



Date: December 23, 2024

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra East, Mumbai - 400051

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Symbol: DPABHUSHAN

SCRIP Code - 544161

Dear Sir/Madam,

Subject: Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015

With reference to the above subject, we herewith enclose the copy of the proceedings of the Postal Ballot for your reference and record.

Kindly take the same on record.

For, **D. P. Abhushan Limited**



Santosh Kataria
Chairman and Managing Director
DIN: 02855068

Place: Ratlam

Enclosed: A/a.

D. P. ABHUSHAN LIMITED

CIN - L74999MP2017PLC043234

Registered Office: 138, Chandani Chowk, Ratlam (M.P.) - 457001, 07412-408900

Corporate Office: 19, Chandani Chowk, Ratlam (M.P.) - 457001, 07412-490966, Fax: 07412-247022

Web : www.dpjewellers.com , E-Mail : accounts@dpjewellers.com



SUMMARY OF THE PROCEEDINGS OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF D. P. ABHUSHAN LIMITED ON DECEMBER 23, 2024

The Board of Directors, at the Board Meeting held on November 20, 2024, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matter:

Item No. 1: To approve payment of Commission to Non-executive Directors of the Company.

Item No. 2: To approve "D. P. Abhushan Limited - Employee Stock Option Plan 2024" ("ESOP - 2024")

In compliance with the requirements of Sections 108 and 110 of the Act read with the Companies Rules and in accordance with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022, 09/2023 dated 25th September, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") including the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and other relevant circulars issued by the Securities & Exchange Board of India, if any, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs and any other applicable laws, rules and regulations circulars (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), hard copy of the Notice along with postal ballot forms and prepaid business envelope was not sent to the shareholders for the postal ballot and shareholders were requested to carefully read the instructions indicated in the Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders were also requested to follow the procedure as stated in the notes and instructions for their casting of votes by remote E-voting.

The Postal Ballot notice dated November 20, 2024 was sent to Members of Company whose names appeared in the Register of Members/Record of Depositories as on Friday, November 15, 2024 (Cut-Off Date) through email on November 21, 2024 to those members who have registered their email IDs with the Company / Depository along with the details of Login Id and Password to the members/shareholders who have registered their email ids with depositories or with the Company.

Further, in light of the MCA Circulars referred herein above, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email

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addresses with company/depository and in consequence to whom the Postal Ballot Notice could not be serviced, were requested to temporarily get their e-mail addresses registered with the Company by following below process;

- (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@dpjewellers.com.
- (b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@dpjewellers.com.
- (c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

Pursuant to Sections 108 and 110 of the Act read with the Companies Rules and in accordance with MCA Circulars, the Company had provided remote e-voting facility only. The Company had engaged the services of National Securities Depository Limited (“NSDL”) to provide remote e-voting facility to the Members of the Company.

The voting period commenced on Saturday, November 23, 2024 (at 09:00 A.M. IST) and ended on Sunday, December 22, 2024 (at 05:00 P.M. IST) (Both days inclusive).

The Members were requested to cast their votes electronically up to 05:00 P.M. on Sunday, December 22, 2024. E-voting module was disabled for voting by NSDL after that.

The Board of Directors at their meeting held on November 20, 2024 appointed Shri Anand Lavingia (COP No.: 11410), Partner or failing him Smt. Ankita Patel (COP No. 16497), Partners, M/s. ALAP & CO. LLP, Practicing Company Secretaries (FRN: L2023GJ013900), as Scrutinizer to scrutinize the votes casted by Members and for conducting Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically up to 05:00 P.M. on Sunday, December 22, 2024 and they submitted their report on Monday, December 23, 2024.

Mr. Santosh Kataria, Chairman & Managing Director, in presence of Whole-Time Director, declared the result of the Postal Ballot, which is mentioned hereunder;



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Resolution (1)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolutions for approving payment of Commission to Non-executive Directors of the Company			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	16690859	16277930	97.5260	16277930	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16690859	16277930	97.5260	16277930	0	100.0000
Public-Institutions	E-Voting	44017	15540	35.3045	15540	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		44017	15540	35.3045	15540	0	100.0000
Public-Non-Institutions	E-Voting	5876044	701842	11.9441	701782	60	99.9915	0.0085
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5876044	701842	11.9441	701782	60	99.9915
Total		22610920	16995312	75.1642	16995252	60	99.9996	0.0004
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0

Since all conditions given under Section 114(2) of the Companies Act, 2013 are fulfilled in respect of Item No. 1 in the Notice of Postal Ballot dated November 20, 2024, the Special Business as proposed for Item No. 1 in the Notice of Postal Ballot dated November 20, 2024, is approved by the shareholders through remote e-voting as Special Resolutions.

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special Resolutions for approving "D. P. Abhushan Limited - Employee Stock Option Plan 2024" ("ESOP - 2024")				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	16690859	16277930	97.5260	16277930	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16690859	16277930	97.5260	16277930	0	100.0000
Public-Institutions	E-Voting	44017	15540	35.3045	0	15540	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		44017	15540	35.3045	0	15540	0.0000
Public-Non-Institutions	E-Voting	5876044	701842	11.9441	701782	60	99.9915	0.0085
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5876044	701842	11.9441	701782	60	99.9915
Total		22610920	16995312	75.1642	16979712	15600	99.9082	0.0918
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0

Since all conditions given under Section 114(2) of the Companies Act, 2013 are fulfilled in respect of Item No. 2 in the Notice of Postal Ballot dated November 20, 2024, the Special Business as proposed for Item No. 2 in the Notice of Postal Ballot dated November 20, 2024, is approved by the shareholders through remote e-voting as Special Resolutions.

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For, D. P. Abhushan Limited



Santosh Kataria
Chairman and Managing Director
DIN: 02855068

Place: Ratlam

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