



Dhanuka Agritech Limited

AN ISO 9001 : 2008 COMPANY

Online

Date: August 11, 2017

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

**The Department of Corporate Services-Listing
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001**

Ref: Symbol- DHANUKA

Scrip Code: 507717

Sub: E-Voting Results – Annual General Meeting held on 10th August, 2017

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015, please find enclosed Report of the E-voting results including Ballot Form at the venue of the Annual General Meeting with regard to all the Resolutions contained in the Notice of the 32nd Annual General Meeting held on Thursday, 10th August, 2017 at 11: A.M. at Mapple Emerald Hotel, Rajokri, National Highway - 8, New Delhi-110 038.

Request you to kindly take the above on your records.

Thanking You,
Yours faithfully,

For Dhanuka Agritech Limited


**Kapil Garg
Company Secretary**

Encl: a/a

32nd AGM of Dhanuka Agritech Limited- Details of voting results

Date of the AGM/EGM	10 th August, 2017
Total number of Shareholders on record date	18556
No. of Shareholders present in the Meeting either in person or through proxy 1. Promoter and Promoter Group 2. Public	114 16 (including 12 proxies) 98 (including 2 proxies)
No. of Shareholders attended the Meeting through video conferencing 1. Promoter and Promoter Group 2. Public	Not Applicable - -

1. To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet of the Company as at 31st March, 2017 along with the Standalone and Consolidated Profit and Loss Account for the Financial Year ended on that date and the Cash Flow Statement together with the Reports of the Auditors and Directors thereon.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100	0
Public-Institution s	E-Voting	5377315	5000160	92.99	5000160	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100	0
Public-Non Institution s	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	0	100	0
Total		49078324	41809653	85.19	41809651	2	100.00	0.00

2. To declare Dividend for the Financial Year ended on 31st March, 2017.

Resolution required: (Ordinary/ Special)		ordinary						
Whether promoter/ promoter group are interested in		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100	0
Public-Institutions	E-Voting	5377315	5000160	92.99	5000160	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100	0
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	0	100	0
Total		49078324	41809653	85.19	41809651	2	100.00	0.00

3. To appoint a Director in place of Mr. Ram Gopal Agarwal (DIN: 00627386), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100	0
Public-Institutions	E-Voting	5377315	5000160	92.99	5000160	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100	0
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	0	100	0
Total		49078324	41809653	85.19	41809651	2	100.00	0.00

4. To appoint a Director in place of Mr. Rahul Dhanuka (DIN: 00150140), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100	0
Public-Institutions	E-Voting	5377315	5000160	92.99	5000160	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100	0
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	0	100	0
Total		49078324	41809653	85.19	41809651	2	100.00	0.00

5. To appoint a Director in place of Mr. Mridul Dhanuka (DIN: 00199441), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100.00	-
Public-Institutions	E-Voting	5377315	5000160	92.99	4721954	278206	5.89	5.56
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	4721954	278206	5.89	5.56
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	2	99.74	0.26
Total		49078324	41809653	85.19	41531445	278208	99.33	0.67

6. To appoint Statutory Auditors of the Company, to hold office from the conclusion of this 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting and to decide their remuneration.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100	0
Public-Institutions	E-Voting	5377315	5000160	92.99	4999312	848	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	4999312	848	100	0
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	2	100	0
Total		49078324	41809653	85.19	41808803	850	100.00	0.00

7. To consider and ratify remuneration and appointment of M/s. S. Chander & Associates, Cost Accountants as a Cost Auditors of the Company for the Financial Year 2017-18.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100	0
Public-Institutions	E-Voting	5377315	5000160	92.99	5000160	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100	0
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	2	99.74	0.26
Total		49078324	41809653	85.19	41809651	2	100.00	0.00

8. To consider and appoint Mr. Balvinder Singh Kalsi (DIN: 00012784) as an Independent Director of the Company, for a period of five consecutive years with effect from November 10, 2016.

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100.00	-
Public-Institutions	E-Voting	5377315	5000160	92.99	5000160	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100.00	-
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		29	0.00	27	2	93.10	6.90
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	276	0.00	274	2	99.28	0.72
Total		49078324	41809153	85.19	41809151	2	100.00	0.00

9. To consider and re-appoint Mr. Ram Gopal Agarwal (DIN: 00627386) as Whole time Director under the designation of Chairman of the Company, for a period of 5 years from 1st November, 2017 to 31st October, 2022 (both days inclusive).

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100.00	-
Public-Institutions	E-Voting	5377315	5000160	92.99	2561328	2438832	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	2561328	2438832	100.00	-
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		529	0.01	527	2	99.62	0.38
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	776	0.01	774	2	99.74	0.26
Total		49078324	41809653	85.19	39370819	2438834	94.17	5.83

10. To consider and appoint Mr. Ashish Saraf (DIN: 07767324) as Whole time Director of the Company, for a period of 5 years from 24th March, 2017 to 23rd March, 2022 (both days inclusive).

Resolution required: (Ordinary/ Special)			ordinary					
Whether promoter/ promoter group are interested in			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36808743	36808717	100.00	36808717	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	36808743	36808717	100.00	36808717	0	100.00	-
Public-Institutions	E-Voting	5377315	5000160	92.99	5000160	0	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5377315	5000160	92.99	5000160	0	100.00	-
Public-Non Institutions	E-Voting	6892266	247	0.00	247	0	100	0
	Poll		29	0.00	27	2	93.10	6.90
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	6892266	276	0.00	274	2	99.28	0.72
Total		49078324	41809153	85.19	41809151	2	100.00	0.00

R & D

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,
The Chairman,
Dhanuka Agritech Limited
82, Abhinash Mansion,
1st Floor, Joshi Road, Karol Bagh,
New Delhi-110 005

Re: 32nd Annual General Meeting of the Equity Shareholders of Dhanuka Agritech Limited held on Thursday, the 10th day of August, 2017 at 11:00 A.M. at Mapple Emerald Hotel, National Highway - 8, Rajokri, New Delhi-110038

Dear Sir,

I, Debabrata Deb Nath of R&D Company Secretaries, 785, Pocket-E, Mayur Vihar-II, Delhi- 110 091, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 32nd Annual General Meeting of the Equity Shareholders of Dhanuka Agritech Limited held on 10th August, 2017, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. All the poll papers were duly completed, there were 10 (ten) invalid votes casted by the shareholder(s).
4. The result of the Poll is as under



785, Pocket - E, Mayur Vihar - II, Delhi 110 091 INDIA • Phone/Fax : 011-2272 5301, 4301 2488, 4268 6943
E-mail : rndcompanysecretaries@gmail.com

"Raj Chamber's" Hind Samachar Street, Jalandhar - 144 001, Punjab, Phone : 0181-2280315, 2211792

1. Ordinary Resolution – Item No.1

Adoption of Audited Standalone and Consolidated Balance Sheet of the Company as at 31st March, 2017 along with the Standalone and Consolidated Profit and Loss Account for the Financial Year ended on that date and the Cash Flow Statement together with the Reports of the Auditors and Directors thereon

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



2. Ordinary Resolution – Item No. 2

Declaration of Dividend for the financial year ended on 31st March, 2017

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	18	529	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



3. Ordinary Resolution – Item No. 3

Re-appointment of director retiring by rotation- Mr Ram Gopal Agarwal

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



4. Ordinary Resolution – Item No. 4

Re-appointment of director retiring by rotation- Mr Rahul Dhanuka

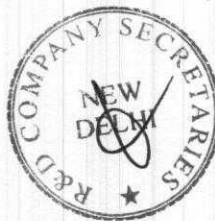
	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



5. Ordinary Resolution – Item No. 5

Re-appointment of director retiring by rotation- Mr Mridul Dhanuka

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



6. Ordinary Resolution – Item No. 6

Appointment of M/s Ambani & Associates LLP, Chartered Accountants as Statutory Auditors of the Company for a period of 5 years

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



7. Ordinary Resolution – Item No. 7

Ratification of remuneration of M/s S.Chander & Associates, Cost Auditors of the Company who are appointed for the Financial Year 2017- 2018

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



8. Ordinary Resolution – Item No. 8

Appointment of Mr Balvinder Singh Kalsi as Independent Director for a consecutive period of 5 years

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15*	27	93.10
(ii) Voted against the resolution	2	2	6.90
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	

**Not included one member who was neutral in this agenda item*



9. Ordinary Resolution – Item No. 9

Appointment of Mr Ram Gopal Agarwal as Whole Time Director designated as Chairman of the Company for a period of 5 years

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	16	527	99.62
(ii) Voted against the resolution	2	2	0.38
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	



10. Ordinary Resolution – Item No. 10

Appointment of Mr Ashish Saraf as Whole Time Director for a period of 5 years

	Number of Members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	15*	27	93.10
(ii) Voted against the resolution	2	2	6.90
	Total number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	
(iii) Invalid votes	10	10	

**Not included one member who was neutral in this agenda item*



5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary, authorized by the Board for safe keeping.

In connection with the aforesaid annual general meeting and voting thereat, it is clarified that the Management of the Company is responsible for compliance with the requirements of the Companies Act, 2013 and rules made there under, regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions. My responsibility as a Scrutinizer is restricted only to the extent of scrutinizing the Ballot Papers and other responsibilities as per Rule 21 of the Companies (Management & Administration) Rules, 2014.

Thanking You,
For R&D
Company Secretaries



Debabrata Deb Nath
Partner
FCS No.: 7775; CP No.: 8612

Witness, in whose presence the voting was unlocked by the Scrutinizer:

1.


Signature

Name: Anushree Bhatt
Address: 24, Pocket D Mayur Vihar-II
Delhi-110 091

2.


Signature

Name: Rinkal
Address: RC-196, Nav Chetna
Vihar, Khora Colony,
Ghaziabad, Uttar Pradesh

Date: 11th August, 2017

Place: Delhi

R & D

COMPANY SECRETARIES

Consolidated Scrutinizer Report for remote e-voting & Poll for the purpose of the 32nd Annual General meeting of Dhanuka Agritech Ltd.

To,
The Chairman,
Dhanuka Agritech Limited
82, Abhinash Mansion,
1st Floor, Joshi Road, Karol Bagh,
New Delhi-110005

Sub: Passing of Resolution(s) through Remote e- voting & Poll conducted at the 32nd Annual General Meeting of the Equity Shareholders of Dhanuka Agritech Limited held on Thursday, the 10th day of August, 2017 at 11:00 A.M. at Mapple Emerald Hotel, National Highway - 8, Rajokri, New Delhi-110038

Dear Sir,

Pursuant to the Resolution passed by the Board of Dhanuka Agritech Limited (hereinafter referred to as the "**Company**"), in terms of Rule 20 (Management and Administration) Amendment Rules, 2015, the undersigned has been appointed as the Scrutinizer for the e-voting process for the purpose of Annual General Meeting (AGM) of the Company and also for the purpose of Poll at the said AGM.

The undersigned has submitted separate Scrutinizer Report in respect of e-voting and poll conducted at the aforesaid AGM.

To facilitate the Company to declare the result on the resolutions; the undersigned is submitting the combined scrutinizer comprising of votes cast by the shareholders through the e-voting process and through the Poll process at the AGM:

The result of the E-voting together with the votes cast at the Poll conducted the AGM is as under:



Sl. No.	Particulars of resolution	Ordinary/ Special resolution	Voting	No. of Share holders Voted	Votes in favour		Votes Against		Invalid Votes
					No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	
1	Adoption of Audited Standalone and Consolidated Balance Sheet of the Company as at 31 st March, 2017 along with the Standalone and Consolidated Profit and Loss Account for the Financial Year ended on that date and the Cash Flow Statement together with the Reports of the Auditors and Directors thereon	Ordinary Resolution	E-voting	70	41809124	100	0	0	0
			Poll	28	527	99.62	2	0.38	10
			Total	98	41809651	99.99	2	0.01	10
2	Declaration of Dividend for the financial year ended on 31 st March, 2017	Ordinary Resolution	E-voting	70	41809124	100	0	0	0
			Poll	28	527	99.62	2	0.38	10
			Total	98	41809651	99.99	2	0.01	10
3	Re-appointment of director retiring by rotation- Mr Ram Gopal Agarwal	Ordinary Resolution	E-voting	70	41809124	100	0	0	0
			Poll	28	527	99.62	2	0.38	10
			Total	98	41809651	99.99	2	0.01	10
4	Re-appointment of director retiring by rotation- Mr Rahul Dhanuka	Ordinary Resolution	E-voting	70	41809124	100	0	0	0
			Poll	28	527	99.62	2	0.38	10
			Total	98	41809651	99.99	2	0.01	10
5	Re-appointment of director retiring by rotation- Mr Mridul	Ordinary Resolution	E-voting	70	41530918	99.33	278206	0.67	0
			Poll	28	527	99.62	2	0.38	10
			Total	98	41809651	99.99	2	0.01	10



	Dhanuka		Total	98	41531445	99.33	278208	0.67	10
6	Appointment of M/s Ambani & Associates LLP, Chartered Accountants as Statutory Auditors of the Company for a period of 5 years	Ordinary Resolution	E-voting Poll Total	70 28 98	41808276 527 41808803	99.99 99.62 99.99	848 2 850	0.01 0.38 0.01	0 10 10
7	Ratification of remuneration of M/s S.Chander & Associates, Cost Auditors of the Company who are appointed for the Financial Year 2017- 2018	Ordinary Resolution	E-voting Poll Total	70 28 98	41809124 527 41809651	100 99.62 99.99	0 2 2	0 0.38 0.01	0 10 10
8	Appointment of Mr Balvinder Singh Kalsi as Independent Director for a consecutive period of 5 years	Ordinary Resolution	E-voting Poll Total	70 28 98	41809124 27* 41809151	100 93.10 100	0 2 2	0 6.90 0	0 10 10
9	Appointment of Mr Ram Gopal Agarwal as Whole Time Director designated as Chairman of the Company for a period of 5 years	Ordinary Resolution	E-voting Poll Total	70 28 98	39370292 527 39370819	94.17 99.62 94.17	2438832 2 2438834	5.83 0.38 5.83	0 10 10
10	Appointment of Mr Ashish Saraf as Whole Time Director for a period of 5 years	Ordinary Resolution	E-voting Poll Total	70 28 98	41809124 27* 41809151	100 93.10 100	0 2 2	0 6.90 0	0 10 10

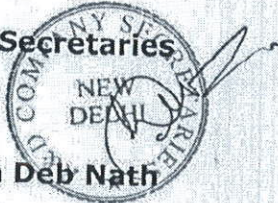
*Not included one member who was neutral in this agenda item.



You may accordingly declare the result of the voting and take other necessary steps in this regard.

Thanking You,

For R&D
Company Secretaries



Debabrata Deb Nath
Partner
FCS No.:7775; CP No.: 8612

Date: 11th August, 2017
Place: Delhi

Countersign by

A handwritten signature in black ink.

x
Chairman

For DHANUKA AGRITECH LTD.

A handwritten signature in blue ink, written over the text "Company Secretary".

Company Secretary

R & D

COMPANY SECRETARIES

Scrutinizer's Report on Remote E-voting carried out for the purpose of the Annual General Meeting of Dhanuka Agritech Limited.

To,
The Chairman,
Dhanuka Agritech Limited
82, Abhinash Mansion,
1st Floor, Joshi Road, Karol Bagh,
New Delhi-110005

Re: 32nd Annual General Meeting of the Equity Shareholders of Dhanuka Agritech Limited held on Thursday, the 10th day of August, 2017 at 11:00 A.M. at Mapple Emerald Hotel, National Highway - 8, Rajokri, New Delhi-110038

Sub: Passing of Resolution(s) through remote e-voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015

Dear Sir,

Pursuant to the Resolution passed by the Board of **Dhanuka Agritech Limited** (hereinafter referred to as the "**Company**"), the undersigned has been appointed as the Scrutinizer for the remote e-voting process in terms of Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company had provided to their shareholders, the facility to exercise their right to the vote at the Annual General Meeting by electronic means through remote e-Voting Services provided by Central Depository Services Limited (CDSL).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under, provisions of the listing agreement and other applicable provisions, relating to voting through electronic means on the resolution contained in the notice to the AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted only to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.



785, Pocket - E, Mayur Vihar - II, Delhi 110 091 INDIA ♦ Phone/Fax : 011-2272 5301, 4301 2488, 4268 6943
E-mail : rndcompanysecretaries@gmail.com

"Raj Chamber's" Hind Samachar Street, Jalandhar - 144 001, Punjab, Phone : 0181-2280315, 2211792

Further to the above, I submit my report as under:

- a. remote e-voting period commences on **7thAugust, 2017** (09:00 a.m. IST) and ends on **9thAugust, 2017** (5:00 p.m. IST).
- b. shareholder of the Company were entitled to cast their votes electronically, who were holding shares of the Company as on the cut-off date - **1st August, 2016**.
- c. the e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services Limited (CDSL), i.e., (<https://www.cdslindia.com/>).

As a scrutinizer the report of the e-Voting carried out by the shareholders was duly complied, the details of which are as follows:



Sl. No.	Particulars of resolution	Ordinary/ Special resolution	No. of Shareholders Voted	Votes in favour		Votes Against		Invalid Votes
				No. Shares	% of total valid Votes	No. of Shares	% of total valid Votes	
1	Adoption of Audited Standalone and Consolidated Balance Sheet of the Company as at 31 st March, 2017 along with the Standalone and Consolidated Profit and Loss Account for the Financial Year ended on that date and the Cash Flow Statement together with the Reports of the Auditors and Directors thereon	Ordinary Resolution	70	41809124	100	0	0	0
2	Declaration of Dividend for the financial year ended on 31 st March, 2017	Ordinary Resolution	70	41809124	100	0	0	0
3	Re-appointment of director retiring by rotation- Mr Ram Gopal Agarwal	Ordinary Resolution	70	41809124	100	0	0	0
4	Re-appointment of director retiring by rotation- Mr Rahul Dhanuka	Ordinary Resolution	70	41809124	100	0	0	0
5	Re-appointment of director retiring by rotation- Mr Mridul Dhanuka	Ordinary Resolution	70	41530918	99.33	278206	0.67	0



6	Appointment of M/s Ambani & Associates LLP, Chartered Accountants as Statutory Auditors of the Company for a period of 5 years	Ordinary Resolution	70	41808276	99.99	848	0.01	0
7	Ratification of remuneration of M/s S.Chander & Associates, Cost Auditors of the Company who are appointed for the Financial Year 2017- 2018	Ordinary Resolution	70	41809124	100	0	0	0
8	Appointment of Mr Balvinder Singh Kalsi as Independent Director for a consecutive period of 5 years	Ordinary Resolution	70	41809124	100	0	0	0
9	Appointment of Mr Ram Gopal Agarwal as Whole Time Director designated as Chairman of the Company for a period of 5 years	Ordinary Resolution	70	39370292	94.17	243883 2	5.83	0
10	Appointment of Mr Ashish Saraf as Whole Time Director for a period of 5 years	Ordinary Resolution	70	41809124	100	0	0	0



You may accordingly declare the result of the voting in due course and take other necessary steps in this regard.

Thanking You,
For R&D
Company Secretaries

Debabrata Deb Nath
Partner
FCS No.:7775; CP No.: 8612



Witness, in whose presence the voting was unlocked by the Scrutinizer:

1.

Signature

Name: Anushree Bhatt
Address: 24, Pocket D Mayur Vihar-II
Delhi-110 091

2.

Signature

Name: Rinkal
Address: RC-196, Nav Chetna
Vihar, Khora Colony,
Ghaziabad, Uttar Pradesh

Date: 11th August, 2017
Place: Delhi