



**D & H INDIA LTD**

CIN : L28900MH1985PLC035822

D&H/CS/20-21/09

Date: 19th October, 2020

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To,

**The General Manager-DCS**

**Bombay Stock Exchange Limited**

Phiroze Jeejebhoy Towers,

Dalal Street,

MUMBAI- 400 001

**BSE Scrip Code: 517514**

**Sub. : Submission of copy of minutes of 35<sup>th</sup> Annual General Meeting of the Company.**

Dear Sir,

We are enclosing herewith a copy of minutes of 35th Annual General Meeting of the Company held on Wednesday the **30<sup>th</sup> day of September, 2020 at 01:00 P.M.** through Video Conferencing or Other Audio Visual Means (OAVM) for which purpose the Registered Office situated at A-204, Kailash Esplanade, Opposite Shreyas Cinema, L.B.S. Marg, Ghatkopar (West), Mumbai-400086 shall be deemed as the venue for the Meeting.

Kindly acknowledge the receipt of the same and take on records.

Thanking You,

Yours faithfully,

**For D & H India Limited**



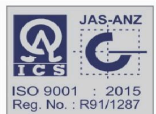
**Rajesh Sen**

**Company Secretary**

**Encl:-a/a**

**H.O. & Correspondence Address :** Plot 'A', Sector 'A', Industrial Area, Sanwer Road, INDORE - 452 015 (MP) INDIA **Ph :** +91-731-2973501, 2973101 & 2974501 **Email:** ho@dnhindia.com

**Regd. Off. :** A-204, Kailash Esplanade, Opp. Shreyas Cinema, L.B.S. Marg, Ghatkopar (W) MUMBAI - 400 086 (MH) INDIA **Telephone :** +91 22 25006441 **Website:** www.dnhindia.com



**MINUTES OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF D & H INDIA LIMITED HELD ON WEDNESDAY, 30<sup>TH</sup> DAY OF SEPTEMBER, 2020 THROUGH VIDEO CONFERENCING OR OTHER AUDIO VISUAL MEANS (OAVM) FOR WHICH PURPOSE THE REGISTERED OFFICE SITUATED AT A-204, KAILASH ESPLANADE, OPPOSITE SHREYAS CINEMA, L.B.S. MARG, GHATKOPAR (WEST), MUMBAI-400086 SHALL BE DEEMED AS THE VENUE FOR THE MEETING AT 1.00 P.M. AND CONCLUDED AT 1.13 P.M.**

**PRESENT IN THE MEETING THROUGH VC/OAVM:**

**I. Directors:**

1. Shri Sunil Kathariya, Chairman and Independent Director
2. Shri Balraj Kishore Namdeo, Independent Director and member of the Audit Committee
3. Shri Eshanya B Gupta, Chairman of Audit Committee, Chairman of the Nomination and Remuneration Committee and Independent Director
4. Shri Sushil Rawka, Chairman of Stakeholder Relationship Committee and Director
5. Mrs. Atithi Vora, Woman Non- Executive Director
6. Shri Saurabh Vora: Whole Time Director
7. Shri Madhusudan Jain: Whole Time Director and member of Stakeholder Relationship Committee
8. Shri Harsh Vora, Managing Director

**II. OFFICERS IN PRESENT**

1. Sanat Kumar Jain – Chief Financial Officer
2. CS Rajesh Sen – CS & Compliance Officer

**III SPECIAL INVITEE:**

1. CS (Dr.) D. K. Jain, Scrutinizer and Secretarial Auditor of the Company.

**LEAVE OF ABSENCE:**

Leave of Absence was granted to the Statutory Auditors of the company from attending the meeting on their request due to their pre-occupation.

**CHAIRMAN OF THE MEETING:**

Mr. Sunil Kathariya Chairman of the Board occupied the chair for the meeting and welcomes all the directors and members of the company at 35<sup>th</sup> AGM of the company.

**NUMBER OF MEMBERS AS ON THE CUTOFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM:**

As per records made available by M/s Ankit Consultancy Pvt. Ltd., the Share Transfer Agent on the Cutoff date i.e. 23<sup>rd</sup> September, 2020 there were 4,353 members of the Company who were entitled to attend and vote at the 35<sup>th</sup> AGM and minimum 15 members were required to constitute the valid quorum for the 35<sup>th</sup> AGM.

**PRESENCE OF QUORUM:**

At the 35<sup>th</sup> AGM total 56 (Fifty Six) Members were present in person and participated at the AGM as per the Attendance Records maintained at the Company.

**NOTICE OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING:**

The Company Secretary informed that the Notice convening the 35<sup>th</sup> Annual General Meeting alongwith the Audited Financial Statements containing the Balance Sheet as at 31<sup>st</sup> March,



2020 and the Statement of Profit & Loss and the Cash Flow for the year ended 31<sup>st</sup> March, 2020 along with the Notes and the Boards' Report, Corporate Governance and the Auditor's Report, Secretarial Auditors Report have already been dispatched to the members by electronic mode as per the records made available by CDSL & NSDL. With the permission of the Members present at the Meeting the Notice of the 35<sup>th</sup> Annual General Meeting was taken as read.

**BOOKS & STATUTORY REGISTER:**

The Company Secretary informed that the Register of Director and Key Managerial Personnel and their shareholding and Share Transfer Book and the Register of Members along with other statutory books, as required under other provisions of the Companies Act, 2013 have been kept at the meeting.

**PROCEEDING OF THE MEETING:**

In view of the massive outbreak of the COVID-19 pandemic, the 35th Annual General Meeting of the Company was held through VC/OAVM pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020.

As per Article of Association of the Company, Shri Sunil Kathariya, Chairman of the Company occupied the Chair for the Meeting and welcomed all the members and directors and invitees present in the meeting through VC/OAVM.

Company Secretary took a roll call of the Directors and introduced other invitees.

The Chairman of the Audit Committee Shri Eshanya B Gupta was available to respond to the queries relating to Books of Accounts and Directors Remuneration.


The Chairman delivered his speech to the members at the AGM.

Company Secretary informed the members that, this time only Electronic copies of the Notice & Annual Report for the financial year 2019-20 have been sent to all the members whose Email Ids were registered with the Company or Depository Participant(s). The Notice of this Annual General Meeting is given in 35<sup>th</sup> Annual Report.

The Auditors Report on the Standalone and Consolidated Financial Statements of the Company is given by the Statutory Auditors M/s M/s Lokesh Vyas & Co., Chartered Accountant, Indore. I am pleased to announce that Auditors Report do not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2019-20 is given by M/s D.K. Jain & Co., Practicing Company Secretaries, Indore. The observation made by the Secretarial Auditor in their report and management comments on such observations which were already disclosed in the Annual Report.

CS (Dr.) D.K. Jain was appointed by the Board as the Scrutinizer for the Remote E-voting and E-voting at this Annual General Meeting. The Scrutinizer ensure that the voting done in a fair and transparent manner.

Handwritten signature of D.K. Jain, with a circled 'D' and 'K' and a horizontal line below the name.

Company Secretary further informed that the Company has provided e-voting facility to its members whose names appeared in the Register of Members as on cutoff date i.e. 23<sup>rd</sup> September, 2020; to cast their votes on the resolutions proposed to be passed at this 35<sup>th</sup> Annual General Meeting through remote e-voting system of CDSL. The e-voting commenced from Sunday, 27<sup>th</sup> September, 2020 at 9.00 A.M. (I.S.T.) and ended on Tuesday, 29<sup>th</sup> September, 2020 at 5.00 P.M. (I.S.T.) and voting at this Annual General Meeting e-voting facility to the members was available throughout the proceedings of the meeting.

The Members who are in the records of the Company as on the cut-off date i.e. 23<sup>rd</sup> September, 2020 shall only be entitled to participate in the e-voting process.

Thereafter the Chairman requested the Members to consider and cast their votes for the ordinary and special businesses as mentioned in the Notice of AGM from Item No. 1 to 6 and on the instructions of the Chairman the CS then read out the following Agenda Items one by one.

<i>No.</i>	<i>Type of Resolution</i>	<i>Items</i>
1	Ordinary	Consideration and Adoption of the Standalone and Consolidated Audited Financial Statements which include the Audited Balance Sheet as at 31 <sup>st</sup> March, 2020, Statement of Changes in Equity, the Statement of Profit & Loss, and Cash Flow Statement of the company for the financial year ended 31 <sup>st</sup> March, 2020 and the Reports of the Board's and Auditors thereon.
2	Ordinary	Re-appointment of Mr. Sushil Rawka (DIN: 00156990) as a director who retires by rotation and being eligible, offers himself for re-appointment
3.	Ordinary	Re-appointment Mrs. Atithi Vora (DIN: 06899964) as a director who retires by rotation and being eligible, offers herself for re-appointment
4.	Ordinary	Appointment of M/s Devpura Navlakha & Co., Chartered Accountant (FRN 121975W), as Statutory Auditors of the Company and fixing their Remuneration for a term of 5 (Five) Year.
5.	Special	Re-appointment of Mr. Saurabh Vora (DIN: 02750484) as a Whole Time Director of the Company for a period of 5 (Five Year) w.e.f. 1 <sup>st</sup> October 2020.
6.	Special	Re-appointment of Mr. Harsh Vora (DIN: 00149287) as a Managing Director of the Company for a period of 3 (Three Year) w.e.f. 1 <sup>st</sup> October 2020

Company Secretary further informed that, as set out in the Notice of Annual General Meeting stating the requirement to register themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the company has received two requests from shareholders for seeking opportunity to speak at AGM. However, there was not available registered speaker shareholder during the meeting who has requested to speak and not ask any query during the AGM by any shareholder.

Chairman informed the members present in the AGM that the results of the remote E-voting and E-voting at AGM along with the report of the scrutinizer will be announced within 48 (Forty Eight) hours from the conclusion of 35<sup>th</sup> Annual General Meeting and shall also be

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placed at the Company's, BSE and CDSL Website and the recorded transcript of the AGM shall also be made available on the website of the company as soon as possible after the meeting is over.

The Chairman informed the members with respect to the business to be transacted at the Meeting. As per notice dated 31<sup>st</sup> August, 2020 convening the 35<sup>th</sup> Annual General Meeting of the Company, the following businesses were transacted at the Meeting.

**CONCLUSION OF THE MEETING:**

Thereafter being no other business, the meeting declared as concluded by the chairman at 1:13 P.M. on 30<sup>th</sup> September, 2020

**DECLARATION OF RESULTS FOR THE BUSINESSES PROPOSED AT THE 35<sup>TH</sup> ANNUAL GENERAL MEETING ON 30<sup>TH</sup> SEPTEMBER, 2020 AFTER RECEIPT OF SCRUTINIZER REPORT**

Thereafter, the Chairman declared the following results for the 35<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2020. The results were declared on 2<sup>nd</sup> October, 2020 and the date of the passing of the resolutions shall be considered as the date of the declaration of the E-voting results i.e. 2<sup>nd</sup> October, 2020.

**ORDINARY BUSINESSES BY ORDINARY RESOLUTION:**

**ITEM NO.1: APPROVAL OF THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS, FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2020 AND REPORTS OF BOARD AND AUDITORS THEREON.**

**RESOLVED THAT** the Standalone and Consolidated financial statement of the company including the audited Balance Sheet as at 31st March 2020 & Statement of Profit & Loss and the Cash Flow for the year ended 31st March, 2020 along with the Board's Report, Corporate Governance Report and the Auditor's Report and Secretarial Audit Report thereon as circulated to the Members and submitted to the meeting be and are hereby received, considered, and adopted by the members at the Annual General Meeting of the company.

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<b>Ordinary</b>					
Whether promoter/ promoter group are interested in the agenda/ resolution?			<b>No</b>					
Cate gory	Mod e of Voti ng	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstan ding shares= [(2)/(1) ]* 100 (3)	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled [(4)/(2) ]*100	% of Votes against on votes polled [(5)/(2) ]*100

*(S) K. K. K. K.*

							(6)	(7)
Promoter and Promoter Group	E-Voting	3619859	3619559	99.99%	3519059	100500	97.22%	2.78%
	Poll			0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>3619859</b>	<b>3619559</b>	<b>99.99%</b>	<b>3519059</b>	<b>100500</b>	<b>97.22%</b>	<b>2.78%</b>
Public Institutions	E-Voting		0	0	0	0	0	0.00%
	Poll		0	0	0	0	0	0.00%
	Postal Ballot		0	0	0	0	0	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public Non Institutions	E-Voting	3780141	110168	2.91%	110166	2	100%	0.00%
	Poll		0	0.00%	0	0	100%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>3780141</b>	<b>110168</b>	<b>2.91%</b>	<b>110166</b>	<b>2</b>	<b>100%</b>	<b>0.00%</b>
<b>Total</b>		<b>7400000</b>	<b>3729727</b>	<b>50.40%</b>	<b>3629225</b>	<b>100502</b>	<b>97.30%</b>	<b>2.70%</b>

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 1 of the Notice of the 35<sup>th</sup> AGM has been PASSED by requisite Majority AS AN ORDINARY RESOLUTION.

**ITEM NO.2: RE-APPOINTMENT OF MR. SUSHIL RAWKA (DIN 00156990) WHO IS LIABLE TO RETIRE BY ROTATION AND IS BEING ELIGIBLE AND OFFER HIMSELF FOR RE-APPOINTMENT.**

**RESOLVED THAT** subject to the provisions of section 152 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Appointment and Qualification of

*(Signature)*

Directors) Rules, 2014, Mr. Sushil Rawka (DIN: 00156990) who is liable to retire by rotation offered him self for re-appointment be and are hereby considered by the Members of the company at the General Meeting.

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<b>Ordinary</b>					
Whether promoter/ promoter group are interested in the agenda/ resolution?			<b>No</b>					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares = [(2)/(1)]*100  (3)	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled [(4)/(2)]*100  (6)	% of Votes against on votes polled [(5)/(2)]*100  (7)
Promoter and Promoter Group	E-Voting	3619859	3619559	99.99%	3619559	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>3619859</b>	<b>3619559</b>	<b>99.99%</b>	<b>3619559</b>	<b>0</b>	<b>100%</b>
Public Institutions	E-Voting		0	0	0	0	0	0.00%
	Poll		0	0	0	0	0	0.00%
	Postal Ballot		0	0	0	0	0	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public Non Institutions	E-Voting	3780141	110168	2.91%	110066	102	99.91%	0.09%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%

*(S. K. Rawka)*

	t							
	<b>Total</b>	<b>3780141</b>	<b>110168</b>	<b>2.91%</b>	<b>110066</b>	<b>102</b>	<b>99.91%</b>	<b>0.09%</b>
<b>Total</b>		<b>7400000</b>	<b>3729727</b>	<b>50.40%</b>	<b>3729625</b>	<b>102</b>	<b>100%</b>	<b>0.00%</b>

Based on the Scrutinizer Report, the Ordinary Resolution as contained in Item No. 2 of the Notice of the 35<sup>th</sup> AGM has been PASSED by requisite Majority AS AN ORDINARY RESOLUTION.

**ITEM NO.3: RE-APPOINTMENT OF MRS. ATITHI VORA (DIN 06899964) WHO IS LIABLE TO RETIRE BY ROTATION AND IS BEING ELIGIBLE AND OFFER HERSELF FOR RE-APPOINTMENT.**

**RESOLVED THAT** subject to the provisions of section 152 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mrs. Atithi Vora (DIN: 06899964) who is liable to retire by rotation offered herself for re-appointment be and are hereby considered by the Members of the company at the General Meeting.

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)		<b>Ordinary</b>						
Whether promoter/ promoter group are interested in the agenda/ resolution?		<b>No</b>						
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstan ding shares= [(2)/(1) ]* 100  (3)	No. of Votes – in favour  (4)	No. of Vote s – agai nst  (5)	% of Votes in favour on votes polled [(4)/(2) ]*100  (6)	% of Votes against on votes polled [(5)/(2)]* 100  (7)
Promoter and Promoter Group	E- Voting	3619859	3619559	99.99%	3619559	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>3619859</b>	<b>3619559</b>	<b>99.99%</b>	<b>3619559</b>	<b>0</b>	<b>100%</b>
Public Institu	E- Voting		0	0	0	0	0	0.00%

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	Poll		0	0	0	0	0	0.00%
	Postal Ballot		0	0	0	0	0	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public Non Institu tions	E- Votin g	3780141	110168	2.91%	110066	102	99.91 %	0.09%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>3780141</b>	<b>110168</b>	<b>2.91%</b>	<b>110066</b>	<b>102</b>	<b>99.91 %</b>	<b>0.09%</b>
<b>Total</b>		<b>7400000</b>	<b>3729727</b>	<b>50.40 %</b>	<b>3729625</b>	<b>102</b>	<b>100%</b>	<b>0.00%</b>

Based on the Scrutinizer Report, the Ordinary Resolution as contained in Item No. 3 of the Notice of the 35<sup>th</sup> AGM have been PASSED by requisite Majority AS AN ORDINARY RESOLUTION.

**ITEM NO.4: APPOINTMENT OF M/S DEVPURA NAVLAKHA & CO., CHARTERED ACCOUNTANTS (F.R. NO. 121975W) AS THE STATUTORY AUDITOR FOR A TERM OF 5 YEARS.**

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any statutory modification, amendment, substitution or re-enactment thereof for the time being in force), M/s Devpura Navlakha & Co., Chartered Accountants (FRN 121975W) be and are hereby appointed as the Statutory Auditors of the company for a term of 5 (Five) years to hold the office from the conclusion of 35th Annual General meeting till the conclusion of the 40<sup>th</sup> Annual General Meeting to be held in the year 2025 on such remuneration, as shall be fixed by the Board of Directors of the Company in place of the existing Auditors M/s Lokesh Vyas & Co., Chartered Accountants (ICAI Firm Registration No 016344C) whose tenure shall be completed on conclusion of this Annual General Meeting.

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)		<b>Ordinary</b>						
Whether promoter/ promoter group are interested in the agenda/ resolution?		<b>No</b>						
Categ	Mod	No. of	No. of	% of	No. of	No	% of	% of

(S. Khan) c

Category	Type of Voting	Shares held (1)	votes polled (2)	Votes Polled on outstanding shares = $[(2)/(1)] * 100$ (3)	Votes – in favour (4)	No. of Votes – against (5)	Votes in favour on votes polled $[(4)/(2)] * 100$ (6)	Votes against on votes polled $[(5)/(2)] * 100$ (7)
Promoter and Promoter Group	E-Voting	3619859	3619559	99.99%	3619559	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>3619859</b>	<b>3619559</b>	<b>99.99%</b>	<b>3619559</b>	<b>0</b>	<b>100%</b>
Public Institutions	E-Voting		0	0	0	0	0	0.00%
	Poll		0	0	0	0	0	0.00%
	Postal Ballot		0	0	0	0	0	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>
Public Non Institutions	E-Voting	3780141	110168	2.91%	110066	2	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>3780141</b>	<b>110168</b>	<b>2.91%</b>	<b>110066</b>	<b>2</b>	<b>100.00%</b>
<b>Total</b>		<b>7400000</b>	<b>3729727</b>	<b>50.40%</b>	<b>3729725</b>	<b>2</b>	<b>100.00%</b>	<b>0.00%</b>

Based on the Scrutinizer Report, the Ordinary Resolution as contained in Item No. 4 of the Notice of the 35<sup>th</sup> AGM have been PASSED by requisite Majority AS AN ORDINARY RESOLUTION.

*(Signature)*

**SPECIAL BUSINESS BY SPECIAL RESOLUTION:**

**ITEM NO.5: RE-APPOINTMENT OF MR. SAURABH VORA (DIN: 02750484) AS A WHOLE TIME DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE YEAR) W.E.F. 1<sup>ST</sup> OCTOBER 2020**

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<b>Special</b>					
Whether promoter/ promoter group are interested in the agenda/ resolution?			<b>Yes</b>					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares= [(2)/(1)]*100  (3)	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled [(4)/(2)]*100  (6)	% of Votes against on votes polled [(5)/(2)]*100  (7)
Promoter and Promoter Group	E-Voting	3619859	3619559	99.99 %	2131023	1488536	58.88 %	41.12 %
	Poll		0	0.00 %	0	0	0.00 %	0.00 %
	Postal Ballot		0	0.00 %	0	0	0.00 %	0.00 %
	<b>Total</b>		<b>3619859</b>	<b>3619559</b>	<b>99.99 %</b>	<b>2131023</b>	<b>1488536</b>	<b>58.88 %</b>
Public Institutions	E-Voting		0	0	0	0	0	0.00 %
	Poll		0	0	0	0	0	0.00 %
	Postal Ballot		0	0	0	0	0	0.00 %
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00 %</b>
Public Non Institu	E-Voting	3780141	110168	2.91 %	110066	102	99.91 %	0.09 %

*(S) Khatwani*

tions	Poll		0	0.00 %	0	0	0.00 %	0.00 %
	Postal Ballot		0	0.00 %	0	0	0.00 %	0.00 %
	<b>Total</b>	<b>3780141</b>	<b>110168</b>	<b>2.91 %</b>	<b>110066</b>	<b>102</b>	<b>99.91 %</b>	<b>0.09 %</b>
<b>Total</b>		<b>7400000</b>	<b>3729727</b>	<b>50.40 %</b>	<b>2241089</b>	<b>1488638</b>	<b>60.09 %</b>	<b>39.91 %</b>

Based on the Scrutinizer Report, the Special Resolution as contained in Item No. 5 of the Notice of the 35<sup>th</sup> AGM have been NOT PASSED in absence of adequate Votes.

**ITEM NO.6:RE-APPOINTMENT OF MR. HARSH VORA (DIN: 00149287) AS A MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 (TREE YEAR) W.E.F. 1<sup>ST</sup> OCTOBER 2020**

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outsta nding shares = [[2]/(1 )]* 100  (3)	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favou r on votes polle d [[4]/(2 )]*1 00 (6)	% of Votes against on votes polled [[5]/(2 )]*100  (7)
Promoter and Promoter Group	E- Voting	3619859	3619559	99.99 %	2131023	1488536	58.88 %	41.12 %
	Poll		0	0.00%	0	0	0.00 %	0.00%
	Postal Ballot		0	0.00%	0	0	0.00 %	0.00%
	<b>Total</b>	<b>3619859</b>	<b>3619559</b>	<b>99.99 %</b>	<b>2131023</b>	<b>1488536</b>	<b>58.88 %</b>	<b>41.12 %</b>
Public Institu tions	E- Voting		0	0	0	0	0	0.00%

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	Poll		0	0	0	0	0	0.00%
	Postal Ballot		0	0	0	0	0	0.00%
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
Public Non Institutions	E-Voting	3780141	110168	2.91%	110066	102	99.91%	0.09%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>3780141</b>	<b>110168</b>	<b>2.91%</b>	<b>110066</b>	<b>102</b>	<b>99.91%</b>	<b>0.09%</b>
<b>Total</b>		<b>7400000</b>	<b>3729727</b>	<b>50.40%</b>	<b>2241089</b>	<b>1488638</b>	<b>60.09%</b>	<b>39.91%</b>

Based on the Scrutinizer Report, the Special Resolution as contained in Item No. 6 of the Notice of the 35<sup>th</sup> AGM have been NOT PASSED in absence of adequate Votes.

The Chairman further authorised the Company Secretary and Compliance Officer to communicate the aforesaid result of the 35<sup>th</sup> Annual General Meeting to the BSE Limited.

PLACE: INDORE  
DATE: 16<sup>th</sup> October, 2020

  
SUNIL KATHARIYA  
CHAIRMAN OF THE  
MEETING  
DIN: 07155856

The aforesaid Minutes were recorded in the Minute Book of the General Meeting on 16<sup>th</sup> October, 2020.

PLACE: INDORE  
DATE: 16<sup>th</sup> October, 2020

  
SUNIL KATHARIYA  
CHAIRMAN OF THE  
MEETING  
DIN: 07155856