



DHRUV WELLNESS LTD.

(Earlier Known As Dhruv Wellness Private Limited)

Chawl No -1, R No. 2, Amba Mata Mandir Compound, Near Italiya Comp,
Veetbhatti, Goregaon (East), Mumbai – 400063. Tel.: 022-28711486
Cell : 9619537587 / 9821461744 CIN No.: U74900MH2015PLC263089
Website : www.dhruvwellness.com / Email : pravinprajapati_dhru@yahoo.in

Date: 01st January, 2021

To,
**The Department of Corporate Services,
BSE Limited,**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai- 400001.

**Type of Security: Equity Shares
Scrip Code: 540695**

Dear Sir / Madam,

**SUB: TO SUBMIT SCRUTINIZERS REPORT OF M/S. DHRUV WELLNESS LIMITED
("THE COMPANY")**

With reference to the captioned subject we hereby submit Scrutinizers Report of **5th Annual General Meeting** of the Company held on 31st December 2020 at 02:00 p.m. at the Registered Office of the Company at Chawl No -1, RN 2, Amba Mata Mandir Compound near italiya Comp, Veetbhatti, Goregaon (East), Mumbai – 400063.

The business contained in the notice of AGM were transacted and approved by shareholders with requisite majority.

Kindly take the said information on your record and acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,
For Dhruv Wellness Limited

**Pravinkumar Prajapati
Managing Director**

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
Chairman,
Dhruv Wellness Limited
Chawl No -1, RN 2, Amba Mata Mandir Compound,
Near Italiya Compund, Veetbhatti, Goregaon (East),
Mumbai - 400063

Dear Sir,

Sub: Scrutinizer's Report on the voting at the 05th Annual General Meeting of Dhruv Wellness Limited held on Thursday 31 December 2020 at 02:00 P.M. at Chawl No -1, RN 2, Amba Mata Mandir Compound, Near Italiya Compund, Veetbhatti, Goregaon (East), Mumbai - 400063.

I, Bhavana Bhavesh Devda, proprietor of Devda and Associates, a Company Secretaries firm, having office at 15, F Type Market, Sector-5, CBD-Belapur, Navi Mumbai, Thane-400614 had been appointed as the Scrutinizer by the Board of Directors of Dhruv Wellness Limited (the "Company") in respect of the voting process on the below mentioned resolutions proposed at the 05th Annual General Meeting of Dhruv Wellness Limited held on Thursday 31 December 2020 at 02:00 P.M. at Chawl No -1, RN 2, Amba Mata Mandir Compound, Near Italiya Compund, Veetbhatti, Goregaon (East), Mumbai - 400063. I hereby submit my report as under:

The Shorter Notice of AGM dated 21 December 2020 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company to those Members whose email addresses are registered with the Company / Depositories, in compliance with MCA circular issued by Ministry of Corporate Affairs (MCA) vide Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No.20/2020 dated May 05, 2020 read with Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, dated May 12, 2020.

Further, the Company has not complied with the Ministry of Corporate Affairs (MCA) General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 (collectively "MCA Circulars"), for conducting Annual General Meeting (AGM) through video conferencing (VC) or other audio-visual means, subject to compliance of various conditions mentioned therein. Further, as informed by Company since it is a SME Listed, opting for E-voting facility is not applicable to them. Hence, there was no scrutinizer report for e-voting provided.

I have scrutinized and reviewed the ballot voting for the votes cast at the AGM. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the voting process is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit the result of the ballot voting in respect of the said resolutions at the AGM:



1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company.
3. There were no such poll papers, which were incomplete and/or which were otherwise found defective and treated as invalid and kept separately.
4. The result of the Poll is as under:

Resolution No. 1 : Ordinary Resolution

(1) To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
15	92,07,950	100%

(ii) Voted against the resolution:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.



Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mrs. Anita Pravinbhai Prajapati (DIN: 05192261), Who retires by rotation and being eligible, offer herself for re-appointment:

(i) Voted in favour of the resolution:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
9	11,29,500	100.00

(ii) Voted against the resolution:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

* Note: Six Shareholders being interested and related in the second resolution. Accordingly, their votes have not been considered for the said resolution.

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Resolution No. 3: Ordinary Resolution

To ratification of appointment of M/s Sanjay M. Kangutkar & Associates., Membership No:100830, Chartered Accountants, Mumbai as statutory auditor of the Company hold office from the conclusion of 5th AGM until the conclusion of the 6th AGM also fixed their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s):

(i) Voted in favour of the resolution:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
15	92,07,950	100%

(ii) Voted against the resolution:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.



5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Chairman of the Company.

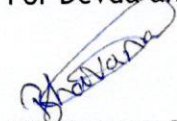
6. The other relevant records were sealed and handed over to the Chairman of the Company keeping in safe record.

Based on the above result of poll, I report that all the above three resolutions have been passed by the Shareholders with the requisite majority.

Thanking you,

Yours faithfully,

For Devda and Associates



CS Bhavana Devda
Proprietor
Membership No: A46010
COP: 23649

Place: Navi Mumbai
Date: 31 December 2020
UDIN: A046010B001780842

