



INDUSTRIES LTD.

Donear House, Plot No. A - 50, Road No. - 1, MIDC. Andheri (E) Mumbai - 400 093.  
Tel : 022 - 30813591, 30768100 (Board Line) Fax : 022-28370041  
E: info@donear.com Web: www.donear.com CIN : L99999MH1987PLC042076

23<sup>rd</sup> September, 2019

To

The Manager,  
Corporate Relations Dept.,  
BSE Ltd.  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort  
Mumbai-400 001.

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

Scrip Code: 512519

Scrip Code: DONEAR EQ

Dear Sir,

**Sub: Submission of Scrutinizer Report and Voting Results under Regulation 44(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 for the 33<sup>rd</sup> Annual General Meeting of the Company held on 23<sup>rd</sup> September, 2019**

We would like to inform you that the 33<sup>rd</sup> Annual General Meeting of the Members of the Company held on Monday, 23<sup>rd</sup> September, 2019 at 11.30 a.m. at Donear House, 9<sup>th</sup> Floor, Plot No. A/50, Road No. 1, MIDC, Andheri (East), Mumbai - 400 093.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the facility of E-voting and Ballot voting was provided to the members.

The remote e-voting was open from Friday, 20<sup>th</sup> September, 2019 (9.00 a.m.) to Sunday, 22<sup>nd</sup> September, 2019 (5.00 p.m.) to enable the members to cast their votes.

Mr. Yogesh Sharma (ACS No. 33235), Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the remote e-voting and ballot voting process.





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All the businesses as mentioned in the Notice of Annual General Meeting have been transacted and based on the report of the Scrutinizer all the Six businesses contained in the notice of 33<sup>rd</sup> Annual General Meeting were passed with requisite majority through remote e-voting and by ballot voting at the AGM. We enclose the followings:

1. Scrutinizer Report
2. Voting results in prescribed format under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on record and do the needful.

Thanking you,

Yours faithfully,

For Donear Industries Limited

  
Poonam Barsaiyan  
Company Secretary



# YOGESH SHARMA

COMPANY SECRETARY

**Yogesh M. Sharma**

M.Com, M.Phil, M.M.M, M.F.M, LLB, ACS.

Phone Office : 25952322

Email ID: csymsharma@gmail.com

Mob No. 9833124864

To,

The Chairman,

**DONEAR INDUSTRIES LIMITED,**

Donear House, 8th Floor, Plot No. A - 50

Road No. 1, MIDC, Andheri (East)

Mumbai - 400093

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting process and poll conducted at Annual General Meeting (AGM) held on 23<sup>rd</sup> September, 2019.

The Board of the Company at its meeting held on 30<sup>th</sup> May, 2019 had appointed me as a scrutinizer for the remote e-voting held from 20<sup>th</sup> September, 2019 at 9.00 a.m. till 22<sup>nd</sup> September, 2019 at 5.00 p.m. and the Chairman of Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 23<sup>rd</sup> September, 2019. The shareholders of the Company holding shares as on "cut-off date" i.e. 16<sup>th</sup> September, 2019 were entitled to vote on resolution as set out in the notice of the AGM.

The Company had appointed Right2Vote Infotech Private Ltd (Right2Vote) as the service provider for extending the facility of electronic voting to the shareholders of the Company from 20<sup>th</sup> September, 2019 at 9.00 a.m. till 22<sup>nd</sup> September, 2019 at 5.00 p.m. The remote e-voting platform was accessed after the conclusion of Annual General Meeting in the presence of two witness who were not in the employment of the Company. For further details on remote e-voting process kindly refer my scrutinizer's report dated 23<sup>rd</sup> September, 2019.

At the AGM of the Company held on 23<sup>rd</sup> September, 2019, the Chairman of the Company had suo-motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details on voting by poll kindly refer my scrutinizer's report in form MGT-13 dated 23<sup>rd</sup> September, 2019.

I hereby submit my following consolidated report on remote e-voting together with the poll.



**CONSOLIDATED REPORT**

**Item No. 1: Ordinary Resolution:**

**Adoption of Audited Standalone Financial statements for the year ended 31 March 2019 and the Directors and Auditors Reports thereon:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	13499	38773136	38786635	99.97
Votes against the Resolution	1552	0	1552	0.03
<b>Total</b>	<b>15051</b>	<b>38773136</b>	<b>38788187</b>	<b>100</b>

**Item No. 2: Ordinary Resolution:**

**Declare dividend on Equity Shares for the financial year ended 31st March,2019:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	14920	38773136	38788056	99.99
Votes against the Resolution	131	0	131	0.01
<b>Total</b>	<b>15051</b>	<b>38773136</b>	<b>38788187</b>	<b>100</b>

**Item No. 3: Ordinary Resolution:**

**Re-appointment of Mr. Anupkumar Singh (DIN: 07343361), who retires by rotation:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	9199	38773136	38782335	99.98
Votes against the Resolution	5852	0	5852	0.02
<b>Total</b>	<b>15051</b>	<b>38773136</b>	<b>38788187</b>	<b>100</b>



**Item No. 4: Ordinary Resolution:**

**Ratification of remuneration of M/s. Y. R. Doshi & Co. Cost Accountant, Mumbai (Membership No. 3286). :**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	13299	38773136	38786435	99.99
Votes against the Resolution	1752	0	1752	0.01
<b>Total</b>	<b>15051</b>	<b>38773136</b>	<b>38788187</b>	<b>100</b>

**Item No. 5: Special Resolution:**

**Re-appointment of Mr. Santkumar Agarwal (DIN:00153607) as an Independent Director of the Company:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	12370	38773136	38785506	99.99
Votes against the Resolution	2681	0	2681	0.01
<b>Total</b>	<b>15051</b>	<b>38773136</b>	<b>38788187</b>	<b>100</b>

**Item No. 6: Ordinary Resolution:**

**Approval of Material Related Party Transactions:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	12469	38773136	38785605	99.99
Votes against the Resolution	2582	0	2582	0.01
<b>Total</b>	<b>15051</b>	<b>38773136</b>	<b>38788187</b>	<b>100</b>



From the above report, I state that the all resolutions stated above stand passed under the combined remote e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Company Secretary of the Company duly authorized by the Board.

Thanking You,  
Yours Faithfully,

*Yogesh Sharma*



Yogesh Sharma  
Practicing Company Secretary  
ACS 33235  
C.P. No. 12366

Date: 23<sup>rd</sup> September, 2019  
Place: Mumbai



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**Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the Annual General Meeting	23 <sup>rd</sup> September, 2019
Total No. of Shareholders on record date	10344
No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"><li>• Promoter and Promoter Group</li><li>• Public</li></ul>	17 21
No. of Shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"><li>• Promoter and Promoter Group</li><li>• Public</li></ul>	Not Applicable

For Donear Industries Limited

  
Poonam Barsaiyan  
Company Secretary





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**Resolution No. 1: Adoption of Audited Standalone Financial statements for the year ended 31st March 2019 and the Directors and Auditors Reports thereon**

Resolution Required : (Ordinary / Special)					Ordinary Resolution			
Whether 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 - in 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	0	0	0	0	0.00	0.00
	Poll		38772034	100.00	38772034	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>38772034</b>	<b>38772034</b>	<b>100.00</b>	<b>38772034</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-voting	5350	0	0.00	0	0	0.00	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>5350</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-voting	13222616	15051	0.11	13499	1552	89.68	10.31
	Poll		1102	0.00	1102	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>13222616</b>	<b>16153</b>	<b>0.11</b>	<b>14601</b>	<b>1552</b>	<b>90.39</b>
<b>Total</b>		<b>52000000</b>	<b>38788187</b>	<b>74.59</b>	<b>38786635</b>	<b>1552</b>	<b>99.99</b>	<b>0.00</b>

**Resolution No. 2: To Declare dividend on Equity Shares for the financial year ended 31st March,2019**

Resolution Required : (Ordinary / Special)					Ordinary Resolution			
Whether 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 - in 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	0	0.00	0	0	0.00	0.00
	Poll		38772034	100.00	38772034	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>38772034</b>	<b>38772034</b>	<b>100.00</b>	<b>38772034</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-voting	5350	0	0.00	0	0	0.00	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>5350</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-voting	13222616	15051	0.11	14920	131	99.13	0.87
	Poll		1102	0.00	1102	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>13222616</b>	<b>16153</b>	<b>0.11</b>	<b>16022</b>	<b>131</b>	<b>99.19</b>
<b>Total</b>		<b>52000000</b>	<b>38788187</b>	<b>74.59</b>	<b>38788056</b>	<b>131</b>	<b>99.99</b>	<b>0.00</b>







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**Resolution No. 3 : Re-appointment of Mr. Anupkumar Singh (DIN: 07343361), who retires by rotation**

Resolution Required : (Ordinary / Special)					Ordinary Resolution			
Whether 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 - in 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	0	0.00	0	0	0.00	0.00
	Poll		38772034	100.00	38772034	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>38772034</b>	<b>38772034</b>	<b>100.00</b>	<b>38772034</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-voting	5350	0	0.00	0	0	0.00	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>5350</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-voting	13222616	15051	0.11	9199	5852	61.12	38.88
	Poll		1102	0.00	1102	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>13222616</b>	<b>16153</b>	<b>0.11</b>	<b>10301</b>	<b>5852</b>	<b>63.77</b>
<b>Total</b>		<b>52000000</b>	<b>38788187</b>	<b>74.59</b>	<b>38782335</b>	<b>5852</b>	<b>99.98</b>	<b>0.01</b>

**Resolution No. 4 : Ratification of remuneration of M/s. Y. R. Doshi & Co. Cost Accountant, Mumbai (Membership No. 3286).**

Resolution Required : (Ordinary / Special)					Ordinary Resolution			
Whether 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 - in 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	0	0.00	0	0	0.00	0.00
	Poll		38772034	100.00	38772034	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>38772034</b>	<b>38772034</b>	<b>100.00</b>	<b>38772034</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-voting	5350	0	0.00	0	0	0.00	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>5350</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-voting	13222616	15051	0.11	13299	1752	88.36	11.64
	Poll		1102	0.00	1102	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>13222616</b>	<b>16153</b>	<b>0.11</b>	<b>14401</b>	<b>1752</b>	<b>89.15</b>
<b>Total</b>		<b>52000000</b>	<b>38788187</b>	<b>74.59</b>	<b>38786435</b>	<b>1752</b>	<b>99.99</b>	<b>0.00</b>





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**Resolution No. 5 : Re-appointment of Mr. Santkumar Agarwal (DIN:00153607) as an Independent Director of the Company.**

Resolution Required : (Ordinary / Special)					Special Resolution			
Whether 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 - in 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	0	0.00	0	0	0.00	0.00
	Poll		38772034	0.00	38772034	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>38772034</b>	<b>38772034</b>	<b>0.00</b>	<b>38772034</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-voting	5350	0	0.00	0	0	0.00	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>5350</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-voting	13222616	15051	0.11	12370	2681	82.18	17.81
	Poll		1102	0.00	1102	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>13222616</b>	<b>16153</b>	<b>0.11</b>	<b>13472</b>	<b>2681</b>	<b>83.40</b>
<b>Total</b>		<b>52000000</b>	<b>38788187</b>	<b>74.59</b>	<b>38785506</b>	<b>2681</b>	<b>99.99</b>	<b>0.00</b>

**Resolution No. 6 : Approval of Material Related Party Transactions**

Resolution Required : (Ordinary / Special)					Ordinary Resolution			
Whether 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 - in 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	0	0.00	0	0	0.00	0.00
	Poll		38772034	100.00	38772034	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>38772034</b>	<b>38772034</b>	<b>100.00</b>	<b>38772034</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-voting	5350	0	0.00	0	0	0.00	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>5350</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-voting	13222616	15051	0.11	12469	2582	82.84	17.15
	Poll		1102	0.00	1102	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>13222616</b>	<b>16153</b>	<b>0.11</b>	<b>13571</b>	<b>2582</b>	<b>84.01</b>
<b>Total</b>		<b>52000000</b>	<b>38788187</b>	<b>74.59</b>	<b>38785605</b>	<b>2582</b>	<b>99.99</b>	<b>0.00</b>

