

DARJEELING ROPEWAY CO LTD

104, Shreejee Darshan, Tata Road No. 2, Opera House, Mumbai - 400004

E-mail id: info@darjeelingropeway.com, daropeway@outlook.com

Website: www.darjeelingropeway.com

CIN: L45202MH1936PLC294011, Tel No.: +91 6358262367

1st October, 2018

To
Listing Compliance,
BSE Limited,
P. J. Towers,
Fort,
Mumbai-400 001.

Scrip Code: - 539770

Scrip ID: DARJEELING

Dear Sir,

Sub: Submission of Voting result under Regulations 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulations 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, enclosed herewith is the voting result (including electronic voting) along with Scrutinizer's Report for the resolutions as set out under Notice of Annual General Meeting dated 6th September, 2018.

Further, details as required pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is annexed as Annexure I.

You are requested to kindly take the note of the same.

Thanking You,

By Order of the Board,
For Darjeeling Ropeway Company Limited

H. R. S. C.

Himanshu Shah
Managing Director
DIN: 08198016



Encl: As above

DETAILS REQUIRED UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR NO. CIR/CFD/CMD/4/2015 DATED 9TH SEPTEMBER, 2015.

| Sr. No | Particulars | Reason for Change | Date of Appointment / Resignation / Change | Term of Appointment | Brief Profile | Relationship between directors | Whether director is debarred from Holding the office of Director by virtue of SEBI order |
|--------|---|-------------------|--|--|---|---------------------------------------|--|
| 1 | Appointment of Mr. Himanshu Shah (DIN: 08198016) as the Managing Director of the Company. | Appointment | 10 th August, 2018 | Five years | Mr. Himanshu Shah has over 9 years of experience in all facets of land development, construction and real estate development | With Mrs. Jeni Himanshu Shah (Spouse) | No |
| 2 | Appointment of Mrs. Jeni Shah (DIN: 08198007) as Non-executive Director of the Company. | Appointment | 29 th September, 2018 | Appointed as Director liable to retire by rotation | Mrs. Jeni Shah, is Commerce Graduate from Gujarat University. Her association with the Company would be in the field of business operation. | With Mr. Himanshu Shah (Spouse) | No |
| 3 | Appointment of Mr. Ankitkumar Mehta (DIN: 08213704) as an Independent Director of the Company. | Appointment | 6 th September, 2018 | Five years | Mr. Ankitkumar Mehta is Chartered Accountant and Commerce Graduate and LLB from Gujarat University. He has experience in the field of Income Tax, Indirect Taxes, Auditing etc. | None | No |
| 4 | Appointment of Mr. Nileshkumar Parekh (DIN: 08215249) as Non-executive Director of the Company. | Appointment | 29 th September, 2018 | Appointed as Director liable to retire by rotation | Mr. Nileshkumar Parekh is a Commerce Graduate. He has over 25 years of experience in Textile Market. | None | No |
| 5 | Appointment of Mr. Mahavir Shah (DIN: 08215254) as an Independent Director of the Company. | Appointment | 29 th September, 2018 | Five years | Mr. Mahavir Shah has over 22 years of experience in Textile Market. | None | No |



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| | | | | | | | |
|---|---|----------------------------------|----------------------------------|----|----|----|----|
| 6 | Non-Ratification of Appointment of M/s. Todi Tulsyan & Co., Chartered Accountants as the Statutory Auditor of the Company | Non-Ratification by Shareholders | 29 th September, 2018 | NA | NA | NA | NA |
|---|---|----------------------------------|----------------------------------|----|----|----|----|

7. To make investment(s) and/ or give loan(s) in the form of inter-corporate deposit(s) and/ or short term credit(s) and/ or secured/ unsecured loan(s) to and/ or give guarantee (s) and/ or provide any security(ies) in connection with any loan(s) made to any other person by or by any other person to any subsidiaries, joint ventures, associate companies and/ or any other body(ies) corporate as the Board may deem fit in the interest of the Company upto Rs. 10 crores.
8. To borrow any sum or sums of money from time to time at Boards' discretion, for the purpose of the business of the Company, from any one or more banks, Financial Institutions and other persons, firms, Bodies Corporate, upto Rs. 15 crores.

You are requested to please take on record the above said information.

Thanking you,

By Order of the Board,

For Darjeeling Ropeway Company Limited

H.R. Shah

Himanshu Shah
Managing Director
DIN: 08198016



| General information about company | |
|---|--------------------------------|
| Scrip code | 539770 |
| NSE Symbol | |
| MSEI Symbol | |
| ISIN | INE830S01014 |
| Name of the company | Darjeeling Ropeway Company Ltd |
| Type of meeting | AGM |
| Date of the meeting / Date of declaration of results (in case of Postal Ballot) | 29-09-2018 |
| Start time of the meeting | 12:00 PM |
| End time of the meeting | 01:00 PM |

| Scrutinizer Details | |
|---|------------------------|
| Name of the Scrutinizer | Mayank Arora |
| Firms Name | M/s. Mayank Arora & Co |
| Qualification | CS |
| Membership Number | 33328 |
| Date of Board Meeting in which appointed | 06-09-2018 |
| Date of Issuance of Report to the company | 01-10-2018 |

| Voting results | |
|--|------------|
| Record date | 31-08-2018 |
| Total number of shareholders on record date | 1039 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 19 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of resolution passed in the meeting | 10 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To receive, consider and adopt the audited financial statements for the financial year ended 31st march 2018 together with report of the Director and auditor thereon | | | | |
| 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint a Director in place of Mr. Abhay Giri, Who retires by rotation and being eligible, offers himself for re-appointment; | | | | |
| 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Ratification of appointment of M/s. Todi Tulsyan & co. as a Statutory Auditor 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 | 987673 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 1015 | 143242 | 0.7036 | 99.2964 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 1035 | 143242 | 0.7174 |
| Total | | 3050000 | 144277 | 4.7304 | 1035 | 143242 | 0.7174 | 99.2826 |
| Whether resolution is Pass or Not. | | | | | | | No | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | Appointment of Mr. Himanshu Shah (DIN: 08198016) as a Managing 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 | 987673 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 144277 | 4.7304 | 144277 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(5) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | Appointment of Mrs. Jeni Shah (DIN: 08198007) as Non- Executive 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 | 987673 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 144277 | 4.7304 | 144277 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(6) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Ankitkumar Mehta (DIN: 08213704) as an 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(7) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Nileshkumar Parekh (DIN: 08215249) as Non- Executive 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(8) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Mahavir Shah (DIN: 08215254) as an 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(9) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To obtain consent of the Company in terms of the provision of section 186 of the Companies Act, 2013 to make investment and / or give loan and/ or provide guarantee and/ or security beyond the prescribed limits and to an extent of Rs. 10 crores. | | | | |
| 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 | 0 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

| Resolution(10) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To increase the maximum borrowing limits up to which the Board of Directors can borrow any sum or sums of money up to Rs. 15 Crores (Rupees Fifteen Crores only) | | | | |
| 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 | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 987673 | 734299 | 74.3464 | 734299 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 2062327 | 20 | 0.001 | 20 | 0 | 100 | 0 |
| | Poll | | 144257 | 6.9949 | 144257 | 0 | 100 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2062327 | 144277 | 6.9958 | 144277 | 0 | 100 |
| Total | | 3050000 | 878576 | 28.8058 | 878576 | 0 | 100 | 0 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

MAYANK ARORA & Co.

Company Secretaries

Bldg no. 14/A, 2nd Floor,
Chewul Wadi, Kolbat Lane,
Kalbadevi road, Marine Lines,
Mumbai - 400 002
India

Tel. : +91 22 49735566

+91 22 66155006

Email Id: cs@mayankarora.co.in

Website : www.mayankarora.co.in

FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

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

To,

The Chairman

Annual General Meeting of the Equity Shareholders of

Darjeeling Ropeway Company Ltd,

held on Saturday, 29th day of September, 2018 at 12.00 P. M. at 104- Shreejee Darshan, Tata Road

No. 2, Opera House, Mumbai - 400004

Dear Sir,

I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the Annual General Meeting of M/s. Darjeeling Ropeway company Limited (herein referred as "the Company"), held on Saturday, 29th day of September, 2018 at 12.00 P. M. at 104- Shreejee Darshan, Tata Road, 2 Opera House, Mumbai - 400004 pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the Annual General Meeting dated September 06, 2018. My responsibility as a Scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited and of voting through physical ballots casted by the Members present at the Annual General Meeting of the Company.



I submit my report as under:

1. The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Wednesday, 26th September, 2018 at 9:00 A.M. and closed on Friday, 28th September, 2018 at 5:00 P.M.
2. The voting rights were reckoned as on 22nd September, 2018, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Annual General Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence 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.
5. The votes were unblocked on 29th September, 2018 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Ruchika Konde and Ms. Kajal Khetani. Both of them are not in the employment of the Company.



Ms. Ruchika Konde



Ms. Kajal Khetani

6. No poll paper was found invalid.
7. The Results of the voting are as under:



ORDINARY BUSINESS:

RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt:

- a) To receive, consider and adopt the audited financial statements for the financial year ended 31st march 2018 together with report of the Director and auditor thereon.

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority.



RESOLUTION NO. 2: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Mr. Abhay Giri, Who retires by rotation and being eligible, offers himself for re-appointment;

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 3: (AS AN ORDINARY RESOLUTION)

Ratification of appointment of M/s. Todi Tulsyan & co. as a Statutory Auditor of the Company

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 2 | 20 | 0.00% |
| Voting by poll | 2 | 1015 | 0.72% |
| Total | 4 | 1035 | 0.72% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 17 | 143242 | 99.28% |
| Total | 17 | 143242 | 99.28% |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution is not passed.



SPECIAL BUSINESS:

RESOLUTION NO. 4: (AS A SPECIAL RESOLUTION)

Appointment of Mr. Himanshu Shah (DIN: 08198016) as a Managing Director of the company.

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 2 | 20 | 0.00% |
| Voting by poll | 19 | 144257 | 100% |
| Total | 21 | 144277 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 5: (AS AN ORDINARY RESOLUTION)

Appointment of Mrs. Jeni Shah (DIN: 08198007) as Non- Executive Director of the company

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 2 | 20 | 0.00% |
| Voting by poll | 19 | 144257 | 100% |
| Total | 21 | 144277 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 6: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Ankitkumar Mehta (DIN: 08213704) as an Independent Director of the company

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 7: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Nileshkumar Parekh (DIN: 08215249) as Non- Executive of the company

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 8: (AS AN ORDINARY RESOLUTION)

Appointment of Mr. Mahavir Shah (DIN: 08215254) as an Independent Director of the company

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 9: (AS A SPECIAL RESOLUTION)

To obtain consent of the Company in terms of the provision of section 186 of the Companies Act, 2013 to make investment and / or give loan and/ or provide guarantee and/ or security beyond the prescribed limits and to an extent of Rs. 10 crores.

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



RESOLUTION NO. 10: (AS A SPECIAL RESOLUTION)

To increase the maximum borrowing limits up to which the Board of Directors can borrow any sum or sums of money up to Rs. 15 Crores (Rupees Fifteen Crores only)

(I) Voted in favour of the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 3 | 734319 | 83.58% |
| Voting by poll | 19 | 144257 | 16.42% |
| Total | 22 | 878576 | 100% |

(II) Voted against the resolution:

| | Number of members voted through electronic voting system and Ballot (in person or by proxy) | Number of votes casted (Shares) | % total number of valid votes cast |
|-----------------|---|---------------------------------|------------------------------------|
| Remote E-voting | 0 | 0 | 0 |
| Voting by poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(III) Invalid Votes:

| | Total number of members (in person or in proxy) whose votes were declared invalid | Total Number of votes cast by them |
|----------------|---|------------------------------------|
| E-voting | 0 | 0 |
| Voting by poll | 0 | 0 |
| Total | 0 | 0 |

Result: Resolution passed with requisite majority



8. 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.
9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,
Yours Faithfully,

For Mayank Arora & Co.,
Company Secretaries

Mayank Arora
Mayank Arora
Proprietor

Place: Mumbai
Date: 01/10/2018



For Darjeeling Ropeway Company Limited

H. R. SLL

Himanshu Shah
Managing Director

Annexure - 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 10 of the Notice of the Annual General Meeting of "DARJEELING ROPEWAY COMPANY LTD" held on, September 29, 2018 at 12:00 P.M.:-

| Resolu tion No. | Total Valid Votes Cast | | | Voted in favour of resolution | | | | Voted against the resolution | | | |
|-----------------------|------------------------|--------|--------|-------------------------------|--------|--------|------|------------------------------|--------|--------|-------|
| | Remote E-voting | Poll | Total | Remote E- voting | Poll | Total | % | Remot e E- voting | Poll | Total | % |
| 1 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |
| 2 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |
| 3 | 20 | 144257 | 144277 | 20 | 1015 | 1035 | 0.72 | 0 | 143242 | 143242 | 99.28 |
| 4 | 20 | 144257 | 144277 | 20 | 144257 | 144277 | 100 | 0 | 0 | 0 | 0 |
| 5 | 20 | 144257 | 144277 | 20 | 144257 | 144277 | 100 | 0 | 0 | 0 | 0 |
| 6 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |
| 7 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |
| 8 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |
| 9 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |
| 10 | 734319 | 144257 | 878576 | 734319 | 144257 | 878576 | 100 | 0 | 0 | 0 | 0 |

Result: All Resolutions passed with requisite majority except resolution no. 3.

