



## Dhruv Consultancy Services Limited

501, Plot No. 67, Pujit Plaza, Opp. K-Star Hotel, Sector-11, C.B.D. Belapur, Navi Mumbai – 400 614  
Telefax No. +91 022 27570710, Mobile No. 9619497305, Website : [www.dhruvconsultancy.in](http://www.dhruvconsultancy.in)  
Email ID: [services@dhruvconsultancy.in](mailto:services@dhruvconsultancy.in), [info@dhruvconsultancy.in](mailto:info@dhruvconsultancy.in), CIN No. L74999MH2003PLC141887

DHRUV /OUTWARD/2022-23/1603

September 7, 2022

**Corporate Relationship Department  
BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001  
Fax No. 022-22723121/3027/2039/2061  
**Security Code: 541302, Security ID : DHRUV**

**Listing Department**

**National Stock Exchange of India Limited**

Exchange Plaza, C-1 Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai -400 051  
Fax No. 022-26598120/38  
**Scrip Symbol: DHRUV**

Dear Sir/Ma'am,

**Re: ISIN - INE506Z01015**

**Sub: Voting Results of the 19<sup>TH</sup> Annual General Meeting held on Wednesday, September 7, 2022 under the Regulation 30 & 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

This is to inform you that 19<sup>TH</sup> AGM of DHRUV CONSULTANCY SERVICES LIMITED was held on Wednesday, September 7, 2022, at 11.30 A.M. (IST) in presence of the Shareholders in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and items of business as mentioned in the Notice dated August 10, 2022 convening the AGM were transacted.

The Company had appointed the Scrutinizer for remote e-voting and e-voting at the 19<sup>th</sup> AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 19<sup>th</sup> AGM have been duly approved by the Shareholders with requisite majority.

In this regard, please find enclosed the following-

1. Annexure I Voting Results of the AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. Annexure II Consolidated Scrutinizer's Report dated September 7, 2022 on the remote e-voting and voting at the AGM.

The aforesaid Voting Results are also available on the website of BSE Limited, the National Stock Exchange of India Limited, NSDL and also on the Company at [www.dhruvconsultancy.in](http://www.dhruvconsultancy.in)

This is for your information and records.

Thanking You,  
Yours faithfully,

for **DHRUV CONSULTANCY SERVICES LIMITED**

**Tanvi Tejas** Digitally signed by  
**Auti** Tanvi Tejas Auti  
Date: 2022.09.07  
15:19:47 +05'30'

**TANVI T AUTI**  
**MANAGING DIRECTOR**  
**DIN : 07618878**



## Dhruv Consultancy Services Limited

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Email ID: [services@dhruvconsultancy.in](mailto:services@dhruvconsultancy.in), [info@dhruvconsultancy.in](mailto:info@dhruvconsultancy.in), CIN No. L74999MH2003PLC141887

The following items of business, as per the Notice convening the 19<sup>th</sup> AGM of the Company dated August 10, 2022 and updated to the members vide mail dated August 11, 2022 were considered & approved by way of remote e-voting prior and during the AGM:

Sr. No.	Brief Details of items deliberated	Type of Resolutions
<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Board of Directors and Auditor's thereon	Ordinary
2	To appoint a Director in place of Ms. Tanvi Auti (DIN:07618878), who retires by rotation and being eligible, offers herself for re-appointment	Ordinary
<b>Special Business</b>		
3	Approval for Related Party Transactions	Special
4	Re-appointment of & Remuneration to Mrs. Jayashree P Dandawate	Special
5	To appoint Mr. Ashokkumar Katte as an Independent Director of the Company	Special

Voting Results in the format prescribed under Regulation 44(3) of the Listing Regulations:-

### Annexure B

Sr. No.	Particulars	Details
1	Date of AGM	Annual General Meeting, Wednesday, September 7, 2022.
2	Total Number of shareholders as on record date/cut-off date	As of Cut-off date i.e. September 2, 2022 : 2710
3.	a) No. of Shareholders Present in the Meeting either in Person or through proxy :- (Promoter & Promoter Group and Public ) b) No. of Shareholders attended the meeting through Video Conferencing : Promoter & Promoter Group & Public	29 ( 5+ 24) NA

Thanking You,  
Yours faithfully,

for **DHRUV CONSULTANCY SERVICES LIMITED**

**Tanvi**  
**Tejas Auti**  
Digitally signed by  
Tanvi Tejas Auti  
Date: 2022.09.07  
15:20:19 +05'30'

**TANVI T AUTI**  
**MANAGING DIRECTOR**  
**DIN : 07618878**

### Dhruv Consultancy Services Limited

Resolution Required : (Ordinary)		1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Board of Directors and Auditor's thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9671960	9671960	100.0000	9671960	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9671960</b>	<b>100.0000</b>	<b>9671960</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	8080	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4615960	942941	20.4278	722124	220817	76.5821	23.4179
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>942941</b>	<b>20.4278</b>	<b>722124</b>	<b>220817</b>	<b>220817</b>	<b>76.5821</b>
<b>Total</b>		<b>14296000</b>	<b>10614901</b>	<b>74.2508</b>	<b>10394084</b>	<b>220817</b>	<b>97.9197</b>	<b>2.0803</b>



### Dhruv Consultancy Services Limited

Resolution Required : (Ordinary)		2. To appoint a Director in place of Ms. Tanvi Auti (DIN:07618878), who retires by rotation and being eligible, offers herself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting	9671960	8067010	83.4062	8067010	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>8067010</b>	<b>83.4062</b>	<b>8067010</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	8080	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4615960	942941	20.4278	914941	28000	97.0306	2.9694
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>942941</b>	<b>20.4278</b>	<b>914941</b>	<b>28000</b>	<b>97.0306</b>	<b>2.9694</b>
<b>Total</b>		<b>14296000</b>	<b>9009951</b>	<b>63.0243</b>	<b>8981951</b>	<b>28000</b>	<b>99.6892</b>	<b>0.3108</b>



**Dhruv Consultancy Services Limited**

Resolution Required : (Special)		3. Approval for Related Party Transactions						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9671960	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	8080	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4615960	890831	19.2989	670184	220647	75.2313	24.7687
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>890831</b>	<b>19.2989</b>	<b>670184</b>	<b>220647</b>	<b>75.2313</b>	<b>24.7687</b>
<b>Total</b>		<b>14296000</b>	<b>890831</b>	<b>6.2313</b>	<b>670184</b>	<b>220647</b>	<b>75.2313</b>	<b>24.7687</b>



**Dhruv Consultancy Services Limited**

Resolution Required : (Special)		4. Re-appointment of & Remuneration to Mrs. Jayashree P Dandawate						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	9671960	2813860	29.0930	2813860	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2813860</b>	<b>29.0930</b>	<b>2813860</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	8080	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4615960	942941	20.4278	722294	220647	76.6001	23.3999
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>942941</b>	<b>20.4278</b>	<b>722294</b>	<b>220647</b>	<b>76.6001</b>	<b>23.3999</b>
<b>Total</b>		<b>14296000</b>	<b>3756801</b>	<b>26.2787</b>	<b>3536154</b>	<b>220647</b>	<b>94.1267</b>	<b>5.8733</b>



**Dhruv Consultancy Services Limited**

Resolution Required : (Special)		5. To appoint Mr. Ashokkumar Katte as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
Promoter and Promoter Group	E-Voting	9671960	9671960	100.0000	9671960	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>9671960</b>	<b>100.0000</b>	<b>9671960</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	8080	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4615960	942941	20.4278	722294	220647	76.6001	23.3999
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>942941</b>	<b>20.4278</b>	<b>722294</b>	<b>220647</b>	<b>76.6001</b>	<b>23.3999</b>
<b>Total</b>		<b>14296000</b>	<b>10614901</b>	<b>74.2508</b>	<b>10394254</b>	<b>220647</b>	<b>97.9213</b>	<b>2.0787</b>



### MGT-13

#### Consolidated Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To

The Chairman

**DHRUV CONSULTANCY SERVICES LIMITED**

501, Pujit Plaza, Palm Beach Road, Sector 11,

Opp K-Star Hotel, Near CBD Station, CBD Belapur

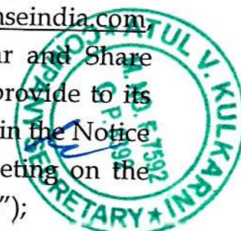
Navi Mumbai 400614

The Chairman of Nineteenth Annual General Meeting of the Equity Shareholders of DHRUV CONSULTANCY SERVICES LIMITED held on Wednesday, 7 September 2022 at 11:30 a.m. IST at Hotel Park, No. 1 Sector 10, CBD Belapur, Navi Mumbai - 400614.

Dear Sir,

1. I, Atul Kulkarni, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of DHRUV CONSULTANCY SERVICES LIMITED ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolution contained in the notice dated 10 August, 2022 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021, 2/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and 5 May 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Nineteenth Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM"). The AGM was convened on Wednesday, 7 September 2022 at 11:30 a.m. IST in physical mode at the venue mentioned above at Hotel Park, No. 1 Sector 10, CBD Belapur, Navi Mumbai - 400614. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars and SEBI Circular dated 13 May 2022, the Notice along with the Integrated Annual Report 2021-22 was sent through electronic mode to equity shareholders whose email address is registered with the Company/ Registrar & Share Transfer Agent of the Company, National Securities Depository Limited ("NSDL")/ Central depository Services Limited ("CDSL")/ Depository Participants;

The said Notice and Integrated Annual Report 2021-22 was also placed on the website of the Company at: [www.dhruvconsultancy.in](http://www.dhruvconsultancy.in) and on the website of the Stock Exchange, i.e., BSE Limited and National Stock Exchange of India at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively; and on the website of [www.instavote.linkintime.co.in](http://www.instavote.linkintime.co.in) the Registrar and Share Transfer Agent of the Company, being the agency appointed by the Company to provide to its equity shareholders facility to exercise their right to vote on the resolution contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); and (ii) at the Meeting ("Insta Poll");





In compliance with the relevant MCA Circular(s), a newspaper advertisement was published on 11 August 2022 in the English newspaper and Marathi language newspaper, respectively specifying the day, date and time of the AGM. Notice of the AGM and Annual report was also made available on the website of the Company, the Stock Exchanges and National Securities Depository Limited (NSDL).

3. The said appointment as Scrutinizer is under the provisions of the Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"). As the Scrutinizer, I have to scrutinize:
  - i. Process of remote e-voting; and
  - ii. Process of Insta Poll (Ballot paper).
4. Meeting held in physical mode - quorum required for the meeting is 15 members personally. And members were present 33.

#### **Management's Responsibility**

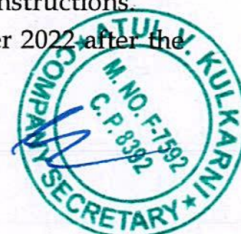
5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### **Scrutinizer's Responsibility**

6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizers Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by evoting.nsdl.com, the Registrar and Share Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or www.evoting.nsdl.com for my verification.

#### **Cut-off date**

7. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 02 September 2022 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.
8. Insta Poll (Ballot paper) process at the AGM
  - i. After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by evoting.nsdl.com under my instructions.
  - ii. The e-votes cast at the meeting were unblocked on Wednesday, 07 September 2022 after the conclusion of the AGM.



- iii. The e-votes were reconciled with the records maintained by the Company/ NSDL and the authorization lodged with the Company/ NSDL on test check basis.

**9. Remote e-voting process**

- i. The remote e-voting period remained open from Sunday, 04 September 2022 (09:00 a.m. IST) to Tuesday, 06 September 2022 (5:00 p.m. IST).
- ii. The votes cast during the remote e-voting were unblocked on Wednesday, 07 September 2022 after the conclusion of the AGM and was witnessed by one witnesses, Mr. Ashok Sondkar, who is not in the employment of the Company and/or NSDL.

iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or " against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL i.e., <https://evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

9. I submit herewith the Consolidated Scrutinizer's Report on the result of the remote e-voting and Insta Poll (ballot paper), based on the reports generated by NSDL, scrutinizes on test check basis and relied upon by me as under:

Item No. in the Notice	Votes in Favour of the Resolution - Number of Valid Votes	No of Members voted in favour of the resolution	Votes in Favour - As a % of total number of Valid votes (In favour and against )	Votes against the number of valid votes	No. of Members Voted against the resolution	Votes in Favour - As a % of total number of Valid votes (In favour and against )	Invalid Votes (due to lack of proper authorization and other reasons)
Item No.1  To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of	10394084	58	97.92	220817	3	2.08	2115

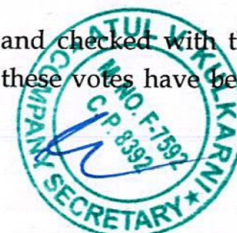


the Board of Directors and Auditor's thereon.							
Item No. 2 To appoint a Director in place of Ms. Tanvi Auti (DIN:07618878), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)	8981951	57	99.69	28000	2	00.31	2115
Item No 3 Approval for Related Party Transactions. (Special resolution)	670184	49	75.23	220647	2	24.77	2115
Item No 4 Re-appointment of & Remuneration to Mrs. Jayashree P Dandawate. (Special Resolution)	3536154	56	94.13	220647	2	5.87	2115
Item No 5 To appoint Mr. Ashokkumar Katte as an Independent Director of the Company. (Special Resolution)	10394254	59	97.92	220647	2	2.08	2115

For the voting results, the votes cast by shareholders who are eligible to vote in terms of Regulation 23 of LODR have been considered.

Based on the aforesaid results, I report that all resolutions as set out in items nos. 1 to 5 of the Notice have been passed with requisite majority.

- a) Based on the Data provided by the Company of the related parties and checked with the evoting result two related parties have voted for the resolutions and these votes have been considered as invalid votes.



- b) Votes cast by two shareholders (Insta poll) through ballot papers on all the resolutions have been considered Invalid since the Ballot papers was not properly signed and marked.
- c) Votes cast by one Shareholder (Insta poll) through ballot paper on all the resolutions have been considered Invalid since he voted in e-voting too.
10. The electronic data and all other relevant records relating to remote e-voting and Insta Poll will be handed over to Mrs. Isha Kulkarni, Company Secretary and Compliance Officer of the Company for safe keeping as provided in the Act read with the relevant Rules.
11. This report is issued in accordance with the terms of the Engagement Letter.

**Restriction on Use.**

12. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL . This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

Yours Faithfully,

*A.v. Kulkarni*



For Atul Kulkarni and Associates  
Company Secretaries  
Prop: Atul V Kulkarni  
Membership No. 7592  
UDIN : F007592D000934496

*Date: 07/09/2022*