

Ref: DVL/AGM-08.08.2022

August 8, 2022

To, The BSE Limited (Scrip Code: 523736) Floor 25, P.J. Towers, Dalal Street, Mumbai - 400001	To, The National Stock Exchange of India Limited (Symbol: DVL) Exchange Plaza Plot No: C/1, G Block Bandra – Kurla Complex, Bandra (E) Mumbai – 400 051
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Dear Sirs,

**Sub: Scrutinizer's Report on the Voting Results – AGM**


Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following in connection with the Voting Results relating to Remote e-voting and E-voting during the Annual General Meeting (AGM) in respect to all the Resolutions contained in the Notice of the 106<sup>th</sup> Annual General Meeting of the Company held on 8<sup>th</sup> August, 2022 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):-

- Copy of the Scrutinizer's report.
- Voting Results as per Regulation 44(3) of the SEBI LODR, Regulations, 2015

Kindly acknowledge receipt.

Thanking You.

Yours faithfully,  
For Dhunseri Ventures Limited



Simerpreet Gulati  
Company Secretary  
& Compliance Officer

Encl: As above





# K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,  
21 HEMANTA BASU SARANI,  
KOLKATA - 700 001  
& : 2248-5806, 3022-5806,  
Mobile : 98300 53619,  
E-mail : dhanuka419@yahoo.co.in

## Report of Scrutinizer

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

To,  
The Chairman  
Dhunseri Ventures Limited  
Dhunseri House, 4A, Woodburn Park,  
Kolkata-700020

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and E-voting at the 106<sup>th</sup> Annual General Meeting (AGM) of Dhunseri Ventures Limited held on Monday, 8<sup>th</sup> August, 2022 at 12.00 P.M. through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Dhunseri Ventures Limited ("Company"), for the purpose of scrutinizing the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the Annual General Meeting (AGM) which continued for 30 minutes post conclusion of the AGM, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, in respect of the below mentioned resolutions passed at the 106<sup>th</sup> Annual General Meeting ("AGM") of the Company, held on Monday, 8<sup>th</sup> August 2022, at 12.00 P.M. through VC/ OAVM.

The notice dated 25<sup>th</sup> May, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in accordance with the guidelines prescribed by Ministry of Corporate Affairs (MCA) vide its General Circular No. 2/2022 dated 05<sup>th</sup> May 2022 read with Circular No. 20/2020 dated 5<sup>th</sup> May 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021 and 21/2021 dated 14<sup>th</sup> December, 2021 (collectively referred to as "MCA circulars") and SEBI Circulars dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021.

The Company had also provided E-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.

The Company had engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for conducting Remote E-voting by the Shareholders of the Company and E-voting at the said AGM.





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The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM which continued for 30 minutes post conclusion of the AGM, on the resolutions proposed in the Notice of the 106<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited ("NSDL").

Further to the above, we submit my report as under:-

- i) The Remote E-voting period remained open from Friday, 5<sup>th</sup> August, 2022 (at 09.00 am) to Sunday, 7<sup>th</sup> August, 2022 (at 05.00 pm).
- ii) The Members of the Company as on the "cut-off" date, i.e. Monday, 1<sup>st</sup> August, 2022 were entitled to vote on the resolutions (item no. 1 to 4 as set out in the Notice dated 25<sup>th</sup> May, 2022 of 106<sup>th</sup> AGM of the Company).
- iii) The names of the shareholders who had voted by Remote E-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on Remote E-voting were allowed to cast their votes through E-voting system during the AGM.
- iv) After closure of E-voting at the AGM, the votes cast through E-voting at the AGM, which continued for 30 minutes post conclusion of the AGM and through Remote E-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evotingindia.com>). Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for/ against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- v) Based on the reports generated from the NSDL e-voting website, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:

## A. ORDINARY BUSINESS

### 1. As an Ordinary Resolution

Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31<sup>st</sup> March, 2022 together with the Reports of the Board of Directors and Auditors thereon.

- i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	134	26196026	99.92%
E-voting at the AGM	4	324	0.00%
<b>Total</b>	<b>138</b>	<b>26196350</b>	<b>99.92%*</b>





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ii. Voted **against** the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	9	20611	0.08%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>9</b>	<b>20611</b>	<b>0.08%*</b>

iii. **Invalid** votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	12	179545
E-voting at the AGM	0	0
<b>Total</b>	<b>12</b>	<b>179545</b>

\* - Rounded Off

2. **As an Ordinary Resolution**

Declaration of Dividend

i. Voted **in favour** of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	134	26196026	99.92%
E-voting at the AGM	4	324	0.00%
<b>Total</b>	<b>138</b>	<b>26196350</b>	<b>99.92%*</b>

ii. Voted **against** the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	9	20611	0.08%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>9</b>	<b>20611</b>	<b>0.08%*</b>

iii. **Invalid** votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	13	192970
E-voting at the AGM	0	0
<b>Total</b>	<b>13</b>	<b>192970</b>

\* - Rounded Off





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### 3. As an Ordinary Resolution

To appoint a Director in place Mr. Mrigank Dhanuka, holding DIN 00005666, who retires by rotation and being eligible offers himself for re-appointment.

#### i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	127	25851816	99.92%
E-voting at the AGM	4	324	0.00%
<b>Total</b>	<b>131</b>	<b>25852140</b>	<b>99.92%*</b>

#### ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	10	20911	0.08%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>10</b>	<b>20911</b>	<b>0.08%*</b>

#### iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	13	192970
E-voting at the AGM	0	0
<b>Total</b>	<b>13</b>	<b>192970</b>

\* - Rounded Off

### 4. As an Ordinary Resolution

To re-appoint M/s B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as the Statutory Auditors of the Company and to fix their remuneration.

#### i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	130	26193236	99.92%
E-voting at the AGM	4	324	0.00%
<b>Total</b>	<b>134</b>	<b>26193560</b>	<b>99.92%*</b>

#### ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	10	20911	0.08%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>10</b>	<b>20911</b>	<b>0.08%*</b>





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iii. Invalid votes:

<b>Mode of Voting</b>	<b>No. of Folios casting Votes</b>	<b>Total No. of Votes cast (Shares)</b>
Remote E-voting	13	192970
E-voting at the AGM	0	0
<b>Total</b>	<b>13</b>	<b>192970</b>

\* - Rounded Off

The Registers, all other papers and relevant records relating to Remote E-voting and E-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place : Kolkata

Date : 8<sup>th</sup> August, 2022



Yours faithfully,

**K. C. DHANUKA & CO.**  
Company Secretaries

*K. C. Dhanuka*

K. C. DHANUKA

Proprietor

FCS-2204, CP-1247

Peer Review No.108

UDIN: F002204D000758971

*08/08/2022*

## DHUNSERI VENTURES LIMITED

AGM Attended and Voting Summary AGM

Format for Voting Result

Date of the AGM	08-Aug-22
Total Number of Shareholders on Record Date	25358
<b>No. of Shareholders Present in the Meeting Either in Person or Through Proxy :</b>	
Promoter & Promoter Group	
Public	
<b>Total</b>	
<b>No. of Shareholders Attended the Meeting Through Video Conferencing :</b>	
Promoter & Promoter Group	15
Public	59
<b>Total</b>	<b>74</b>

1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2022, including the audited Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss for the year ended 31st March, 2022, the Cash Flow Statement for the year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding 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 & Promoter Group	Remote Evoting	26268000	26178000	99.66	26178000	0	100.00	0.00
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		26178000	99.66	26178000	0	100.00	0.00
Public-Institutional holders	Remote Evoting	953142	0	0.00	0	0		
	Evoting at AGM		0	0.00	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		0	0.00	0	0		
Public-Non Institution holders	Remote Evoting	7803612	38637	0.50	18026	20611	46.65	53.35
	Evoting at AGM		324	0.00	324	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		38961	0.50	18350	20611	47.10	52.90
	<b>Total</b>	35024754	26216961	74.85	26196350	20611	99.92	0.08

Sincerely,  
  
 Dhunseri Ventures Limited  
 Kolkata  
 \*

2		To declare Dividend on Equity Shares						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding 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 & Promoter Group	Remote Evoting	26268000	26178000	99.66	26178000	0	100.00	0.00
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		26178000	99.66	26178000	0	100.00	0.00
Public-Institutional holders	Remote Evoting	953142	0	0.00	0	0		
	Evoting at AGM		0	0.00	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0		
Public-Non Institution holders	Remote Evoting	7803612	38637	0.50	18026	20611	46.65	53.35
	Evoting at AGM		324	0.00	324	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		38961	0.50	18350	20611	47.10	52.90
	Total	35024754	26216961	74.85	26196350	20611	99.92	0.08

3		To appoint a Director in place of Mr. Mrigank Dhanuka holding DIN 00005666, who retires by rotation and being eligible offers himself for re-appointment.						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding 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 & Promoter Group	Remote Evoting	26268000	25834090	98.35	25834090	0	100.00	0.00
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		25834090	98.35	25834090	0	100.00	0.00
Public-Institutional holders	Remote Evoting	953142	0	0.00	0	0		
	Evoting at AGM		0	0.00	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0		
Public-Non Institution holders	Remote Evoting	7803612	38637	0.50	17726	20911	45.88	54.12
	Evoting at AGM		324	0.00	324	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		38961	0.50	18050	20911	46.33	53.67
	Total	35024754	25873051	73.87	25852140	20911	99.92	0.08



4		To re-appoint M/s B S R and Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), as the Statutory Auditors of the Company and to fix their remuneration						
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding 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 & Promoter Group	Remote Evoting	26268000	26178000	99.66	26178000	0	100.00	0.00
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		26178000	99.66	26178000	0	100.00	0.00
Public-Institutional holders	Remote Evoting	953142	0	0.00	0	0		
	Evoting at AGM		0	0.00	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0.00	0	0		
Public-Non Institution holders	Remote Evoting	7803612	36147	0.46	15236	20911	42.15	57.85
	Evoting at AGM		324	0.00	324	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		36471	0.47	15560	20911	42.66	57.34
	<b>Total</b>	<b>35024754</b>	<b>26214471</b>	<b>74.85</b>	<b>26193560</b>	<b>20911</b>	<b>99.92</b>	<b>0.08</b>


  
 Simex Ventures Pvt. Ltd.