

September 13, 2024

<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai - 400 051 <b>NSE Symbol: DISHTV</b>	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001 <b>BSE Scrip Code: 532839</b>
--	---

Kind Attn. : Corporate Relationship Department

**Subject :**

- i. Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- ii. Proceedings of 36<sup>th</sup> Annual General Meeting of the Company held today viz. September 13, 2024 and Voting Results thereof

Dear Sir/Madam,

Pursuant to applicable regulations of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), including Regulation 30, we wish to inform you that the 36<sup>th</sup> Annual General Meeting ('AGM') of the Company was held today i.e. Friday, September 13, 2024 at 11:30 Hrs (IST) through Video Conferencing / Other Audio Visual Means, in accordance with the circular(s) issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India. The business(es) mentioned in the Notice dated August 13, 2024, convening the AGM were transacted at the said AGM.

In terms of applicable regulatory provisions, the Directors present at the AGM, elected Mr. Manoj Dobhal, Whole-time Director of the Company as Chairman for the AGM. Requisite quorum being present, the meeting was called to order at 11:30 Hrs.

In this regard, please find enclosed the following:

1. Summary of AGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations as **Annexure 1**;
2. Voting results of AGM pursuant to Regulation 44 of the Listing Regulations as **Annexure 2**; and
3. Consolidated Report of the Scrutinizer dated September 13, 2024, on remote e-voting and electronic voting at the AGM as **Annexure 3**.

The above results will also be available in the Investor Section on the website of the Company (i.e. [www.dishd2h.com](http://www.dishd2h.com)) and on the website of National Securities Depository Limited ('NSDL') (i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)).

The AGM commenced at 1130 Hrs and concluded at 1234 Hrs.

This is for your information and record.

Thanking you,

Yours truly,  
For Dish TV India Limited

  
**Ranjit Singh**  
Company Secretary & Compliance Officer  
Membership No. A15442  
Contact Number: +91-120-5047000



Encl. as above

Dish TV India Limited, Corp Office: FC-19, Sector-16A, Film City, Noida-201301, U.P. Tel: +91-120-5047000, Fax: +91-120-4357078, CIN: L51909MH1988PLC207553

Regd Office: Office No. 803, 8th Floor, DLH Park, S. V. Road, Goregaon (West), Mumbai - 400 062, Maharashtra. Tel: 022-49734054, Website: [www.dishd2h.com](http://www.dishd2h.com), E-Mail: [investor@dishd2h.com](mailto:investor@dishd2h.com)



**SUMMARY OF PROCEEDINGS OF THE 36<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

The 36<sup>th</sup> Annual General Meeting ('AGM') of the Company was held today viz. Friday, the 13<sup>th</sup> day of September, 2024, at 11:30 Hrs (IST), through Video Conferencing / Other Audio Visual Means in accordance with the applicable provisions of Companies Act, 2013 ('the Act') read with the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), and also in terms of the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time in this regard.

Mr. Ranjit Singh, Company Secretary & Compliance Officer of the Company welcomed the members and other attendees at the 36<sup>th</sup> Annual General Meeting. All Directors were present for the meeting through Video Conferencing mode. The representatives of the Statutory Auditors, Secretarial Auditors, Cost Auditors and Internal Auditors, were also present through Video Conferencing mode. Mr. Manoj Dobhal, Chief Executive Officer and Mr. Rajeev Kumar Dalmia, Chief Financial Officer of the Company were also present through Video Conferencing mode.

The Company Secretary informed the Members that the Company has taken all requisite steps to enable Members to participate through Video Conference and vote at the AGM.

The Company Secretary informed the Members that the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice convening the AGM. In accordance with Regulation 44 of SEBI Listing Regulations and Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules 2014, the Company had extended the E-voting facility to the Members of the Company in respect of all the businesses to be transacted at the AGM, through the electronic voting platform of National Securities Depository Limited ('NSDL'). It was further informed that the Remote E-voting commenced from September 10, 2024, at 9:00 A.M. (1ST) and ended on September 12, 2024, at 5:00 P.M. (1ST).

Members who had not cast their votes electronically earlier and who were participating in the meeting would be able to cast their votes during the meeting and 15 minutes after the meeting through the e-voting system provided by NSDL. The Company Secretary informed the Members that the necessary Registers and documents referred to in the Notice of the AGM were available for inspection electronically on the website of the Company and also through the link of NSDL.

Thereafter, the Company Secretary introduced the Directors, Chief Executive Officer and Chief Financial Officer, attending the AGM of the Company.

Name	Designation
Mr. Manoj Dobhal	Whole Time Director & Chief Executive Officer, Chairman of CSR Committee
Mr. Azzezuddin Mohammad	Independent Director, Chairman of Audit Committee & Nomination and Remuneration Committee
Ms. Garima Bharadwaj	Independent Director, Chairperson of Stakeholder Relationship Committee & Risk Management Committee
Mr. Rajeev Kumar Dalmia	Chief Financial Officer

In terms of the applicable regulatory provisions, the Directors present at the AGM elected Mr. Manoj Dobhal, Whole-time Director and Chief Executive Officer of the Company, as Chairman for the AGM.





The requisite quorum being present through electronic means, the Chairman called the meeting to order. Mr. Dobhal addressed the members' *inter-alia* informing them about the business performance, outlook, etc. of the Company and Industry.

The Notice convening the AGM of the Company was taken as read with the permission of the members of the Company as the same was earlier circulated to the Members. The Company Secretary read the Secretarial Auditor's qualification mentioned in the Secretarial Audit Report of the Company for the Financial Year 2023-24 and referred to the management response thereon as mentioned in the Directors Report.

Thereafter, the Question & Answer (Q&A) forum was opened for the registered speakers to seek clarification or offer any comments related to the resolutions or Financial Statements and Operations of the Company. Total 14 speaker shareholders raised queries/made comments on the financial performance and other relevant matters for which necessary clarifications and responses were provided by the key managerial persons of the Company.

The members were further informed, that Mr. Jayant Gupta (Membership No. F7288), Company Secretary, proprietor of Jayant Gupta & Associates, has been appointed as scrutinizer to scrutinize the vote cast through the remote e-voting platform and electronic voting at the AGM and that the consolidated results of remote e-voting and voting at the AGM would be announced after the AGM and the Results along with the Scrutinizer's report would be uploaded on website of the Company and on the website of NSDL and the same shall also be intimated to the Stock Exchanges.

The Chairman thereafter thanked all the Members for their participation at the AGM and for their constructive suggestions and observations. The Chairman also informed the Members that proceedings of the present AGM finished at 12:34 Hrs and that the e-voting platform shall remain open till 12:49 Hrs, post which the process of counting of votes shall be initiated, in terms of applicable provisions of law.

98 Shareholders were present in the AGM through Video Conferencing.



Dish TV India Limited								
Resolution Required : Ordinary			1 - ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS AND REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON FOR THE FINANCIAL YEAR 2023-24					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	74384968	74373968	99.9852	74373968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>74373968</b>	<b>99.9852</b>	<b>74373968</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229553363	89828839	39.1320	66198839	23630000	73.6944	26.3056
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>89828839</b>	<b>39.1320</b>	<b>66198839</b>	<b>23630000</b>	<b>73.6944</b>	<b>26.3056</b>
Public Non Institutions	E-Voting	1537317723	570472845	37.1083	506119224	64353621	88.7192	11.2808
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>570472845</b>	<b>37.1083</b>	<b>506119224</b>	<b>64353621</b>	<b>88.7192</b>	<b>11.2808</b>
<b>Total</b>		<b>1841256054</b>	<b>734675652</b>	<b>39.9008</b>	<b>646692031</b>	<b>87983621</b>	<b>88.0242</b>	<b>11.9758</b>





Dish TV India Limited								
Resolution Required : Ordinary			2 - TO RE-APPOINT MR. MANOJ DOBHAL (DIRECTOR IDENTIFICATION NUMBER: 10536036), AS DIRECTOR OF THE COMPANY, LIABLE TO RETIRE BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	74384968	74373968	99.9852	74373968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>74373968</b>	<b>99.9852</b>	<b>74373968</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229553363	90229766	39.3067	60494570	29735196	67.0450	32.9550
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>90229766</b>	<b>39.3067</b>	<b>60494570</b>	<b>29735196</b>	<b>67.0450</b>	<b>32.9550</b>
Public Non Institutions	E-Voting	1537317723	570452904	37.1070	506020474	64432430	88.7050	11.2950
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>570452904</b>	<b>37.1070</b>	<b>506020474</b>	<b>64432430</b>	<b>88.7050</b>	<b>11.2950</b>
<b>Total</b>		<b>1841256054</b>	<b>735056638</b>	<b>39.9215</b>	<b>640889012</b>	<b>94167626</b>	<b>87.1891</b>	<b>12.8109</b>



Dish TV India Limited								
Resolution Required :Ordinary			3 - RATIFICATION OF REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR 2024-25					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	74334968	74373968	99.9852	74373968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>74373968</b>	<b>99.9852</b>	<b>74373968</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229553363	90229766	39.3067	66599766	23630000	73.8113	26.1887
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>90229766</b>	<b>39.3067</b>	<b>66599766</b>	<b>23630000</b>	<b>73.8113</b>	<b>26.1887</b>
Public Non Institutions	E-Voting	1537317723	570485807	37.1092	506115290	64370517	88.7165	11.2835
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>570485807</b>	<b>37.1092</b>	<b>506115290</b>	<b>64370517</b>	<b>88.7165</b>	<b>11.2835</b>
<b>Total</b>		<b>1841256054</b>	<b>735089541</b>	<b>39.9233</b>	<b>647089024</b>	<b>88000517</b>	<b>88.0286</b>	<b>11.9714</b>





Dish TV India Limited								
Resolution Required :Special			4 - APPOINTMENT OF MS. GARIMA BHARADWAJ (DIRECTOR IDENTIFICATION NUMBER: 10632970) AS AN INDEPENDENT DIRECTOR OF THE COMPANY					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	74384968	74373968	99.9852	74373968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>74373968</b>	<b>99.9852</b>	<b>74373968</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229553363	90229766	39.3067	25898482	64331284	28.7028	71.2972
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>90229766</b>	<b>39.3067</b>	<b>25898482</b>	<b>64331284</b>	<b>28.7028</b>	<b>71.2972</b>
Public Non Institutions	E-Voting	1537317723	570430237	37.1056	45024167	525406070	7.8930	92.1070
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>570430237</b>	<b>37.1056</b>	<b>45024167</b>	<b>525406070</b>	<b>7.8930</b>	<b>92.1070</b>
<b>Total</b>		<b>1841256054</b>	<b>735033971</b>	<b>39.9202</b>	<b>145296617</b>	<b>589737354</b>	<b>19.7673</b>	<b>80.2327</b>



Dish TV India Limited								
Resolution Required :Special			5 - APPOINTMENT OF MR. AZEEZUDDIN MOHAMMAD (DIRECTOR IDENTIFICATION NUMBER: 10647083) AS AN INDEPENDENT DIRECTOR OF THE COMPANY					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	74384968	74373968	99.9852	74373968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>74373968</b>	<b>99.9852</b>	<b>74373968</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	229553363	90229766	39.3067	25898482	64331284	28.7028	71.2972
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>90229766</b>	<b>39.3067</b>	<b>25898482</b>	<b>64331284</b>	<b>28.7028</b>	<b>71.2972</b>
Public Non Institutions	E-Voting	1537317723	570452504	37.1070	45011473	525441031	7.8905	92.1095
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>570452504</b>	<b>37.1070</b>	<b>45011473</b>	<b>525441031</b>	<b>7.8905</b>	<b>92.1095</b>
<b>Total</b>		<b>1841256054</b>	<b>735056238</b>	<b>39.9215</b>	<b>145283923</b>	<b>589772315</b>	<b>19.7650</b>	<b>80.2350</b>





**Details of the Participation and Agenda items transacted at the Annual General Meeting of the Company held on September 13, 2024, are as follows:**

Description	Particulars
Date of Annual General Meeting	September 13, 2024
Total number of Shareholders on record date (i.e the cut-off date for determining the Shareholders entitled to Remote E-Voting / E-Voting during AGM - September 6, 2024)	3,76,646
<b>Total Number of Shareholders present in the meeting through Video Conferencing</b>	
a) Promoters & Promoter Group	16
b) Public	82

<b>Resolution No. 1</b>	<u>Ordinary Resolution</u> : Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2023-24.
<b>Type of Business</b>	Ordinary Business of 36 <sup>th</sup> AGM
<b>Mode of Voting</b>	Remote E-voting and E-Voting

<b>Resolution No. 2</b>	<u>Ordinary Resolution</u> : Re-appointment of Mr. Manoj Dobhal (DIN: 10536036) as a Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment
<b>Type of Business</b>	Ordinary Business of 36 <sup>th</sup> AGM
<b>Mode of Voting</b>	Remote E-voting and E-Voting

<b>Resolution No. 3</b>	<u>Ordinary Resolution</u> : Ratification of remuneration of Cost Auditors for the financial year 2024-25
<b>Type of Business</b>	Special Business of 36 <sup>th</sup> AGM
<b>Mode of Voting</b>	Remote E-voting and E-Voting

<b>Resolution No. 4</b>	<u>Special Resolution</u> : Approval of appointment of Ms. Garima Bharadwaj (DIN: 10632970) as an Independent Director of the Company
<b>Type of Business</b>	Special Business of 36 <sup>th</sup> AGM
<b>Mode of Voting</b>	Remote E-voting and E-Voting

<b>Resolution No. 5</b>	<u>Special Resolution</u> : Approval of appointment of Mr. Azeezuddin Mohammad (DIN: 10647083) as an Independent Director of the Company
<b>Type of Business</b>	Special Business of 36 <sup>th</sup> AGM
<b>Mode of Voting</b>	Remote E-voting and E-Voting

Mr. Jayant Gupta, Company Secretary, proprietor of Jayant Gupta & Associates, who was appointed as the Scrutinizer has submitted his consolidated report on Remote E-voting and E-voting during the AGM dated September 13, 2024 to the Chairman of the AGM. Basis the consolidated report of the Scrutinizer dated September 13, 2024, below are the Voting results for all the resolutions forming part of the AGM notice:

S. No	Resolution Description	Type	Voting Result
1	Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2023-24.	Ordinary	Approved
2	Re-appointment of Mr. Manoj Dobhal (DIN: 10536036) as a Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment	Ordinary	Approved



3	Ratification of remuneration of Cost Auditors for the financial year 2024-25	Ordinary	Approved
4	Approval of appointment of Ms. Garima Bharadwaj (DIN: 10632970) as an Independent Director of the Company	Special	Not Approved
5	Approval of appointment of Mr. Azeezuddin Mohammad (DIN: 10647083) as an Independent Director of the Company	Special	Not Approved

Copy of the Scrutinizer's report along with requisite particulars of Remote E-voting and E-voting conducted during the AGM Results as per Regulation 44(3) of the SEBI Listing Regulations is enclosed herewith for your information and record.

Thanking you.

Yours Sincerely,

For Dish TV India Limited



**Ranjit Singh**

**Company Secretary & Compliance Officer**

Membership No. A15442



**JAYANT GUPTA & ASSOCIATES**

COMPANY SECRETARIES

**SCRUTINIZER'S REPORT FOR E-VOTING OF DISH TV INDIA LIMITED**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,

**The Chairman,****36<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Dish TV India Limited  
{CIN: L51909MH1988PLC287553}****Sub: Consolidated Result of Voting conducted through Remote Electronic Voting and Electronic Voting at the 36<sup>th</sup> Annual General Meeting of Dish TV India Limited held on Friday, September 13, 2024, at 11:30 A.M. (IST) through video conferencing/other audio visual means**

Dear Sir / Madam,

I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201005, Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of Dish TV India Limited (the 'Company'), *vide* resolution passed in the Board Meeting held on August 13, 2024 for the purpose of scrutinizing the Remote E-Voting that commenced on Tuesday, September 10, 2024 at 9:00 A.M. (IST) and ended on Thursday, September 12, 2024 at 5:00 P.M. (IST) and E-voting at the 36<sup>th</sup> Annual General Meeting ('AGM') of Dish TV India Limited held on Friday, September 13, 2024 at 11:30 A.M. (IST) through video conferencing ('VC')/other audio visual means ('OAVM'), as per the Notice dated August 13, 2024 calling the AGM of the Company.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the Resolutions proposed in the Notice of the AGM of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through remote e-voting and electronic voting at the virtual meeting, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the Resolutions, based on the reports generated from the remote electronic voting system and electronic voting system of National Securities Depository Limited ('NSDL'), the authorised agency engaged by the Company.

Since this AGM was held through VC or OVAM in accordance with the MCA circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the members was dispensed with. The deemed venue of the AGM is the registered office of the Company.



I hereby report as under:

1. The Company has through NSDL, the authorised agency engaged by the Company, dispatched the Notice calling the AGM of the Company for the Financial Year 2023-24, along with e-voting instructions to 354251 Shareholders, whose email addresses were registered with the Company/ Depository Participants / Depositories, by E-mail only on August 22, 2024 as per the records of the shareholders of the Company as on August 16, 2024, pursuant to the circulars issued by the Ministry of Corporate Affairs ("MCA") dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars").
2. In terms of the requirement of Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the Company has duly given a Public Notice by way of an advertisement in two newspapers viz. "Business Standard" (All Editions) and "Navshakti" (Mumbai Edition) on August 21, 2024, specifying that the AGM will be held through VC or OAVM facility and also specifying other requirements as enumerated in the aforementioned circular.
3. As prescribed in clause (v) of sub rule 4 of the rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, published in nation-wide edition of English Newspaper viz. 'Business Standard' and in Mumbai Edition of Marathi Newspaper viz. 'Navshakti' on August 23, 2024 regarding Notice calling the AGM of the Company and information pertaining to the E-voting.
4. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided the facility of voting to 376646 shareholders, holding fully paid up equity shares of the Company, to cast votes electronically upto September 12, 2024 through remote e-voting on NSDL platform and by means of E-voting at the 36<sup>th</sup> AGM through NSDL platform. The entitlement to voting by equity Shareholders was determined on the basis of fully paid up equity shareholding as on cut-off date *i.e.* Friday, September 06, 2024.
5. The Company provided the facility of electronic remote e-voting to the eligible shareholders of the Company from Tuesday, September 10, 2024 at 9:00 A.M. (IST) upto Thursday, September 12, 2024 at 5:00 P.M. (IST) through the platform of NSDL, by accessing through <https://www.evoting.nsdl.com>. NSDL has been engaged by the Company as the service provider for providing facility of e-voting to the shareholders of the Company.
6. At the 36<sup>th</sup> AGM of the Company held on September 13, 2024, E-voting was announced on all the resolutions as enumerated in the Notice calling the AGM, to facilitate the members present in the meeting, through VC/OAVM mode who could not record their votes through remote e-voting process earlier. NSDL was the service provider of the facility of voting to the shareholders through E-Voting. The Board of Directors of the Company had appointed me as Scrutinizer for the same as well. The NSDL e-voting platform was re-opened during the AGM and kept open fifteen minutes after the AGM proceedings for E-Voting by members.





7. Pursuant to Rule 20(xii) of the Companies (Management & Administration) Rules, 2014, the E-Voting on NSDL Website was unblocked on September 13, 2024, at 12:57 P.M. (IST) in the presence of two independent witnesses viz. Mr. Supreet Singh and Mr. Ashwani Sharma, who are associated with me and not in employment of the Company.
8. Based on the reports generated from the Remote E-Voting system provided by NSDL and E-voting conducted during the AGM through NSDL platform, I submit the consolidated results of Remote E-Voting and E-voting conducted during the AGM as under:

## ORDINARY BUSINESS

### a. As an Ordinary Resolution- Item No.1

**Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2023-24**

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	548	734675652	466	646692031	88.024	82	87983621	11.976

### b. As an Ordinary Resolution- Item No.2

**To re-appoint Mr. Manoj Dobhal (DIN: 10536036), as Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment**

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	548	735056638	431	640889012	87.189	117	94167626	12.811

## SPECIAL BUSINESS

### c. As an Ordinary Resolution- Item No.3

**Ratification of remuneration of Cost Auditors for the financial year 2024-25**

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	548	735089541	457	647089024	88.028	91	88000517	11.972



**d. As a Special Resolution – Item No.4**

**Appointment of Ms. Garima Bharadwaj (DIN: 10632970) as an Independent Director of the Company**

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	547	735033971	445	145296617	19.767	102	589737354	80.233

**e. As a Special Resolution – Item No. 5**

**Appointment of Mr. Azeezuddin Mohammad (DIN: 10647083) as an Independent Director of the Company**


MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	546	735056238	426	145283923	19.765	120	589772315	80.235

Based on the above, the Resolution Nos. 1 to 3 have been duly approved by the shareholders under remote e-voting and electronic voting at the AGM with the requisite majority and the Resolution Nos. 4 and 5 have not received requisite majority of votes in favour. The results of the voting by members through remote e-voting and electronic voting at the AGM in the respect of above-mentioned resolutions may accordingly be declared by the Company.

I hereby confirm that I am maintaining the Registers in respect of the votes cast through Remote E-Voting and E-voting at AGM. I shall be arranging to hand over these records to Mr. Ranjit Singh, Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,  
Yours faithfully,

**For Jayant Gupta & Associates**

  
**Jayant Gupta**  
Proprietor

**Membership No. : F7288**  
**PCS No. : 9738**  
**PR No. : 759/2020**  
**UDIN : F007288F001216474**



Place : New Delhi  
Date : September 13, 2024