



DHANLAXMI COTEX LIMITED

285, PRINCESS STREET, JHAVAR HOUSE,
2ND FLOOR, MUMBAI - 400 002. • PHONE : 022-4976 4268
E-mail : dcotex1987@gmail.com / accounts@dcl.net.in
Website : www.dcl.net.in
CIN : L51100MH1987PLC042280

Date: 28/09/2024

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai - 400 001

BSE Scrip Code: 512485

Sub: Submission of Outcome and Scrutinizer's Report alongwith details of Voting Results of the 38th AGM of the Company scheduled and held on 28th September, 2024 at 11.30 a.m. through VC/OAVM, pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

This is to inform that the 38th Annual General Meeting of the Company was held on 28th September, 2024 at 11.30 a.m. through Video Conferencing /Other Audio-Visual Means and concluded on the same day at around 11.54 a.m. Kindly note that the AGM proceedings have been submitted separately to the exchange.

Pursuant to Regulation 44 readwith Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the following:

- (i) Details of voting results through remote e-voting and at the AGM on each of the resolutions set out in the notice;
- (ii) Consolidated Scrutinizers' Report dated 28th September, 2024 on remote e-voting and at the AGM.

As per the scrutinizer report and voting summary the resolution items for 38th AGM has been passed by the members with the requisite majority as on the date on AGM i.e 28.09.2024.

The above results are uploaded and available on the website of the company at www.dcl.net.in.

I, the undersigned request your good office to take this on record.

Thanking You.
Yours Faithfully,
For Dhanlaxmi Cotex Limited

Mahesh S. Jhawar
(Managing Director)
DIN: 00002908
Place: Mumbai



Encl: a/a

CC to

Central Depository Services (India) Ltd
305-A, A-Wing, Marathon Futurex, Mafatlal
Mills Compound, N.M. Joshi Marg, Lower
Parel, Mumbai - 400013, MH, India



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Date of AGM	28 th September, 2024
Record date Cut Off date	21 st September, 2024
Total number of Shareholders on record date:	1,851
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	
(a) Promoter & Promoter group	N.A.
(b)Public	N.A.
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	2
(b)Public	29
No. of resolution passed in the meeting	2

Agenda - Wise disclosure

Resolution required / Type: (Ordinary)			Resolution No. 1: To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.					
Weather Promoter / Promoter group are interested in the agenda/ Resolution?			No					
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 & Promoter group	E-Voting	33,40,668	33,40,668	100%	33,40,668	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		33,40,668	33,40,668	100%	33,40,668	0	100%
Public – Institutional Holders	E-Voting	5,000	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		5,000	0	0.00%	0	0	0.00%
Public - Non Institutions	E-Voting	15,25,682	53,839	3.53%	53,839	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total		15,25,682	53,839	3.53%	53,839	0	100%
Total		48,71,350	33,94,507	69.68%	33,94,507	0	100%	0.00%
Whether resolution is Pass or Not.					Yes Passed			

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



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Website : www.dcl.net.in
CIN : L51100MH1987PLC042280

Resolution required / Type: (Ordinary)			Resolution No. 2: To appoint a Director in place of Mr. Rahul Mahesh Jhawar (DIN: 07590581), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.					
Weather Promoter / Promoter group are interested in the agenda/ Resolution?			No					
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 & Promoter group	E-Voting	33,40,668	33,40,668	100%	33,40,668	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	33,40,668	33,40,668	100%	33,40,668	0	100%	0.00%
Public – Institutional Holders	E-Voting	5,000	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	5,000	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	E-Voting	15,25,682	53,839	3.53%	53,839	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	15,25,682	53,839	3.53%	53,839	0	100%	0.00%
Total		48,71,350	33,94,507	69.68%	33,94,507	0	100%	0.00%
Whether resolution is Pass or Not.						Yes Passed		

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

Thanking You.
Yours Faithfully,
For Dhanlaxmi Cotex Limited

Mahesh S. Jhawar
(Managing Director)
DIN: 00002908
Place: Mumbai
Date: 28.09.2024



Dated: 28th September, 2024

To,
The Chairman
Dhanlaxmi Cotex Limited
285, Chatrabhuj Jivandas House,
2nd Floor, Princess Street,
Mumbai - 400002

SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 of the Companies
(Management and Administration) Rules, 2014]**

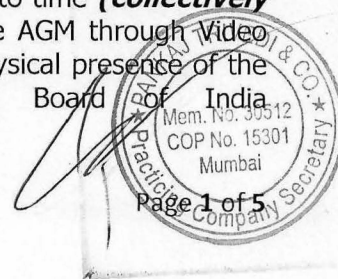
Dear Sir,

I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 30512, COP: 15301), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer by the Board in their Board meeting held on 13th August, 2024 for the purpose of scrutinizing the remote e-voting as well as the e-voting by members during the 38th Annual General Meeting ("AGM") carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and applicable circulars on the businesses contained in the Notice of the 38th AGM of the Company held on **Saturday, September 28, 2024 at 11.30 a.m. IST** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), where following item(s) were transacted:

Resolution No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon
2	Ordinary Resolution	To appoint a Director in place of Mr. Rahul Mahesh Jhawar (DIN: 07590581), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

I, submit report as under:

1. The Ministry of Corporate Affairs ("MCA") vide its 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, 2/2022 dated 5th May, 2022, 3/2022 dated 6th May, 2022, 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 and all other relevant circulars issued by the Ministry of Corporate Affairs from time to time (**collectively referred to as "MCA Circulars"**) has permitted the holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) without the physical presence of the Members at a common venue. The Securities Exchange Board of India



("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated 15th January 2021 and other circulars issued thereafter dated 13th May, 2022 and 5th January, 2023, including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 ("**collectively referred to as "SEBI Circulars"**") has granted relaxations in respect of sending physical copies of Annual Reports to shareholders and requirement of proxy for general meetings held through electronic mode. In compliance with the provisions of Companies Act, 2013, (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the above circulars the 38th Annual General Meeting of the Company was held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") on Saturday, September 28, 2024 at 11.30 a.m. IST

Further as confirmed by the Company the Notice of the AGM along with the Annual Report 2023-24 is being sent on or before 04.09.2024 only through electronic mode by Company's RTA M/s. Bigshare Services Pvt Ltd to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories") as on cut-off date 30.08.2024 and also been uploaded on the website of the Company and The Bombay Stock Exchange Ltd.

The Company had published an advertisement about the completion of dispatch of Notice of the 38th Annual General Meeting with other details in '**Business Standard**' (English Daily) and '**Mumbai Lakshadeep**' (Marathi Regional Daily) on 05th September, 2024.

2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the voting through electronic voting system during the AGM) on the resolutions proposed in the Notice calling the 38th Annual General Meeting ("AGM") of the Company was the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and submit Scrutinizer's Report to the Chairman on the above mentioned resolutions in connection with total votes cast in favour or against if any, based on the reports generated from the electronic voting system.
3. The e-voting facility both for E-voting prior to the AGM (Remote e-voting) and the Electronic voting at / during the AGM was availed from and provided by Central Depository Services (India) Limited ("CDSL").
4. The voting rights were reckoned as on **21st September, 2024** being the **Cut-off date** for the purpose of determining the entitlements of members for the Remote e-voting and Voting during the AGM.
5. The remote e-voting platform was open from 09.00 a.m. IST on **Wednesday, September 25, 2024** and closed at 05.00 p.m. IST on **Friday, September 27, 2024**. The members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Central Depository Services (India) Limited ("CDSL").
6. The facility to vote through electronic voting system as stated in point 3 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote E-voting.
7. After the closure of the voting by electronic means at the AGM, the votes cast through electronic voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Saturday, September 28, 2024 at around 12.39 p.m. in the presence of two witnesses viz., Ms. Supriya Kaduskar and Ms. Drashti Panchal who are not in the



employment of the Company, on the e-voting website of CDSL (<https://www.evotingindia.com/>).

8. As per attendance report downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com and attendance report as per zoom link shared by the CDSL for Directors, KMPs and Speaker Shareholders, total 31 members had joined the AGM.
9. Based on report downloaded as mentioned from the website of CDSL i.e. www.evotingindia.com. I observed that total 24 members have cast their votes in favour of agenda no. 1 and 2 through E-voting prior to the AGM (Remote e-voting) and the Electronic voting at / during the AGM.
10. I hereby submit a Consolidated Scrutinizer's Report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 38th AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein based on the data downloaded from the electronic voting system of Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com.
11. The consolidated results with respect to the items on the agenda as set out in the Notice of the 38th AGM are as under.

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com in our presence on Saturday, September 28, 2024 at 12.39 p.m.

Supriya

Ms. Supriya Kaduskar
(Witness-1)

Drashti

Ms. Drashti Panchal
(Witness-2)



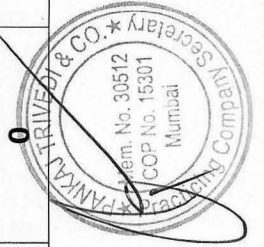
12. THE CONSOLIDATED AND COMBINED RESULT FOR VOTES CAST:

Resolution No.1: To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	23	33,81,289	33,81,289	100%	0	0.00%	0	0.00%
Voting at AGM	1	13,218	13,218	100%	0	0.00%	0	0.00%
Total	29	33,94,507	33,94,507	100%	0	0.00%	0	0.00%

Resolution No.2: To appoint a Director in place of Mr. Rahul Mahesh Jhawar (DIN: 07590581), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
Remote E-Voting	23	33,81,289	33,81,289	100%	0	0.00%	0	0.00%
Voting at AGM	1	13,218	13,218	100%	0	0.00%	0	0.00%
Total	29	33,94,507	33,94,507	100%	0	0.00%	0	0.00%



Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.
2. The votes are considered invalid on account of abstained from voting or voting for lesser number of shares than actually held as on the cut-off date.

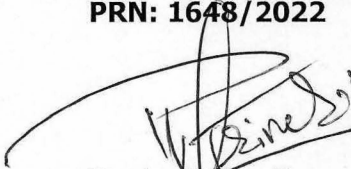
All the Resolutions mentioned in the AGM Notice dated 13th August, 2024 as per the details above stand passed under Remote E-voting and voting conducted at AGM by way of electronic means with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider (CDSL) in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Company.

All other relevant records relating to Remote E-voting and voting conducted at the AGM by way of Electronic means are under my safe custody and will be handed over to the Company Secretary / Chairman of the AGM for safe keeping, after the Chairman signs the Minutes.

Thanking You,

**For Pankaj Trivedi & Co.,
UDIN: A030512F001358080
PRN: 1648/2022**


**Pankaj Trivedi
(Proprietor)
CP No. 15301 | Mem No. 30512
Place: Mumbai
Date: 28/09/2024**



**Received with thanks by
For Dhanlaxmi Cotex Limited**

**Mr. Mahesh S. Jhavar
(Managing Director)
DIN: 00002908
Place: Mumbai
Date: 28/09/2024**