



# 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: 24/09/2022**

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

**BSE Scrip Code: 512485**

**Sub: Submission of Scrutinizer's Report and details of Voting Results of the 36<sup>th</sup> Annual General Meeting of the Company scheduled and held on 24<sup>th</sup> September, 2022 at 11.30 a.m., Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015), the details of the Voting Results of the 36<sup>th</sup> Annual General Meeting of the Company held on 24<sup>th</sup> September, 2022 are enclosed in the format specified by SEBI Vide Circular No. CIR/CFD/CMD/8/2015 dated 4th November, 2015 along with Scrutinizers' Report.

We request your office to take this on record.

**Yours faithfully,**  
**For Dhanlaxmi Cotex Limited**

Mahesh  
Sohanlal Jhawar

Digitally signed by  
Mahesh Sohanlal Jhawar  
Date: 2022.09.24  
14:20:49 +05'30'

**Mahesh S. Jhawar**  
**(Whole Time Director)**  
**DIN: 00002908**

**Encl: a/a**

**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](mailto: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: 24<sup>th</sup> September, 2022**

**To,**

**The Chairman**

**Dhanlaxmi Cotex Limited**

285, Chatrabhuj Jivandas House,

2nd Floor, Princess Street,

Mumbai - 400002

**COMBINED SCRUTINIZER'S REPORT**

**[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the 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 9<sup>th</sup> August, 2022 for the remote e-voting as well as the e-voting by Members during the 36<sup>th</sup> Annual General Meeting ("AGM") scheduled and held on Saturday, 24<sup>th</sup> September, 2022 at 11.30a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), where following items were transacted:

<b>Resolution No.</b>	<b>Type of Resolution</b>	<b>Particulars</b>
1	Ordinary Resolution	To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Mr. Rahul Mahesh Jhavar (DIN: 07590581) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible offers himself for re-appointment.
3	Ordinary Resolution	To regularize the appointment of Mrs. Payal Ankur Bankda (DIN: 09483787).

I submit report as under:

1. The Company held the 36<sup>th</sup> AGM on September 24th, 2022 through video conferencing scheduled at 11.30a.m. IST commence around 11.40 a.m. IST pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the General Circulars No. 20/2020 dated 5<sup>th</sup> May, 2020, read with circulars dated 8<sup>th</sup> April, 2020, 14<sup>th</sup> April, 2020, 13<sup>th</sup> January, 2021 and 5<sup>th</sup> May 2022, issued by the Ministry of Corporate Affairs (MCA) and in accordance with the circular dated 12<sup>th</sup> May, 2020 read with circulars dated 15<sup>th</sup> January 2021 and 13<sup>th</sup> May, 2022 issued by the Securities and Exchange Board of India (SEBI) commonly referred to as "**RELEVANT CIRCULARS**" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. The RELEVANT CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the



Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.

2. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting at the AGM by the shareholders on the resolutions set out in the Notice of the 36<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer was to ensure that the e-voting process is conducted in a fair and transparent manner and submit Scrutinizer's Report to the Chairman on the above mentioned resolutions in connection with total votes cast in favour or against if any, based on the reports generated from the electronic voting system.
3. The Company has informed that on the basis of Register of members, it has completed dispatch of Notice of AGM and Annual Report on Friday, 2<sup>nd</sup> September, 2022 by E-mail (who had registered their email ids). This is in compliance with the "RELEVANT CIRCULARS" as mentioned in point no.1 of this report.
4. The Company had published an advertisement about the dispatch Notice in News Hub (English Daily) and Pratakal (Marathi Regional Daily) on 3<sup>rd</sup> September, 2022.
5. Voting rights were reckoned as on 17<sup>th</sup> September, 2022 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.
6. The voting facility for both for e-voting prior to AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by Central Depository Limited (CDSL).
7. The remote e-voting platform was open from 9.00 a.m. on Wednesday, September 21, 2022 and closed at 5.00 p.m. on Friday, September 23, 2022. The members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Central Depository Services (India) Limited.
8. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through remote e-voting.
9. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>)
10. As per attendance report downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) total 22 members had joined the E-AGM apart from Mr. Mahesh Jhavar and Mr. Rahul Jhavar who had joined the E-AGM from the panellists link provided by the Central Depository Services (India) Limited.
11. Based on report downloaded as mentioned from the website of CDSL. I observed that total 28 members have cast their votes in favour of agenda no. 1 and 23 members have cast their votes in favour of Agenda no. 2 to 3 through remote e-voting and no member had cast their votes against any agenda items.
12. Consolidated Result with respect to the items on the agenda as set out in the Notice of the AGM is as under.



## THE CONSOLIDATED RESULT FOR VOTES CAST:

1. Resolution No.1: To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	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
Remote E-Voting	27	22,47,471	22,47,471	100%	-	0.00%	-	0.00%
Voting at AGM	1	100	100	100%	-	0.00%	-	0.00%
<b>Total</b>	<b>28</b>	<b>22,47,571</b>	<b>22,47,571</b>	<b>100%</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>0.00%</b>

- Resolution No.2: To appoint a Director in place of Mr. Rahul Mahesh Jhawar (DIN: 07590581) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible offers himself for re-appointment. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	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
Remote E-Voting	22	1,59,244	1,59,244	100%	-	0.00%	-	0.00%
Voting at AGM	1	100	100	100%	-	0.00%	-	0.00%
<b>Total</b>	<b>23</b>	<b>1,59,344</b>	<b>1,59,344</b>	<b>100%</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>0.00%</b>

- Resolution No.3: To regularize the appointment of Mrs. Payal Ankur Bankda (DIN: 09483787) (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	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
Remote E-Voting	22	1,59,244	1,59,244	100%	-	0.00%	-	0.00%
Voting at AGM	1	100	100	100%	-	0.00%	-	0.00%
<b>Total</b>	<b>23</b>	<b>1,59,344</b>	<b>1,59,344</b>	<b>100%</b>	<b>-</b>	<b>0.00%</b>	<b>-</b>	<b>0.00%</b>



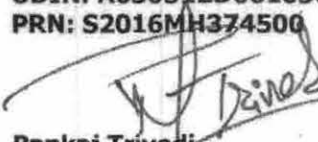
**Note:**

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.
2. The votes are considered invalid on account of abstained from voting or voting for lesser number of shares than actually held as on the cut-off date.

All the Resolutions mentioned in the AGM Notice dated 9<sup>th</sup> August, 2022 as per the details above stand passed under Remote E-voting and voting conducted at AGM by way of electronic means with the requisite majority and hence deemed to be passed as on the date of the AGM.

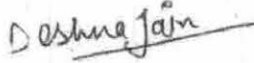
I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider (CDSL) in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Company. All other relevant records relating to Remote E-voting and voting conducted at the AGM by way of Electronic means are under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking You,  
**For Pankaj Trivedi & Co.,**  
**UDIN: A030512D001036517**  
**PRN: S2016MH374500**

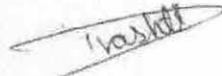
  
**Pankaj Trivedi**  
**(Proprietor)**  
**CP No. 15301 | Mem No. 30512**  
**Place: Mumbai**  
**Date: 24/09/2022**



The following were the witnesses to the unblocking the votes cast through remote e-voting.

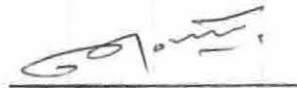


**1. Ms. Deshna Jain**



**2. Ms. Drashti Panchal**

Received the report together with other data / records mentioned therein

  
**Mr. Mahesh S. Jhawar**  
**(Whole Time Director)**  
**DIN: 00002908**  
**Place: Mumbai**  
**Date: 24/09/2022**

Mahesh  
Sohanlal  
Jhawar

Digitally signed by  
Mahesh Sohanlal Jhawar  
Date: 2022.09.24  
15:00:01 +05'30'



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Date of AGM	24th September, 2022
Record date Cut Off date	17th September, 2022
Total number of Shareholders on record date:	1,865
No. of shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	
(a) Promoter & Promoter group	0
(b)Public	0
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	2
(b)Public	22
No. of resolution passed in the meeting	3

## Agenda - Wise disclosure

Resolution required / Type: (Ordinary)			Resolution No. 1: To receive consider and adopt the Annual Standalone Financial Statements consisting of the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and Explanatory Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.					
Weather Promoter / Promoter group are interested in the agenda/ 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	3194055	1902765	59.57	1902765	0	100.00	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
	<b>Total</b>		<b>3194055</b>	<b>1902765</b>	<b>59.57</b>	<b>1902765</b>	<b>0</b>	<b>100.00</b>
Public - Institutional Holders	E-Voting	5000	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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	1672295	344806	20.62	344806	0	100.00	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
	<b>Total</b>		<b>1672295</b>	<b>344806</b>	<b>20.62</b>	<b>344806</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>4871350</b>	<b>2247571</b>	<b>46.14</b>	<b>2247571</b>	<b>0</b>	<b>100</b>	<b>0.00</b>
Whether resolution is Pass or Not.					Yes			



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CIN : L51100MH1987PLC042280

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

Resolution required / Type: (Ordinary)			Resolution No. 2 : To appoint a Director in place of Mr. Rahul Mahesh Jhawar (DIN: 07590581) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment					
Weather Promoter / Promoter group are interested in the agenda/ Resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		1	2		4	5		
Promoter & Promoter group	E-Voting	3194055	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
	<b>Total</b>		<b>3194055</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional Holders	E-Voting	5000	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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	1672295	159344	9.52	159344	0	100.00	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
	<b>Total</b>		<b>1677295</b>	<b>159344</b>	<b>9.52</b>	<b>159344</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>4871350</b>	159344	3.27	159344	0	100	0.00
Whether resolution is Pass or Not.						Yes		

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



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Website : www.dcl.net.in  
CIN : L51100MH1987PLC042280

Resolution required / Type: (Ordinary)			Resolution No. 3: To regularize the appointment of Mrs. Payal Ankur Bankda (DIN: 09483787)					
Weather Promoter / Promoter group are interested in the agenda/ Resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares $(3)=[(2)/(1)] * 100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled $(6)=[(4)/(2)] * 100$	% of votes against on votes polled $(7)=[(5)/(2)] * 100$
		1	2		4	5		
Promoter & Promoter group	E-Voting	3194055	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
	<b>Total</b>		<b>3194055</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional Holders	E-Voting	5000	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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	1672295	159344	9.52	159344	0	100.00	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
	<b>Total</b>		<b>1672295</b>	<b>159344</b>	<b>9.52</b>	<b>159344</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>4871350</b>	159344	<b>3.27</b>	159344	<b>0</b>	<b>100</b>	<b>0.00</b>
Whether resolution is Pass or Not.						Yes		

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

Yours faithfully,

For Dhanlaxmi Cotex Limited

Mahesh  
Sohanlal Jhawar  
Mahesh S. Jhawar

Digitally signed by  
Mahesh Sohanlal Jhawar  
Date: 2022.09.24 16:51:48  
+05'30'

(Whole Time Director)

DIN: 00002908

Place: Mumbai

Date: 24.09.2022