

Ref: DIL/SEC/2020-21/27
Date: August 13, 2020

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: Report of Scrutinizer.

The Company had appointed Mr. Vijayakrishna K T, Company Secretary as Scrutinizer for the purpose of scrutinizing the voting through remote e-voting facility provided by the Company to its members as well as e-voting facility at its AGM held on August 12, 2020 through Video Conferencing (VC).

Report of Scrutinizer, pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 is attached.

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 office:

5th Floor, Kushal Garden Arcade,
1A Peenya Industrial Area
Peenya 2nd Phase
Bangalore - 560058
Karnataka, INDIA

T: +91 80 4020 1400-04

F: +91 80 2839 1661

E: bangalore@noricangroup.com

www.disagroup.com

www.wheelabratorgroup.com

CIN: L85110KA1984PLC006116

Manufacturing Facility

Tumkur : No. 28-32, Satyamangala
Industrial Area, Tumkur - 572 104
Karnataka, INDIA

T: +91 816 6602000/01

E: tumkur@noricangroup.com

Manufacturing Facility

Hosakote, Plot No. 50, KIADB
Industrial Area, Hosakote - 652 114,
Karnataka, INDIA

T: +91 80 279171310/27971516

E: hosakote@noricangroup.com

Regional Sales & Service Contact:

New Delhi - delhi@noricangroup.com

Kolkata - kolkata@noricangroup.com

Pune - pune@noricangroup.com

Rajkot - rajkot@noricangroup.com

Parts/Service: cdc.india@noricangroup.com

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, 41231106
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
Mr. Sanjay Arte
Chairman
DISA India Limited
5th Floor, Kushal Garden Arcade 1A
Peenya Industrial Area
Peenya 2nd Phase
Bangalore- 560 058

Dear Sir,

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 35th Annual General Meeting held on Wednesday, August 12, 2020 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 (the Listing Regulations), hereby furnish my Report to you.

The Notice dated June 3, 2020, 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 dated May 5, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

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



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Address : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA
Tel : +91 80 23221564

in the Notice of 35th 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 cast in "favour" or "against" on the resolutions proposed in the Notice convening the 35th 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 four days from 8th August, 2020 (9.00 A.M. IST) till 11th August, 2020 (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 Chairman, 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, 2020 were entitled to vote on the resolutions proposed in the Notice calling the 35th Annual General Meeting.

At the end of the voting period on 11th August, 2020 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

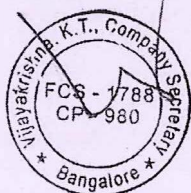
After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 12th August, 2020, in presence of Mr. S R Ravianand and Mr. Ajith Sharma who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (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. 20 (folio wise) members have cast their votes through remote e-voting.

b. 6 (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, 2020, together with the Reports of the Board of Directors and the Auditors thereon:

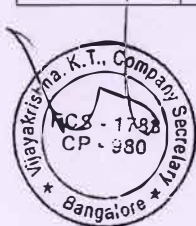
Ordinary Resolution:

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	19	1229306	6	7	25	1229313	99.999
Dissent	1	1	0	0	1	1	0.001
Total	20	1229307	6	7	26	1229314	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No.2: Declaration of Dividend of Rs. 2.50/- per Equity Share of Rs. 10/- each (25%) for the Financial year ended March 31, 2020:

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	19	1229306	6	7	25	1229313	99.999
Dissent	1	1	0	0	1	1	0.001
Total	20	1229307	6	7	26	1229314	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA



Item No.3: Appointment of Mr. Anders Wilhelm (DIN: 08507772), who retires by rotation, and being eligible, offers himself for re-appointment:

Ordinary Resolution:

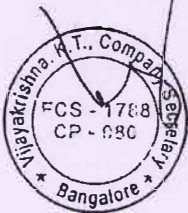
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	19	1229306	6	7	25	1229313	99.999
Dissent	1	1	0	0	1	1	0.001
Total	20	1229307	6	7	26	1229314	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	19	1229306	6	7	25	1229313	99.999
Dissent	1	1	0	0	1	1	0.001
Total	20	1229307	6	7	26	1229314	100
Abstained/ Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA



Item No. 5: Re-appointment of Mr. Lokesh Saxena (DIN: 07823712) as Managing Director of the Company:

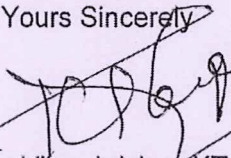
Special Resolution:

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	18	1229296	6	7	24	1229303	99.999
Dissent	1	1	0	0	1	1	0.001
Total	19	1229297	6	7	25	1229304	100
Abstained/ Invalid	1	10	NIL	NIL	1	10	NA

Based on the foregoing, the resolution numbers from 01 to 05 in respect of Notice of 35th 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 Chairman or Company Secretary of the Company for preserving safely.

Thanking You
Yours Sincerely


Vijayakrishna KT
Company Secretary

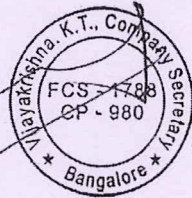
FCS No.: 1788

C. P. No.: 980

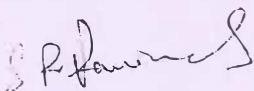
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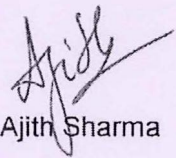
Date: 13.08.2020

Place: Bengaluru



Witnesses:


1. S R Ravianand


2. Ajith Sharma