

# Dishman Carbogen Amcis®

Dishman Carbogen Amcis Ltd Dishman Corporate House Iscon-Bopal Road, Ambli, Ahmedabad - 380058 Gujarat, India CIN: L74900GJ2007PLC051338

+91 27 1742 0102 dishman@dishmangroup.com www.imdcal.com د 2

30<sup>th</sup> September, 2022

То,	То,
Department of Corporate Services	The Manager,
BSE Ltd.	Listing Department,
Phiroze Jeejeebhoy Towers,	National Stock Exchange of India Ltd.
Dalal Street,	"Exchange Plaza", C-1, Block G,
Mumbai – 400 001.	Bandra-Kurla Complex,
	Bandra (E), Mumbai – 400 051.
Ref.: Scrip Code No. : 540701	Ref. : (i) Symbol – DCAL (ii) Series – EQ

# SUB.: SCRUTINIZER'S REPORT ON ANNUAL GENERAL MEETING HELD ON 29<sup>TH</sup> SEPTEMBER, 2022

Dear Sir,

We hereby inform you that the 15<sup>th</sup> Annual General Meeting of the Company held on Thursday, 29<sup>th</sup> September, 2022 was commenced at 03:00 P.M. IST through Video Conferencing.

In this regard, please find enclosed herewith Scrutinizer's Report dated 30<sup>th</sup> September, 2022 issued by M/s. Ashok P. Pathak & Co., Practicing Company Secretaries, Ahmedabad, on the results of the voting through remote e-Voting and e-voting during AGM in respect of agenda items set out in Notice dated 10<sup>th</sup> May, 2022 of 15<sup>th</sup> AGM of the Company.

Kindly take the same on your record.

Thanking you.

Yours faithfully, For, Dishman Carbogen Amcis Limited

Shrima Dave Company Secretary



Encl.: As Above



### ASHOK P. PATHAK & CO. Company Secretaries

(Peer Reviewed Firm)

CS Ashok P. Pathak Company Secretary & Insolvency Professional F- 904, Titanium City Centre, 100 ft. Anand Nagar Road, Near Indian Oil Petrol Pump, Satellite, Ahmedabad - 380015 (O) 079-26934123 Mobile : 09327002122 E-mail : csashokppathak@gmail.com Website : www.csashokppathak.com

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Name of the Company	Dishman Carbogen Amcis Limited
Meeting	15 <sup>th</sup> Annual General Meeting
Day, Date and Time	Thursday, 29 <sup>th</sup> September, 2022 at 3:00 p.m. IST
Deemed Venue	Registered Office situated at Dishman Corporate House, Iscon-Bopal Road, Ambli, Ahmedabad 380058
Mode	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

#### SCRUTINIZER'S REPORT

#### 1. Appointment as Scrutinizer

- I. I, Ashok P. Pathak, Proprietor of M/s. Ashok P. Pathak & Co., Company Secretaries, having office at F / 904, Titanium City Centre, 100 ft Anandnagar Road, Nr. Indian Oil Petrol Pump, Satellite, Ahmedabad 380015 have been appointed as Scrutinizer for the remote e-voting as well as the e-voting by Members during the 15<sup>th</sup> Annual General Meeting ("AGM") of Dishman Carbogen Amcis Limited (hereinafter referred to as "the Company") scheduled on Thursday, 29<sup>th</sup> September, 2022 commenced at 03.00 p.m. IST held through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system of CDSL.
- **ii.** Our responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast `in favour' or `against' the resolutions contained in the Notice of AGM. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under relating to voting on the resolutions contained in the notice of the AGM.

Report of Scrutinizer on remote e-voting process and voting by members during the 15<sup>th</sup> AGM of Dishman Carbogen Amcis Limited held on 29<sup>th</sup>September, 2022



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### ASHOK P. PATHAK & CO. Company Secretaries (Peer Reviewed Firm)

CS Ashok P. Pathak Company Secretary & Insolvency Professional

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#### 2. Dispatch of Notice convening AGM

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- i. Pursuant to General Circular No. 14/2020, 17/2020, 20/2020, 02/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020 and 5<sup>th</sup> May, 2022, respectively issued by the Ministry of Corporate Affairs, advertisement was published in "Indian Express" (English Newspaper) and "Financial Express" (Vernacular language Newspaper) on 23.08.2022 specifying the date and time of the AGM, availability of the notice on Company's Website and Website of the Stock Exchanges, manner of registration of email IDs by the members (both physical and demat) who are yet to register their email ids with the company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
- ii. The Company hosted the Notice of AGM on its website, website of the agency (CDSL) providing the Platform for remote e-voting and e-voting during the AGM and also intimated the same to Stock Exchanges on 06<sup>th</sup> September, 2022.
- iii. The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Registrar of Share Transfer Agent ("RTA") of the Company and Depositories viz National Securities Depositories Limited ("NSDL") and Central Depository Services Limited ("CDSL"), the Company completed dispatch of Notice of AGM on 06.09.2022 by E-Mail as per the MCA Circular No. 17/2020 dated 13.04.2020 read with Circular No. 20/2020 dated 05.05.2020 and Circular No. 02/2022 dated 05.05.2022 to 54625 members who had already registered their e-mail IDs with the Company / Depositories;





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#### 3. Cut-Off date

Total 60203 shareholders holding 156783095 equity shares as on the "cut-off" date i.e. 22<sup>nd</sup> September, 2022 were entitled to vote on the proposed resolutions, as set out in the Notice of the AGM of the Company.

#### 4. Remote e-voting Process and Voting at the AGM

#### i. Agency

The Company appointed **Central Depository Services Limited ("CDSL")** as the agency for providing the platform for remote e-voting and e-voting during AGM.

#### ii. Remote e-voting Process

Remote e-voting platform was open from Monday, 26<sup>th</sup> September, 2022, 09.00 a.m till Wednesday, 28<sup>th</sup> September, 2022, 05.00 p.m. and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CSDL

- **iii.** As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- iv. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

Report of Scrutinizer on remote e-voting process and voting by members during the 15<sup>th</sup> AGM of Dishman Carbogen Amcis Limited held on 29<sup>th</sup>September, 2022



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# ASHOK P. PATHAK & CO. Company Secretaries

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#### 5. Presence of Shareholders at the Meeting

As per the Attendance Register provided by the CDSL, 49 (Forty Nine) [Out of 51 entries as per the Attendance Register, 2 multiple folios were eliminated] shareholders remain present at the annual general meeting through VC/ OAVM.

#### 6. Counting Process

- i. On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by the members at the AGM, if any, on the CDSL e-voting platform and downloaded the results.
- ii. After the closure of e-voting at AGM, the votes cast through e-voting at AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, CS Margi Hindia and Ms. Kashmira Chavda who are not in the employment of the Company and have signed below in the confirmation of the votes being unblocked in their presence.

Margi Hindia

Kashmira Chavda

#### 7. Results

- i. We observed that :
  - a. "161" members had cast their votes through remote e-voting.
  - b. "002" members had cast their votes through e-voting during the AGM;
- ii. **Consolidated e-voting Results** with respect to each item on the agenda as set out in the Notice of the AGM dtd.10<sup>th</sup> May, 2022 is enclosed herewith.

Report of Scrutinizer on remote e-voting process and voting by members during the 15<sup>th</sup> AGM of Dishman Carbogen <u>Amcis Limited held</u> on 29<sup>th</sup>September, 2022



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CS Ashok P. Pathak Company Secretary & Insolvency Professional ASHOK P. PATHAK & CO. Company Secretaries

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iii. Based on the aforesaid results, we report that 02 Ordinary Resolution and 01 Special Resolution as set out in Item Nos. 1(a) & (b) to 3 of the Notice of the AGM dated 10<sup>th</sup> May, 2022 have been passed with the requisite majority.

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CP. NO 2662

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For, Ashok P. Pathak & Co. Company Secretaries ICSI Unique Code : S1997GJ020700 Peer Review Cert. No. 1519/2021

CS<sup>\*</sup>Ashok P. Pathak\* Proprietor CP No. 2662

ICSI UDIN : A009939D001088852

Place : Ahmedabad Date : 30/09/2022 Counter Signed By For, Dishman Carbogen Amcis Limited

arboge 33 Ahmedabad Shrima G. Dave **Company Secretary** ACS No. 29292

\* Associate Member (ACS No. 9939) of the Institute of Company Secretaries of India, ICSI House, 22 Institutional Area, Lodhi Road,

Report of Scrutinizer on remote e-voting process and voting by members during the 15<sup>th</sup> AGM of Dishman Carbogen Amcis Limited held on 29<sup>th</sup>September, 2022

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#### **CONSOLIDATED E-VOTING RESULTS**

#### **ITEM NO.1 : AS AN ORDINARY RESOLUTION**

a. To receive, consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended 31<sup>st</sup> March, 2022 and the Reports of the Board of Directors and Auditors thereon

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	. (%)
Assent	153	108930144	1	650	154	108930794	99.92
Dissent	6	7253	0	0.	÷6	7253	0.01
Not Voted*	2	77164	0	0	2	77164	0.07
Invalid #	0	0	1	1200	1	1200	Negligible
Total	161	109014561	2	1850	163	109016411	100.00

\*Note : One Shareholder holding 77154 Equity Shares had not voted in favour or against in Remote e-Voting

One Shareholder holding 10 Equity Shares had not voted in favour or against in Remote e-Voting #One Shareholder holding 1200 Equity Shares have voted during AGM but did not remain present during AGM.



<del>...</del>

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#### **ITEM NO.1 : AS AN ORDINARY RESOLUTION**

b. To receive, consider and adopt the Audited Consolidated Financial Statement of the company for the financial year ended 31<sup>st</sup> March, 2022 and the Reports of the Auditors thereon

Particulars	Remote e-voting		e-Voting at the AGM		Tot	Percentage (%)	
	Number	Votes	Number	Votes	Number	Votes	•
Assent	153	108930144	. 1	650	154	108930794	99.92
Dissent	6	7253	0	0	6	7253	0.01
Not Voted*	2	77164	0	. 0	2	77164	0.07
Invalid #	0	0	. 1	1200	1	1200	Negligible
Total	161	109014561	2	1850	163	109016411	100.00

\*Note : One Shareholder holding 77154 Equity Shares had not voted in favour or against in Remote e-Voting

One Shareholder holding 10 Equity Shares had not voted in favour or against in Remote e-Voting

#One Shareholder holding 1200 Equity Shares have voted during AGM but did not remain present during AGM.





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#### **ITEM NO.2 : AS AN ORDINARY RESOLUTION**

To appoint a Director in place of Mrs. Deohooti J. Vyas (DIN : 00004876) who retires by rotation and being eligible, offer herself for reappointment.

Particulars	Remote e-voting		e-Voting at the AGM		. Tot	Percentage (%)	
	Number	Votes	Number	Votes	Number	Votes	•
Assent	138	108942824	1	650	139	108943474	99.93
Dissent	22	71727	0	0	22	71727	0.07
Not Voted*	1	10	0	0	1	10	Negligible
Invalid #	0	0	. 1	1200	1	1200	Negligible
Total	161	109014561	2	1850	163	109016411	100.00

\*Note : One Shareholder holding 10 Equity Shares have not voted in favour or against in Remote e-Voting

#One Shareholder holding 1200 Equity Shares have voted during AGM but did not remain present during AGM.



Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated 10<sup>th</sup> May, 2022 has been passed with requisite majority.

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#### **ITEM NO.3 : AS A SPECIAL RESOLUTION**

Payment of Remuneration to Mr. Janmejay R. Vyas (DIN : 00004730), Director of the Company for rendering Professional Service to the company.

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	122	98623762	1	650	123	98624412	90.47
Dissent	32	4278957	0	0	32	4278957	3.92
Not Voted*	7	6111842	0	0	7	6111842	5.61
Invalid #	0	0	1	1200	<u>,</u>	1200	Negligible
Total	161	109014561	2	1850	163	<u>.</u> 109016411	100.00

\*Note : One Shareholder holding 33729 Equity Shares have not voted in favour or against in Remote e-Voting



One Shareholder holding 5058 Equity Shares have not voted in favour or against in Remote e-Voting One Shareholder holding 16627 Equity Shares had not voted in favour or against in Remote e-Voting One Shareholder holding 4829 Equity Shares have not voted in favour or against in Remote e-Voting One Shareholder holding 161 Equity Shares have not voted in favour or against in Remote e-Voting One Shareholder holding 491322 Equity Shares have not voted in favour or against in Remote e-Voting One Shareholder holding 5560116 Equity Shares have not voted in favour or against in Remote e-Voting One Shareholder holding 5560116 Equity Shares have not voted in favour or against in Remote e-Voting #One Shareholder holding 1200 Equity Shares have voted during AGM but did not remain present during AGM.

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 3 of the Notice of the AGM dated 10<sup>th</sup> May, 2022 has been **passed with requisite majority**.