

To  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai - 400001

Date: 01/07/2024

Dear Sir/Madam,

Sub: Voting Results of 37<sup>th</sup> Annual General Meeting  
Ref: Dhanalaxmi Roto Spinners Limited

With reference to the above captioned subject, this is to inform the Exchange that the 37<sup>th</sup> Annual General Meeting of Dhanalaxmi Roto Spinners Limited was held on 29/06/2024 at 11.30 A.M. through video conferencing.

In this regard, please find enclosed the following-

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure - I**.
2. Report of Scrutinizer dated 01<sup>st</sup>, July 2024, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure -II**.

This is for the kind information and records of the Exchange.

Thanking you,

Yours faithfully,  
For Dhanalaxmi Roto Spinners Limited

  
Pooja Gadhia  
(Compliance officer)  
(M.No. A61818)



**VOTING RESULTS**

Date of AGM	29/06/2024
Total number of shareholders as on record date	5119
<b>No. of shareholders present during the meeting through video conferencing:</b>	45
Promoters and Promoter Group	12
Public	33

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2024 and the Statement of Profit and Loss for the year ended on that date, together with the Cash Flow Statement and the reports of the Board of Directors and Auditors thereof.

Resolution Required: (Ordinary / Special)			Ordinary Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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 and Promoter Group	E-Voting	1857943	1550708	83.46%	1550708	0	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1857943</b>	<b>1550708</b>	<b>83.46%</b>	<b>1550708</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	200	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2042157	561311	27.48%	561310	1	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2042157</b>	<b>561311</b>	<b>27.48%</b>	<b>561310</b>	<b>1</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>3900300</b>	<b>2112019</b>	<b>54.15%</b>	<b>2112018</b>	<b>1</b>	<b>100%</b>	<b>0%</b>

2. To declare Dividend of Rs. 1.50/- per Equity Share (i.e., 15%) on the Face Value of Rs. 10.00/- per share to the Shareholders of the Company for the FY 2023-24

Resolution Required: (Ordinary / Special)			Ordinary Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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 and Promoter Group	E-Voting	1857943	1550708	83.46%	1550708	0	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1857943</b>	<b>1550708</b>	<b>83.46%</b>	<b>1550708</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	200	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2042157	561311	27.48%	561310	1	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2042157</b>	<b>561311</b>	<b>27.48%</b>	<b>561310</b>	<b>1</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>3900300</b>	<b>2112019</b>	<b>54.15%</b>	<b>2112018</b>	<b>1</b>	<b>100%</b>	<b>0%</b>

3. To Re-appoint a Director in place of Mr. Narayan Inani who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required: (Ordinary / Special)			Ordinary Resolution					
Whether Promoter / Promoter group are interested in the resolution			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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 and Promoter Group	E-Voting	1857943	1550708	83.46%	1550708	0	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1857943</b>	<b>1550708</b>	<b>83.46%</b>	<b>1550708</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	200	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2042157	561311	27.48%	561310	1	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2042157</b>	<b>561311</b>	<b>27.48%</b>	<b>561310</b>	<b>1</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>3900300</b>	<b>2112019</b>	<b>54.15%</b>	<b>2112018</b>	<b>1</b>	<b>100%</b>	<b>0%</b>

4. To consider and approve the appointment of Mr. Vivek Baheti (DIN:02216544) as an Independent Director of the Company

Resolution Required: (Ordinary / Special)			Special Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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 and Promoter Group	E-Voting	1857943	1550708	83.46%	1550708	0	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1857943</b>	<b>1550708</b>	<b>83.46%</b>	<b>1550708</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	200	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2042157	561311	27.48%	561310	1	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2042157</b>	<b>561311</b>	<b>27.48%</b>	<b>561310</b>	<b>1</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>3900300</b>	<b>2112019</b>	<b>54.15%</b>	<b>2112018</b>	<b>1</b>	<b>100%</b>	<b>0%</b>

5. To consider and approve the appointment of Mr. Dhanraj Soni (DIN:01859486) as an Independent Director of the Company

Resolution Required: (Ordinary / Special)			Special Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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 and Promoter Group	E-Voting	1857943	1550708	83.46%	1550708	0	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1857943</b>	<b>1550708</b>	<b>83.46%</b>	<b>1550708</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	200	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2042157	561311	27.48%	561310	1	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2042157</b>	<b>561311</b>	<b>27.48%</b>	<b>561310</b>	<b>1</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>3900300</b>	<b>2112019</b>	<b>54.15%</b>	<b>2112018</b>	<b>1</b>	<b>100%</b>	<b>0%</b>

6. To consider and approve the appointment of Ms. Anushree Atasniya (DIN:10568162) as an Independent Director of the Company

Resolution Required: (Ordinary / Special)			Special Resolution					
Whether Promoter / Promoter group are interested in the resolution			No					
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of voters 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 and Promoter Group	E-Voting	1857943	1550708	83.46%	1550708	0	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>1857943</b>	<b>1550708</b>	<b>83.46%</b>	<b>1550708</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	200	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>200</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2042157	561311	27.48%	561310	1	100%	0%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	<b>2042157</b>	<b>561311</b>	<b>27.48%</b>	<b>561310</b>	<b>1</b>	<b>100%</b>	<b>0%</b>
<b>TOTAL</b>		<b>3900300</b>	<b>2112019</b>	<b>54.15%</b>	<b>2112018</b>	<b>1</b>	<b>100%</b>	<b>0%</b>





**CONSOLIDATED SCRUTINISERS REPORT**

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management of Administration) Rule, 2014)**

To  
The Chairman of  
37<sup>th</sup> Annual General Meeting of  
Dhanalaxmi Roto Spinners Limited  
Survey No.114 & 115, Station Road  
Thimmapur, Ranga Reddy Dist,  
Telangana – 509325

Dear Sir/Madam

We, Baheti Gupta & Co., Company Secretaries Represented by Mr. Shailesh Baheti, Partner, having office at 414, 4<sup>th</sup> Floor, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad-500001, Telangana, appointed as the Scrutinizer by the Board of Directors of Dhanalaxmi Roto Spinners Limited ("The Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and venue voting during the meeting pursuant to section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and (Amendment Rules, 2015) in respect of the below resolutions proposed at the 37<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Saturday, June 29, 2024 at 11.30 A.M through Video Conferencing (VC).

We submit our report as under:

1. The compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting at the AGM by shareholders on the resolutions proposed in the Notice of the 37<sup>th</sup> Annual General Meeting, our responsibility as a scrutinizer is to ensure that the remote e-voting and venue voting process during the AGM are conducted in a fair and transparent manner and render Consolidate Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions, based on the reports generated at the meeting.
2. In accordance with the Notice of 37<sup>th</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on June 7<sup>th</sup>, 2024 the remote e-voting opened at 09.30 A.M on June 26, 2024 and remained open up till 05.00 P.M on June 28, 2024.
3. The equity shareholders holding shares as on June 22, 2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 37<sup>th</sup> Annual General Meeting of the Company.



4. The e-voting was again commenced at 11:30 A.M. on the date of 37<sup>th</sup> AGM i.e., 29<sup>th</sup> June, 2024 and was closed/ blocked after conclusion of the AGM i.e., around 12:20 P.M after seeking the Permission of the Chairman of the 37<sup>th</sup> Annual General Meeting of the Company.
5. The votes on remote e-voting and venue voting were unblocked in the presence of two (2) witnesses who are not in the employment of the Company. The votes cast through e-voting were reconciled with the records maintained by Central Depository Services (India) Limited. Further we did not find any invalid votes.
6. The combined report on the results of voting through remote e-voting and venue voting during the Annual General Meeting are as under:

**Item No.1:**

**Ordinary Resolution:** To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss for the year ended on that date, together with the Cash Flow Statement and the reports of the Board of Directors and Auditors thereof.

	Number of Members			Number of votes contained in			
	Remote e-voting	E-voting @ AGM	Total	Remote E-Voting	E-voting @ AGM	Total	%
In Favor	43	0	43	2112018	0	2112018	100%
Against	0	1	1	0	1	01	0%
<b>Total</b>	<b>43</b>	<b>1</b>	<b>44</b>	<b>2112018</b>	<b>1</b>	<b>2112019</b>	<b>100%</b>
Invalid/ Abstained	0	0	0	0	0	0	0

Based on the aforesaid results, Resolution No. 1 of the Notice dated June 03, 2024 has been passed by the Members through venue voting during AGM and remote e-voting with requisite majority.



**Item No.2:**

**Ordinary Resolution:** To declare Dividend of Rs. 1.50/- per Equity Share (i.e., 15%) on the Face Value of Rs. 10.00/- per share to the Shareholders of the Company for the FY 2023-24.

	Number of Members			Number of votes contained in			
	Remote e-voting	E-voting @ AGM	Total	Remote E-Voting	E-voting @ AGM	Total	%
In Favor	43	0	43	2112018	0	2112018	100%
Against	0	1	1	0	1	01	0%
<b>Total</b>	<b>43</b>	<b>1</b>	<b>44</b>	<b>2112018</b>	<b>1</b>	<b>2112019</b>	<b>100%</b>
Invalid/ Abstained	0	0	0	0	0	0	0

Based on the aforesaid results, Resolution No. 2 of the Notice dated June 03, 2024 has been passed by the Members through venue voting during AGM and remote e-voting with requisite majority.

**Item No.3:**

**Ordinary Resolution:** To Re-appoint a Director in place of Mr. Narayan Inani who retires by rotation and being eligible offers himself for re-appointment.

	Number of Members			Number of votes contained in			
	Remote e-voting	E-voting @ AGM	Total	Remote E-Voting	E-voting @ AGM	Total	%
In Favor	43	0	43	2112018	0	2112018	100%
Against	0	1	1	0	1	01	0%
<b>Total</b>	<b>43</b>	<b>1</b>	<b>44</b>	<b>2112018</b>	<b>1</b>	<b>2112019</b>	<b>100%</b>
Invalid/ Abstained	0	0	0	0	0	0	0

Based on the aforesaid results, Resolution No. 3 of the Notice dated June 03, 2024 has been passed by the Members through venue voting during AGM and remote e-voting with requisite majority.



**Item No.4:**

**Special Resolution:** To consider and approve the appointment of Mr. Vivek Baheti (DIN:02216544) as an Independent Director of the Company

	Number of Members			Number of votes contained in			
	Remote e-voting	E-voting @ AGM	Total	Remote E-Voting	E-voting @ AGM	Total	%
In Favor	43	0	43	2112018	0	2112018	100%
Against	0	1	1	0	1	01	0%
<b>Total</b>	<b>43</b>	<b>1</b>	<b>44</b>	<b>2112018</b>	<b>1</b>	<b>2112019</b>	<b>100%</b>
Invalid/ Abstained	0	0	0	0	0	0	0

Based on the aforesaid results, Resolution No. 4 of the Notice dated June 03, 2024 has been passed by the Members through venue voting during AGM and remote e-voting with requisite majority.

**Item No.5:**

**Special Resolution:** To consider and approve the appointment of Mr. Dhanraj Soni (DIN:01859486) as an Independent Director of the Company

	Number of Members			Number of votes contained in			
	Remote e-voting	E-voting @ AGM	Total	Remote E-Voting	E-voting @ AGM	Total	%
In Favor	43	0	43	2112018	0	2112018	100%
Against	0	1	1	0	1	01	0%
<b>Total</b>	<b>43</b>	<b>1</b>	<b>44</b>	<b>2112018</b>	<b>1</b>	<b>2112019</b>	<b>100%</b>
Invalid/ Abstained	0	0	0	0	0	0	0

Based on the aforesaid results, Resolution No. 5 of the Notice dated June 03, 2024 has been passed by the Members through venue voting during AGM and remote e-voting with requisite majority.



**Item No.6:**

**Special Resolution:** To consider and approve the appointment of Ms. Anushree Atasniya (DIN:10568162) as an Independent Director of the Company

	Number of Members			Number of votes contained in			
	Remote e-voting	E-voting @ AGM	Total	Remote E-Voting	E-voting @ AGM	Total	%
In Favor	43	0	43	2112018	0	2112018	100%
Against	0	1	1	0	1	01	0%
<b>Total</b>	<b>43</b>	<b>1</b>	<b>44</b>	<b>2112018</b>	<b>1</b>	<b>2112019</b>	<b>100%</b>
Invalid/ Abstained	0	0	0	0	0	0	0

Based on the aforesaid results, Resolution No. 6 of the Notice dated June 03, 2024 has been passed by the Members through venue voting during AGM and remote e-voting with requisite majority.

7. All electronic data and relevant records of voting will remain in my custody until the Chairman consider, approves and signs the minutes of the 37<sup>th</sup> Annual General Meeting and Same shall be handed over thereafter to the Chairman/ Managing Director for safe keeping.

Place: Hyderabad  
Date: 01/07/2024  
UDIN: F008159f000645851

For Baheti Gupta & Co  
Company Secretaries

*Shailesh Baheti*

Shailesh Baheti  
(Partner)  
CP No.: 9017

