



DHANLAXMI COTEX LIMITED

" 285, PRINCESS STREET, JHAVAR HOUSE,
2ND FLOOR, MUMBAI - 400 002. • PHONE : 022-4976 4268
E-mail : dcotex1987@gmail.com / accounts@dcl.net.in
Website : www.dcl.net.in
CIN : L51100MH1987PLC042280

Date: 7th July, 2023

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001

BSE Scrip ID / Code:	DHANCOT / 512485
Subject:	Submission of Scrutinizer Report and Voting Results of Postal Ballot under Regulation 44(3) of SEBI (LODR) Regulations, 2015

Dear Madam/Sir,

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the resolutions mentioned in the Postal Ballot Notice dated 5th June, 2023, have been passed by the members of the Company with requisite majority. The approval is deemed to have been received on the last date of receipt of postal ballot i.e 7th July, 2023.

Further, Pursuant to the provisions of the Section 108 and 110 of the Companies Act, 2013 and Rule 20(4)(xii) and Rule 22 of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated 7th July, 2023 is also enclosed herewith.

Kindly acknowledge the Receipt.

Thanking You
Yours Faithfully,
For Dhanlaxmi Cotex Limited

Mahesh S. Jhavar
(Whole time Director)
(DIN: 00002908)
Place: Mumbai



Encl:

1. Scrutinizer Report "
2. Voting Results under LODR Reg. 44

CC to
Central Depository Services (India) Limited
305-A, A-Wing, Marathon Futurex,
Mafatlal Mills Compound, N.M. Joshi Marg,
Lower Parel, Mumbai - 400013

Pankaj Trivedi

B.Com, CS, LLB

Mob: 9224174118

Email: pankajtrivedicsllb@gmail.com

PANKAJ TRIVEDI & Co.

Practicing Company Secretaries

A/601, Maitri Residency, Liberty Garden

Road No.1, Opp. Trimurti Tower, Malad

(West), Mumbai – 400064

Dated: 7th July, 2023

To,

The Chairman

Dhanlaxmi Cotex Limited

C J House, 2nd Floor,

285 Princess Street,

Mumbai – 400002

Sub: Scrutinizer's Report on Postal Ballot process conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014

Dear Sir,


I, Pankaj Trivedi, Company Secretary in Practice (Membership No. 30512), Proprietor of M/s. Pankaj Trivedi & Co., have been appointed as the scrutinizer of M/s. Dhanlaxmi Cotex Limited ("the Company") in their Board meeting held on 5th June, 2023 for the purpose of conducting the Postal Ballot in respect of the resolutions mentioned in the Notice of Postal Ballot dated 5th June, 2023.


I submit my report as under:

1. As per General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 3/2022 dated 5th May, 2022 and General Circular No. 11/2022 dated 28th December, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable provisions of the Act for the time being in force and as amended from time to time, the Company had sent the Postal Ballot Notice dated 5th June, 2023 on Tuesday, 6th June, 2023 by email only to the members who had registered their e-mail addresses with the Company / Depositories.
2. As per the aforementioned MCA Circulars the physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.



3. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including circulars mentioned in point 1 above and (ii) the Securities and Exchange Board of India (LODR) Regulations, 2015 with the Stock Exchanges, relating to postal ballot including voting by electronic means.
4. My responsibility as Scrutinizer is restricted to prepare a Scrutinizer's Report for the votes cast by members "In Favour" or "Against" the resolution(s) contained in the Notice, based on the report generated from E-Voting system of Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process.
5. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday, 2nd June, 2023 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 5th June, 2023, through remote e-voting only.
6. The Company has published an advertisement on 7th June, 2023 in "Business Standard" an English Newspaper and in "Mumbai Mitra" a vernacular (Marathi) newspaper regarding completion of dispatch of Notice of Postal Ballot and also specifying therein the matters prescribed in the Rules with regard to e-voting.
7. The Company has appointed Central Depository Services (India) Limited ("CDSL") for facilitating e-voting to enable the Members to cast their votes electronically. The remote e-Voting facility was kept open from Thursday, 8th June, 2023 (09.00 AM-IST) to Friday, 7th July, 2023 (05:00 PM-IST). The e-Voting facility was blocked forthwith thereafter.
8. The votes cast by the members electronically were unblocked around 05.09p.m. on same day 7th July, 2023 in the presence of two witnesses not in the employment of the Company. The report of the members' e-voting was downloaded thereafter from the website of CDSL.
9. The electronic votes recorded from Thursday, 8th June, 2023 (09.00 AM-IST) to Friday, 7th July, 2023 (05:00 PM-IST), being the last date and time fixed by the Company for remote e-voting as available in the CDSL website have been considered in my scrutiny.
10. The Postal Ballot electronic votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on Friday, 2nd June, 2023 (Cut-off date) provided by M/s. Bigshare Services Pvt. Ltd, the Registrar and Share Transfer Agent of the Company.
11. The soft copy of list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared Invalid/Abstain/Less Voted for resolution are shared with the Company vide email dated 7th July, 2023.


Desha Jain
Witness -1


Drashti Panchal
Witness -2

12. The summary of remote e-Voting received for the following resolutions are as under:



13. The result of votes cast through E-voting is as under:

Resolution 1: Re-appointment of Mr. Natwar Nagarmal Agarwal (DIN: 08170211) as an Independent Director of the Company for a second term of five consecutive years- Special Resolution

Number of members voted through E-voting system (Postal Ballot)	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
33	33,74,237	33,74,237	100%	0	0.00%	0	0.00%

Since all votes were casted in favour of the resolutions, I report that resolution no.1 as set out in the notice of Postal Ballot dated 05.06.2023 has been passed with requisite majority on today 07.07.2023.

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot Meeting and the same will be handed over to Mr. Mahesh S. Jhawar (Whole-time Director) or Ms. Arti Nishant Jain (Company Secretary) for safe keeping.

Kindly acknowledge the receipt.

Thanking You,
Yours Truly,
For Pankaj Trivedi & Co.,
FRN: S2016MH374500
PR No. 1648/2022
UDIN: A030512E000568093

Pankaj Trivedi
(Proprietor)
COP No. 15301
Place: Mumbai
Date: 07/07/2023



Mahesh
Sohanlal
Jhawar

Digitally signed by
Mahesh Sohanlal Jhawar
Date: 2023.07.07
18:04:53 +05'30'

Received by
Mr. Mahesh S. Jhawar
DIN- 00002908 (WTD)
Place: Mumbai
Date: 07/07/2023



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VOTING RESULTS - Regulation 44(3) of the SEBI (LODR) Regulations, 2015

Date of Postal Ballot	7 th July, 2023
Record date / Cut Off date	2 nd June, 2023
Total number of Shareholders on record date:	1836
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	Not Applicable
(a) Promoter & Promoter group	-
(b) Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
(a) Promoter & Promoter group	-
(b) Public	-
No. of resolutions passed in the meeting	1

Agenda - Wise disclosure

Resolution required: (Special)			Resolution No. 1 -To consider and approve the re-appointment of Mr. Natwar Nagarmal Agarwal (DIN: 08170211) as an Independent Director of the Company for a second term of five consecutive years					
Whether Promoter / Promoter group are interested in the 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 & Promoter group	E-Voting	33,30,568	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		33,30,568	100	33,30,568	0	100	0.00
	Total		33,30,568	100	33,30,568	0	100	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	15,40,782	0	0.00	0	2	100	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		43,669	2.83	43,669	0	100	0
	Total		15,40,782	43,669	2.83	43,669	0	100
Total		48,71,350	33,74,237	69.27	43,669	0	100	0
Whether resolution is Pass or Not.							Yes	



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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Kindly take the record of the same.

Thanking You.
Yours Faithfully,
For Dhanlaxmi Cotex Limited

Mahesh S. Jhavar
(Whole time Director)
(DIN: 00002908)
Place: Mumbai
Date: 07.07.2023



CC to
Central Depository Services (India) Limited
305-A, A-Wing, Marathon Futurex,
Mafatlal Mills Compound, N.M. Joshi Marg,
Lower Parel, Mumbai - 400013