



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 / secretarial@dharanifinance.in

Website : www.dharanifinance.in CIN No.: L65191TN1990PLC019152

DFL/SE/Voting Results/AGM/2023

September 28, 2023

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/Madam,

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed herewith voting results of the business transacted at the AGM held on 27th September 2023 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 and Central Depository Services Limited (CDSL) at 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

1.ORDINARY BUSINESS: To receive, consider and adopt the audited Financial Statements including Balance Sheet as at 31st March 2023, 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	1203561	85.33	1203561	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		1410402	1203561	85.33	1203561	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	3583998	106470	2.97	106468	2	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		3583998	106470	2.97	106468	2	100
GRAND TOTAL		4994400	1310031	26.23	1310029	2	100	0

2.ORDINARY BUSINESS: To appoint a Director in place of Dr Palani G Periasamy, (DIN No.00081002) who retires by rotation and being eligible offers himself 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	1203561	85.33	1203561	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		1410402	1203561	85.33	1203561	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	3583998	106470	2.97	96368	10102	90.51	9.49
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		3583998	106470	2.97	96368	10102	90.51
GRAND TOTAL		4994400	1310031	26.23	1299929	10102	99.23	0.77



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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 33rd Annual General Meeting of the Equity Shareholders of
DHARANI FINANCE LIMITED (CIN: L65191TN1990PLC019152) held on Wednesday,
September 27, 2023 at 11:00 A.M (IST) through Video Conferencing / Other Audio Visual
Means.

Dear Sir,

1. I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries, was appointed as a Scrutinizer by the Board of Directors of **DHARANI FINANCE LIMITED** ("the Company") 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") for scrutinizing the remote e-Voting process and e-Voting at the 33rd Annual General Meeting ("AGM") of the Equity Shareholders of the Company held on Wednesday, September 27, 2023 at 11:00 A.M (IST) through Video Conferencing ("VC") facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the resolutions proposed at the said AGM held on September 27, 2023, the details of which are forming part of this report.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Act, Rules and SEBI Listing Regulations 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 33rd AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for voting process 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 33rd AGM, based on the report generated from the e-Voting system provided by Central Depository Services (India) Limited ("CDSL"), engaged by the Company for providing remote e-Voting facility and e-Voting facility to vote at the AGM.
3. In respect of the resolutions proposed at the 33rd AGM of the Equity Shareholders of the Company held on Wednesday, September 27, 2023 at 11:00 A.M (IST), through VC, I submit my report as under:





- i. The remote e-Voting commenced on September 24, 2023 (Sunday) at 09.00 A.M (IST) and ended on September 26, 2023 (Tuesday) 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, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 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, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 respectively, issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circular"), Notice of the 33rd AGM along with the Annual Report 2022-23 were sent only through electronic mode to those Members whose email addresses were registered with the Company/ Depository Participant(s).
- iii. Since the AGM was held pursuant to the MCA Circulars through VC, physical attendance of members had been dispensed with. Accordingly, in terms of the above mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
- iv. The Equity Shareholders present at the 33rd AGM through VC voted through e-Voting facility provided by CDSL.
- v. The Equity Shareholders holding shares as on September 20, 2023 (Wednesday), cut-off date, were entitled to vote on the resolutions stated in the Notice of the 33rd AGM of the Company.
- vi. As per the information given by the Company, the names of the Equity Shareholders who had voted by remote e-Voting through the facility provided by CDSL were 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.
- vii. There was no e-Voting casted during the AGM. Hence, the votes cast through remote e-Voting were unblocked and downloaded on Wednesday, September 27, 2023 at 12.06 P.M (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 consolidated results were prepared.
- viii. Based on the data downloaded from CDSL e-Voting system, the total votes cast "in favor" or "against" all the resolutions proposed in the Notice of the 33rd AGM are as under:





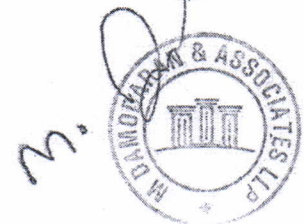
**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 33RD AGM
OF DHARANI FINANCE LIMITED**

Item No: 1

Adoption of the Audited Financial Statements of the Company including the Balance Sheet, Statement of Profit & Loss and Cash flow statements for the financial year ended March 31, 2023 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 casted (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	62	60	1310029	100	2	2	0	100
e-Voting at the AGM	0	0	0	0	0	0	0	0
Total	62	60	1310029	100	2	2	0	100





Item No: 2

To appoint a Director in place of Dr Palani G Periasamy, (DIN No.00081002) who retires by rotation and being eligible offers himself for re-appointment.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (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	62	58	1299929	99.23	4	10102	0.77	100
e-Voting at the AGM	0	0	0	0	0	0	0	0
Total	62	58	1299929	99.23	4	10102	0.77	100





There were no invalid or abstained votes for the above said resolutions.

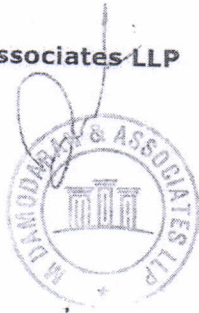
- ix. Based on the aforesaid results, I report that the Resolutions as set out in the 33rd AGM Notice dated May 26, 2023 have been passed with a requisite majority.
- x. The electronic data and all other relevant records relating to remote e-Voting and e-Voting at the AGM are under my safe custody and 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
FRN: L2019TN006000
PR 3847/2023
ICSI UDIN: F005837E001104671



Place: Chennai
Date: 27.09.2023