

March 23, 2023

The Calcutta Stock Exchange Ltd. 71 Lyons Range Kolkata- 700001 Scrip Code: 10013217

National Stock Exchange of India Limited

Plot No. C/1, G Block, Bandra Kurla Complex

Bandra (E), Mumbai – 400051

Exchange Plaza, 5th Floor

Scrip Code: DICIND

The Corporate Relationship Department
The BSE Limited
P.J. Towers, Dalal Street
Mumbai- 400001
Scrip Code: 500089

Sub: Voting results of the 75th Annual General Meeting held on March 22, 2023

Dear Madam/Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of Companies (Management and Administration) Rules, 2014, please find enclosed herewith the Consolidated Report of Scrutinizer on remote e-voting and electronic voting during the Annual General Meeting.

The results along with report of Scrutinizer is also available at https://www.dic.co.in/.

This is for your kind information and records please.

Thanking You,
Yours Faithfully,
For **DIC India Limited**

Raghav Shukla Corp. GM- Legal & Company Secretary M.No. F5252

Website: www.dic.co.in I Email id: investors@dic.co.in Registered office: Transport Depot Road, Kolkata – 700088

Kolkata Office: "ABHISHEK POINT" 4th Floor, 152, S. P. Mukherjee Road, Kolkata - 700026 Phone: (033) 4060 5149 / 2465 0061 E-mail: tchatterjeeassociates@gmail.com

Delhi Office: 1209, 12th Floor, Ansal Tower, 38 Nehru Place, New Delhi, Delhi - 110019

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
DIC India Limited
L24223WB1947PLC015202
Transport Depot Road,
Kolkata-700088, West Bengal

Sir,

- 1. I, Binita Pandey, Partner of M/s. T. Chatterjee & Associates, FRN–P2007WB067100, Firm of Company Secretaries in practice, had been appointed by the Board of Directors of DIC India Limited, (herein after referred as the "Company") as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 75th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on Wednesday, March 22, 2023, in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Secretarial Standards on General Meetings, on the resolutions contained in the Notice dated February 24, 2023, of the 75th AGM of the members of the Company read with corrigendum to the Notice dated March 1, 2023.
- 2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, which remained open from Sunday, March 19, 2023 (9:00 A.M IST) to Tuesday, March 21, 2023(5:00 P.M IST).



- The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
- 4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on March 22, 2023 at 12.59 pm and were counted.
- 5. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
- 6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice of the 75th AGM of the Company.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company.

7. I do hereby submit the Consolidated Report of votes casted through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice of 75th AGM.



ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To consider and adopt the Audited Financial Statements of the Company for the Financial year ended December 31, 2022, and the Reports of the Board of Directors and the Auditors thereon.

(I) Vote **in favour** of the Resolution:

1	No. of membe voted	rs No. of votes cast by them	% of total number of valid votes cast
	48	6586935	100.00

(II) Vote **against** the Resolution:

No. of members voted	No. of votes cast by them	% of total number of valid votes cast
0	0	0.00

Item No. 2: Ordinary Resolution

To declare Final Dividend of Rs. 2.00 (Rupees Two Only) per equity share, for the financial year ended December 31, 2022.

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by	% of total number of
voted	them	valid votes cast
47	6586934	99.99998

(II) Vote **against** the Resolution:

No. of members voted	No. of votes cast by them	% of total number of valid votes cast
1	1	0.00002



Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Masahiro Kikuchi (DIN: 08024525), who retires by rotation and being eligible, seeks re-appointment.

(I) Vote **in favour** of the Resolution:

No. of members voted	No. of votes cast by them	% of total number of valid votes cast
47	6586934	99.99998

(II) Vote **against** the Resolution:

	No. of members voted	No. of votes cast by them	% of total number of valid votes cast
ĺ	1	1	0.00002

Item No. 4: Ordinary Resolution

To appoint M/S Price Waterhouse Chartered Accountants LLP (FRN:012754N/N500016) as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Eightieth Annual General Meeting of the Company and to fix their remuneration.

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
47	6586934	100.00

(I) Vote **against** the Resolution:

No. of members voted	No. of votes cast by them	% of total number of valid votes cast
0	0	0.00



SPECIAL BUSINESS

Item No. 5: Special Resolution

Appointment of Mr. Adnan Wajhat Ahmad (DIN:00046742) as Non-Executive Independent Director with effect from 8th February 2023

(I) Vote **in favour** of the Resolution:

No. of memb	vers No. of votes cast by them	% of total number of valid votes cast
46	6586928	99.99989

(II) Vote **against** the Resolution:

No. of members voted	No. of votes cast by them	% of total number of valid votes cast
2	7	0.00011

Item No. 6: Ordinary Resolution

Appointment of Mr. Ryohei Kohashi (DIN: 10043620) as Non-Executive Non-Independent Director with effect from 8^{th} February 2023

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by	% of total number of
voted	them	valid votes cast
47	6586934	99.99998

(II) Vote **against** the Resolution:

No. of members voted	No. of votes cast by them	% of total number of valid votes cast
1	1	0.00002



Item No. 7: Ordinary Resolution

Ratification of Remuneration of Cost Auditor

(I) Vote **in favour** of the Resolution:

No. of m voted	embers No. of vo	es cast by % of total number of valid votes cast
46	6586928	99.99989

(II) Vote **against** the Resolution:

	_	% of total number of		
voted	them	valid votes cast		
2	7	0.00011		

After taking into account, the result of the remote e-voting and e-voting during the AGM, I report that, the Resolutions as contained in the Notice of the Annual General Meeting dated February 24, 2023 have been passed with requisite majority.

Thanking you,

Yours faithfully

For M/s. T. Chatterjee & Associates Practicing Company Secretaries Firm (FRN: P2007WB067100)

Binita Pandey, Partner

Membership No. A41594 Certificate of Practice: 19730

UDIN: A041594D003309188

Place: Kolkata Date: 23-03-2023

Kolkata Office: "ABHISHEK POINT" 4th Floor, 152, S. P. Mukherjee Road, Kolkata - 700026 Phone: (033) 4060 5149 / 2465 0061 E-mail: tchatterjeeassociates@gmail.com Delhi Office: 1209, 12th Floor, Ansal Tower, 38 Nehru Place, New Delhi, Delhi - 110019

CONSOLIDATED SCRUTINIZER'S REPORT

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

To
The Chairman
DIC India Limited
L24223WB1947PLC015202
Transport Depot Road,
Kolkata-700088, West Bengal

Sir,

- 1. I, Binita Pandey, Partner of M/s. T. Chatterjee & Associates, FRN P2007WB067100, Firm of Company Secretaries in practice, had been appointed by the Board of Directors of DIC India Limited, (herein after referred as the "Company"), as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 75th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on Wednesday, March 22, 2023, in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014, as amended and Secretarial Standards on General Meetings and read with Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") on the resolutions contained in the Notice dated February 24, 2023, of the 75th AGM of the members of the Company read with corrigendum to the Notice dated March 1, 2023.
- 2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, which remained open from Sunday, March 19, 2023 (9:00 A.M IST) to Tuesday, March 21, 2023 (5:00 P.M IST).



- 3. The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not vote through remote e-voting, to cast their vote during the AGM.
- 4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on March 22, 2023 at 12.59 P.M. and were counted.
- 5. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
- 6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote evoting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice of the 75th AGM.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company.



7. I do hereby submit the Consolidated Report of vote casted through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice of 75th AGM.

Date of the AGM	22-03-2023
Total number of shareholders on record date	7773
No. of Shareholders present in the meeting either in person	NOT APPLICABLE
or through proxy:	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through video	
Conferencing:	
Promoters and Promoter Group	1
Public	68



ORDINARY BUSINESS

Item No. 1:

To consider and adopt the Audited Financial Statements of the Company for the Financial year ended December 31, 2022, and the Reports of the Board of Directors and the Auditors thereon.

Resolution I	Required:				Ordinary I	Resolution		
Whether presolution	romoter/prom	oter group	are interest	ed in the	No			
Category	Mode of Voting	Total No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/ (1)]* 100	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	6586077	6586077	100.00	6586077	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6586077	6586077	100.00	6586077	0	100.00	0.00
Public-	E-Voting	314	0	0.00	0	0	0.00	0.00
Institution	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	314	0	0.00	0	0	0.00	0.00
Public-	E-Voting	2592586	858	0.033	858	0	100.00	0.00
Non	Poll		0	0.00	0	0	0.00	0.00
Institution	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2592586	858	0.033	858	0	100.00	0.00
Total		9178977	6586935	71.761	6586935	0	100.00	0.00



To declare Final Dividend of Rs. 2.00 (Rupees Two Only) per equity share, for the financial year ended December 31, 2022.

Item No. 2:

Resolution F	Resolution Required:					Ordinary Resolution			
Whether pr resolution	omoter/promo	ter group	are interest	ted in the	No				
Category	Mode of Voting	Total No. of Shares held (1)	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)	
				(3)=[(2)/(1)]*100]*100	
Promoter	E-Voting	6586077	6586077	100.00	6586077	0	100.00	0.00	
and	Poll		0	0.00	0	0	0.00	0.00	
Promoter	Postal		0	0.00	0	0	0.00	0.00	
Group	Ballot (if applicable)								
	Total	6586077	6586077	100.00	6586077	0	100.00	0.00	
Public-	E-Voting	314	0	0.00	0	0	0.00	0.00	
Institution	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total	314	0	0.00	0	0	0.00	0.00	
Public-	E-Voting	2592586	858	0.033	857	1	99.88	0.12	
Non	Poll		0	0.00	0	0	0.00	0.00	
Institution	Postal Ballot (if		0	0.00	0	0	0.00	0.00	
	applicable)								
	Total	2592586	858	0.033	857	1	99.88	0.12	
To	otal	9178977	6586935	71.761	6586934	1	99.99998	0.00002	



To appoint a Director in place of Mr. Masahiro Kikuchi (DIN: 08024525), who retires by rotation and being eligible, seeks re-appointment.

Item No. 3:

Resolution F	Required:				Ordinary I	Resolution		
	omoter/promo	oter group	are interest	ted in the	No			
Category	Mode of Voting	Total No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/ (1)]* 100	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	6586077	6586077	100.00	6586077	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6586077	6586077	100.00	6586077	0	100.00	0.00
Public-	E-Voting	314	0	0.00	0	0	0.00	0.00
Institution	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	314	0	0.00	0	0	0.00	0.00
Public-	E-Voting	2592586	858	0.033	857	1	99.88	0.12
Non	Poll		0	0.00	0	0	0.00	0.00
Institution	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2592586	858	0.033	857	1	99.88	0.12
To	otal	9178977	6586935	71.761	6586934	1	99.99998	0.00002



Item No. 4:

To appoint M/S Price Waterhouse Chartered Accountants LLP (FRN:012754N/N500016) as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Eightieth Annual General Meeting of the Company and to fix their remuneration.

Resolution F	Required:				Ordinary I	Resolution		
Whether pr resolution	omoter/promo	oter group	are interes	ted in the	No			
Category	Mode of Voting	Total No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares (3)=[(2)/ (1)]* 100	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	6586077	6586077	100.00	6586077	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	applicable) Total	6586077	6586077	100.00	6586077	0	100.00	0.00
Public-	E-Voting	314	0386077	0.00	0386077	0	0.00	0.00
Institution	Poll	314	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	314	0	0.00	0	0	0.00	0.00
Public-	E-Voting	2592586	857	0.033	857	0	100.00	0.00
Non Institution	Poll		0	0.00	0	0	0.00	0.00
institution	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2592586	857	0.033	857	0	100.00	0.00
To	otal	9178977	6586934	71.761	6586934	0	100.00	0.00



SPECIAL BUSINESS

Item No. 5:

Appointment of Mr. Adnan Wajhat Ahmad (DIN:00046742) as Non-Executive Independent Director with effect from 8th February 2023

					Special Resolution			
Whether pr resolution	omoter/promo	oter group	are interes	ted in the	No			
Category	Mode of Voting	Total No. of Shares held (1)	No. of Votes Polled	% of Votes Polled on outstand ing shares (3)=[(2)/	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
				(3) (2) (1)]* 100]"100
Promoter	E-Voting	6586077	6586077	100.00	6586077	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal		0	0.00	0	0	0.00	0.00
Group	Ballot (if applicable)							
	Total	6586077	6586077	100.00	6586077	0	100.00	0.00
Public-	E-Voting	314	0	0.00	0	0	0.00	0.00
Institution	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	314	0	0.00	0	0	0.00	0.00
Public-	E-Voting	2592586	858	0.033	851	7	99.18	0.82
Non	Poll		0	0.00	0	0	0.00	0.00
Institution	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2592586	858	0.033	851	7	99.18	0.82
To	otal	9178977	6586935	71.761	6586928	7	99.99989	0.00011



Appointment of Mr. Ryohei Kohashi (DIN: 10043620) as Non-Executive Non-Independent Director with effect from 8th February 2023

Item No. 6:

Resolution F	Required:				Ordinary Resolution				
Whether promoter/promoter group are interested in the resolution					No	No			
Category	Mode of Voting	Total No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares (3)=[(2)/	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter	E-Voting	6586077	6586077	(1)]* 100 100.00	6586077	0	100.00	0.00	
and	Poll	0380077	0380077	0.00	0380077	0	0.00	0.00	
Promoter	Postal		0	0.00	0	0	0.00	0.00	
Group	Ballot (if applicable)		U	0.00	U	U	0.00	0.00	
	Total	6586077	6586077	100.00	6586077	0	100.00	0.00	
Public-	E-Voting	314	0	0.00	0	0	0.00	0.00	
Institution	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total	314	0	0.00	0	0	0.00	0.00	
Public-	E-Voting	2592586	858	0.033	857	1	99.88	0.12	
Non	Poll		0	0.00	0	0	0.00	0.00	
Institution	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total	2592586	858	0.033	857	1	99.88	0.12	
To	otal	9178977	6586935	71.761	6586934	1	99.99998	0.00002	



Item No. 7:

Ratification of Remuneration of Cost Auditor

Resolution I			Ordinary Resolution					
Whether pr resolution	romoter/promo	oter group	are interes	ted in the	No			
Category	Mode of Voting	Total No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled
				(3)=[(2)/ (1)]* 100				(7)=[(5)/(2)]*100
Promoter	E-Voting	6586077	6586077	100.00	6586077	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6586077	6586077	100.00	6586077	0	100.00	0.00
Public-	E-Voting	314	0	0.00	0	0	0.00	0.00
Institution	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	314	0	0.00	0	0	0.00	0.00
Public-	E-Voting	2592586	858	0.033	851	7	99.18	0.82
Non	Poll		0	0.00	0	0	0.00	0.00
Institution	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2592586	858	0.033	851	7	99.18	0.82
To	otal	9178977	6586935	71.761	6586928	7	99.99989	0.00011



After taking into account, the result of the remote e-voting and e-voting during the AGM, I report that, the Resolutions as contained in the Notice of the Annual General Meeting dated February 24, 2023 have been passed with requisite majority.

Thanking you,

Yours faithfully

For M/s. T. Chatterjee & Associates Practicing Company Secretaries Firm (FRN: P2007WB067100)

Binita Pandey, Partner Membership No. A41594

Certificate of Practice: 19730

UDIN: A041594D003309188

Place: Kolkata Date: 23-03-2023