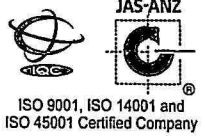




DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555



Registered Office : 7B Shreelekha, 7th Floor, 42A Park Street, Kolkata 700 016, India
Tel : +91(33) 2229-5735, 2229-7995, 4600-2601, 4600-2602
E-mail : info@dhpindia.com

Ref : 19(B)(B)/30606

To

30/07/2024

The General Manager /Asst. General Manager – Deptt. Of Corporate Services,
Bombay Stock Exchange Ltd., [Securities Code : 531306]
25, P. J. Towers, Dalal Street, Mumbai – 400 001.

Dear Sir,

Re : DHP INDIA LIMITED

Sub : Filing of proceedings of 33rd A.G.M. (AGM dated 29/07/2024) for the year ended 31/03/2024 as per Regulation 30 of the SEBI (LODR) Regulations, 2015

We stated that the 33rd Annual General Meeting Started on Monday 29th July, 2024 at 11.00 AM at Y.M.C.A. GALLWAY HOUSE, 1, MIDDLETON ROW, KOLKATA – 700 071, WEST BENGAL and Physically present 30 Members and after a wide discussion the AGM concluded at 4.00 PM i.e. late Evening.

The 33rd AGM -Mr. Asheesh Dabrial elected as Chairman and all circulated Seven Resolution (out of this 3 are Special Resolution) passed by requisite majority. The details are as below :-

- Ordinary Resolution No. 1- Regarding Accounts- In "favour" - 22,08,491 Eq. Sh. and "against" – 2 Eq. Sh.
- Ordinary Resolution No. 2-Regarding Dividend – In "Favour" - 22,08,460 Eq. Sh. and "against" – 33 Eq. Sh.
- Ordinary Resolution No. 3 –Regarding Rotational Director re-appointment Mr. Janak Bhardwaj In "favour" - 22,08,435 Equity shares and "against" – 27 Equity shares
- Ordinary Resolution No. 4 – Regarding Change/Appointment of New Statutory Auditors M/s. NKSJ & Associates- In "favour" 22,08,460 Equity shares and "against" – 2 Equity shares
- Special Resolution No. 5 – Regarding Re-appointment of Mr. Asheesh Dabrial as Managing Director-In "favour" 22,08,435 Equity shares and "against" – 27 Equity shares
- Special Resolution No. 6 – Regarding Re-appointment of Mr. Buddhadeb Basu as Independent Director-In "favour" 22,08,435 Equity shares and "against" – 27 Equity shares
- Special Resolution No. 7 – Regarding Re-appointment of Dr.Subrata Haldar as Independent Director-In "favour" 22,08,435 Equity shares and "against" – 27 Equity shares

We are sending herewith the Certified true copy of the extract of the minutes of 33rd A.G.M. held on 29/07/2024, marked as "A" (Page 1 to 7) as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016.

The necessary Distribution Schedule as per Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016, regularly sent to you on Quarterly basis. The necessary 6 copies of Annual Report and Form-"A" as per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016, already uploaded to your portal [BSE portal uploaded on 25/06/2024 vide Ack. No. 7472453 and similarly again sending via courier on 13/07/2024. The information of Result of AGM dated 29-07-2024 as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016, intimated in a separate letter. Kindly note that the photocopy of all relevant Notice of the Board Meeting, A.G.M., Book Closures, All Financial Results etc. , All Statutory Notice/Public Announcement tec. circulated through newspaper sent to you within the prescribed period.


Kindly acknowledge the same and oblige.

Thanking You,

Place : KOLKATA
Dated : 30/07/2024

Enclosed : As Stated Above

Yours Faithfully,
FOR DHP INDIA LIMITED


(CA ASHOK KUMAR SINGH)
Chief Financial Officer

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“A” (Page 1 of 7)”

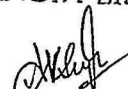
CERTIFIED TRUE COPY OF MINUTES OF THE THIRTY-THIRD ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF DHP INDIA LIMITED HELD ON MONDAY, THE 29TH DAY OF JULY, 2024 AT 11.00 A. M. AT Y.W.C.A. GALLWAY HOUSE, 1, MIDDLETON ROW, KOLKATA-700 071

P R E S E N T

1. Shree Asheesh Dabriwal Managing Director & Shareholder
2. Smt. Anjum Dhandhanian Non-Executive Directors & Shareholders
3. Shree Buddhadeb Basu Independent Director & Shareholders
4. Shree Rajat Banerjee Independent Director & Shareholders
5. Shree Janak Bhardwaj Executive Director
6. Shree Nirmal Kumar Dabriwala – Representative of **Dabriwala Constructions Pvt. Ltd.**
(Share holdings 3,57,139 shares)
7. Shree Kumkum Dabriwal – Representative of **Dolphin Properties Pvt. Ltd.**
(Share holdings 17,900 shares)
8. Shree Rudradeb Choudhury Shareholders
9. Shree Sushil Tiwari Scrutinizer of E-voting
10. Ms Suruchi Tiwari Company Secretary-cum-Compliance Officer
11. Shree Ashok Kumar Singh Chief Financial Officer
12. Shreemati Suniti Dalmia Shareholders
13. Shree Sushanta Bhattacharya Shareholders
14. Shreemati Rina Bhattacharya Shareholders
15. Shree Alope Kumar Paul Shareholders
16. Shreemati Pranati Paul Shareholders
17. Shree Sailendra Kumar Barzattia Shareholders
18. Shree Sandeep Barzattia Shareholders
19. Smt. Ishika Jain Shareholders
20. Smt. Aditi Bagchi Independent Director
21. Ms. Sneha Jain Statutory Auditors
22. Smt. Lily Pradhan Shareholders
23. Shree Keshav Garg Shareholders

CERTIFIED TRUE COPY

for DHP INDIA LIMITED


(Ashok Kumar Singh)
Chief Financial Officer

Cont. page - 2

Continuation of Certified true copy of the extract of the minutes of the Thirty-Third Annual General Meeting of the Shareholders of DHP India Ltd. held on Monday, the 29th day of July, 2024 at 11.00 A.M. at Y.W.C.A. Gallyway House, 1, Middleton Row, Kolkata – 700 071.

- | | | |
|-----|----------------------------|--------------|
| 24. | Shree Abhijit Panda | Shareholders |
| 25. | Shree Kanhaiya Agarwal | Shareholders |
| 26. | Shree Apar Pasricha | Shareholder |
| 27. | Shree Krishnendu Das | Shareholders |
| 28. | Smt. Sujata Das Debnath | Shareholders |
| 29. | Shree Satya Prakash Mittal | Shareholders |
| 30. | Shree Malay Kumar Kundu | Shareholders |

Shree Rajat Banerjee, Shareholders and Independent Director of the Company Proposed Shri Asheesh Dabriwal, Managing Director of the Company & also a Shareholders of the Company as a Chairman of the 33rd Annual General Meeting of the Company.

Shree Alok Pal, Shareholders of the Company Seconded.

Shri Asheesh Dabriwal, Managing Director & Shareholders of the Company took the Chair.

The Chairman announced that since the quorum for the Meeting was present the formal proceedings of the meeting could commence. He then formally extended a very warm welcome to the shareholders of the 33rd Annual General Meeting and introduce his colleagues on the Board to the shareholders.

The Chairman informed that the Company has received 2 Nos. Corporate Shareholders details as per above serial no. 6 & 7 as above & their share holdings total of 3,75,039 equity shares of the Company being 12.50% of the share capital, were present through their representatives of 2 person separately (Sl. No. 6 & 7] in capacity of Director as representative of above mentioned corporate shareholders.

He also announced that the e-voting conducted from 26/07/2024 to 28/07/2024 is under the custody of our Scrutinizer (Mr. Sushil Tiwari) and he also appointed as Scrutinizer for conducting Ballot Voting in this AGM and the final report will be displayed at the end of AGM.

The Chairman then read the Notice which had been circulated to the shareholders earlier. His suggestion that the Notice for the Meeting may be taken as read was accepted.

He then asked Miss Suruchi Tiwari, Company Secretary-cum-Compliance Officer of the Company to read the Auditor's Report.


Thereupon Miss Suruchi Tiwari, Company Secretary-cum-Compliance Officer of the Company read the Auditors's Report and Annexure to the Auditors' Report being taken as read with the permission of the shareholders.

The Chairman invited to shareholders for their queries and (1) Mr. Krishnendu Das, (2) Mr. Kanhaiya Agarwal, (3) Mr. Keshav Garg, (4) Mr. Satya Prakash Mittal, (5) Abhijit Panda, and (6) Mrs. Lily Pradhan – all of shareholders as raised their specific queries and about the performance and information of the company. The Chairman suitably answered their queries and brief the prospect of the Company.

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Cont. page - 3

-or DHP INDIA LIMITED


(Ashok Kumar Singh)
Chief Financial Officer

Continuation of Certified true copy of the extract of the minutes of the Thirty-Third Annual General Meeting of the Shareholders of DHP India Ltd. held on Monday, the 29th day of July, 2024 at 11.00 A.M. at Y.W.C.A. Gallway House, 1, Middleton Row, Kolkata – 700 071.

The Chairman announced that since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Amendment Rules, 2015, voting by show of hands are not allowable. The Voting Right of the shareholders shall be in proportion to their shares of the paid-up equity capital of the Company. If a shareholders exercise their voting right in e-voting system, no need to further exercise the manual voting. In that case only e-voting will be considered. Manual voting are allowed to those shareholders, whose does not exercise their voting right in electronic mode.

In view of above the Chairman appointed Mr. Sushil Tiwari, who is also a Company Secretary-in-Practice and Scrutinizer of e-voting process, to take the valuable manual voting against all circulated resolutions.

After Half an hour the poll process conducted by the Scrutinizer Mr. Sushil Tiwari, and after final updation and locking of e-voting and preparing report on e-voting and combined manual ballot voting submitted two report, before the Chairman. In this report 29 Nos. of shareholders as their total of 22,07,149 Equity Shares i.e. @73.572% of voting right participate as e-voting for Resolution No. 1 & 2 and 28 Nos. of shareholders as their total of 22,07,118 Equity Shares i.e. @73.571% of voting right participate as e-voting for Resolution No. 3, 4, 5, 6 & 7.

There are also 14 Nos. of shareholders participating manual ballot voting as their total of 1,344 Equity Shares, all treated as valid manual ballot votes as their total of 1,344 Equity Shares are accepted as Valid Votes and their voting right @0.0448%. However the Total of e-voting plus valid ballot voting right exercise 43 Nos. shareholders as combined total of 22,08,493 Equity Shares i.e. @73.616% voting right for Resolution No. 1 & 2 and 42 Nos. shareholders as combined total of 22,08,462 Equity Shares i.e. @73.615% voting right for Resolution No. 3, 4, 5, 6 & 7 are as votes as below :-

- a) Ordinary Resolution No. 1 – In "favour" - 22,08,491 Equity shares and "against" – 2 Equity shares
- b) Ordinary Resolution No. 2 – In "favour" - 22,08,460 Equity shares and "against" – 33 Equity shares
- c) Ordinary Resolution No. 3 – In "favour" - 22,08,435 Equity shares and "against" – 27 Equity shares
- d) Ordinary Resolution No. 4 – In "favour" - 22,08,460 Equity shares and "against" – 2 Equity shares
- e) Special Resolution No. 5 – In "favour" - 22,08,435 Equity shares and "against" – 27 Equity shares
- f) Special Resolution No. 6 – In "favour" - 22,08,435 Equity shares and "against" – 27 Equity shares
- g) Special Resolution No. 7 – In "favour" - 22,08,435 Equity shares and "against" – 27 Equity shares

However the Resolution No. 1,2, 3, 4, 5, 6 & 7 are passed by Requisite Majority.

There after the Chairman declare that passing of all three resolutions passed by majority, as whenever applicable are as below :-

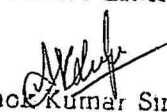
AGENDA - 1 : ACCOUNTS APPROVAL

The Directors' report , Corporate Governance Report and the Auditors' Report having been taken as read, the following resolution was put to the meeting as ordinary Resolutions :

Cont. page - 4

CERTIFIED TRUE COPY

for DHP INDIA LIMITED


(Ashok Kumar Singh)
Chief Financial Officer

Continuation of Certified true copy of the extract of the minutes of the Thirty-Third Annual General Meeting of the Shareholders of DHP India Ltd. held on Monday, the 29th day of July, 2024 at 11.00 A.M. at Y.W.C.A. Gallyway House, 1, Middleton Row, Kolkata – 700 071.

”RESOLVED THAT the Audited Financial Statements as per Ind AS format (including the Standalone Financial Statement like Balance Sheet, Statement of Profit and Loss, Statement of Changes in Equity, Cash Flow Statements and Other Financial Reports) of the Company for the financial year ended 31st March, 2024, and the Report of the Board of Directors (including their Annexures and Extract of the Annual Return in Form No. MGT-9, Corporate Social Responsibility Report, Corporate Governance Report, Management Discussion & Analysis Report, Secretarial Audit Report in Form No. MR-3, CEO/CFO Certification and Auditors Certification on Corporate Governance), the Auditors Report etc. on the same date as laid before the members at this meeting be and are hereby adopted.”

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Requisite Majority. [Voting in Favour – 22,08,491 Eq. Shares and as Against – 2 Eq. Shares]

AGENDA 2 : DECLARATION OF DIVIDEND

The Chairman announced to declare a dividend @40% of Equity Share Capital of the Company i.e. @Re.4/- per Equity shares of (Face Value Re.10/- each) for the year ended 31st March, 2024. The following resolution was put to the meeting as ordinary Resolutions :

“RESOLVED THAT a final dividend of @40% of Equity Share Capital of the Company i.e. Re.4/- per Equity Shares of Face Values of each of Re.10/- (Being 30,00,000 Equity Shares of Re.10/- each) absorbing Rs. 120.00 Lakhs, be and is hereby declared out of current year profit, and the same be paid after necessary deduction of Income Tax at source as per I. T. act, as applicable to those shareholders whose names appears on the Company’s Register of Members and Depositories Beneficial list as on 29th July, 2024.”

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Requisite Majority. [Voting in Favour – 22,08,460 Eq. Shares and as Against – 33 Eq. Shares]

AGENDA 3 : RE-APPOINTMENT OF Sri JANAK BHARDWAJ AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

The following resolutions was put to the meeting as ordinary resolutions :-

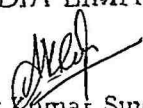
“RESOLVED THAT, pursuant to provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to the re-appointment of Sri Janak Bhardwaj (DIN : 00047641) as a Executive Director, to the extent that she is required to retire by rotation.”

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Majority [Voting in Favour – 22,08,435 Eq. Shares and as Against – 27 Eq. Shares]

Cont. page - 5

CERTIFIED TRUE COPY

For DHP INDIA LIMITED


(Ashok Kumar Singh)
Chief Financial Officer

Continuation of Certified true copy of the extract of the minutes of the Thirty-Third Annual General Meeting of the Shareholders of DHP India Ltd. held on Monday, the 29th day of July, 2024 at 11.00 A.M. at Y.W.C.A. Galloway House, 1, Middleton Row, Kolkata – 700 071.

AGENDA 4 : CHANGE OF STATUTORY AUDITORS AS APPOINTMENT OF M/S. NKSJ & ASSOCIATES AS NEW STATUTORY AUDITORS FOR NEXT ONE YEAR

The following resolutions was put to the meeting as ordinary resolutions :-

"RESOLVED THAT, pursuant to provisions of Section 139(8), 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to recommendations of the Audit Committee, M/s.NKSJ & Associates, Chartered Accountants (Firm Registration No.329563E) having requisite Peer Review Certificate, be and are hereby appointed as Statutory Auditors of the Company.for F.Y.2024-25 (from 01/04/2024 to 31/03/2025) to fill the casual vacancy caused by the resignation of existing Statutory Auditors M/s. Navin Nayar & Co.,Chartered Accountants (FRN-31711E), as set out in the Explanatory Statement annexed to the Notice convening this Meeting."

"FURTHER RESOLVED THAT M/s. NKSJ & Associates, Chartered Accountants (FRN-329563E) will hold office from the conclusion of this meeting, subject to approval of shareholders in 33rd AGM until the conclusion of the ensuing next 34th Annual General Meeting and they shall conduct the Statutory Audit for the Financial Year ended 31st March, 2025 on a remuneration decided by the Management for the purpose of audit as may be approved by the Board of Directors of the Company on a remuneration to be mutually decided by the Board and the Auditors."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving to this Resolution."

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Majority [Voting in Favour – 22,08,460 Eq. Shares and as Against – 2 Eq. Shares]

AGENDA 5 : RE-APPOINTMENT OF SRI ASHEESH DABRIWAL WHO IS RETIRED AS MANAGING DIRECTOR FROM THE BOARD ON 31/03/2024 AND SEEKING RE-APPOINTMENT AS MANAGING DIRECTOR WITH A NEW REMUNERATION AGREEMENT FOR A PERIOD OF FIVE YEARS FROM 30/04/2024 TO 29/04/2029

The following resolutions was put to the meeting as **Special Resolutions** :-

"RESOLVED THAT as per pursuant to the section 196, 197 and 203 and any other applicable section of the Companies Act, 2013 and their Schedules V to the Companies Act, 2013 and rule 4 of Companies (appointment and remuneration of Managerial Personnel) Rules 2014, as may applicable, and subject to approval of the shareholders in next Annual General Meeting or Extra-Ordinary General Meeting, whichever is earlier, and also such other consents/approvals may be required and in accordance with Articles 164 of the Articles of Association of the Company, the Board hereby accord its approval to the re-appointment of Mr. Asheesh Dabriwal (DIN : 00044783) as Managing Director of the Company for a new tenure of five (5) years from 30th April'2024 to 29th April, 2029, on such terms and conditions including revised remuneration as Basic Salary of Rs.9,00,000/- per month from 30/04/2024 to 31/03/2026 (in case of April'2024 Salary paid Full Month), and thereafter Basic Salary of Rs.10,00,000/- per month from 01/04/2026 to 31/03/2027, and thereafter Basic Salary of Rs.11,00,000/- per month from 01/04/2027 to 31/03/2028, and thereafter Basic Salary per month of Rs.12,00,000/- per month from 01/04/2028 to 29/04/2029,, plus other benefits and terms and conditions as per new Remuneration Agreement dated 30/04/2024 proposed to be entered into between the Company of the ONE PART and Mr. Asheesh Dabriwal of the OTHER PART, as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

CERTIFIED TRUE COPY

(Ashok Kumar Singh)
Chief Financial Officer

Cont. page - 6

Continuation of Certified true copy of the extract of the minutes of the Thirty-Third Annual General Meeting of the Shareholders of DHP India Ltd. held on Monday, the 29th day of July, 2024 at 11.00 A.M. at Y.W.C.A. Galloway House, 1, Middleton Row, Kolkata – 700 071.

"FURTHER RESOLVED that as per existing provisions of Companies Articles No. 165 of the Articles of Association of the Company, read with applicable section of the Companies Act, 2013, & other applicable provisions, if any, Mr. Asheesh Dabriwal as Managing Director of the Company is exempted from retirement by rotation, and Managing Director has been called as non-rotational director."

"FURTHER RESOLVED THAT where in any Financial Year during the tenure of the said Managing Director & CEO, the Company has no profit or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors and shareholders of the Company in this Annual General Meeting shall be paid as minimum remuneration."

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Requisite Majority as a Special Resolution, which is more than 75% of Voting in favour [Voting in Favour – 22,08,435 Eq. Shares and as Against – 27 Eq. Shares]

AGENDA 6 : RE-APPOINTMENT OF SRI BUDDHADEB BASU WHO IS RETIRED AS INDEPENDENT DIRECTOR FROM THE BOARD ON 31/03/2024 AND SEEKING RE-APPOINTMENT AS INDEPENDENT DIRECTOR (NON-ROTATIONAL) FOR A PERIOD OF FIVE YEARS FROM 30/04/2024 TO 29/04/2029

The following resolutions was put to the meeting as **Special Resolutions :-**

"RESOLVED THAT, pursuant to provisions of section 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that the Board, Mr. Buddhadeb Basu (DIN : 00061771), a Non-Executive and Independent Director of the Company, who was retired on March 31, 2024, and seeks re-appointment for a further period of 5 (five) years from April 30, 2024 to April 29, 2029, and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act and who is eligible for re-appointment, be and is hereby re-appointed as a Non-Executive and Independent Director (Non-Rotational Director), be and is hereby appointed as an Independent Director of the Company for a further period of 5(five) years with effect from 30th April, 2024 to 29th April, 2029, and that he shall not be liable to retire by rotation as set out in the Explanatory Statement annexed to the Notice convening this Meeting."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s)/Authorised Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Requisite Majority as a Special Resolution, which is more than 75% of Voting in favour [Voting in Favour – 22,08,435 Eq. Shares and as Against – 27 Eq. Shares]

CERTIFIED TRUE COPY
OF DHP INDIA LIMITED

(Ashek Kumar Singh)
Chief Financial Officer

Continuation of Certified true copy of the extract of the minutes of the Thirty-Third Annual General Meeting of the Shareholders of DHP India Ltd. held on Monday, the 29th day of July, 2024 at 11.00 A.M. at Y.W.C.A. Galloway House, 1, Middleton Row, Kolkata – 700 071.

AGENDA 7 : RE-APPOINTMENT OF DR. SUBRATA HALDAR WHO IS RETIRED AS INDEPENDENT DIRECTOR FROM THE BOARD ON 31/03/2024 AND SEEKING RE-APPOINTMENT AS INDEPENDENT DIRECTOR (NON-ROTATIONAL) FOR A PERIOD OF FIVE YEARS FROM 30/04/2024 TO 29/04/2029

The following resolutions was put to the meeting as **Special Resolutions** :-

"RESOLVED THAT, pursuant to provisions of section 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that the Board, Dr. Subrata Halder (DIN : 00089655), a Non-Executive and Independent Director of the Company, who was retired on March 31, 2024, and seeks re-appointment for a further period of 5 (five) years from April 30, 2024 to April 29, 2029, and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act and who is eligible for re-appointment, be and is hereby re-appointed as a Non-Executive and Independent Director (Non-Rotational Director), be and is hereby appointed as an Independent Director of the Company for a further period of 5(five) years with effect from 30th April, 2024 to 29th April, 2029, and that he shall not be liable to retire by rotation as set out in the Explanatory Statement annexed to the Notice convening this Meeting."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s)/Authorised Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Thereafter the Resolution was put to vote by e-voting as well as voting by manual ballot and passed by Requisite Majority as a Special Resolution, which is more than 75% of Voting in favour [Voting in Favour – 22,08,435 Eq. Shares and as Against – 27 Eq. Shares]

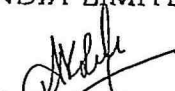
The Register of Directors Share holding etc. as maintained by the share transfer & depositories registrar M/s. Niche Technologies Pvt. Ltd. as per Companies Act, 2013 was produced at commencement of the meeting and remained open and accessible during the continuance of the meeting to any person having the right to attend the meeting .

There being no other business, the meeting terminated with a vote of Thanks to the Chair.

Sd/-
CHAIRMAN

CERTIFIED TRUE COPY

-or DHP INDIA LIMITED


(Ashok Kumar Singh)
Chief Financial Officer