



# DHARANI FINANCE LIMITED

Regd. & Admn. Office :

"PGP HOUSE", (Old No.57) New No.59, Sterling Road, Nungambakkam, Chennai - 600 034.

Tel. : 044-28254176, 28254609, 28311313, 28207482, Fax : 044-28232074

Email : [pgp\\_dfl@yahoo.com](mailto:pgp_dfl@yahoo.com) / [secretarial@dharanifinance.in](mailto:secretarial@dharanifinance.in)

Website : [www.dharanifinance.in](http://www.dharanifinance.in) CIN No.: L65191TN1990PLC019152

DFL/SE/Voting Results/AGM/2022

December 29, 2022

To  
BSE Limited  
P J Towers, Dalal Street  
Mumbai – 400 001

**Sub: Disclosure of Voting Results under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations').**

**Ref: Dharani Finance Limited - Scrip Code – 511451.**

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed herewith voting results of the business transacted at the AGM held on 29<sup>th</sup> December 2022 along with the consolidated report of the Scrutiniser.

The said results along with the consolidated report of the Scrutiniser are also being uploaded on the website of the Company at [www.dharanifinance.com](http://www.dharanifinance.com) and Central Depository Services Limited (CDSL) at [www.evoting.cdsl.com](http://www.evoting.cdsl.com).

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
For Dharani Finance Limited

Dr Palani G Periasamy  
Chairman



Enc.: as above

NAME OF THE COMPANY: DFI-DHARANI FINANCE LIMITED

1.ORDINARY BUSINESS: To receive, consider and adopt the audited Financial Statements including Balance Sheet as at 31st March 2022, the Statement of Profit & Loss and Cash Flow Statements for the year ended on that date and consider the reports of the Board and Auditors.

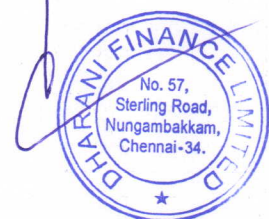
Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	1410402	1064861	75.5	1064861	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>1410402</b>	<b>1064861</b>	<b>75.5</b>	<b>1064861</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3583998	97802	2.73	97802	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3583998</b>	<b>97802</b>	<b>2.73</b>	<b>97802</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>4994400</b>	<b>1162663</b>	<b>23.28</b>	<b>1162663</b>	<b>0</b>	<b>100</b>	<b>0</b>

2.ORDINARY BUSINESS : To appoint a Director in place of Mrs Visalakshi Periasamy, (DIN No.00064517) who retires by rotation and being eligible offers herself for re-appointment.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				Yes				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	1410402	1064861	75.5	1064861	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>1410402</b>	<b>1064861</b>	<b>75.5</b>	<b>1064861</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3583998	97802	2.73	97802	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3583998</b>	<b>97802</b>	<b>2.73</b>	<b>97802</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>4994400</b>	<b>1162663</b>	<b>23.28</b>	<b>1162663</b>	<b>0</b>	<b>100</b>	<b>0</b>

3.ORDINARY BUSINESS: To consider and if thought fit, to pass, the following resolution as ordinary resolution - Appointment New Statutory Auditors.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	1410402	1064861	75.5	1064861	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>1410402</b>	<b>1064861</b>	<b>75.5</b>	<b>1064861</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	3583998	97802	2.73	97802	0	100	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>3583998</b>	<b>97802</b>	<b>2.73</b>	<b>97802</b>	<b>0</b>	<b>100</b>
<b>GRAND TOTAL</b>		<b>4994400</b>	<b>1162663</b>	<b>23.28</b>	<b>1162663</b>	<b>0</b>	<b>100</b>	<b>0</b>





**M DAMODARAN & ASSOCIATES LLP**

www.mdassociates.co.in

**CONSOLIDATED SCRUTINIZER'S REPORT**

**(Remote e-voting & e-voting at the AGM)**

**Form No. MGT - 13**

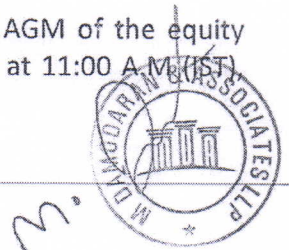
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Chairman of the 32<sup>nd</sup> Annual General Meeting ("AGM") of the Equity Shareholders of DHARANI FINANCE LIMITED (CIN: L65191TN1990PLC019152) held on Thursday, 29<sup>th</sup> December, 2022 at 11:00 A.M (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').

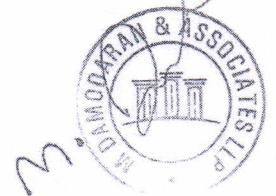
Dear Sir,

1. I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of DHARANI FINANCE LIMITED ("the Company") for scrutinizing the remote e-voting and e-voting at the AGM pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
2. The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting at the AGM] for the resolutions contained in the Notice of the 32<sup>nd</sup> AGM of the Equity Shareholders of the Company dated November 30, 2022. My responsibility as a Scrutinizer for the process of voting through electronic means (i.e. by remote e-voting and e-voting at the AGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the Notice of the 32<sup>nd</sup> AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.
3. In respect of the below mentioned resolutions proposed at the 32<sup>nd</sup> AGM of the equity shareholders of the Company held on Thursday, 29<sup>th</sup> December, 2022 at 11:00 A.M (IST) through VC/OAVM, I submit my report as under:





- i. The remote e-voting commenced on December 26, 2022 (Monday) at 09.00 A.M (IST) and ended on December 28, 2022 (Wednesday) at 05.00 P.M (IST).
- ii. Pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively, issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circular"), Notice of the 32<sup>nd</sup> AGM along with the Annual Report 2021-22 was sent only through electronic mode to those Members whose email addresses were registered with the Company/ Depository Participant(s).
- iii. The equity shareholders present at the 32<sup>nd</sup> AGM through VC/OAVM voted through e-voting facility provided by CDSL.
- iv. The equity shareholders holding shares as on December 22, 2022 (Thursday), i.e, cut-off date, were entitled to vote on the resolutions stated in the Notice of the 32<sup>nd</sup> AGM of the Company.
- v. As per the information given by the Registrar and Transfer Agent of the Company, the names of the equity shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those equity shareholders who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.
- vi. There was no e-voting casted during the AGM, the votes cast through remote e-voting were unblocked and downloaded on Thursday, December 29, 2022 at 12.06 PM (IST) in presence of two witnesses who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- vii. Based on the data downloaded from CDSL e-voting system, the total votes cast in "favor" or "against" for all the resolutions proposed in the Notice of the 32<sup>nd</sup> AGM are as under:





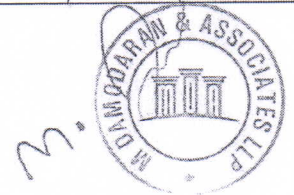
**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE  
AGM OF M/s. DHARANI FINANCE LIMITED**

Item No.: 1

Adoption of the Audited Financial Statements of the Company including the Balance Sheet, Profit & Loss and Cash flow for the financial year ended March 31, 2022 together with the reports of Board of Directors and Auditors.

Passed as an **Ordinary Resolution** as follows:

Mode of e-Voting	Total valid e-Voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	30	30	1162663	100	0	0	0	100
e-voting at the AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>30</b>	<b>30</b>	<b>1162663</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>





Item No.: 2

To appoint a Director in place of Mrs Visalakshi Periasamy, (DIN No.00064517) who retires by rotation and being eligible offers herself for re-appointment.

Passed as an **Ordinary Resolution** as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	30	30	1162663	100	0	0	0	100
e-voting at the AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>30</b>	<b>30</b>	<b>1162663</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>



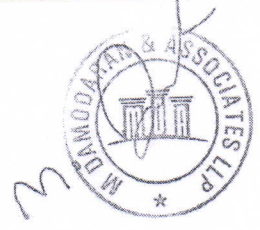


**Item No.: 3**

Appointment of M/s. Srivatsan & Associates Chartered Accountants, Chennai (Registration No: 0149215) as Statutory Auditors of the Company for a period of 5 years.

Passed as an **Ordinary Resolution** as follows:

Mode of e-Voting	Total valid e-voting cast (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	30	30	1162663	100	0	0	0	100
e-voting at the AGM	0	0	0	0	0	0	0	0
<b>Total</b>	<b>30</b>	<b>30</b>	<b>1162663</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>



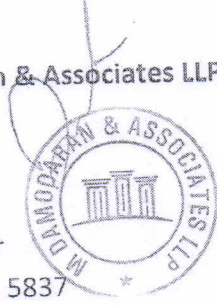


- viii. The electronic data and all other relevant records relating to remote e-voting and e-voting at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,  
For M Damodaran & Associates LLP

M. Damodaran  
Managing Partner  
Membership No.: 5837  
COP No.: 5081  
ICSI UDIN: F005837D002829801



Place: Chennai  
Date: 29.12.2022