



February 19, 2021

To,

1. National Stock Exchange of India Ltd. Exchange Plaza Bldg. 5 th Floor, Plot No.C-1 'G' Block, Near Wockhardt, Bandra Kurla Complex Mumbai 400 051. Fax:26598237/38 Scrip Code : DCW	2. BSE Limited, 1st floor, New Trading Ring Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Fax : 22723121/3719/2037/2039 Scrip Code :500117
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Sub: Result of remote e-Voting and e-Voting on Resolutions passed at Extraordinary General Meeting ("EGM") of DCW Limited ("the Company") under Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), along with the Scrutinizers' Report

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), please find enclosed herewith Result of the e-voting at the Extraordinary General Meeting ("EGM") held on February 18, 2021 as well as the results of the remote e-voting on all the Resolutions as specified in the Notice of the EGM dated January 25, 2021 along with the Scrutinizers' Report of the said EGM.

Company Name	DCW LIMITED
Date of declaration of results of remote e-Voting and e-Voting on Resolutions passed at EGM	February 18, 2021
Total number of Shareholders on record date:	54758
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable (Meeting was held through VC/OAVM)

DCW LIMITED

HEAD OFFICE :

"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021.

TEL.: 2287 1914, 2287 1916, 2202 0743 TELEFAX: 22 2202 8838

REGISTERED OFFICE : DHRANGADHRA - 363 315 (GUJRAT STATE)

Email: ho@dcwlimited.com, Website: www.dcwlimited.com, CIN-L24110GJ1939PLG000748





Promoters and Promoter Group:	
Public:	
No. of shareholders attended the meeting through Video Conferencing:	64
Promoters and Promoter Group:	26
Public:	38

All the Resolutions at the EGM were passed with overwhelming majority. The Report of M/s. S. K. Jain & Co., Scrutinizers, is enclosed herewith.

The Voting Results alongwith the Scrutinizer's Report is available on the Company's website at www.dcwlimited.com and the National Securities Depository Limited.

This is for your information and appropriate dissemination.

Thanking You,

Yours faithfully,

For DCW Limited

Name: Dilip Darji
General Manager (Legal) & Company Secretary
Membership No. ACS-22527

DCW LIMITED

HEAD OFFICE :

"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021.

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FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
D C W LIMITED,
DHRANGADHRA GJ 363315.

NAME OF THE COMPANY	D C W LIMITED
MEETING	Extra-Ordinary General Meeting
DATE & TIME	Thursday, February 18, 2021 at 12:00 noon
VENUE	Since the meeting is conducted through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM"), the venue for the Extra-Ordinary General Meeting is deemed to be at the Registered Office of the Company at Dhrangadhra GJ 363315.

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, having office at 11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of **D C W LIMITED** (the Company) in its Meeting held on January 25, 2021 for the purpose of scrutinizing e-Voting process (remote e-Voting 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 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the Extra-Ordinary General Meeting of the Equity Shareholders of the Company held on Thursday, 18th February, 2021.

11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai

Mob.: 96196 43088 / 93206 47478 • Tel.: 40043784 / 22695288

E-mail : skjaincs1944@gmail.com / csskjain1944@gmail.com



12:00 noon (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. Extra-Ordinary General Meeting ("EGM") of the Company was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the voting for items has been transacted as per the Notice to this EGM was only through remote electronic voting process and electronic voting during the EGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof), and the General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020 and Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 "(Listing Regulations)" read with Circular dated May 12, 2020 and Circular dated January 15th, 2021 issued by Securities and Exchange Board of India titled as "Additional relaxations in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Covid -19 Pandemic". The Venue for the EGM was deemed to be at the Registered office of the Company at Dhrangadhra GJ 363315.

1. Dispatch of Notice convening the Meeting.

Pursuant to the MCA and SEBI Circulars as aforesaid, the Notice of the EGM was sent to Shareholders who had registered their email- ids with Depositories/the Company on January 27, 2021, by e-mail to 42592 Shareholders out of which 12675 e-mails bounced back and to whom e-mail was resent on their e-mail ids on February 1, 2021, out of which 8455 e-mails were delivered and 4220 e-mails bounced back. The Notice is also available on Company's website www.dcw ltd.com.

2. Newspaper Publication

The Company had published Notice in "Financial Express" Newspapers (English & Gujarati Edition) on 26th January, 2021 and Corrigendum to Notice on 31st January, 2021 in English Edition and 1st February, 2021 in Gujarati Edition of "Financial Express", regarding holding of EGM on Thursday, 18th February, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") means.



3. Cut-off Date

The Voting rights were reckoned as on **Thursday, February 11, 2021** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.

4. e-Voting

i. Agency:

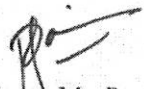
The Company has appointed National Securities Depository Limited (NSDL) as the Agency for providing the e-Voting platform.


ii. Remote-Voting:

The remote e-Voting platform opened from 09:00 A.M. on Monday, February 15, 2021 upto 5:00 p.m. on Wednesday, February 17, 2021 and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by National Securities Depository Limited (NSDL).

5. Counting Process:

- i. The vote cast under remote e-Voting facility was thereafter unblocked 01:05 p.m. on February 18, 2021 in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the NSDL e-Voting system.


Name: Ms. Pragya Jain


Name: Mr. Tejas Madhavi

- ii. Thereafter, the details of Equity Shareholders, who voted for or against was extracted from the list of Equity Shareholders who voted

"For" or "Against" were downloaded from the e-Voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>).

- iii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the EGM.



- iv. My responsibility as Scrutinizer for the remote e-Voting and the voting conducted through electronic voting (remote) at the meeting is restricted to make Scrutinizer's Report of the Votes cast in favour or against the Resolutions.
- v. Based on the result made available to me, 64 Members have cast their votes through remote e-Voting and e-Voting at the Meeting. The Meeting concluded at 12.25 P.M. and e-Voting was closed at 01:00 P.M.
- vi. The combined result of remote e-Voting and e-Voting during the Meeting is as under:

VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company Name	D C W LIMITED
Date of the EGM	Thursday, February 18, 2021
Total number of Shareholders on cut-off date:	54758
No. of shareholders present in the meeting either in person or through proxy	Not Applicable (Meeting was held through VC/OAVM)
No. of shareholders attended the meeting in the meeting through VC/OAVM:	64
Promoters and Promoter Group:	26
Public:	38



Special Business:

Resolution No. 1

To increase the Authorised Share Capital of the Company

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			ORDINARY 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 and Promoter Group	E-Voting	12,19,78,506	121978506	100	121978506	0	100	0
	Poll		0	0	0	0	0	0
	Total	12,19,78,506	121978506	100	121978506	0	100	0
Public-Institutions	E-Voting	1,58,13,606	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	1,58,13,606	0	0	0	0	0	0
Public- Non Institutions	E-Voting	123238259	5080188	4.1222	5069038	11150	99.7805	0.2195
	Poll		0	0	0	0	0	0
	Total	123238259	5080188	4.1222	5069038	11150	99.7805	0.2195
Total		26,10,30,371	127058694	48.6758	127047544	11150	99.9912	0.0088

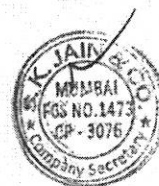


Resolution No. 2

Approval for preferential issue of convertible warrants to the Promoters, Promoter's Group and Foreign Portfolio Investors("FPI")

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			SPECIAL RESOLUTION					
			YES					
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	12,19,78,506	24624298	20.1874	24624298	0	100	0
	Poll		0	0	0	0	0	0
	Total	12,19,78,506	24624298	20.1874	24624298	0	100	0
Public-Institutions	E-Voting	1,58,13,606	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	1,58,13,606	0	0	0	0	0	0
Public- Non Institutions	E-Voting	123238259	5080188	4.1222	5069438	10750	99.7884	0.2116
	Poll		0	0	0	0	0	0
	Total	123238259	5080188	4.1222	5069438	10750	99.7884	0.2116
Total		26,10,30,371	29704486	11.3797	29693736	10750	99.9638	0.0362

*All the Promoters of the Company holding in aggregate 12,19,78,506 Equity Shares of Rs. 2/- each in the Paid-up Share Capital of the Company have voted in favour of the Resolution for Preferential Issue of Convertible Warrant. Out of the said Promoters holding, the shareholding of the interested promoters aggregating to 9,73,54,208 Equity Shares of Rs. 2/- each have been excluded.



RESULT SUMMARY

SR. NO	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To increase the Authorised Share Capital of the Company.	Ordinary Resolution	99.9912	0.0088
2.	Approval for preferential issue of convertible warrants to the Promoters, Promoter's Group and Foreign Portfolio Investors("FPI")	Special Resolution	99.9638	0.0362

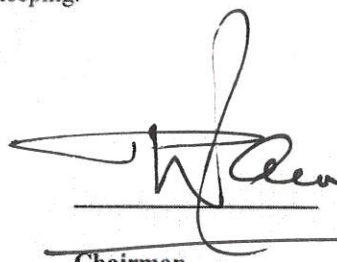
All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,



Dr. S.K. Jain
Practicing Company Secretary



Chairman

Place: Mumbai

Date: 18th February, 2021

UDIN: F001473B003049793