



December 28, 2019

BSE Limited  
Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001

National Stock Exchange of India Ltd.  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051

Scrip Code: 502820 / DCM

Dear Sir,

**Subject - Details of Results of Postal Ballot - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time**

This has reference to our letter dated November 20, 2019, enclosing the Postal Ballot Notice along with Explanatory Statement seeking the consent of members of the Company by way of Special Resolution/Ordinary Resolution through Postal Ballot/E-voting process in respect of following item of business:

1. Special Resolution for the appointment of Mr. Jitendra Tuli (DIN 00272930) as Managing Director of the Company.
2. Ordinary Resolution for the appointment of M/s S S Kothari Mehta & Company, Chartered Accountant, as Statutory Auditors of the Company to fill the casual vacancy.

In connection with the above and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we would like to inform you that the Resolution 1 & 2, in respect of aforesaid business items, as stated in the aforesaid Postal Ballot Notice dated November 18, 2019 have been passed by members of the Company by requisite majority. The approval to aforesaid Resolutions is deemed to have been received on the last date of receipt of postal ballot forms i.e. on December 26, 2019.

Further, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we enclose herewith the following documents:

1. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, as Annexure-I.



e-mail id: investors@dcm.in

Registered Office  
Vikrant Tower, 4, Rajendra Place, New Delhi-110008  
Phone : (011) 25719967 Fax : (011) 25765214  
CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in

2. Consolidated Results of E-voting and Physical Postal Ballot forms as Annexure II.
3. Scrutinizer's Report on Postal Ballot Forms and e-Voting as Annexure-III.

The above are also being uploaded on Company's website at [www.dcm.in](http://www.dcm.in).

We request you to note the above and acknowledge the receipt of this letter.

Thanking you,

Yours truly,  
For DCM Limited



**Vimal Prasad Gupta**  
Company Secretary  
& Compliance Officer  
FCS 6380



**Encl: As above**

**CC: MCS Share Transfer Agent,**  
F-65, Okhla Industrial Area,  
Phase -I, New Delhi-110020

**National Securities Depository Limited,**  
Trade World, A wing, 4<sup>th</sup> & 5<sup>th</sup> Floor,  
Kamala Mills Compound,  
Lower Parel, Mumbai- 400013



## Postal Ballot Voting Results

Disclosure as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time

<b>Name of Company :</b> DCM Limited, (Stock Code - 502820/DCM)
<b>Date of Postal Ballot :</b> Notice dated November 18, 2019 (Voting start date : November 27, 2019 and Voting end date : December 26, 2019)
<b>Total number of shareholders on record date (i.e. on November 15, 2019) :</b> 30529
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Not Applicable
<b>Promoters and Promoter Group</b> Public
<b>No. of Shareholders attended the meeting through Video Conferencing :</b> Not Applicable
<b>Promoters and Promoter Group</b> Public

## Agenda Item No. 1 – Special Resolution for the appointment of Mr. Jitendra Tuli (DIN 00272930) as Managing Director of the Company

Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1	2		4	5		
Promoter and Promoter Group	E-Voting	9066584	9061732	99.9465	9061732	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>9066584</b>	<b>9061732</b>	<b>99.9465</b>	<b>9061732</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	1218410	1148512	94.2632	1148512	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>1218410</b>	<b>1148512</b>	<b>94.2632</b>	<b>1148512</b>	<b>0</b>	<b>100</b>
Public-Non Institutions	E-Voting	8392755	4656	0.0555	4606	50	98.9261	1.0739
	Poll		-	-	-	-	-	-
	Postal Ballot		2925	0.0349	2916	9	99.6923	0.3077
	<b>Total</b>		<b>8392755</b>	<b>7581</b>	<b>0.0903</b>	<b>7522</b>	<b>59</b>	<b>99.2217</b>
<b>Total</b>		<b>18677749</b>	<b>10217825</b>	<b>54.7059</b>	<b>10217766</b>	<b>59</b>	<b>99.9994</b>	<b>0.0006</b>

## Agenda Item No. 2 – Ordinary Resolution for the appointment of M/s S S Kothari Mehta &amp; Company, Chartered Accountant, as Statutory Auditors of the Company to fill the casual vacancy

Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1	2		4	5		
Promoter and Promoter Group	E-Voting	9066584	9061732	99.9465	9061732	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>9066584</b>	<b>9061732</b>	<b>99.9465</b>	<b>9061732</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	1218410	1148512	94.2632	1148512	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>1218410</b>	<b>1148512</b>	<b>94.2632</b>	<b>1148512</b>	<b>0</b>	<b>100</b>
Public-Non Institutions	E-Voting	8392755	4656	0.05548	4606	50	98.9261	1.0739
	Poll		-	-	-	-	-	-
	Postal Ballot		2914	0.03472	2905	9	99.6911	0.3089
	<b>Total</b>		<b>8392755</b>	<b>7570</b>	<b>0.09020</b>	<b>7511</b>	<b>59</b>	<b>99.2206</b>
<b>Total</b>		<b>18677749</b>	<b>10217814</b>	<b>54.70581</b>	<b>10217755</b>	<b>59</b>	<b>99.9994</b>	<b>0.00058</b>

For DCM LIMITED

e-mail id: investors@dcm.in

Registered Office :

Vikrant Tower, 4, Rajendra Place, New Delhi-110008

Phone : (011) 25719967 Fax : (011) 25765214

CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in

Chairman



RESULT OF POSTAL BALLOTS AND E-VOTING CONDUCTED VIDE POSTAL BALLOT NOTICE DATED NOVEMBER 15, 2019 PURSUANT TO SECTION 110 AND ALL OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 (INCLUDING ANY STATUTORY MODIFICATION OR RE-ENACTMENT THEREOF FOR THE TIME BEING IN FORCE) AND CIRCULARS AND NOTIFICATIONS ISSUED THEREUNDER AND REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 AS AMENDED FROM TIME TO TIME

Mode of Voting by members of the Company	Valid votes in favour (Shares)	Valid votes against (Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (Shares)
<b>1. Special Resolution No. 1 for the appointment of Mr. Jitendra Tuli (DIN 00272930) as Managing Director of the Company.</b>						
Postal Ballot	2,916	9	2,925	99.6923	0.3077	79
e-Voting	1,02,14,850	50	1,02,14,900	99.9995	0.0005	0
<b>Total</b>	<b>1,02,17,766</b>	<b>59</b>	<b>1,02,17,825</b>	<b>99.9994</b>	<b>0.0006</b>	<b>79</b>
<i>Based on the above, the Resolution No. 1 has been passed with the requisite majority</i>						
<b>2. Ordinary Resolution No. 2 for the appointment of M/s S S Kothari Mehta &amp; Company, Chartered Accountant, as Statutory Auditors of the Company to fill the casual vacancy.</b>						
Postal Ballot	2,905	9	2,914	99.6911	0.3089	79
e-Voting	1,02,14,850	50	1,02,14,900	99.9995	0.0005	0
<b>Total</b>	<b>1,02,17,755</b>	<b>59</b>	<b>1,02,17,814</b>	<b>99.9994</b>	<b>0.0006</b>	<b>79</b>
<i>Based on the above, the Resolution No. 2 has been passed with the requisite majority</i>						

For DCM Limited

Vinay Bharat Ram  
Chairman



Date: 28-12-2019  
Place: New Delhi

e-mail id: investors@dcm.in

Registered Office :  
Vikrant Tower, 4, Rajendra Place, New Delhi-110008  
Phone : (011) 25719967 Fax : (011) 25765214  
CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in



**Report of Scrutinizer**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015]

To,

Dr. Vinay Bharat Ram,  
Chairman  
DCM Limited,  
Vikrant Tower, 4,  
Rajendra Place,  
New Delhi - 110008

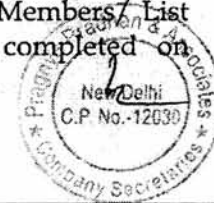
Dear Sir,

This has reference to appointment of undersigned (i.e. Pragnya Parimita Pradhan, Company Secretary in Whole Time Practice, having office at 46, LGF, JOR BAGH, New Delhi-110003) as Scrutinizer by the Company, in terms of Section 110 and all other applicable provisions of the Companies Act, 2013 read with the Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for the purpose receiving and scrutinizing the postal ballot forms received from the members and also to scrutinizing the e-voting process in a fair and transparent manner, in respect of Resolution as stated in Postal Ballot Notice dated November 18, 2019 for approving the following resolutions:

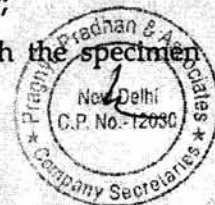
1. Special Resolution for the appointment of Mr. Jitendra Tuli (DIN 00272930) as Managing Director of the Company.
2. Ordinary Resolution for the appointment of M/S SS Kothari Mehta & Company, Chartered Accountant, as Statutory Auditors of the Company to fill the casual vacancy.

**IN THIS CONNECTION, I HEREBY SUBMIT MY REPORT AS UNDER:**

1. The dispatch of the Postal Ballot Notice and Postal Ballot Form along with postage prepaid self-addressed business reply envelope to the members of the Company whose name(s) appeared on the Register of Members / List of Beneficial Owners as on November 15, 2019, was completed on November 26, 2019 as under :




- a. In physical Mode, the Postal Ballot Notice and Postal Ballot Form along with postage prepaid self-addressed business reply envelope, through Courier and Registered Post to the shareholders of the Company who has not registered their email IDs with the Company/ Depositories.
- b. In electronic mode, to those shareholders whose e - mail IDs are registered with the Company/RTA/Depositories.
2. The Company has provided the e-voting facility to the Members to exercise their votes electronically on said Resolutions through the e-voting service facility arranged by National Securities Depository Limited (NSDL).
3. The voting period for e-voting and Postal Ballot was commenced on Wednesday, November 27, 2019 (9:00 a.m. IST). The voting period for e-voting was ended on Thursday, December 26, 2019 (5:00 p.m. IST) and the NSDL e - voting platform was blocked thereafter. The last date for the receipt of Postal Ballot Forms by the Scrutinizer was Thursday, December 26, 2019(5.00 p.m. IST).
4. All the Postal Ballot Forms including votes cast through e- voting received up Thursday December 26, 2019(5.00 p.m. IST), the last day and time fixed by the Company for the receipt of the Postal ballot forms/ e-voting, were scrutinized by me with respect to their validity and the votes cast through the same have been recorded.
5. No Postal Ballot Form including votes cast through e - voting received after Thursday December 26, 2019(5.00 p.m. IST), the last day and time fixed by the Company have been considered.
6. The Postal ballot Register was prepared to record shareholder's Assent or Dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any.
7. A postal ballot form received from shareholder of the Company was considered invalid, if:
- (i) A form other than one issued by the Company has been used;
  - (ii) It has not been signed by or on behalf of the Member;
  - (iii) Signature on the postal ballot form doesn't match the specimen signatures with the Company;



- (iv) It is not possible to determine without any doubt the assent or dissent of the Member;
- (v) Neither assent nor dissent is mentioned;
- (vi) Any incomplete, torn, incorrectly completed, mutilated, over-written form;
- (vii) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member;
- (viii) The envelope containing the postal ballot form is received after the last date prescribed;
- (ix) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- (x) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
- (xi) Member has made any amendment to the resolutions or imposed any condition while exercising his vote.


8. I further report that the e-voting data and Physical Postal Ballot Forms were scrutinized by me for verification of votes cast in favor and against the resolution. The signature verification process was also conducted by the Registrar and Transfer Agent of the Company i.e. M/s MCS Share Transfer Agent Ltd.

9. The votes cast through e-voting were unblocked on December 26, 2016 around 17.10 Hours IST in the presence of two witnesses, Mr. Bhabagrahi (A4-806, Bharat City, Ghaziabad, Uttar Pradesh-201003) and Ms. Rekha (G6-501, Bharat City, Ghaziabad, Uttar Pradesh-201003), who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: 

Name Bhabagrahi

Name \_\_\_\_\_

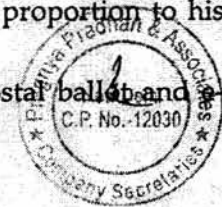
Signature: 

Name: Rekha

10. The votes cast were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting and Postal Ballot Forms

I have scrutinized and reviewed the Postal ballot and e-voting process in a fair and transparent manner. Please note that one equity share of the Company represent one vote. Members' voting right is in proportion to his share in paid up capital of the Company.

I now submit my Report as under on the result of the Postal ballot and voting in respect of the following Resolutions:



## SUMMARY OF VOTES CAST

Item No. -1-Special Resolution for the appointment of Mr. Jitendra Tuli (DIN 00272930) as Managing Director of the Company.

(i) Voted in favour of the Resolution:

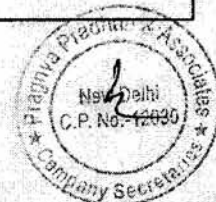
Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	84	2,916	0.0285
Voted by E-voting	37	1,02,14,850	99.9709
<b>Total</b>	<b>121</b>	<b>1,02,17,766</b>	<b>99.9994</b>

(ii) Voted against the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	1	9	0.0001
Voted by E-voting	4	50	0.0005
<b>Total</b>	<b>5</b>	<b>59</b>	<b>0.0006</b>

(iii) Invalid votes:

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voted through Postal Ballot	2	79
e-voting	0	0
<b>Total</b>	<b>2</b>	<b>79</b>





Item No. -2-Ordinary Resolution for the appointment of M/S S S Kothari Mehta & Company, Chartered Accountant, as Statutory Auditors of the Company to fill the casual vacancy.

(i) Voted in favour of the Resolution:

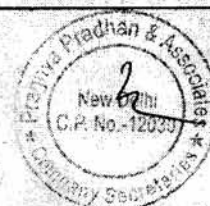
Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	82	2,905	0.0284
Voted by E-voting	37	1,02,14,850	99.9710
<b>Total</b>	<b>119</b>	<b>1,02,17,755</b>	<b>99.9994</b>

(ii) Voted against the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	1	9	0.0001
Voted by E-voting	4	50	0.0005
<b>Total</b>	<b>5</b>	<b>59</b>	<b>0.0006</b>

(iii) Invalid votes:

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voted through Postal Ballot	2	79
e-voting	0	0
<b>Total</b>	<b>2</b>	<b>79</b>




11. Hence, the aforesaid resolutions are said to have been passed by the requisite majority in accordance with relevant provisions of the Companies Act, 2013 and Rules issued thereunder.
12. In terms of the requirements of the Companies Act, 2013, the Postal Ballot Forms and other related papers/ registers and records will be handed over to the Company for safe custody of the same after signing of the Minutes of the Postal Ballot process.
12. You may accordingly declare result of aforesaid voting, through Postal Ballot and e-voting, in respect of the Resolutions given in the Postal Ballot Notice dated November 15, 2019.

Thanking you,

Yours faithfully,

For PRAGNYA PRADHAN &  
ASSOCIATES  
(Company Secretaries)

*Pragnya Parimita Pradhan*  


(Pragnya Parimita Pradhan)  
Proprietor

Date: 28/12/2019

Place: New Delhi

UDIN : A032778A000504436

For DCM LIMITED

*[Signature]*  
Chairman