

Ref: DIL/SEC/2021-22/24

Date: August 13, 2021

The Listing Manager
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-400 001.

Telephone no: +91 22 2272 1233/1234

Fax no: +91 22 2272 1919

BSE Scrip Code: 500068

Name of the Company: Disa India limited

Dear Sir,

SUB: Voting Results and Scrutinizer's Report

With reference to the above, the 36th Annual General Meeting (AGM) of the Company was held through Video Conferencing (VC) on August 12, 2021. In this context, please find enclosed the following documents:

- (1) Voting Results as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure 1.**
- (2) Report of Scrutinizer, pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 – **Annexure 2.**

Kindly take this notice as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours sincerely,

For DISA India Limited,



G. Prasanna Bairy

Company Secretary & Compliance Officer

ENCL: As above.

DISA India Limited

Registered & Corporate Office:

6th Floor, S-604, World Trade Center (WTC), Brigade Gateway Campus, 26/1,
Dr Rajkumar Road, Malleswaram-Rajajinagar, Bangalore-560 055, Karnataka, India
T: +91 80 2249 6700 – 03 | F: +91 80 2249 6750 | E: bangalore@noricangroup.com
W: www.noricangroup.com
CIN: LB5110KA1984PLC006116 | GST: 29AAACG5030F12Y

Regional Sales:

New Delhi: delhi@noricangroup.com
Kolkata: kolkata@noricangroup.com
Pune: pune@noricangroup.com
Parts & Services: cdc.india@noricangroup.com

Manufacturing Facility:

Tumkur: No. 28-32, Satyamangala Industrial Area, Tumkur – 572104, Karnataka, India.
T: +91816 6602000/01, E: tumkur@noricangroup.com
Hosakote: Plot no 50, KIADB Industrial Area, Hosakote – 562114, Karnataka, India.
T: +91 80 279171310/27971516. E: hosakote@noricangroup.com

ANNEXURE 1

Format for Voting Results

Date of AGM	August 12, 2021
Total number of shareholders on record date (being the cut-off date for determining shareholders entitled to vote – August 4, 2021)	4197
<u>No. of shareholders present in the meeting either in person or through proxy:</u> Promoters and Promoter Group: Public:	NA NA
<u>No. of shareholders attended the meeting through Video Conferencing (VC):</u> Promoters and Promoter Group: Public:	2 38

DISA India Limited

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T: +91 80 279171310/27971516. E: hosakote@noricangroup.com

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements for the year ended March 31, 2021.				
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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public- Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1360	35	97.491	2.509
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5267	35	99.3399
Total		1454205	1224464	84.2016	1224429	35	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend of Rs.10/- (100%) per Equity Share of Rs.10/- each for the Financial Year ended March 31, 2021.				
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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public- Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1360	35	97.491	2.509
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5267	35	99.3399
Total		1454205	1224464	84.2016	1224429	35	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Ulla Hartvig Plathe Tonnesen (DIN: 08507796) as a 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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public-Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1360	35	97.491	2.509
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5267	35	99.3399
Total		1454205	1224464	84.2016	1224429	35	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of Cost Auditors.				
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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public-Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1360	35	97.491	2.509
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5267	35	99.3399
Total		1454205	1224464	84.2016	1224429	35	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mr. Bhagya Chandra Rao (DIN: 00211127) as a Director and as an Independent 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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public-Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1360	35	97.491	2.509
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5267	35	99.3399
Total		1454205	1224464	84.2016	1224429	35	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Michael Declan Guerin (DIN: 0009055549) as a 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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public-Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1360	35	97.491	2.509
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5267	35	99.3399
Total		1454205	1224464	84.2016	1224429	35	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration exceeding fifty percent (50%) of the total remuneration payable to all Non-Executive Directors to Ms. Deepa Hingorani (DIN: 00206310).				
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	1088056	1088056	100	1088056	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1088056	1088056	100	1088056	0	100
Public-Institutions	E-Voting	131106	131106	100	131106	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		131106	131106	100	131106	0	100
Public- Non Institutions	E-Voting	235043	1395	0.5935	1315	80	94.2652	5.7348
	Poll		3907	1.6622	3907	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		235043	5302	2.2558	5222	80	98.4911
Total		1454205	1224464	84.2016	1224384	80	99.9935	0.0065
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

VIJAYAKRISHNA K T
BBM, LLB, FCS, ACMA
Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

To
Ms. Deepa Hingorani
Chairperson
DISA India Limited
World Trade Center (WTO)
6th Floor, Unit No S-604
Brigade Gateway Campus
26/1, Dr. Rajkumar Road
Malleswaram, Rajajinagar
Bangalore- 560 055

Madam,

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No.1788, CP No. 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru- 560080, duly appointed as Scrutinizer by DISA India Limited ('the Company') for the purpose of scrutinizing the voting the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 36th Annual General Meeting held on Thursday, August 12, 2021 at 11.00 AM IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereby furnish my Report to you.

The Notice dated May 20, 2021, 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 email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No.02/2021 dated January 13, 2021 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and May 15, 2021.



1

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting at the Annual General Meeting venue for the resolutions proposed in the Notice of 36th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 36th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited (CDSL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for five days from 7th August, 2021 (9.00 A.M. IST) till 11th August, 2021(5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by Chairperson, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by CDSL at the AGM.

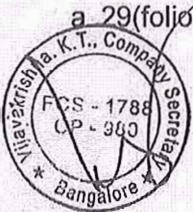
The Members holding Equity Shares as on the "cut-off date" i.e., 4th August, 2021 were entitled to vote on the resolutions proposed in the Notice calling the 36th Annual General Meeting.

At the end of the voting period on 11th August, 2021 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 12th August, 2021, in presence of Mr. Parameshwar G Bhat and Mr. Sharan Kumar S who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. www.evotingindia.com and based on such reports.

a 29(folio wise) members have cast their votes through remote e-voting.



b.3(folio wise) members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under.

ORDINARY BUSINESS:

Item No.1: Adoption of Audited Financial Statements (including the Consolidated financial statements) of the Company for the Financial year ended 31st March, 2021, together with the Reports of the Board of Directors and the Auditors thereon:

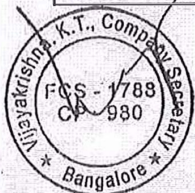
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	28	1220522	3	3907	31	1224429	99.997
Dissent	1	35	0	0	1	35	0.003
Total	29	1220557	3	3907		1224464	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No.2: Declaration of Dividend of Rs. 10/- (100%) per Equity Share of Rs. 10/- each for the Financial year ended March 31, 2021:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	28	1220522	3	3907	31	1224429	99.997
Dissent	1	35	0	0	1	35	0.003
Total	29	1220557	3	3907	32	1224464	100
Abstained/	NIL	NIL	NIL	NIL	NIL	NIL	NA



Invalid							
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Item No.3: Appointment of Ms. Ulla Hartvig Plathe Tonnesen (DIN: 08507796), Director, who retires by rotation, and being eligible, offers herself for re-appointment:

Ordinary Resolution:

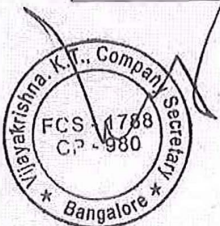
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	28	1220522	3	3907	31	1224429	99.997
Dissent	1	35	0	0	1	35	0.003
Total	29	1220557	3	3907	32	1224464	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

SPECIAL BUSINESS:

Item No.4: Ratification of remuneration of Cost Auditors:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	28	1220522	3	3907	31	1224429	99.997
Dissent	1	35	0	0	1	35	0.003
Total	29	1220557	3	3907	32	1224464	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA



Item No. 5: Appointment of Mr. Bhagya Chandra Rao (DIN: 00211127) as a Director and as an Independent Director of the Company:

Ordinary Resolution:

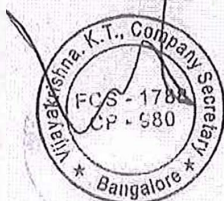
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	28	1220522	3	3907	31	1224429	99.997
Dissent	1	35	0	0	1	35	0.003
Total	29	1220557	3	3907	32	1224464	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item No. 6: Appointment of Mr. Michael Declan Guerin (DIN: 09055549) as a Director of the Company:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	28	1220522	3	3907	31	1224429	99.997
Dissent	1	35	0	0	1	35	0.003
Total	29	1220557	3	3907	32	1224464	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 7: Payment of Remuneration exceeding fifty percent (50%) of the total remuneration payable to all Non-Executive Directors to Ms. Deepa Hingorani (DIN: 00206310):



Special Resolution:

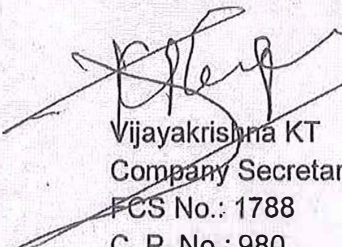
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	26	1220477	3	3907	29	1224384	99.993
Dissent	3	80	0	0	3	80	0.007
Total	29	1220557	3	3907	32	1224464	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Based on the foregoing, the resolution numbers from 01 to 07 in respect of Notice of 36th Annual General Meeting may be deemed to have been **passed by requisite majority**.

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairperson or Company Secretary of the Company for preserving safely.

Thanking You

Yours Sincerely


Vijayakrishna KT
Company Secretary

FCS No.: 1788

C. P. No.: 980


UDIN: F001788C000779400


Date: 13.08.2021

Place: Bengaluru



Witnesses:


1) Mr. Parameshwar G Bhat


2) Mr. Sharan Kumar S