



Date: 26th December, 2023

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G. Block,
Bandra- Kurla Complex,
Bandra East, Mumbai-400 051

Corporate Relationship Department
BSE Ltd.
1st Floor New Trading, Rotunda Building,
P J Towers, Dalal Street Fort,
Mumbai- 400 001

Ref: Symbol- DHANUKA

Scrip Code: 507717

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/ Madam,

This is with reference to our letter dated 21st November 2023, enclosing the Postal Ballot Notice dated 7th November 2023 (“Notice”) for seeking approval of the Members of the Company on the following Resolutions:

S. No	Resolution	Type of Resolution
1	Appointment of Mr. Manish Dhanuka (DIN: 00238798) as Non-Executive & Non-Independent Director of the Company;	Ordinary
2	Providing loan facility upto Rs. 50 crores to Dhanuka Laboratories Limited (DLL):	Special

Pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Management and Administration) Rules, 2014, guidelines prescribed by the Ministry of Corporate Affairs through various Circular(s) and the Listing Regulations, as amended from time to time, the Postal Ballot was conducted through remote e-voting process.

The remote e-voting process concluded on Friday, 22nd December 2023, at 5:00 p.m. (IST), post which the Scrutinizer appointed for scrutiny of Postal Ballot process, Mr. Ashok (Membership No.: 55136, COP: 20599) Partner of M/s. VAPN & Associates, Company Secretaries, has submitted his report on the results of the Postal Ballot.



In connection with the above, please find enclosed the following:

- i) Voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014; and
- ii) Scrutinizer's Report dated December 23, 2023 on remote e-voting.

The Voting Results along with the Scrutinizer's Report are available on the Company's website at www.dhanuka.com.

Thanking You,
Yours faithfully,

For Dhanuka Agritech Limited

jitin
sadana

Digitally signed
by jitin sadana
Date: 2023.12.26
15:38:51 +05'30'

Jitin Sadana
Company Secretary and Compliance Officer
FCS- 7612

Encl: a/a

POSTAL BALLOT VOTING RESULTS

Disclosure pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Record date	17-11-2023
Total number of shareholders on record date	34630
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2

Resolution (1)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Appointment of Mr. Manish Dhanuka (DIN: 00238798) as Non-Executive & Non-Independent Director of the Company			
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		31854948	99.5813	31854948	0	100.0000	0.0000
	Poll	31988876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		31988876	31854948	99.5813	31854948	0	100.0000
Public- Institutions	E-Voting		8574882	94.5422	6946424	1628458	81.0090	18.9910
	Poll	9069903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9069903	8574882	94.5422	6946424	1628458	81.0090
Public- Non Institutions	E-Voting		21373	0.4729	20961	412	98.0723	1.9277
	Poll	4519545	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4519545	21373	0.4729	20961	412	98.0723
Total	Total	45578324	40451203	88.7510	38822333	1628870	95.9732	4.0268
Whether resolution is Pass or Not.								Yes

Resolution (2)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					Providing loan facility upto Rs. 50 crores to Dhanuka Laboratories Limited (DLL):			
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		31854948	99.5813	31854948	0	100.0000	0.0000
	Poll	31988876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		31988876	31854948	99.5813	31854948	0	100.0000
Public- Institutions	E-Voting		8574882	94.5422	280069	8294813	3.2662	96.7338
	Poll	9069903	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9069903	8574882	94.5422	280069	8294813	3.2662
Public- Non Institutions	E-Voting		23299	0.5155	13814	9485	59.2901	40.7099
	Poll	4519545	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4519545	23299	0.5155	13814	9485	59.2901
Total	Total	45578324	40453129	88.7552	32148831	8304298	79.4718	20.5282
Whether resolution is Pass or Not.								Yes



REPORT OF SCRUTINIZER FOR VOTING THROUGH E-VOTING ON POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules 2014]

To,
The Chairman
DHANUKA AGRITECH LIMITED
CIN: L24219DL1985PLC020126
Reg. Off: 82, Abhinash Mansion, 1st Floor,
Joshi Road, Karol Bagh, New Delhi -110005

Subject: Scrutinizer 's Report on voting through e-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014.

Dear Sir,

I, Ashok, having ICSI Membership No. ACS-55136 and CoP No. 20599, Partner of M/s VAPN & Associates, Practicing Company Secretaries (FRN: P2015DE045500), have been appointed as the Scrutinizer by the Board of Directors of DHANUKA AGRITECH LIMITED ("the Company") vide board resolution dated November 07, 2023 for the purpose of scrutinizing the e-voting/postal ballot process in a fair and transparent manner in respect of the resolution mentioned in the notice of Postal Ballot dated November 07, 2023 ("Notice") pursuant to the provisions of Section 108, 110 and all other applicable provisions of the Companies Act, 2013, as amended ("the Act") read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, Secretarial Standard-2 ("SS-2") issued by the Institute of Company Secretaries of India, General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 02/2022 and 03/2022 dated May 5, 2022 and other relevant circulars and notifications issued by Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "MCA Circulars") and pursuant to other applicable laws and regulations for the time being force, and to submit a report thereon to the Company on the following resolution forming part of the Notice:-



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VAPN & ASSOCIATES

COMPANY SECRETARIES

Sr. No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Appointment of Mr. Manish Dhanuka (DIN: 00238798) as Non-Executive & Non-Independent Director of the Company
2.	Special Resolution	Providing loan facility upto Rs. 50 crores to Dhanuka Laboratories Limited (DLL)

In connection with the above referred matter, I submit my report as under:

1. In compliance with above referred MCA Circulars, the Postal Ballot Notice along with Explanatory Statement under Section 102 of the Act setting out all material facts in respect of the resolutions mentioned therein was sent only by electronic mode ("Email") to all its Members who have registered their email addresses with the Depository Participants (DPs)/ Central Depository Services (India) Limited ("CDSL") (Company's Registrar and Share Transfer Agents or RTA) and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL") as on Cut-off date. A copy of the Postal Ballot Notice in pdf format was also uploaded on the website of the Company (www.inoxgreen.com), and the website of CDSL i.e. (www.evotingindia.com) for download and at the relevant sections of the websites of the stock exchanges on which the shares of the Company are listed i.e. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com).
2. The Company had completed the dispatch of Notice electronically. In accordance with the MCA Circulars, the physical copies of the Postal Ballot Notice, along with postal ballot forms and pre-paid business envelope, were not sent to any Member. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting only. Therefore, the Company was not required to provide the facility of voting through physical Postal Ballot.
3. The Company had published advertisement in Financial Express (English -All India Edition) and Janata (Hindi- Delhi Edition) newspapers on Wednesday, November 22, 2023, regarding completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules with regard to remote e-voting.
4. **Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice. The management



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VAPN & ASSOCIATES

COMPANY SECRETARIES

of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

5. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "For" or "Against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the e-voting system provided by CDSL, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5 P.M. on Friday, December 22, 2023.

6. Cut -off date:

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, November 17, 2023, were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

7. Remote e-voting process:

- (i) The Company had availed the e-voting facility offered by the CDSL to provide remote e-voting facility viz.: www.evotingindia.com.
- (ii) The members of the Company holding shares as on the cut-off date were entitled to vote on the resolutions as contained in the Notice and have voted through e-voting facility only as per the MCA circulars. Members have casted their votes on the designated platform viz.: www.evotingindia.com.
- (iii) The voting period for e-voting commenced on from Thursday, November 23, 2023, at 9:00 a.m. (IST) and ends on Friday, December 22, 2023, at 5:00 p.m. (IST) both days inclusive for the purpose of postal ballot.
- (iv) All the data of remote e-voting i.e. the results of e-voting along with the list of shareholders who voted "For" and "Against" on the resolutions were derived from report generated from the e-voting platform provided by the Authorised Agency in respect of voting through remote e-voting.
- (v) The results of remote e-voting were unblocked by me by accessing the data downloaded by me from the website www.evotingindia.com of CDSL. The votes were unblocked by me at 6:45 p.m. on Friday, December 22, 2023, in the presence of two witnesses, Ms. Meenu Sharma and Mr. Prabhakar Kumar, who

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COMPANY SECRETARIES

are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Meenu Sharma

Prabhakar Kumar

- (vi) All votes casted through remote e-voting up to Friday, December 22, 2023, at 5:00 p.m. (IST) i.e. the last date and time fixed by the Company for postal ballot process has been considered for the purpose of this report.
8. The summary of the results of the postal ballot in respect of the resolution proposed in the notice dated November 07, 2023, conducted through remote e-voting is, as under:

Resolution at Item No.1: Appointment of Mr. Manish Dhanuka (DIN: 00238798) as Non-Executive & Non-Independent Director of the Company.

Type of Resolution: Ordinary Resolution

Result for Resolution of Item No.1 contained in the Postal Ballot Notice				
Mode of Voting	Particulars	Number of Members who voted	Number of votes cast	% of Votes Cast
Postal Ballot (E-Voting)	Votes casted in favour of Resolution	172	3,88,22,333	95.97%
	Votes against the resolution	28	16,28,870	4.03%
	Invalid Votes	Nil	Nil	Nil
Total		200	4,04,51,203	100%

RESULT

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in item No. 1 of the Postal Ballot Notice dated November 07, 2023, has been passed with requisite majority.



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Resolution at Item No.2: Providing loan facility upto Rs. 50 crores to Dhanuka Laboratories Limited (DLL).

Type of Resolution: Special Resolution

Result for Resolution of Item No.1 contained in the Postal Ballot Notice				
Mode of Voting	Particulars	Number of Members who voted	Number of votes caste	% of Votes Caste
Postal Ballot (E-Voting)	Votes caste in favour of Resolution	158	3,21,48,831	79.47%
	Votes against the resolution	47	83,04,298	20.53%
	Invalid Votes	Nil	Nil	Nil
Total		205	4,04,53,129	100%

RESULT

Based on the aforesaid results, I report that the **Special Resolution** as contained in item No. 2 of the Postal Ballot Notice dated November 07, 2023, has been passed with requisite majority.

Notes:

- (i) Aforesaid resolution contained in the Notice is passed with the requisite majority by the Members of the Company as specified under the Companies Act, 2013.
- (ii) The figures in percentage have been rounded off to 2 decimal points.
- (iii) The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Mr. Jitin Sadana, Company Secretary for preserving safely after the Chairman considers, approves, and signs the minutes of the Postal Ballot.



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9. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,
Yours faithfully,

Ashok
Practicing Company Secretary
ACS No: 55136 | COP No: 20599
Partner
VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No.975/2020
ICSI UDIN: A055136E003024071



Date: December 23, 2023
Place: New Delhi

Countersigned by:
For DHANUKA AGRITECH LIMITED

jitin
sadana  Digitally signed
by jitin sadana
Date: 2023.12.26
15:16:08 +05'30'
Jitin Sadna
Company Secretary
M. No. F7612