



BSE Limited Phiroze JeeJeeBhoy Towers, Dalal Street, Mumbai - 400 001	National Stock Exchange of India Ltd., "Exchange Plaza", 5 th Floor, Plot No. C-1, G Block, Bandra-Kurla Complex, Bandra (E) Mumbai – 400 051
SCRIP CODE : 523367	SCRIP CODE : DCMSHRIRAM

Sub: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of Postal Ballot

Dear Sir(s),

We refer to our letter dated May 4, 2023 with respect to the Postal Ballot Notice for passing the following resolutions:

Sr. No.	Particulars	Type of Resolution
1.	Approval of amendment to DCM Shriram Employee Stock Purchase Scheme	Special Resolution
2.	Approval of extension of DCM Shriram Employee Stock Purchase Scheme to the employees/ whole time directors of subsidiaries of the Company	Special Resolution
3.	Approval for further acquisition of equity shares of the Company from secondary market by DCM Shriram Employees Benefits Trust (the 'Trust'), for implementation of DCM Shriram Employee Stock Purchase Scheme and granting of loan to the Trust	Special Resolution

We wish to inform you that as per the Scrutinizer's Report dated June 5, 2023, all the resolutions in the said Postal Ballot Notice have been declared as passed with the requisite majority.

In this regard, we enclose the following documents:

1. Details of the voting results in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report

The results are also available on the website of the Company www.dcmshriram.com and National Securities Depositories Limited at www.evoting.nsdl.com.

We request you to take the same on record.

Thanking you,

**Yours faithfully,
For DCM Shriram Ltd.**

**(Sameet Gambhir)
Company Secretary and Compliance Officer**

Dated: 05.06.2023
Encl.: As above

DCM SHRIRAM LTD.

Registered and Corporate Office: 2nd Floor (West Wing), Worldmark 1, Aerocity, New Delhi - 110037, India
Tel: +91 11 42100200 e-mail: response@dcmshriram.com website: www.dcmshriram.com
CIN No. L74899DL1989PLC034923

DCM SHRIRAM LIMITED

Voting Results of Postal Ballot

Details of Postal Ballot and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the Postal Ballot	04.06.2023
Total number of shareholders on Cut-off date i.e. April 28, 2023	60,006
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NA

1. Special Resolution: Approval of amendment to DCM Shriram Employee Stock Purchase Scheme.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	10,37,36,934	10,37,18,934	99.9826	10,37,18,934	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		10,37,18,934	99.9826	10,37,18,934	0.00	100.0000	0.0000
Public-Institutions	E-voting	3,15,90,678	42,61,989	13.4913	4,10,942	38,51,047	9.6420	90.3580
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		42,61,989	13.4913	4,10,942	3851047.00	9.6420	90.3580
Public-Non Institutions	E-voting	2,06,14,684	10,44,104	5.0649	9,27,856	1,16,248	88.8662	11.1338
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		10,44,104	5.0649	9,27,856	1,16,248	88.8662	11.1338
Total		15,59,42,296	10,90,25,027	69.9137	10,50,57,732	39,67,295	96.3611	3.6389

2. Special Resolution: Approval of extension of DCM Shriram Employee Stock Purchase Scheme to the employees/ whole time directors of subsidiaries of the Company.								
Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	10,37,36,934	10,37,18,934	99.9826	10,37,18,934	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		10,37,18,934	99.9826	10,37,18,934	-	100.0000	0.0000
Public-Institutions	E-voting	3,15,90,678	42,61,989	13.4913	4,10,942	38,51,047	9.6420	90.3580
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		42,61,989	13.4913	4,10,942	38,51,047	9.6420	90.3580
Public-Non Institutions	E-voting	2,06,14,684	10,44,157	5.0651	9,25,734	1,18,423	88.6585	11.3415
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		10,44,157	5.0651	9,25,734	1,18,423	88.6585	11.3415
Total		15,59,42,296	10,90,25,080	69.9137	10,50,55,610	39,69,470	96.3591	3.6409
3. Special Resolution: Approval for further acquisition of equity shares of the Company from secondary market by DCM Shriram Employees Benefits Trust (the 'Trust'), for implementation of DCM Shriram Employee Stock Purchase Scheme and granting of loan to the Trust.								
Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	10,37,36,934	10,37,18,934	99.9826	10,37,18,934	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		10,37,18,934	99.9826	10,37,18,934	0.00	100.0000	0.0000
Public-Institutions	E-voting	3,15,90,678	37,80,028	11.9656	4,06,562	33,73,466	10.7555	89.2445
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		37,80,028	11.9656	4,06,562	33,73,466	10.7555	89.2445
Public-Non Institutions	E-voting	2,06,14,684	10,44,157	5.0651	9,26,145	1,18,012	88.6979	11.3021
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		10,44,157	5.0651	9,26,145	1,18,012	88.6979	11.3021
Total		15,59,42,296	10,85,43,119	69.6047	10,50,51,641	34,91,478	96.7833	3.2167

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations')]

To,
The Company Secretary
DCM SHRIRAM LIMITED
(CIN: L74899DL1989PLC034923)
2nd Floor, (West Wing) Worldmark 1,
Aerocity New Delhi South West Delhi -110037

Dear Sir,

I, Kapil Dev Taneja, Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of DCM Shriram Limited ('the Company') on May 2, 2023, for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the 'Act') read with the Companies (Management and Administration) Rules, 2014 (the 'Rules') and read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 3/2022, 10/2022 and 11/2022 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28,



2022 and December 28, 2022 respectively ('MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated May 02, 2023:


Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	Approval of amendment to DCM Shriram Employee Stock Purchase Scheme.
2.	Special Resolution	Approval of extension of DCM Shriram Employee Stock Purchase Scheme to the employees/ whole time directors of subsidiaries of the Company.
3.	Special Resolution	Approval for further acquisition of equity shares of the Company from secondary market by DCM Shriram Employees Benefits Trust (the 'Trust'), for implementation of DCM Shriram Employee Stock Purchase Scheme and granting of loan to the Trust

I submit my report as under:

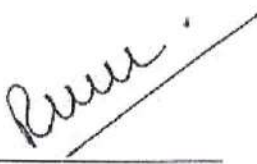
1. As informed by the Company, Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent (RTA) i.e. MCS Share Transfer Agent Limited, or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on April 28, 2023 ('cut-off date').



2. The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ LODR Regulations in respect of the resolutions contained in the Postal Ballot Notice including dispatch of notice to the Members. My responsibilities as Scrutinizer is restricted to make & submit a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL').
3. The Company has published an advertisement on May 05, 2023 regarding service of Postal Ballot Notice to eligible Members in English language in English newspaper i.e. "Financial Express" and in Hindi language in Hindi newspaper i.e. "Jansatta".
4. The Members of the Company holding equity shares as on cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through remote e-voting facility in compliance of the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz. '<https://www.evoting.nsdl.com/>' ('website').
5. The remote e-Voting commenced on Saturday, May 06, 2023, 09:00 a.m. (IST) and ended on Sunday, June 04, 2023, 05:00 p.m. (IST). Further, the remote e- voting process was monitored through the Scrutinizer's secured link provided by NSDL through its website.
6. The remote e-voting was unblocked on June 04, 2023 after 05:00 p.m. (IST) in the presence of two witnesses i.e. Mr. Asim Mandal and Mr. Rizwan Khan who were not in the employment of the Company and have signed below:



Witness - 1



Witness - 2



7. The particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on June 04, 2023 are considered for the purpose of this report.
8. The remote e-voting was scrutinized and reconciled with the register of members/records of the Company as on cut- off date as maintained by RTA of the Company.
9. As on cut-off date, the fully paid-up share capital of the Company was Rs. 31,18,84,592/- (Rupees Thirty One Crore Eighteen Lakh Eighty Four Thousand Five Hundred and Ninety Two Only) divided into 15,59,42,296 (Fifteen Crore Fifty Nine Lakh Forty Two Thousand Two Hundred and Ninety Six) equity shares of Rs. 2/- (Rupee Two Only) each.
10. The result of the remote e-voting in respect of the resolution(s) contained in the Postal Ballot Notice is as under:

1. Approval of amendment to DCM Shriram Employee Stock Purchase Scheme

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	10,50,57,732	NA	10,50,57,732	96.3611
Dissent	39,67,295		39,67,295	3.6389



Total	10,90,25,027		10,90,25,027	100.0000
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The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'

2. Approval of extension of DCM Shriram Employee Stock Purchase Scheme to the employees/ whole time directors of subsidiaries of the Company.

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	10,50,55,610	NA	10,50,55,610	96.3591
Dissent	39,69,470		39,69,470	3.6409
Total	10,90,25,080		10,90,25,080	100.0000

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure B'

3. Approval for further acquisition of equity shares of the Company from secondary market by DCM Shriram Employees Benefits Trust (the 'Trust'), for implementation of DCM Shriram Employee Stock Purchase Scheme and granting of loan to the Trust.



Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	Remote e-Voting	Postal Ballot	Total	
Assent	10,50,51,641	NA	10,50,51,641	96.7833
Dissent	34,91,478		34,91,478	3.2167
Total	10,85,43,119		10,85,43,119	100.0000

The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure C'

11. Based on the aforesaid results, all the resolutions as mentioned above is deemed to have been passed on June 04, 2023 being the last date of remote e-voting for the Members of the Company.
12. The Register containing the details of remote e-voting relating to Postal Ballot will be handed over to Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of Postal Ballot.



Thanking You,

For Sanjay Grover & Associates
Company Secretaries



Kapil Dey

CP No.: 22944 / Mem. No. F4019

UDIN: F004019E000454095

June 05, 2023

New Delhi

Countersigned by



Sameet Gambhir

Company Secretary

DCM Shriram Limited

A detailed summary of the voting through e-voting is given herein below:

1. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	390	10,90,25,027	21,80,50,054
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	390	10,90,25,027	21,80,50,054
d) Votes with assent for the resolution	305	10,50,57,732	21,01,15,464
e) Votes with dissent for the resolution	85	39,67,295	79,34,590



2. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	388	10,90,25,080	21,80,50,160
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	388	10,90,25,080	21,80,50,160
d) Votes with assent for the resolution	299	10,50,55,610	21,01,11,220
e) Votes with dissent for the resolution	89	39,69,470	79,38,940



3. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	388	10,85,43,119	21,70,86,238
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	388	10,85,43,119	21,70,86,238
d) Votes with assent for the resolution	301	10,50,51,641	21,01,03,282
e) Votes with dissent for the resolution	87	34,91,478	69,82,956

