

DHUNSERI INVESTMENTS LIMITED

REGISTERED OFFICE : DHUNSERI HOUSE 4A, WOODBURN PARK, KOLKATA - 700 020

CIN: L15491WB1997PLC082808

Ref. No. DIL/108/2020/

26.09.2020

To,
BSE Limited
(Scrip Code: 533336)
Floor 25, P. J. Towers
Dalal Street
Mumbai – 400001

National Stock Exchange of India Limited
(Symbol: DHUNINV)
Exchange Plaza
Plot No: C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Disclosure of Voting Results for 23rd AGM

Dear Sir / Ma'am,

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following in connection with the Voting Results relating to e-voting in respect to all the Resolutions contained in the Notice of the 23rd Annual General Meeting of the Company held on Friday, 25th September, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 11:30 A.M.

Please find enclosed the following:

- Copy of the Scrutinizer's Report
- Voting Result in the prescribed format as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you,

Yours faithfully,
For Dhunseri Investments Limited

Priya Agarwal

Priya Agarwal
Company Secretary & Compliance Officer
ACS 38800



Encl: As above.



K.C. DHANUKA & CO

COMPANY SECRETARIES

419, CENTRE POINT
21 HEMANTA BASU SARANI,
KOLKATA 700 001
Mobile : 98300 53619,
E-mail : dhanuka419@yahoo.co.in

Consolidated Report of Scrutinizer

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

To,
The Chairman
Dhunseri Investments Limited
'Dhunseri House', 4A, Woodburn Park,
Kolkata-700020

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and E-voting at the 23rd Annual General Meeting (AGM) of Dhunseri Investments Limited held on Friday, 25th September, 2020 at 11.30 A.M. through video conferencing ('VC') / other audio visual means ('OAVM').

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Dhunseri Investments Limited ("Company"), for the purpose of scrutinizing the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the Annual General Meeting (AGM), pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, in respect of the below mentioned resolutions passed at the 23rd Annual General Meeting ("AGM") of the Company, held on Friday, 25th September 2020, at 11.30 A.M. through VC/ OAVM .

The notice dated 28th July, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier through remote e-voting process.

The Company had engaged National Securities Depository Limited ("NSDL") as the authorized agency to provide secured system for conducting remote e-voting by the Shareholders of the Company and e-voting at the said AGM.





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The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, on the resolutions proposed in the Notice of the 23rd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, 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 electronic voting system provided by the National Securities Depository Limited ("NSDL").

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

- i) The remote e-voting period remained open from Tuesday, 22nd September, 2020 (at 09.00 am) to Thursday, 24th September, 2020 (at 05.00 pm).
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of remote e-voting, i.e. Friday, 18th September, 2020) were entitled to vote on the resolutions (item no. 1 to 3 as set out in the Notice dated 28th July, 2020 of 23rd AGM of the Company).
- iii) The names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- iv) After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>) in the presence of two witnesses, who are not in the employment of the company. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for/ against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.
- v) Based on the reports generated from the NSDL e-voting website, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:

ORDINARY BUSINESS

Item no.1

1. As an Ordinary Resolution-

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.

i. Voted in favour of the resolution:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)	% of Total No. of valid Votes cast
Remote E-voting	54	4596199	99.85%
E-voting at the AGM	3	3	0.00%*
Total	57	4596202	99.85%





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ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	5	7092	0.15%
E-voting at the AGM	0	0	0.00%
Total	5	7092	0.15%

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	2	132470
E-voting at the AGM	0	0
Total	2	132470

* - Rounded Off

Item no.2

2. As an Ordinary Resolution-

Declaration of dividend at Rs. 1.50 per Equity Share for the year ended 31st March, 2020.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	56	4596201	99.85%
E-voting at the AGM	3	3	0.00%*
Total	59	4596204	99.85%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	3	7090	0.15%
E-voting at the AGM	0	0	0.00%
Total	3	7090	0.15%

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	2	132470
E-voting at the AGM	0	0
Total	2	132470

* - Rounded Off





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Item no.3

3. As an Ordinary Resolution

Re-appointment of Mr. Mrigank Dhanuka (DIN: 00005666), who retires by rotation and being eligible offers himself for re-appointment.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
Remote E-voting	54	4527996	99.84%
E-voting at the AGM	3	3	0.00%*
Total	57	4527999	99.84%

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	3	7090	0.16%
Voting through Ballot Forms	0	0	0.00%
Total	3	7090	0.16%

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
Remote E-voting	2	132470
E-voting at the AGM	0	0
Total	2	132470

* - Rounded Off

The Registers, all other papers and relevant records relating to e-voting , ballot papers and physical voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Place : Kolkata

Date : 25th September'2020.



Yours faithfully,
K. C. DHANUKA & CO.
Company Secretaries

K. C. Dhanuka
25/09/2020

K. C. DHANUKA
Proprietor
FCS-2204, CP-1247
UDIN: F002204B000773623

DHUNSERI INVESTMENTS LTD - AGM Attended and Voting Summary

Format for Voting Result

Date of the AGM	September 25, 2020
Total Number of Shareholders on record date	12765
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	
Public	
Total	
No. of shareholders attended the meeting through Video Conferencing :	
Promoter & Promoter group	14
Public	30
Total	44

Agenda- wise disclosure (to be disclosed separately for agenda item)

1.		To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year 2019-20 and the Reports of the Board of Directors and Auditors thereon.						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	4569999	4569999	100.00000	4569999	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4569999	100.00000	4569999	0	100.00000	
Public - Institutional holders	Remote Evoting	2850	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	1524329	165762	10.87440	158670	7092	95.72160	4.27840
	Evoting at AGM		3	0.00020	3	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		165765	10.87460	158673	7092	95.72170	4.27830
Total		6097178	4735764	77.67141	4728672	7092	99.85025	0.14975
2.		To declare Dividend on the Equity Shares of the Company @ of RS 1.50 per Equity Share for the Financial Year ended 31st March, 2020.						
Whether promoter/promoter group are interested in the agenda/resolution ?		0						



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	4569999	4569999	100.00000	4569999	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4569999	100.00000	4569999	0	100.00000	
Public - Institutional holders	Remote Evoting	2850	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	1524329	165762	10.87440	158672	7090	95.72280	4.27720
	Evoting at AGM		3	0.00020	3	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		165765	10.87460	158675	7090	95.72290	4.27710
Total		6097178	4735764	77.67141	4728674	7090	99.85029	0.14971

3.			To appoint a Director in place of Mr. Mrigank Dhanuka (DIN: 00005666), who retires by rotation and being eligible offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			0					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	4569999	4501794	98.50750	4501794	0	100.00000	
	Evoting at AGM		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4501794	98.50750	4501794	0	100.00000	
Public - Institutional holders	Remote Evoting	2850	0		0	0		
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0		0	0		
Public - Non Institution	Remote Evoting	1524329	165762	10.87440	158672	7090	95.72280	4.27720
	Evoting at AGM		3	0.00020	3	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		165765	10.87460	158675	7090	95.72290	4.27710
Total		6097178	4667559	76.55278	4660469	7090	99.84810	0.15190

