

Donear/SECD/SE/2022-23/061

March 21, 2023

To,
The Manager,
Corporate Relations Department,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort, Mumbai – 400 001

The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

Scrip Code: 512519

Symbol: DONEAR

Sub: Outcome of Postal Ballot

Ref: Submission of Voting Results pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations").

Dear Sir / Madam,

We wish to inform you that the members of the Company have approved by way of Postal Ballot, the following Resolution under the Companies Act, 2013 ("Act") read with the SEBI Listing Regulations as set out in the Notice of Postal Ballot dated February 7, 2023 with requisite majority:-

Special Resolution:

1. Re-Appointment of Mr. Rajendra Vishwanath Agarwal (DIN: 00227233) as Managing Director of the Company
2. Re-Appointment of Mr. Ajay Vishwanath Agarwal (DIN: 00227279) as Whole-Time Director of the Company

As per report of Scrutinizer dated Monday, March 20, 2023, the aforesaid resolution has been passed with requisite majority on Saturday, March 18, 2023.

A disclosure of voting results of the Postal Ballot via Remote E-voting in terms of Regulation 44 of the SEBI Listing Regulations, and the businesses considered and approved by the shareholders with requisite majority is enclosed, together with the Scrutinizer's report on e-voting.

A copy of the same is also being placed on the Company's website at <https://www.donear.com/>.

This is for your information and appropriate dissemination.

Thanking You,
Yours faithfully,

For Donear Industries Limited

Sachin Gupta
Company Secretary
A35645



Encl.: As Above

General information about company	
Scrip code	512519
NSE Symbol	DONEAR
MSEI Symbol	NOTLISTED
ISIN	INE668D01028
Name of the company	Donear Industries Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-03-2023

Scrutinizer Details	
Name of the Scrutinizer	Mr. Yogesh Sharma
Firms Name	YOGESH SHARMA & CO.
Qualification	CS
Membership Number	F11305
Date of Board Meeting in which appointed	07-02-2023
Date of Issuance of Report to the company	20-03-2023

Voting results	
Record date	10-02-2023
Total number of shareholders on record date	15370
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RE-APPOINTMENT OF MR. RAJENDRA VISHWANATH AGARWAL (DIN: 00227233) AS MANAGING DIRECTOR OF THE COMPANY				
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	38772034	32408720	83.5879	32408720	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		38772034	32408720	83.5879	32408720	0	100.0000
Public- Institutions	E-Voting	29270	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		29270	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	13198696	866430	6.5645	865367	1063	99.8773	0.1227
	Poll							
	Postal Ballot (if applicable)							
	Total		13198696	866430	6.5645	865367	1063	99.8773
Total		52000000	33275150	63.9907	33274087	1063	99.9968	0.0032
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RE-APPOINTMENT OF MR. AJAY VISHWANATH AGARWAL (DIN: 00227279) AS MANAGING DIRECTOR OF THE COMPANY				
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	38772034	32673063	84.2697	32673063	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	38772034	32673063	84.2697	32673063	0	100.0000	0.0000
Public- Institutions	E-Voting	29270	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	29270	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	13198696	866430	6.5645	865077	1353	99.8438	0.1562
	Poll							
	Postal Ballot (if applicable)							
	Total	13198696	866430	6.5645	865077	1353	99.8438	0.1562
Total		52000000	33539493	64.4990	33538140	1353	99.9960	0.0040
Whether resolution is Pass or Not.							Yes	



YOGESH SHARMA & CO.

COMPANY SECRETARIES

Yogesh M. Sharma
M.Com, M. Phil, M.M.M, M.F.M, LLB, FCS.

Office No: 9082951462
Mobile No: 9833124864
Email ID: csymsharma@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman,
DONEAR INDUSTRIES LIMITED
Donear House, 8th Floor, Plot No. A – 50, Road No. 1,
MIDC, Andheri (East), Mumbai-400093.

Scrutinizers Report on Postal Ballot by way of electronic voting means in respect of passing of resolutions contained in the Notice of Postal ballot dated February 7, 2023.

Dear Sir,

I, Yogesh Sharma, Proprietor of M/s. Yogesh Sharma & Co., Company Secretaries have been appointed as Scrutinizer by the Board of Directors of **Donear Industries Limited** (the Company) for scrutinizing postal ballot by way of voting by electronic means in respect of passing of the resolutions contained in the Notice of Postal Ballot dated February 7, 2023.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provision of (i) of the Companies Act 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, relating to postal ballot voting including voting through electronic means. Our responsibility as a Scrutinizer is restricted to making a Scrutinizers report of the votes cast by the members for the resolution contained in Notice of Postal Ballot dated February 7, 2023 based on the data downloaded from the website National Securities Depository Limited ("NSDL"), the authorized agency engaged by the company to provide e-voting facilities. We submit our report as under:

1. The Company has appointed NSDL, to provide e-voting facilities to its members. The e-voting period remained opened from February 17, 2023 at 9.00 a.m. till March 18, 2023 at 5.00 p.m.
2. The members of the Company as on the "Cut-off date" i.e. February 10, 2023 were entitled to vote on the proposed Resolutions to be passed through Postal ballot through electronic means as set in Notice of Postal ballot dated February 7, 2023.
3. After the time fixed for closing of e-voting i.e 5.00 p.m on March 18, 2023, a final electronic report of the e-voting was generated by us by accessing the data available to us from the website of NSDL, the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.



4. After ascertaining the votes casted by e-voting, we hereby submit the result as under:

Item No.1: Special Resolution:

Re-Appointment of Mr. Rajendra Vishwanath Agarwal (DIN: 00227233) as Managing Director of the Company:

Particulars	e-voting		
	Number of members voted	Number of votes cast by them	% of total number of votes cast
Votes in favour of Resolution	99	33274087	99.99
Votes against the Resolution	9	1063	0.01
<u>TOTAL</u>	108	33275150	100

* 3 (Three) members holding 63,63,314 Equity Shares have abstained themselves from voting on this resolution.

Item No.2: Special Resolution:

Re-Appointment of Mr. Ajay Vishwanath Agarwal (DIN: 00227279) as Whole-Time Director of the Company:

Particulars	e-voting		
	Number of members voted	Number of votes cast by them	% of total number of votes cast
Votes in favour of Resolution	99	33538140	99.99
Votes against the Resolution	10	1353	0.01
<u>TOTAL</u>	109	33539493	100

* 2(Two) member holding 60,98,971 Equity Shares have abstained themselves from voting on this resolution.



5. Based on the aforesaid results, the resolutions as contained in the Notice of Postal Ballot dated February 7, 2023 have been passed with requisite majority.
6. The electronic data and all other relevant records relating to e-voting is under our custody and will be handed over to the Company Secretary for preserving safely after chairman signs of minutes.

Thanking You,
Yours Faithfully,
For **Yogesh Sharma & Co.**

Yogesh Sharma

CS Yogesh Sharma
Proprietor
FCS 11305
C.P. No. 12366
Peer Review No. 1583/2021



Date: 20th March, 2023
Place: Mumbai
UDIN: F011305D003293485

Countersigned by:
For Donear Industries Limited

Rajendra V. Agarwal
Managing Director-Chairperson

Place: Mumbai
Date: 21/03/2023