

**DCM**  
**LIMITED**

September 27, 2017

~~BSE Limited~~  
✓ Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001

~~National Stock Exchange of India Ltd.~~  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051

Scrip Code: 502820 / DCM

Dear Sir,

**Subject - Details of Results of Postal Ballot - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

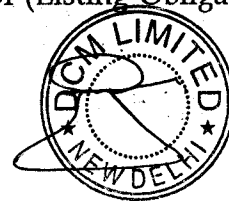
This has reference to our letter dated August 17, 2017, enclosing the Postal Ballot Notice along with Explanatory Statement seeking the consent of members of the Company by way of Special Resolution through Postal Ballot / E-voting process in respect of following item of business :

1. authorising the Board of Directors of the Company or any committee constituted by Board (hereinafter referred to as 'the Board') to mortgage/pledge/hypothecate and/or create charge etc. on whole or part of land of the Company including the land converted /to be converted into freehold from leasehold at Bara Hindu Rao/ Kishan Ganj, Delhi ('Project Land') to secure any loan raised/to be raised by Purearth Infrastructure Ltd. (PIL) and/or other company /firm and/or body corporate engaged /to be engaged in joint development of Real Estate Project at Project Land along with PIL, not exceeding Rs. 1000 Crores (Rupees one thousand Crores).

In connection with the above and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolution in respect of aforesaid business item, as stated in the aforesaid Postal Ballot Notice dated August 9, 2017 has been passed by members of the Company by requisite majority. The approval to aforesaid Resolutions is deemed to have been received on the last date of receipt of Postal Ballot Forms i.e. September 25, 2017.

Further, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following documents:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - I.



Registered Office :

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

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

CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in

e-mail id: investors@dcm.in

2. Consolidated Results of 'e-voting' and 'Physical Postal Ballot Forms' as Annexure-II.

3. Scrutinizer's Report on Postal Ballot Forms and e-Voting as Annexure - III

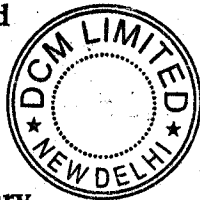
The above are also being updated on Company's website at [www.dcm.in](http://www.dcm.in)

We request you to take the same on record and acknowledge the receipt of this letter.

Thanking you,  
Yours truly,  
For DCM Limited



Yadvinder Goyal  
Company Secretary



Encl: a/a

Copy to  
MCS Share Transfer Agent Ltd.  
F-65, Okhla Industrial Area,  
Phase-1,  
New Delhi - 110020

National Securities Depository Limited  
Trade World, A Wing, 4<sup>th</sup> & 5<sup>th</sup> Floors,  
Kamala Mills Compound,  
Lower Parel, Mumbai - 400 013.



## Postal Ballot Voting Results

Disclosure as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Company : DCM Limited, (Stock Code - 502820/DCM)
Date of Postal Ballot : Notice dated August 9, 2017 (Voting start date : August 27, 2017 and Voting end date : September 25, 2017)
Total number of shareholders on record date (i.e. on July 28, 2017) : 44145
No. of shareholders present in the meeting either in person or through proxy: Not Applicable
Promoters and Promoter Group Public
No. of Shareholders attended the meeting through Video Conferencing : Not Applicable
Promoters and Promoter Group Public

Agenda item No. 1 – authorising the Board of Directors of the Company or any committee constituted by Board (hereinafter referred to as 'the Board') to mortgage/pledge/hypothecate and/or create charge etc. on whole or part of land of the Company including the land converted /to be converted into freehold from leasehold at Bara Hindu Rao/ Kishan Ganj, Delhi ('Project Land') to secure any loan raised/to be raised by Purearth Infrastructure Ltd. (PIL) and/or other company /firm and/or body corporate engaged /to be engaged in joint development of Real Estate Project at Project Land along with PIL, not exceeding Rs. 1000 Crores (Rupees one thousand Crores).

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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							
	Poll	9066584	-	-	-	-	-	-
	Postal Ballot							
	Total	9066584	-	-	-	-	-	-
Public-Institutions	E-Voting		1495730	94.3279	1495730	0	100	0
	Poll	1585671	-	-	-	-	-	-
	Postal Ballot							
	Total	1585671	1495730	94.3279	1495730	0	100	0
Public-Non Institutions	E-Voting		224730	2.8002	214314	10416	95.3651	4.6349
	Poll	8025494	-	-	-	-	-	-
	Postal Ballot		414626	5.1664	414610	16	99.9961	0.0039
	Total	8025494	639356	7.9666	628924	10432	98.3684	1.6316
Total		18677749	2135086	11.4312	2124654	10432	99.5114	0.4886

For DCM LIMITED

  
 Chairman & Managing Director

e-mail id: investors@dcm.in

Registered Office :

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

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

CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in



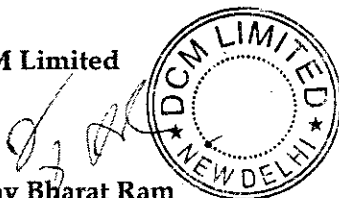
RESULTS OF POSTAL BALLOTS AND E-VOTING CONDUCTED VIDE POSTAL BALLOT NOTICE DATED AUGUST 9, 2017 PURSUANT TO SECTION 110 AND ALL OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND THE COMPANIES (MANAGEMENT AND ADMINISTRATION) AMENDMENT RULES, 2015 (INCLUDING ANY STATUTORY MODIFICATION OR RE-ENACTMENT THEREOF FOR THE TIME BEING IN FORCE) AND CIRCULARS AND NOTIFICATIONS ISSUED THEREUNDER AND REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015

**Special Resolution No. 1 :** authorising the Board of Directors of the Company or any committee constituted by Board (hereinafter referred to as 'the Board') to mortgage/pledge/hypothecate and/or create charge etc. on whole or part of land of the Company including the land converted /to be converted into freehold from leasehold at Bara Hindu Rao/ Kishan Ganj, Delhi ('Project Land') to secure any loan raised/to be raised by Purearth Infrastructure Ltd. (PIL) and/or other company /firm and/or body corporate engaged /to be engaged in joint development of Real Estate Project at Project Land along with PIL, not exceeding Rs. 1000 Crores (Rupees one thousand Crores).

Mode of Voting by members of the Company	Valid votes in favour (Shares)	Valid votes against (Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (Shares)
Postal Ballot	4,14,610	16	4,14,626	99.9961	0.0039	7
e-Voting	17,10,044	10,416	17,20,460	99.3946	0.6054	
<b>Total</b>	<b>21,24,654</b>	<b>10,432</b>	<b>21,35,086</b>	<b>99.5114</b>	<b>0.4886</b>	<b>7</b>

*Based on the above, the Special Resolution No. 1 has been passed with the requisite majority.*

For DCM Limited



Dr. Vinay Bharat Ram  
Chairman and Managing Director

Date : 27.09.2017

Place : New Delhi

e-mail id: [investors@dcm.in](mailto:investors@dcm.in)

Registered Office :

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

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

CIN: L74899DL1889PLC000004 Website: [www.dcm.in](http://www.dcm.in) E-mail: [dcm ltd@dcm.in](mailto:dcm ltd@dcm.in)



## Report of Scrutinizer

*[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015]*

To,

**Dr. Vinay Bharat Ram,**  
**Chairman and Managing Director**  
**DCM Limited,**  
**Vikrant Tower, 4,**  
**Rajendra Place,**  
**New Delhi - 110008**

Dear Sir,

This has reference to appointment of undersigned (i.e. Kapoor Chand Garg, Company Secretary in Whole- Time Practice, Proprietor of M/s KCG & Associates, Company Secretaries, having office at 102, Ganga Chamber, 6A/1, W.E.A., Above Union Bank ATM, Karol Bagh, New Delhi-110005) as Scrutinizer by the Company, in terms of Section 110 and all other applicable provisions of the Companies Act, 2013 read with the Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015 for the purpose receiving and scrutinizing the postal ballot forms received from the members and also to scrutinizing the e-voting process in a fair and transparent manner, in respect of Resolution as stated in Postal Ballot Notice dated August 9, 2017 for approving the following resolution:

1. Special Resolution authorising the Board of Directors of the Company or any committee constituted by Board (hereinafter referred to as 'the Board') to mortgage/pledge/hypothecate and/or create charge etc. on whole or part of land of the Company including the land converted /to be converted into freehold from leasehold at Bara Hindu Rao/ KishanGanj, Delhi ('Project Land') to secure any loan raised/to be raised by Purearth Infrastructure Ltd. (PIL) and/or other company /firm and/or body corporate engaged /to be engaged in joint development of Real Estate Project at Project Land along with PIL, not exceeding Rs. 1000 Crores (Rupees one thousand Crores).

**IN THIS CONNECTION, I HEREBY SUBMIT MY REPORT AS UNDER :**

1. The dispatch of the Postal Ballot Notice and Postal Ballot Form along with postage prepaid self-addressed business reply envelope to the members of the Company whose name(s) appeared on the Register of Members/ List of



Beneficial Owners as on July 28, 2017, was completed on August 26, 2017 as under :

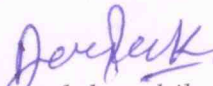
- a. In physical Mode, the Postal Ballot Notice and Postal Ballot Form along with postage prepaid self-addressed business reply envelope, through Courier and Registered Post to all the shareholders of the Company.
  - b. In electronic mode, to those shareholders whose e - mail IDs are registered with the Company/Depositories, in addition to physical mode.
2. The Company has provided the e-voting facility to the Members to exercise their votes electronically on said Resolution through the e-voting service facility arranged by National Securities Depository Limited (NSDL).
  3. The voting period for e-voting and Postal Ballot was commenced on Sunday, August 27, 2017 (9.00 a.m. IST) and will end on Monday, September 25, 2017 (5.00 p.m. IST) and the NSDL e - voting platform was blocked thereafter. The last date for the receipt of Postal Ballot Forms by the Scrutinizer was Monday, September 25, 2017 (5.00 p.m. IST).
  4. All the Postal Ballot Forms including votes cast through e- voting received up Monday, September 25, 2017 (5.00 p.m. IST), the last day and time fixed by the Company for the receipt of the Postal ballot forms/ e-voting, were scrutinized by me with respect to their validity and the votes cast through the same have been recorded.
  5. No Postal Ballot Form including votes cast through e - voting received after Monday, September 25, 2017 (5.00 p.m. IST), the last day and time fixed by the Company have been considered.
  6. The Postal ballot Register was prepared to record shareholder's Assent or Dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any.
  7. A postal ballot form received from Public shareholder of the Company was considered invalid, if:
    - (i) A form other than one issued by the Company has been used;
    - (ii) It has not been signed by or on behalf of the Member;
    - (iii) Signature on the postal ballot form doesn't match the specimen signatures with the Company;
    - (iv) It is not possible to determine without any doubt the assent or dissent of the Member;



- (v) Neither assent nor dissent is mentioned;
- (vi) Any incomplete, torn, incorrectly completed, mutilated, over-written form;
- (vii) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member;
- (viii) The envelope containing the postal ballot form is received after the last date prescribed;
- (ix) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- (x) It is received from a Member who is in arrears of payment of calls;
- (xi) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
- (xii) Member has made any amendment to the Resolution or imposed any condition while exercising his vote.

8. I further report that the e-voting data and Physical Postal Ballot Forms were scrutinized by me for verification of votes cast in favor and against the resolution. The signature verification process was also conducted by the Registrar and Transfer Agent of the Company i.e. M/s MCS Share Transfer Agent Ltd.

9. The votes casted through e-voting were unblocked on September 25, 2017 around 18.02 hours IST in the presence of two witnesses, Mr. Deepak Kaushik R/O. E-200, West Patal Nagar, New Delhi-110008. and Mr. Prashant Shukla R/O. RZ-12 Jain Colony Part-3, Uttam Nagar, New Delhi-P110059 , who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature :   
Name Deepak kaushik

Signature :   
Name Prashant Shukla

10. The votes casted were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting and Postal Ballot Forms.

I have scrutinized and reviewed the Postal ballot and e-voting process in a fair and transparent manner. 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 Postal ballot and e-voting in respect of the following Resolution :

## SUMMARY OF VOTES CAST

Item No. -1-Special Resolution authorising the Board of Directors of the Company or any committee constituted by Board (hereinafter referred to as 'the Board') to mortgage/pledge/hypothecate and/or create charge etc. on whole or part of land of the Company including the land converted./to be converted into freehold from leasehold at Bara Hindu Rao/ KishanGanj, Delhi ('Project Land') to secure any loan raised/to be raised by Purearth Infrastructure Ltd. (PIL) and/or other company /firm and/or body corporate engaged /to be engaged in joint development of Real Estate Project at Project Land along with PIL, not exceeding Rs. 1000 Crores (Rupees one thousand Crores).

(i) Voted in favour of the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	106	4,14,610	19.4189
Voted by E-voting	73	17,10,044	80.0925
<b>Total</b>	<b>179</b>	<b>21,24,654</b>	<b>99.5114</b>

(ii) Voted against the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	2	16	0.0007
Voted by E-voting	11	10,416	0.4878
<b>Total</b>	<b>13</b>	<b>10,432</b>	<b>0.04886</b>





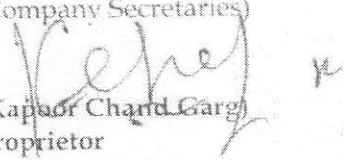
(iii) Invalid votes:

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voted through Postal Ballot	2	7
e-voting	-	-
Total	2	7

11. Hence, the aforesaid resolution is said to have been passed by the requisite majority in accordance with relevant provisions of the Companies Act, 2013 and Rules issued thereunder.
12. 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.
13. In terms of the requirements of the Companies Act, 2013, the Postal Ballot Forms and other related papers/ registers and records will be handed over to the Company for safe custody of the same after signing of the Minutes of the Postal Ballot process.
13. You may accordingly declare result of aforesaid voting, through Postal Ballot and e-voting, in respect of the Resolution given in the Postal Ballot Notice dated August 9, 2017.

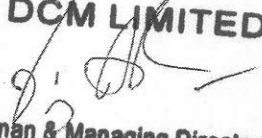
Thanking you,  
Yours faithfully,

For KCG & ASSOCIATES  
(Company Secretaries)

  
(Kapil Chandra Garg)  
Proprietor

Date: 26.09.2017  
Place: New Delhi

Encl. - As stated above

For DCM LIMITED  
  
Chairman & Managing Director