------|---------------------------|-------------|-------|-----|-----------|------------|--|--|--|--|
|                 | Remote E-Voting |                           | Ballot Form |       |     | Total     | Percentage |  |  |  |  |
|                 | No.             | Votes                     | No.         | Votes | No. | Votes     | (%)        |  |  |  |  |
| Assent          | 27              | 22,07,873                 | 19          | 729   | 46  | 22,08,602 | 100.00 %   |  |  |  |  |
| Dissent         | 5               | 95                        | Nil         | Nil   | 5   | 95        | Negligible |  |  |  |  |
| Total           | 32              | 22,07,968                 | 19          | 729   | 51  | 22,08,697 | 100.00 %   |  |  |  |  |
| Abstain/Invalid | Nil             | Nil                       | 7           | 2442  | 7   | 2442      | N. A.      |  |  |  |  |

Result: The above resolutions number 1, 2, 3, 4, 5 & 6 are passed by Requisite Majority.

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure — "A" (4 pages).

All the relevant records, relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You, Yours Faithfully,

Sushil

SUSHIL TIWARI

Company Secretary-in-Practice

Membership No. ACS-6199 & Certificate of Practice No. 1903

UDIN: A006199E001072319

Peer Review Certificate No. 2249/2022

Place: Kolkata

**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting & Ballot Form Poll)

#### ANNEXURE - "A" (Page 1 of 4)

| Date of the AGM   | 25-09-2023 |  |  |  |  |
|---|------------|--|--|--|--|
| Total number of shareholders on record date                                     | 5,295      |  |  |  |  |
| No. of shareholders presented in the meeting either in person or through proxy: |            |  |  |  |  |
| Promoters and Promoters Group:  | 4          |  |  |  |  |
| Public :  | 31         |  |  |  |  |
| No. of shareholders attended the meeting through Video                          |            |  |  |  |  |
| Conferencing:   |            |  |  |  |  |
| Promoters and Promoters Group:  | NIL        |  |  |  |  |
| Public :  | NIL        |  |  |  |  |

Agenda - wise disclosure

Resolutions / Agenda No. 1: (Ordinary Resolution): - Adoption of Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2023, and the Report of the Board of Directors (including their Annexures and Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. thereon.

| Resolution require                       | d: (Ordinary/Spe                 | ecial)                | ORDINA                   | RY RESOLUTIO  | NS                      |                       |   |   |  |  |
|--|----------------------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|--|--|
| Whether promoter<br>interested in the ag |                                  | •                     | NO                       |   |                         |                       |   |   |  |  |
| Category                                 | Mode of<br>Voting                | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |  |  |
| Promoter and                             | E-Voting                         | 22,02,739             | 22,02,739                | 100.000 %   | 22,02,739               | NIL                   | 100.00 %  | NIL   |  |  |
| Promoter Group                           | Poll                             | 22,02,739             | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |
|  | Postal Ballot<br>(If applicable) | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |
|  | Total                            | 22,02,739             | 22,02,739                | 100.00 %  | 22,02,739               | NIL                   | 100.00 %  | NIL   |  |  |
| Public-Institutions                      | E-Voting                         | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |
|  | Poll                             | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |
|  | Postal Ballot<br>(If applicable) | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |
|  | Total                            | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |
| Public- Non                              | E-Voting                         | 7,97,261              | 5,229                    | 0.656 %   | 5,224                   | 5                     | 99.90 %   | 0.10%   |  |  |
| Institutions                             | Poll                             | 7,97,261              | 729                      | 0.091 %   | 729                     | NIL                   | 100.00 %  | - NIL -   |  |  |
|  | Postal Ballot<br>(If applicable) | NIL                   | NIL                      | N. A  | - NIL                   | NIL                   | N. A  | NIL   |  |  |
|  | Total                            | 7,97,261              | 5,958                    | 0.747 %   | 5,953                   | 5                     | 99.92 %   | 0.08%   |  |  |
| TOTAL                                    |                                  | 30,00,000             | 22,08,697                | 73.623 %  | 22,08,692               | 5                     | 100.00 %  | Negligible  |  |  |



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting & Ballot Form Vote)

#### ANNEXURE - "A" (Page 2 of 4)

| Resolutions / A  | genda No. 2 :                    | (Ordinary l           | Resolution               | n): - Declaration                       | n of a Fina             | l Dividend            | on Equity Share                            | s of Rs. 4/- per                         |  |  |
|--|----------------------------------|-----------------------|--------------------------|---|-------------------------|-----------------------|--|--|--|--|
| Equity shares fo   |                                  |                       |                          |   |                         |                       |  |  |  |  |
| Resolution required : (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution ? |                                  |                       | ORDINARY RESOLUTIONS     |   |                         |                       |  |  |  |  |
|  |                                  |                       | NO                       |   |                         |                       |  |  |  |  |
| Category   | Mode of<br>Voting                | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled | % of Votes<br>against on votes<br>polled |  |  |
|  | L                                | (1)                   | (2)                      | (3)=[(2)/(1)]*100                       |                         | (5)                   | (6)=[(4)/(2)]*100                          | (7)=[(5)/(2)]*100                        |  |  |
| Promoter and<br>Promoter Group   | E-Voting                         | 22,02,739             | 22,02,739                | 100.000 %                               | 22,02,739               | NIL                   | 100.00 %                                   | NIL                                      |  |  |
|  | Poll                             | 22,02,739             | NIL                      | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Postal Ballot<br>(If applicable) | NIL                   | NIL                      | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Total                            | 22,02,739             | 22,02,739                | 100.00 %                                | 22,02,739               | NIL                   | 100.00 %                                   | NIL                                      |  |  |
| Public-Institutions  | E-Voting                         | NIL                   | NIL                      | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Poll                             | NIL                   | NIL                      | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Postal Ballot                    |                       |                          |   |                         |                       |  |  |  |  |
|  | (If applicable)                  | NIL                   | NIL                      | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Total                            | NIL                   | NIL                      | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
| Public- Non<br>Institutions  | E-Voting                         | 7,97,261              | 5,229                    | 0.656 %                                 | 5,224                   | 5                     | 99.90 %                                    | 0.10%                                    |  |  |
|  | Poll                             | 7,97,261              | 729                      | 0.091 %                                 | 729                     | NIL                   | 100.00 %                                   | - NIL                                    |  |  |
|  | Postal Ballot<br>(If applicable) | NIL                   | NIL                      | N. A                                    | - NIL                   | NIL                   | N. A                                       | NIL                                      |  |  |
|  | Total                            | 7,97,261              | 5,958                    | 0.747 %                                 | 5,953                   | 5                     | 99.92 %                                    | 0.08%                                    |  |  |
| TOTAL  |                                  | 30,00,000             | 22,08,697                | 73.623 %                                | 22,08,692               | 5                     | 100.00 %                                   | Negligible                               |  |  |

| Dhandhania (D.   | IN-00058506),                             | who retires j               | from office              | e by rotation, an   | d being elig                   | gible, offer i           | herself for re-ap   | pointment.  |  |  |
|--|---|-----------------------------|--------------------------|---|--------------------------------|--------------------------|---|---|--|--|
| Resolution require   | d: (Ordinary/Sp                           | ecial)                      | ORDINA                   | RY RESOLUTIO  | NS                             |                          |   |   |  |  |
| Whether promoter / promoter group are interested in the agenda/resolution? |   |                             | NO                       |   |                                |                          |   |   |  |  |
| Category   | Mode of<br>Voting                         | No. of shares<br>held       | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>– favour<br>(4) | No of Votes<br>- against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |  |  |
| Promoter and<br>Promoter Group   | E-Voting                                  | 22,02,739                   | 22,02,739                | 100.000 %   | 22,02,739                      | NIL                      | 100.00 %  | NIL   |  |  |
|  | Poll                                      | 22,02,739                   | NIL                      | N. A  | NIL                            | NIL                      | N. A  | N. A  |  |  |
|  | Postal Ballot<br>(If applicable)<br>Total | NIL<br>22,02,739            | NIL<br>22,02,739         | N. A<br>100,00 %  | NIL<br>22,02,739               | NIL                      | N. A<br>100.00 %  | N. A  |  |  |
| Public-Institutions  | E-Voting                                  | NIL                         | NIL                      | N. A  | NIL                            | NIL                      | N. A  | N. A  |  |  |
|  | Poll                                      | NIL                         | NIL                      | N. A  | NIL                            | NIL                      | N. A  | N. A  |  |  |
|  | Postal Ballot<br>(If applicable)          | NIL                         | NIL                      | N. A  | NIL                            | NIL                      | N. A  | N. A  |  |  |
| D. L.P. XV   | Total                                     | NIL                         | NIL                      | N. A  | NIL                            | NIL                      | N. A  | N. A  |  |  |
| Public- Non<br>Institutions  | E-Voting                                  | 7,97,261                    | 5,229                    | 0.656 %   | 5,134                          | 95                       | 98.18 %   | 1.82%   |  |  |
|  | Poll Postal Ballot (If applicable) Total  | 7,97,261<br>NIL<br>7,97,261 | 729<br>NIL<br>5,958      | 0.091 %<br>N. A<br>0.747 %                                | 729<br>NIL<br>5,863            | NIL<br>NIL<br>95         | 100.00 %<br>N. A<br>98.40 %                                     | - NIL<br>NIL<br>1.60%   |  |  |
| TOTAL  |   | 30,00,000                   | 22,08,697                | 73.623 %  | 22,08,602                      | 95                       | 100.00 %  | Negligible  |  |  |



**Company Secretaries** 

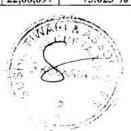
31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting and Ballot Form Vote)

#### ANNEXURE - "A" (Page 3 of 4)

| retires from office and being eligible, offer l<br>Resolution required: (Ordinary/Special) |   | ORDINARY RESOLUTIONS  |                          |   |                         |                       |   |   |  |  |  |
|--|---|-----------------------|--------------------------|---|-------------------------|-----------------------|---|---|--|--|--|
| Whether promoter / promoter group are interested in the agenda/resolution?                 |   |                       | NO                       |   |                         |                       |   |   |  |  |  |
| Category   | Mode of<br>Voting                         | No. of shares<br>held | No of<br>voted<br>polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled<br>(6)=[(4)/(2)]*100 | % of Votes<br>against on votes<br>polled<br>(7)=[(5)/(2)]*100 |  |  |  |
| Promoter and<br>Promoter Group   | E-Voting                                  | 22,02,739             | 22,02,739                | 100.000 %   | 22,02,739               | NIL                   | 100.00 %  | NIL   |  |  |  |
|  | Poll                                      | 22,02,739             | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |  |
|  | Postal Ballot<br>(If applicable)<br>Total | NIL<br>22,02,739      | NIL<br>22,02,739         | N. A<br>100.00 %  | NIL<br>22,02,739        | NIL                   | N. A<br>100.00 %  | N. A  |  |  |  |
| Public-Institutions  | E-Voting                                  | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |  |
|  | Poll                                      | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |  |
|  | Postal Ballot<br>(If applicable)          | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |  |
|  | Total                                     | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | N. A  |  |  |  |
| Public- Non<br>Institutions  | E-Voting                                  | 7,97,261              | 5,229                    | 0.656 %   | 5,224                   | 5                     | 99.90 %   | 0.10%   |  |  |  |
|  | Poll                                      | 7,97,261              | 729                      | 0.091 %   | 729                     | NIL                   | 100.00 %  | - NIL   |  |  |  |
|  | Postal Ballot<br>(If applicable)          | NIL                   | NIL                      | N. A  | NIL                     | NIL                   | N. A  | NIL   |  |  |  |
|  | Total                                     | 7,97,261              | 5,958                    | 0.747 %   | 5,953                   | 5                     | 99.92 %   | 0.08%   |  |  |  |
| TOTAL  |   | 30,00,000             | 22,08,697                | 73.623 %  | 22,08,692               | 5                     | 100.00 %  | Negligible  |  |  |  |

| Resolution required : (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution? |   |                       | [473127] for a period of Five Years.  SPECIAL RESOLUTIONS |   |                         |                       |  |  |  |  |
|---|---|-----------------------|---|---|-------------------------|-----------------------|--|--|--|--|
|   |   |                       | NO  |   |                         |                       |  |  |  |  |
| Category  | Mode of<br>Voting                         | No. of shares<br>held | No of<br>voted<br>polled                                  | % of Votes Polled on outstanding shares | No of Votes<br>- favour | No of Votes - against | % of Votes in<br>favour on votes<br>polled | % of Votes<br>against on votes<br>polled |  |  |
| D 4 1   | P.V.                                      | (1)                   | (2)   | (3)=[(2)/(1)]*100                       |                         | (5)                   | (6)=[(4)/(2)]*100                          | (7)=[(5)/(2)]*100                        |  |  |
| Promoter and<br>Promoter Group  | E-Voting                                  | 22,02,739             | 22,02,739   | 100.000 %                               | 22,02,739               | NIL                   | 100.00 %                                   | NIL                                      |  |  |
|   | Poll                                      | 22,02,739             | NIL   | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|   | Postal Ballot<br>(If applicable)          | NIL                   | NIL   | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|   | Total                                     | 22,02,739             | 22,02,739   | 100.00 %                                | 22,02,739               | NIL                   | 100.00 %                                   | NIL                                      |  |  |
| Public-Institutions   | E-Voting                                  | NIL                   | NIL   | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|   | Poll                                      | NIL                   | NIL   | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|   | Postal Ballot<br>(If applicable)          | NIL                   | NIL   | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
|   | Total                                     | NIL                   | NIL   | N. A                                    | NIL                     | NIL                   | N. A                                       | N. A                                     |  |  |
| Public- Non<br>Institutions   | E-Voting                                  | 7,97,261              | 5,229   | 0.656 %                                 | 5,134                   | 95                    | 98.18 %                                    | 1.82%                                    |  |  |
|   | Poll                                      | 7,97,261              | 729   | 0.091 %                                 | 729                     | NIL                   | 100.00 %                                   | - NIL -                                  |  |  |
|   | Postal Ballot<br>(If applicable)<br>Total | NIL<br>7,97,261       | NIL<br>5,958  | N. A<br>0.747 %                         | NIL<br>5,863            | NIL<br>95             | N. A<br>98.40 %                            | NIL<br>1.60%                             |  |  |
|   | iotai                                     | 1,51,401              | 3,730   | 0.747 70                                | 3,003                   | 73                    | 70.40 /0                                   | 1.00 /0                                  |  |  |



**Company Secretaries** 

31A, S.P.Mukherjee Road, Kolkata - 700 025. Mobile No. 98300-56820

Format for Voting Results prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, being part of Scrutinizer's Report (E-voting and Ballot Form Vote)

ANNEXURE - "A" (Page 4 of 4)

| Resolution required : (Ordinary/Special) Whether promoter / promoter group are interested in the agenda/resolution ? |   |                       | 10440] for a period of Five Years.  SPECIAL RESOLUTIONS |   |  |                       |  |  |  |  |
|--|---|-----------------------|---|---|--|-----------------------|--|--|--|--|
|  |   |                       | NO  | NO                                      |  |                       |  |  |  |  |
| Category   | Mode of<br>Voting                         | No. of shares<br>held | No of<br>voted<br>polled                                | % of Votes Polled on outstanding shares | No of Votes<br>- favour  | No of Votes - against | % of Votes in<br>favour on votes<br>polled | % of Votes<br>against on votes<br>polled |  |  |
|  |   | (1)                   | (2)   | (3)=[(2)/(1)]*100                       | The state of the s | (5)                   | (6)=[(4)/(2)]*100                          |  |  |  |
| Promoter and<br>Promoter Group   | E-Voting                                  | 22,02,739             | 22,02,739   | 100.000 %                               | 22,02,739  | NIL                   | 100.00 %                                   | NIL                                      |  |  |
|  | Poll                                      | 22,02,739             | NIL   | N. A                                    | NIL  | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Postal Ballot<br>(If applicable)<br>Total | NIL<br>22,02,739      | NIL<br>22,02,739  | N. A<br>100.00 %                        | NIL<br>22,02,739   | NIL                   | N. A<br>100.00 %                           | N. A                                     |  |  |
| Public-Institutions  | E-Voting                                  | NIL                   | NIL   | - N. A                                  | - NIL  | - NIL -               | - N. A                                     | - N. A                                   |  |  |
|  | Poll                                      | NIL                   | NIL   | N. A                                    | NIL  | NIL                   | N. A                                       | N. A                                     |  |  |
|  | Postal Ballot<br>(If applicable)<br>Total | NIL                   | NIL   | N. A<br>N. A                            | NIL<br>NIL   | NIL                   | N. A<br>N. A                               | N. A                                     |  |  |
| Public- Non  | E-Voting                                  | 7,97,261              | 5,229   | 0.656 %                                 | 5,134  | 95                    | 98.18 %                                    | 1.82%                                    |  |  |
| Institutions   | Poll                                      | 7,97,261              | 729   | 0.091 %                                 | 729  | NIL                   | 100.00 %                                   | - NIL                                    |  |  |
|  | Postal Ballot<br>(If applicable)          | NIL                   | NIL   | N. A                                    | - NIL  | NIL                   | N. A                                       | NIL                                      |  |  |
|  | Total                                     | 7,97,261              | 5,958   | 0.747 %                                 | 5,863  | 95                    | 98.40 %                                    | 1.60%                                    |  |  |

Result: The above resolutions number 1, 2, 3, 4, 5 & 6 are passed by Requisite Majority.

Thanking You,

Yours Faithfully,

[SUSHIL TIWARI]

Company Secretary-in-Practice

Membership No. ACS-6199 & Certificate of Practice No. 1903

UDIN: A006199E001072319

Peer Review Certificate No. 2249/2022

Place: Kolkata