Annexuse- A



Details of Voting Results as per Clause 35A of the Listing Agreement

Sr. No.	Particulars	Details
1.	Name of the Company	DCM Limited
2.	Date of Annual General Meeting (AGM)	August 4, 2014
3.	Total Number of Shareholders as on Record Date (i.e. cut-off date – June 20, 2014)	45047
4.	Number of Shareholders present in the meeting either in person or through proxy:	242
	- Promoters and Promoters group	16
	- Public	226
5.	Number of Shareholders attended the meeting through video conferencing:	NIL
	- Promoters and Promoters	N.A.
	- Public	N.A.

Certified to be True Copy For DCM LIMITED

Company Secretary

Registered Office:

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

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

CIN: L74899DL1889PLC000004 Website: www.dcm.in

Item No. 1

Details of Agenda: Adoption of Financial Statements for the financial year ended March 31, 2014 and Reports of Board of Directors and Auditors thereon.

Promoter/	No. of	of No. of	% of Votes	of % of Votes No. of Votes - No.		% of Votes	of % of Votes % of Votes
Public	shares held votes		polled on in favour	in favour	Si	in favour on	- in favour on against on
		polled	outstanding		against	votes polled	votes polled votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4) *100	(4)	(5)	(6)=[(4)/(2)] *100	$(6)=[(4)/(2)]$ $(7)=[(5)/(2)]^*$ *100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutional							
holders							
Public -	7961769	5773	0.07251%	5751	22	816819.66	0.38108%
Others							
Total	17379037	9333187	53.70371%	9333165	22	%9266666	0.00024%



Item No. 2

<u>Details of Agenda:</u> Declaration of final dividend for the financial year ended March 31, 2014 and confirmation of the payment of interim dividend made during the financial year ended March 31, 2014.

Promoter/	No. of	of No. of	% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes in % of Votes	No. of Votes	% of Votes in	% of Votes
Public	shares held votes		polled on in favour	in favour	- against	favour on	against on
		polled	outstanding			votes polled	votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4)	(4)	(5)	$ (6)=[(4)/(2)]^* $	(7)=[(5)/(2)] *100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutional							
holders							
Public -	7961769	5773	0.07251%	5773	0	100.00%	0
Others							
Total	17379037	9333187	53.70371%	9333187	0	100.00%	0



Item No. 3

Details of Agenda: Appointment of a director in place of Prof. Joginder Singh Sodhi, who retires by rotation and being eligible, offers himself for re- appointment.

Promoter/	Promoter/ No. of shares No.	3	% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes % of Votes	No. of Votes	% of Votes	% of Votes
Public	held	votes	no pellod	in favour	- against	in favour on	against on
		polled	outstanding			votes polled	votes polled
	(1)	(2)	(3)= $[(2)/(1)]$ (4)	(4)	(5)	(6)=[(4)/(2)] *100	(6)=[(4)/(2)]
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutiona							
1 holders							
Public -	7961769	5748	0.07220%	5745	3	99.94781%	0.05219%
Others							
Total	17379037	9333162	53.70356%	9333159	3	%26666666666666666666666666666666666666	0.00003%
200000000000000000000000000000000000000		The second secon			No.		



Item No. 4

Details of Agenda: Appointment of M/s A. F. Ferguson & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.

Promoter/	No. of shares No.		% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes in % of Votes	No. of Votes	% of Votes in	% of Votes
Public	held	votes	polled on in favour	in favour	- against	favour on	on against on
		polled	outstanding			votes polled	votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4)	(4)	(5)	$(6)=[(4)/(2)]^* (7)=[(5)/(2)]$	(7)=[(5)/(2)]
			*100			100	*100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutiona							
1 holders							
Public -	7961769	5773	0.07251%	5770	3	99.94803%	0.05197%
Others							
Total	17379037	9333187	53.70371%	9333184	3	%26666666	0.00003%



Item No. 5

Details of Agenda: Appointment of Mr. Bipin Maira as an Independent Director of the Company.

Promoter/	No. of	of No. of	% of Votes	of % of Votes No. of Votes - No.		of % of Votes % of Votes	% of Votes
Public	shares held votes	votes	polled on in favour	in favour	Votes -	in favour on	in favour on against on
		polled	outstanding		against	votes polled votes polled	votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4) *100	(4)	(5)	(6)=[(4)/(2)] *100	$(6)=[(4)/(2)]$ $(7)=[(5)/(2)]^*$ *100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutional							
holders							
Public -	7961769	5748	0.07220%	5735	13	99.77383%	0.22617%
Others							
Total	17379037	9333162	53.70356%	9333149	13	%98666.66	0.00014%



Item No. 6

Details of Agenda: Appointment of Prof. Sudhir Kumar Jain as an Independent Director of the Company.

. 43	No. of shares held		% of Votes No. of Votes polled on in favour	of % of Votes No. of Votes - No. of Votes % of Votes % of Votes polled on in favour - against in favour on against on	No. of Votes - against	% of Votes % of Votes in favour on against on	% of Votes against on
		ропед	outstanding shares			votes polled votes polled	votes polled
(1)		(2)	(3)=[(2)/(1)] (4) *100	(4)	(5)	$ \begin{array}{c} (6) = [(4)/(2)] \\ *100 \\ \end{array} $	(7)=[(5)/(2)] *100
7767882	882	7759970	99.89814%	7759970	0	100.00%	0
1649	1649386	1567444	95.03197%	1567444	0	100.00%	0
1961	7961769	5748	0.07220%	5685	63	98.90397%	1.09603%
173	17379037	9333162	53.70356%	9333099	63	99.99932%	%8900000



Item No. 7

Details of Agenda: Appointment of Mr. Ravi Vira Gupta as an Independent Director of the Company.

Promoter/	No. of shares No.		% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes in % of Votes	No. of Votes	% of Votes in	% of Votes	
Public	held	votes	polled on in favour	in favour	- against	favour on against on	against on	
		polled	outstanding			votes polled votes polled	votes polled	
			shares					
	(1)	(2)	(3)=[(2)/(1)] (4)	(4)	(5)	$(6)=[(4)/(2)]^* (7)=[(5)/(2)]$	(7)=[(5)/(2)]	
			*100			100	*100	
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0	
and								
Promoter								
Group								
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0	
Institutiona								
l holders								
Public -	7961769	5748	0.07220%	5685	63	98.90397%	1.09603%	
Others								
Total	17379037	9333162	53.70356%	9333099	63	99.99932%	%8900000	



Item No. 8

Details of Agenda: Appointment of Dr. Meenakshi Nayar as an Independent Director of the Company.

Promoter/	Promoter/ No. of shares No.		% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes in % of Votes	No. of Votes	% of Votes in	% of Votes
Public	held	votes	polled on	in favour	- against	favour on	against on
		polled	outstanding			votes polled votes polled	votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4)	(4)	(5)	$(6)=[(4)/(2)]^* (7)=[(5)/(2)]$	(7)=[(5)/(2)]
			*100			100	*100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutiona							
1 holders							
Public -	7961769	5748	0.07220%	5735	13	99.77383%	0.22617%
Others							
Total	17379037	9333162	53.70356%	9333149	13	%98666.66	0.00014%



Item No. 9

Details of Agenda: Approval of the Remuneration of the Cost Auditors.

Promoter/	No. of	of No. of	% of Votes	of % of Votes No. of Votes - No.		of % of Votes in % of Votes	% of Votes
Public	shares held votes	votes	polled on in favour	in favour	Votes -	favour on	on against on
		polled	outstanding		against	votes polled votes polled	votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4)	(4)		$(6)=[(4)/(2)]^*$ $(7)=[(5)/(2)]^*$	$(7)=[(5)/(2)]^*$
			*100		(5)	100	100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutional							
holders							
Public -	7961769	5748	0.07220%	5738	10	99.82603%	0.17397%
Others							
Total	17379037	9333162	53.70356%	9333152	10	%68666.66	0.00011%



Item No. 10

Details of Agenda: Amendment of Articles of Association of the Company.

Promoter/	No. of	of No. of	% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes % of Votes	No. of Votes	% of Votes	% of Votes
Public	shares held votes		polled on in favour	in favour	- against	in favour on	in favour on against on
		polled	outstanding			votes polled	votes polled votes polled
			shares				
	(1)	(2)	(3)=[(2)/(1)] (4)	(4)	(5)	(6)=[(4)/(2)]	(6)=[(4)/(2)] $(7)=[(5)/(2)]*$
			*100			*100	100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutional							
holders							
Public -	7961769	5773	0.07251%	5757	16	99.72285%	0.27715%
Others							
Total	17379037	9333187	53.70371%	9333171	16	99.99983%	0.00017%



Item No. 11

Details of Agenda: Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company.

Mode of Voting: (Show of hands/Poll/Postal ballot/E-voting): e-voting and Assent / Dissent Form and Poll Resolution required (Ordinary/Special): Special Resolution

Promoter/	No. of	of No. of	% of Votes	of % of Votes No. of Votes - No. of Votes % of Votes % of Votes	No. of Votes	% of Votes	% of Votes
Public	shares held votes		polled on in favour	in favour	- against	in favour on	in favour on against on
		polled	outstanding			votes polled votes polled	votes polled
			shares				
	(1)	(2)	$(3)=[(2)/(1)]^*$ (4)	(4)	(5)	(6)=[(4)/(2)]	(6)=[(4)/(2)] $(7)=[(5)/(2)]*$
			100			*100	100
Promoter	7767882	7759970	99.89814%	7759970	0	100.00%	0
and							
Promoter							
Group							
Public -	1649386	1567444	95.03197%	1567444	0	100.00%	0
Institutional							
holders							
Public -	7961769	5748	0.07220%	5735	13	99.77383%	0.22617%
Others							
Total	17379037	9333162	53.70356%	9333149	13	%98666.66	0.00014%

For DCM Limited

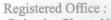
Mukesh Sharma (Company Secretary)

Date-06/08/2014 Places New Dellin



CONSOLIDATED RESULTS OF VOTING CONDUCTED THROUGH E-VOTING AND ASSENT/DISSENT FORMS PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND POLL CONDUCTED PURSUANT TO SECTION 109 OF THE COMPANIES ACT, 2013 AND RULE 21(2) OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 FOR THE 124TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY, 4TH AUGUST, 2014 AT 3.30 P.M. AT MPCU SHAH AUDITORIUM, SHREE GUJARATI SAMAJ MARG, CIVIL LINES, NEW DELHI – 110054.

Voting	Votes in favour (Shares)	Votes against (Shares)	Total	% of votes in favour of the resolution	
ORDINARY BU Ordinary Reso March 31, 2014		Adoption of Fina Board of Director	ancial Statem	ents for the finan	cial year ended
e-voting and Assent / Dissent Forms	9331645	22	9331667	99.99976%	0.00024%
Poll	1520	0	1520	100%	0
Total	9333165	22	9333187	99.99976%	0.00024%
Based on the abo	ove, the Resolutio	n has been passed	d with the requ	isite majority	
ended March 3 e-voting and Assent / Dissent Forms	9331667	0	9331667	100%	0
					0
Poll	1520	0	1520	100%	0
Poll Total	9333187	0	9333187	100%	0
Total Based on the abo	9333187 ove, the Resolution	on has been passed	9333187 d with the requ	100% isite majority	0
Total Based on the abo Ordinary Reso	9333187 ove, the Resolution	on has been passed	9333187 d with the requ	100% isite majority ace of Prof. Jogind	0
Total Based on the abo Ordinary Reso	9333187 ove, the Resolution No. 3: Application No.	on has been passed	9333187 d with the requ	100% isite majority ace of Prof. Jogind	0
Total Based on the abo Ordinary Reso who retires by re-voting and Assent / Dissent Forms	9333187 ove, the Resolution No. 3: Approtation and being	on has been passed ppointment of a ng eligible, offers	9333187 d with the requ director in pl himself for re	100% isite majority ace of Prof. Jogind appointment.	0 er Singh Sodhi,
Total Based on the abo Ordinary Resolution who retires by the e-voting and Assent /	9333187 ove, the Resolution No. 3: Approtation and being 9331639	on has been passed pointment of a large eligible, offers	9333187 d with the requ director in pl himself for re 9331642	100% isite majority ace of Prof. Jogind - appointment. 99.99997%	o er Singh Sodhi,



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

Phone: (011) 25719967 Fax: (011) 25765214 CIN: L74899DL1889PLC000004 Website: v

Website: www.dcm.in

Mode of Voting	Votes in favour (Shares)	Votes against (Shares)	Total	% of votes in favour of the resolution	
Ordinary Resol as Statutory Au	ution No. 4 : Ap	pointment of Management of Management pointment of the po	s A. F. Fergus their remune	son & Co., Charter eration.	ed Accountants,
e-voting and Assent / Dissent Forms	9331664	3	9331667	99,99997%	0.00003%
Poll	1520	0	1520	100	0
Total	9333184	3	9333187	99.99997%	0.00003%
Based on the abo	ove, the Resolution	on has been passe	d with the requ	uisite majority	
Company e-voting and Assent /	9331629	pointment of M	9331642	99.99986%	0.00014%
Dissent Forms				100	0
Poll	1520	0	1520	100	0 000140/
Total	9333149	13	9333162	99.99986%	0.00014%
Based on the abo	ove, the Resolution	on has been passe	d with the requ	uisite majority	
Ordinary Reso Director of the		Appointment of	Frof. Sudhi	r Kumar Jain as	
e-voting and Assent / Dissent Forms	9331579	63	9331642	99.99932%	0.00068%
Poll	1520	0	1520	100	0
Total	9333099	63	9333162	99.99932%	0.00068%
Based on the ab	ove, the Resolution	on has been passe	ed with the req	uisite majority	
				Gupta as an Indeper	dent Director o
e-voting and Assent / Dissent Forms	9331579	63	9331642	99.99932%	0.00068%
Poll	1520	0	1520	100	0
Total	9333099	63	9333162	99.99932%	0.00068%
	ove, the Resoluti	1 1	1 - 141, 41, 5 000	- i-ita maianitu	



e-voting and Assent / Dissent Forms	9331629	13	9331642	99.99986%	0.00014%
Poll	1520	0	1520	100%	0
Total	9333149	13	9333162	99.99986%	0.00014%
Based on the abo	ove, the Resolution	n has been passed	d with the req	uisite majority	
Mode of Voting	Votes in favour (Shares)	Votes against (Shares)	Total	% of votes in favour of the resolution	
Ordinary Resol	ution No. 9 : Ap	proval of the Rei	nuneration o	f the Cost Auditors	
e-voting and Assent / Dissent Forms	9331632	10	9331642	99.99989%	0.00011%
Poll	1520	0	1520	100	0
Total	9333152	10	9333162	99.99989%	0.00011%
Based on the abo	ove, the Resolution	n has been passed	d with the requ	uisite majority	
Special Resoluti	ion No. 10 : Ame	ndment of Artic	les of Associa	tion of the Compan	у
e-voting and Assent / Dissent Forms	9331651	16	9331667	99.99983%	0.00017%
Poll	1520	0	1520	100	0
Total	9333171	16	9333187	99.99983%	0.00017%
Based on the abo	ove, the Resolution	n has been passed	d with the requ	uisite majority	
Special Resolut Company	ion No. 11: Re-	appointment of	Mr. Jitendra	a Tuli as Managing	Director of the
e-voting and Assent / Dissent Forms	9331629	13	9331642	99.99986%	0.00014%
Poll	1520	0	1520	100	0
Total	9333149	13	9333162	99.99986%	0.00014%

For DCM Limited

Mukesh Sharma (Company Secretary)

Medura

Date: 06.08.2014 Place: New Delhi

Annexure-C

SGS Associates
Company Secretaries

FIRST FLOOR, 14, RANI JHANSI ROAD,

NEW DELHI-110 055 TEL.: 41524497, 42404326

E-mail: sgsdel@gmail.com

Website: www.dpgupta-companysecretary.com

Scrutinizer's Report

(Pursuant to rule section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
DCM Limited
Vikrant Tower,
4, Rajendra Place
New Delhi - 110008

Dear Sir,

Sub.: Scrutinizer's Report on e – voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Assent / Dissent Forms received from the members, who do not have access to e – voting.

I, D.P Gupta, Proprietor of M/s SGS ASSOCIATES, Company Secretaries, having its registered office at 14, First Floor, Rani Jhansi Road, Jhandewalan, New Delhi- 110055, have been appointed as the scrutinizer by the Board of Directors of DCM Limited pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, for the purpose of conducting and scrutinizing the e-voting process the Assent / Dissent Forms received from the members in respect of the below mentioned resolutions to be passed at the 124th Annual General Meeting of the Company to be held on August 4, 2014.

The Notice dated May 28, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the members in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on August 4, 2014.

The Company has availed the e – voting facility offered by National Securities Depository Limited (NSDL) for conducting e – voting by the members of the Company. The Company has also provided voting by Assent / Dissent Forms to the members who do not have access to e – voting facility.

The members of the Company holding shares as on the "cut off" date of June 20, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 11 in the Notice of the 124th AGM of DCM Limited.

The voting period for e- voting commenced on Tuesday, July 29, 2014 at 9:00 a.m. and ended on Thursday, 31, 2014 at 6:00 p.m. and the NSDL e – voting platform was blocked thereafter.

The votes were unblocked on July 31, 2014 around 6.05 p.m. in the presence of two witnesses, Ms. Sakshi Mathur (Pocket-L, 234-B, Dilshad Garden, Delhi -110095) and Ms. Surbhi Bansal (House no. 46, BLOCK B-3 Paschim Vihar New Delhi - 110063) who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signatures Sakshi Mathur

Votes casted through Assent / Dissent Forms received upto 6.00 p.m. on July 31, 2014 were only considered.

I have scrutinized and reviewed the e-voting and Assent / Dissent Forms and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e – voting system and the Assent / Dissent Forms received respectively. 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 e-voting and Assent / Dissent Forms in respect of the said Resolutions:

- 1. Resolution No. 1:
 Adoption of Financial Statements for the financial year ended March 31, 2014 and Reports of Board of Directors and Auditors thereon
 - · Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	Number of votes cast (Shares)	% of total number of valid votes cast
	and Assent / Dissent Form	9331198	99.9950%
E – Voting Assent / Dissent	17	447	0.0048%
Forms Total	44	9331645	99.9998%

· Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	110111001		% of total number of valid votes cast
	and Assent / Dissent Form	0		0
E – Voting Assent / Dissent	1	22		0.0002%
Forms	1	22	/	0.0002%
Total			1	



Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
T7 X7 4*	0	0
E - Voting	0	0
Assent / Dissent Forms Total	0	0

Invalid Votes

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E 77.4	0	0
E – Voting	4	14
Assent / Dissent Forms	4	14
Total		

2. Resolution No. 2:

Declaration of final dividend for the financial year ended March 31, 2014 and confirmation of the payment of interim dividend made during the financial year ended March 31, 2014.

· Voted in favour of the resolution

	Number of Members voted through e- voting system	110000	% of total number of valid votes cast
	and Assent / Dissent Form	9331198	99.9950%
E – Voting Assent / Dissent	18***	469	0.0050%
Forms	45	9331667	100%
Total	43		

Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	Number of votes cast (Shares)	% of total number of valid votes cast
	and Assent / Dissent rolling	7 0	0
E – Voting	0	0	0
Assent / Dissent	0	•	
Forms	0	0	0
Total	0	0	•



Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	0	0
Assent / Dissent Forms	0	0
Total	0	0

Invalid Votes

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	0	0
Assent / Dissent Forms	4	14
Total	4	14

3. Resolution No. 3:

Appointment of a director in place of Prof. Joginder Singh Sodhi, who retires by rotation and being eligible, offers himself for re-appointment.

• Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E Vating	26	9331173	99.99498%
E – Voting Assent / Dissent	17	466	0.00499%
Forms Total	43	9331639	99.99997%

· Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E Voting	0	0	0
E – Voting Assent / Dissent	1	3	0.00003%
Forms Total	1	3	0.00003%

· Vote not easted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
T Vatina	1	25
E – Voting	0	0
Assent / Dissent Forms	1	25
Total		022

Invalid Votes

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
** ** *	0	0
E – Voting	4	14
Assent / Dissent Forms	1	14
Total		

4. Resolution No. 4:

Appointment of M/s A. F. Ferguson & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.

· Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	1 1 914 14 15 17 17	% of total number of valid votes cast
	and Assent / Dissent roini	9331198	99.99498%
E – Voting	47	466	0.00499%
Assent / Dissent	17	400	
Forms	44	9331664	99.99997%
Total	44		

• Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	110011001	% of total number of valid votes cast
	and Assent / Dissent rorm	0	0
E – Voting Assent / Dissent	1	3	0.00003%
Forms Total	1	3	0.00003%

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
	0	0
E – Voting	0	0
Assent / Dissent Forms	0	0
Total	U	



Invalid Votes

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	0	0
Assent / Dissent Forms	4	14
Total	4	14

5. Resolution No. 5: Appointment of Mr. Bipin Maira as an Independent Director of the Company

• Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	26	9331173	99.99498%
Assent / Dissent	16	456	0.00488%
Forms Total	42	9331629	99.99986%

Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	0	0	. 0
Assent / Dissent	2	13	0.00014%
Forms	77 mm m s		0.000440/
Total	2	13	0.00014%

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	1	25
Assent / Dissent Forms	0	0
Total	1 ,	25

	Total number of members whose votes were declared invalid	Total cast(Sl	number nares)	of	Votes
E – Voting	0		0		
Assent / Dissent Forms	4	11134	14		
Total	0	1	0		



6. Resolution No. 6: Appointment of Prof. Sudhir Kumar Jain as an Independent Director of the Company

Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	25	9331123	99.99445%
Assent / Dissent Forms	16	456	0.00488% -
Total	41	9331579	99.99933%

• Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	1	50	0.00053%
Assent / Dissent Forms	2	13	0.00014%
Total	3	63	0.00067%

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Vote cast(Shares)
E – Voting	1	25
Assent / Dissent Forms	0	0
Total	1	25

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	0	0
Assent / Dissent Forms	4	14
Total	0	0



7. Resolution No. 7: Appointment of Mr. Ravi Vira Gupta as an Independent Director of the Company

• Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	25	9331123	99.99445%
Assent / Dissent Forms	16	456	0.00488%
Total	41	9331579	99.99933%

Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	1	50	0.00053%
Assent / Dissent Forms	2	13	0.00014%
Total	3	63	0.00067%

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	1	25
Assent / Dissent Forms	0	0
Total	1	25

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	0.	0
Assent / Dissent Forms	4	14
Total	0.	0



8. Resolution No. 8: Appointment of Dr. Meenakshi Nayar as an Independent Director of the Company

• Voted in favour of the resolution

	and Assent / Dissent Form	9331173 456	votes % of total number of valid votes cast 99.99498% 0.00488%
# 77-4 1	st the resolution	9331629	99.99986%

• Voted against the resolution

	and Assent / Dissent Form	cast(Shares) 0 13	votes	% of total number of valid votes cast 0 0.00014%
* 77	ted in either way	13		0.00014%

Vote not casted in either way

E – Voting Assent / Dissent Forms Total	Total number of members whose votes were declared invalid 1 0	Total number of cast(Shares) 25	Votes
 Invalid Votes 		25	

E – Voting Assent / Dissent Forms Total	Total number of members whose votes were declared invalid 0 4 0	Total number cast(Shares) 0 14	of	Votes
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9. Resolution No. 9: Approval of the Remuneration of the Cost Auditors

• Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	Tydillool or	% of total number of valid votes cast
	and Assent / Dissent Form	9331173	99.99497%
E - Voting	17	459	0.00492%
Assent / Dissent Forms	11		
Total	43	9331632	99.99989%

• Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	* 1011110	% of total number of valid votes cast
F. Matina	and Assent / Dissent rollin	0	0
E – Voting Assent / Dissent	1	10	0.00011%
Forms	4	10	0.00011%
Total		10	

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
	1	25
E – Voting	0	0
Assent / Dissent Forms	1	25
Total		

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
	Votes were decided in	0.
E – Voting	1	14
Assent / Dissent Forms	9	0
Total	0 *	



10. Resolution No. 10:

Amendment of Articles of Association of the Company

• Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form	Tytilliooi or	% of total number of valid votes cast	
	and Assem / Dissem Form	9331198	99.99498%	
E – Voting	21	453	0.00485%	
Assent / Dissent	16	400		
Forms		9331651	99.99983%	
Total	43	9331031	00.0300070	

Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
F Viting	0	0	0
E – Voting Assent / Dissent	2	16	0.00017%
Forms		16	0.00017%
Total	2	10	

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
	O O	0
E – Voting	0	0
Assent / Dissent Forms	0	0
Total		

	Total number of members whose votes were declared invalid	Total number cast(Shares)	of	Votes
	Votes were declared invaria	0		
E – Voting	4	14		
Assent / Dissent Forms	0	0		Taran I
Total	U U			



11. Resolution No. 11:

Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company

• Voted in favour of the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	26	9331173	99.99498%
Assent / Dissent Forms	16	456	0.00488%
Total	42	9331629	99.99986%

• Voted against the resolution

	Number of Members voted through e- voting system and Assent / Dissent Form		% of total number of valid votes cast
E – Voting	0	0	0
Assent / Dissent Forms	2	13	0.00014%
Total	2	13	0.00014%

Vote not casted in either way

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E – Voting	1	25
Assent / Dissent Forms	0	0
Total	1	25

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)		
E – Voting	0	. 0		
Assent / Dissent Forms	- 4	14		
Total	0	0		



The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You, Yours faithfully, For SGS Associates

D P Gupta Proprietor

Place: New Delhi Dated: 2-Aug-14



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

FORM No. MGT-13 Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of The Companies (Management and Administration) Rules, 2014]

To.

Shri Jitendra Tuli,
Chairman
124th Annual General Meeting of the Equity Shareholders of
DCM Limited held on Monday, August 4, 2014 at 3.30 P.M., at MPCU Shah
Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi-110 054.

Dear Sir,

- I, Pragnya Parimita Pradhan, Company Secretary in Whole Time Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 124th Annual General Meeting of **DCM Limited** held on Monday, the August 4, 2014 at 3.30 P.M., at MPCU Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, New Delhi-110 054, submit my report as under:
- 1. After the time fixed for closing of the poll by the Chairman, two ballot boxes were kept for polling were locked in my presence with due identification marks placed by me.
- The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:
- a) Ordinary Resolution at item No-1 Adoption of Financial Statements for the financial year ended March 31, 2014 and Reports of Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number present an (in person		g	Number of them	of votes	cast	by	% of total number of valid votes cast	
	56		1520				100%	B

WZ-189, 2nd Floor, Hari Bhawan, Khampur, Opp. West Patel Nagar, New Denia 10008 Tel: 011-25701579, Mob: 9953457413 Email id: Pragnyap.pradhan@gmail.com



PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

(ii) Voted against the resolution:

Number present an (in person	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
21	NA

b) Ordinary Resolution at item no-2- Declaration of final dividend for the financial year ended March 31, 2014 and confirmation of the payment of interim dividend made during the financial year ended March 31, 2014

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number present ar (in person	Number of votes cast by them	% of total number of valid votes cast
NIL -	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
21	NA

c) Ordinary Resolution at item no-3- Appointment of a director in place of Prof. Joginder Singh Sodhi, who retires by rotation and being eligible, offers himself for re-appointment.

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PRACTICING COMPANY SECRETARIES

(i) Voted in favour of the resolution:

Number present and (in person	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number present and (in person of	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
21	NA

d) Ordinary Resolution at item no- 4- Appointment of M/s A. F. Ferguson & Co., Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	rs Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

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PS

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PRACTICING COMPANY SECRETARIES

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

e) Ordinary Resolution at item no - 5- Appointment of Mr. Bipin Maira as an Independent Director of the Company

(i) Voted in favour of the resolution:

present an	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	rs Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
-21	NA

f) Ordinary Resolution at item no-6- Appointment of Prof. Sudhir Kumar Jain as an Independent Director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

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PKS

PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

(ii) Voted against the resolution:

Number present an (in person	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

g) Ordinary Resolution at item no-7- Appointment of Mr. Ravi Vira Gupta as an Independent Director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

PS

PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

h) Ordinary Resolution at item no-8- Appointment of Dr. Meenakshi Nayar as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

i) Ordinary Resolution at item no-9- Approval for the Remuneration of the Cost Auditors

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

PKS

PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

j) Special Resolution at item no-10- Amendment of Articles of Association of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

K) Special Resolution at Item no- 11- Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	1520	100%

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PRAGNYA PRADHAN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
21	NA

- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

For PRAGNYA PRADHAN & ASSOCIATES

(Gampany Secretaries)

Date: 05-08-2014

Place: New Delhi

(Pragnya Parimita Pradhan)
Proprietor

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