



shri **dinesh** mills ltd.

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.
Tel. : (0265) 2960060/61/62/63/64, Mobile : 99740 05975
Website : www.dineshmills.com, CIN : L17110GJ1935PLC000494

December 16, 2024

To,
Dept. of Corporate Services,
BSE Limited
Floor – 1, P. J. Towers., Dalal Street,
MUMBAI – 400 001

By ONLINE

Dear Sir,

Sub: Results of the Postal Ballot along with Scrutinizer's Report

In continuation to our letter dated 12th November, 2024 with Postal Ballot Notice dated 30th October, 2024, titled 'Notice of Postal Ballot' We attach herewith:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated 16th December, 2024.

The Special Resolutions as set out in the above referred Postal Ballot Notice are deemed to have been passed by the shareholders through remote e-voting process with requisite majority on 14th December, 2024.

The voting results along with the Scrutinizer's Report will also be made available on the Company's website at www.dineshmills.com.

This is for your information and records.

Thanking You
Yours Sincerely,
For Shri Dinesh Mills Limited,




J B Sojitra
Company Secretary & Compliance Officer
M. No. A-6351
Encl.: As stated above



shri **dinesh** mills ltd.
F E L T S

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.
Tel. : (0265) 2960060/61/62/63/64, **Mobile** : 99740 05975
Website : www.dineshmills.com, **CIN** : L17110GJ1935PLC000494

DETAILS OF THE VOTING RESULTS AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

| | |
|---|---------------------------------|
| Type of Meeting | Postal Ballot |
| Date of Meeting | 14 th December, 2024 |
| Cut-off Date | 8 th November, 2024 |
| Total no. of shareholders on Record date | 9305 shareholders |
| No. of shareholders present in the meeting either in Person or through Proxy Promoters and Promoter Group: Public: (i) Shareholders in Person (ii) Shareholders represented by proxies | Not Applicable |
| No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public: | Not Applicable |
| No. of Resolution passed in the Meeting | 2 |
| Agenda wise disclosure | |





shri dinesh mills ltd.

F E L T S

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.
 Tel. : (0265) 2960060/61/62/63/64, Mobile : 99740 05975
 Website : www.dineshmills.com, CIN : L17110GJ1935PLC000494

Agenda No.1: Approval for re-appointment of Shri Nimishbhai Patel, as Managing Director of the Company for further period of five years with effect from 14th January, 2025 to 13th January, 2030.

Resolution Required: Special
 Whether Promoter / Promoters 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 | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | [1] | [2] | $[3]=\frac{[2]}{[1]} \times 100$ | [4] | [5] | $[6]=\frac{[4]}{[2]} \times 100$ | $[7]=\frac{[5]}{[2]} \times 100$ |
| Promoter and Promoter Group | E-Voting | 2788372 | 2788372 | 100 | 2788372 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2788372 | 100 | 2788372 | 0 | 100 | 0 |
| Public Institutions | E-Voting | 10 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non Institutions | E-Voting | 2812200 | 14460 | 0.51 | 14115 | 345 | 97.61 | 2.39 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 14460 | 0.51 | 14115 | 345 | 97.61 | 2.39 |
| Total | | 5600582 | 2802832 | 50.04 | 2802487 | 345 | 99.99 | 0.01 |

Whether Resolution is passed or not? (yes/no): Yes



shri dinesh mills ltd.

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.
Tel. : (0265) 2960060/61/62/63/64, Mobile : 99740 05975
Website : www.dineshmills.com, CIN : L17110GJ1935PLC000494

Agenda No.2: Approval for disposal of entire investment i.e. Equity Shares and Preference Shares in Dinesh Remedies Limited (i.e. material unlisted subsidiary company).

Resolution Required: Special
Whether Promoter / Promoters 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 | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | [1] | [2] | $[3]=\frac{[2]}{[1]}*100$ | [4] | [5] | $[6]=\frac{[4]}{[2]}*100$ | $[7]=\frac{[5]}{[2]}*100$ |
| Promoter and Promoter Group | E-Voting | 2788372 | 2788372 | 100 | 2788372 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2788372 | 100 | 2788372 | 0 | 100 | 0 |
| Public Institutions | E-Voting | 10 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Non Institutions | E-Voting | 2812200 | 14460 | 0.51 | 14117 | 343 | 97.63 | 2.37 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 14460 | 0.51 | 14117 | 343 | 97.63 | 2.37 |
| Total | | 5600582 | 2802832 | 50.04 | 2802489 | 343 | 99.99 | 0.01 |

Whether Resolution is passed or not? (yes/no): Yes

Place: Vadodara
Date: 16th December, 2024



For Shri Dinesh Mills Limited,

J. B. Sojitra
Company Secretary & Compliance Officer
M. No. A-6351



Heena Patel
Practicing Company Secretary
Heena Patel (PCS)

Pakakot, Near Swaminarayan Temple,
Chhani
Vadodara-391740
(m) 7779018989
Email- heenapatelcs@gmail.com

=====

SCRUTINIZERS REPORT

(Pursuant to section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman,
Shri Dinesh Mills Limited (CIN: L17110GJ1935PLC000494)
Near Indiabulls Mega Mall,
Akota Road,
Vadodara – 390 020

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through remote e-voting in respect of passing of Special Resolutions as set out in the Postal Ballot Notice dated 30th October, 2024

Dear Sir,

I, Heena Patel, Practicing Company Secretary has been appointed as scrutinizer by the Board of Directors of Shri Dinesh Mills Limited (the Company) for the purpose of scrutinizing the remote e-voting process conducted in respect of Special Resolutions contained in the Postal Ballot Notice dated 30th October, 2024 (Postal Ballot Notice).

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder (ii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to passing of Special Resolutions by Postal Ballot.

My responsibility as a scrutinizer is restricted to give a Report on the votes cast by the members for the Special Resolutions contained in the Postal Ballot Notice.

I submit my report as under:

1. The Company had availed the E-voting facility offered by the National Securities Depository Limited (NSDL) for providing for remote e-voting facility to the members of the Company.
2. The Shareholders of the Company holding shares as on the Cut-Off date i.e 8th November, 2024 were entitled to Vote on the Resolutions contains in the Postal Ballot Notice dated 30th October, 2024.



3. Remote E-voting facility remained opened for 30 (Thirty) days from Friday, 15th November, 2024, 9.00 a.m. (IST) and ended on Saturday, 14th December, 2024 at 5.00 p.m. (IST) both days inclusive and was disabled for voting thereafter.
4. After completion of the Remote E-voting process, the votes cast through Remote E-voting were unblocked and downloaded from the E - voting website of the NSDL (<https://www.evoting.nsdl.com>) on 14th December, 2024 at about 5.09 p.m. in presence of two witnesses Ms. Riya Soni and Ms. Chandani Shah who are not in employment of the Company.
5. I have scrutinized and reviewed the votes cast by the members through Remote E-Voting, based on the data downloaded from the NSDL website and submit my report as under on the Result of the Remote E-Voting in respect of the Special Resolutions as set out in the Postal Ballot Notice dated 30th October, 2024.

Resolution No. 1 – As a Special Resolution:

Approval for re-appointment of Shri Nimishbhai Patel, as Managing Director of the Company for further period of five years with effect from 14th January, 2025 to 13th January, 2030.

| Voting Descriptions | Number of Members voted | Numbers of valid votes cast by them | % of total number of valid votes cast |
|---------------------|-------------------------|-------------------------------------|---------------------------------------|
| Voted in favour | 88 | 2802487 | 99.99 |
| Voted Ageist | 6 | 345 | 0.01 |
| Total | 94 | 2802832 | 100 |
| Invalid Votes | 0 | 0 | 0 |

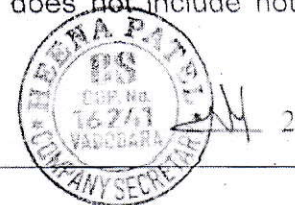
Resolution No. 2 – As a Special Resolution:

Approval for disposal of entire investment i.e. Equity Shares and Preference Shares in Dinesh Remedies Limited (i.e. material unlisted subsidiary company)

| Voting Descriptions | Number of Members voted | Numbers of valid votes cast by them | % of total number of valid votes cast |
|---------------------|-------------------------|-------------------------------------|---------------------------------------|
| Voted in favour | 89 | 2802489 | 99.99 |
| Voted Ageist | 5 | 343 | 0.01 |
| Total | 94 | 2802832 | 100 |
| Invalid Votes | 0 | 0 | 0 |

Notes:

After the scrutiny of the e-voting results, and based on the aforesaid results, we report that the all Resolutions as contained in Item No. 1 and Item No. 2 of the Notice of Postal Ballot dated October 30, 2024, have been passed with requisite majority. It is to be noted that the votes cast does not include not considered/invalid/ abstained votes.



The relevant records relating to remote e-voting shall remain in our custody till the Chairman considers, approves, and signs minutes and thereafter the same will be handed over to the Compliance Officer for safe keeping.

Thanking You,
Yours faithfully,


CS Heena Patel
Practicing Company Secretary
C.P. No – 16241, M. No. –A40323
UDIN: A040323F003390406
ICSI Peer Review No: 2315/2022



Place: Vadodara
Dated: December 16, 2024

Received on 16/12/2024
For SHRI DINESH MILLS LTD.




MANAGING DIRECTOR

NIMISH PATEL