

Donear/SECD/SE/2022/024

July 01, 2022

To,
The Manager,
Corporate Relations Department,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort, Mumbai – 400 001

The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

Scrip Code: 512519

Symbol: DONEAR

Sub: Outcome of Postal Ballot

Ref: Submission of Voting Results pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations").

Dear Sir / Madam,

We wish to inform you that the members of the Company have approved by way of Postal Ballot, the following Resolution under the Companies Act, 2013 ("Act") read with the SEBI Listing Regulations as set out in the Notice of Postal Ballot dated May 28, 2022 with requisite majority:-

Special Resolution:

1. To Approve Article Nos. 37 and 58 of the Articles of Association of the Company
2. To Approve the Conversion of Loan Into Equity Shares of the Company, In the Event of Default

As per report of Scrutinizer dated June 30, 2022, the aforesaid resolution has been passed with requisite majority on June 30, 2022.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI Listing Regulations, and the businesses considered and approved by the shareholders with requisite majority is enclosed, together with the Scrutinizer's report on e-voting.

A copy of the same is also being placed on the Company's website at <https://www.donear.com/>.

This is for your information and appropriate dissemination.

Thanking You,

Yours faithfully,

For Donear Industries Limited

Sachin Gupta
Company Secretary
A35645



Encl.: As Above

General information about company

Scrip code	512519
NSE Symbol	DONEAR
MSEI Symbol	NOTLISTED
ISIN	INE668D01028
Name of the company	Donear Industries Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-06-2022

Scrutinizer Details

Name of the Scrutinizer	Mr. Yogesh Sharma
Firms Name	YOGESH SHARMA & CO.
Qualification	CS
Membership Number	F11305
Date of Board Meeting in which appointed	28-05-2022
Date of Issuance of Report to the company	30-06-2022

Voting results

Record date	27-05-2022
Total number of shareholders on record date	10647
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE ARTICLE NOS. 37 AND 58 OF THE ARTICLES OF ASSOCIATION 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	38772 034	38772 034	100.0000	38772 034	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	38772 034	38772 034	100.0000	38772 034	0	100.0000	0.0000
Public Institutions	E-Voting	2185	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2185	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	13225 781	83347 5	6.3019	81584 3	1763 2	97.8845	2.1155
	Poll							
	Postal Ballot (if applicable)							
	Total	13225 781	83347 5	6.3019	81584 3	1763 2	97.8845	2.1155
Total		52000 000	39605 509	76.1644	39587 877	1763 2	99.9555	0.0445
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE THE CONVERSION OF LOAN INTO EQUITY SHARES OF THE COMPANY, IN THE EVENT OF DEFAULT				
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	38772034	38772034	100.0000	38772034	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	38772034	38772034	100.0000	38772034	0	100.0000	0.0000
Public-Institutions	E-Voting	2185	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2185	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	13225781	833475	6.3019	815279	18196	97.8169	2.1831
	Poll							
	Postal Ballot (if applicable)							
	Total	13225781	833475	6.3019	815279	18196	97.8169	2.1831
Total		52000000	3960509	76.1644	39587313	18196	99.9541	0.0459
Whether resolution is Pass or Not.							Yes	



YOGESH SHARMA & CO.

COMPANY SECRETARIES

Yogesh M. Sharma

M.Com. M. Phil, M.M.M, M.F.M, LLB, FCS.

Office No: 9082951462

Mobile No: 9833124864

Email ID: csymsharma@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman,
DONEAR INDUSTRIES LIMITED
Donear House, 8th Floor, Plot No. A - 50 Road No. 1,
MIDC, Andheri (East) Mumbai 400093

Scrutinizers Report on Postal Ballot by way of electronic voting means in respect of passing of resolutions contained in the Notice of Postal ballot dated May 28, 2022.

Dear Sir,

I, Yogesh Sharma, Proprietor of M/s. Yogesh Sharma & Co., Company Secretaries have been appointed as Scrutinizer by the Board of Directors of **Donear Industries Limited** (the Company) for scrutinizing postal ballot by way of voting by electronic means in respect of passing of the resolutions contained in the Notice of Postal Ballot dated May 28, 2022.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provision of (i) of the Companies Act 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, relating to postal ballot voting including voting through electronic means. Our responsibility as a Scrutinizer is restricted to making a Scrutinizers report of the votes cast by the members for the resolution contained in Notice of Postal Ballot dated May 28, 2022 based on the data downloaded from the website of National Securities Depository Limited ("NSDL"), the authorized agency engaged by the company to provide e-voting facilities.

We submit our report as under:

1. The Company has appointed NSDL, to provide e-voting facilities to its members. The e-voting period remained opened from June 1, 2022 at 9.00 a.m. till June 30, 2022 at 5.00 p.m.
2. The members of the Company as on the "Cut-off date" i.e. May 27, 2022 were entitled to vote on the proposed Resolutions to be passed through Postal ballot through electronic means as set in Notice of Postal ballot dated May 28, 2022.
3. After the time fixed for closing of e-voting i.e 5 p.m on June 30, 2022, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website of NSDL, the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.



4. After ascertaining the votes casted by e-voting, we hereby submit the result as under:

Item No.1: Special Resolution:

To Approve Article No. 37 (Nominee Director) and Article No. 58 (General Powers and Amendment) of the Articles Of Association of the Company:

Particulars	e-voting		
	Number of members voted	Number of votes cast by them	% of total number of votes cast
Votes in favour of Resolution	108	39587877	99.95%
Votes against the Resolution	13	17632	0.05%
<u>TOTAL</u>	121	39605509	100%

Item No.2: Special Resolution:

To Approve the Conversion of Loan into Equity Shares of the Company, in the event of default:

Particulars	e-voting		
	Number of members voted	Number of votes cast by them	% of total number of votes cast
Votes in favour of Resolution	107	39587313	99.95%
Votes against the Resolution	14	18196	0.05%
<u>TOTAL</u>	121	39605509	100%

5. Based on the aforesaid results, the resolutions as contained in the Notice of Postal Ballot dated May 28, 2022 have been passed with requisite majority.
6. The electronic data and all other relevant records relating to e-voting is under my custody and will be handed over to the Company Secretary for preserving safely after Chairman signs the minutes.



Thanking You,
Yours Faithfully,
For **Yogesh Sharma & Co.**

Yogesh Sharma

CS Yogesh Sharma
Proprietor
FCS 11305
C.P. No. 12366
Peer Review No. 1583/2021



Date: 30th June, 2022
Place: Mumbai
UDIN: F011305D000549128

Countersigned by:
For Donear Industries Limited



Rajendra Agarwal
Managing Director-Chairperson

Place: Mumbai
Date: 01/07/2022