

DHUNSERI INVESTMENTS LIMITED

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

CIN: L15491WB1997PLC082808

Ref. No. DIL/108/2024/

23.08.2024

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

Dear Sirs,

Sub: Scrutinizer's Report on the Voting Results – AGM

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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following in connection with the Voting Results relating to Remote e-voting and E-voting during the Annual General Meeting (AGM) in respect to all the Resolutions contained in the Notice of the 27th Annual General Meeting of the Company held on 22nd August, 2024 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM):-

- Copy of the Scrutinizer's report.
- Voting Results as per Regulation 44(3) of the SEBI LODR, Regulations, 2015

Kindly acknowledge receipt.

Thanking You

Yours Faithfully,

For **Dhunseri Investments Limited**

Nikita Gupta

Nikita Gupta
Company Secretary & Compliance Officer



Encl: As above

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 27th Annual General Meeting (AGM) of Dhunseri Investments Limited held on Thursday, 22nd August, 2024 at 3.00 P.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 27th Annual General Meeting ("AGM") of the Company, held on Thursday, 22nd August 2024, at 3.00 P.M. through VC/ OAVM .

The notice dated 28th May, 2024, as confirmed by the Company was sent to the shareholders whose email addresses are registered with the Company/ Depositories in accordance with the guidelines prescribed by Ministry of Corporate Affairs (MCA) vide its General Circular Nos. 10/2022 dated 28th December 2022 read with Circular Nos. 20/2020 dated 5th May 2020; 02/2021 dated 13th January, 2021; 19/2021 dated 8th December, 2021; 21/2021 dated 14th December, 2021; 2/2022 dated 5th May 2022 and 9/2023 dated 25th September, 2023 (collectively referred to as "MCA circulars") and SEBI Circulars dated 12th May, 2020; 15th January, 2021, 13th May, 2022 and 5th January 2023 in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode.

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.



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 27th 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 Monday, 19th August, 2024 (at 09.00 am) to Wednesday, 21st August, 2024 (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. Thursday, 15th August, 2024) were entitled to vote on the resolutions (Item no. 1 to 4 as set out in the Notice dated 28th May, 2024 of 27th 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/>). 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:

A. ORDINARY BUSINESS

Item no.1

1. As an Ordinary Resolution-

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year 2023-24 together with 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	66	4583651	100.00%
E-voting at the AGM	0	0	0.00%
Total	66	4583651	100.00%*



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	6	194	0.00%
E-voting at the AGM	0	0	0.00%
Total	6	194	0.00%*

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	0	0
E-voting at the AGM	0	0
Total	0	0

* - Rounded Off

Item no.2

2. As an Ordinary Resolution-

To declare Dividend on the Equity Shares of the Company @ of ₹ 2.50 per Equity Share for the Financial Year ended 31st March, 2024.

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	69	4583837	100.00%
E-voting at the AGM	0	0	0.00%
Total	69	4583837	100.00%*

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	8	0.00%
E-voting at the AGM	0	0	0.00%
Total	3	8	0.00%*

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	0	0
E-voting at the AGM	0	0
Total	0	0

* - Rounded Off



K. C. DHANUKA & CO.

COMPANY SECRETARIES

CENTRE POINT, ROOM No. 419,
21, HEMANTA BASU SARANI,
4th FLOOR, KOLKATA - 700 001
Cell : 09830053619
E-mail : dhanuka419@yahoo.co.in

Item no.3

3. As an Ordinary Resolution

To appoint a Director in place of Mr. Chandra Kumar Dhanuka (DIN: 00005684), who retires by rotation and being eligible offers himself for re-appointment.

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	61	4419718	99.87%
E-voting at the AGM	0	0	0.00%
Total	61	4419718	99.87%

ii. Voted against 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	4	5898	0.13%
E-voting at the AGM	0	0	0.00%
Total	4	5898	0.13%

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Remote E-voting	0	0
E-voting at the AGM	0	0
Total	0	0

B. SPECIAL BUSINESS

4. As a Special Resolution

Appointment of Mr. Rajeev Rungta (DIN: 00122221) as an Independent Director.

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	66	4577915	99.87%
E-voting at the AGM	0	0	0.00%
Total	66	4577915	99.87%

ii. Voted against 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	6	5930	0.13%
E-voting at the AGM	0	0	0.00%
Total	6	5930	0.13%



K. C. DHANUKA & CO.

COMPANY SECRETARIES

CENTRE POINT, ROOM No. 419,
21, HEMANTA BASU SARANI,
4th FLOOR, KOLKATA - 700 001
Cell : 09830053619
E-mail : dhanuka419@yahoo.co.in

iii. Invalid votes:

Mode of Voting	No. of Folios casting Votes	Total No. of Votes cast (Shares)
Remote E-voting	0	0
E-voting at the AGM	0	0
Total	0	0

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 : 22nd August, 2024

Countersigned by the
Chairperson of the Meeting:

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

K. C. Dhanuka

K. C. DHANUKA 22/08/2024
Proprietor
FCS-2204, CP-1247
Peer Review Certificate No. 2776/2022
UDIN: F002204F001023576



DHUNSERI INVESTMENTS LTD

AGM Attended and Voting Summary AGM

Format for Voting Result

Date of the AGM	22-Aug-24
Total Number of Shareholders on Record Date	10834
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	16
Public	23
Total	39

1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year 2023-24 together with the Reports of the Board of Directors and Auditors thereon.							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? No								
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter & Promoter Group	Remote Evoting	4569999	4569999	100.0000	4569999	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		4569999	100.0000	4569999	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	8607	5739	66.6783	5739	0	100.0000	
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		5739	66.6783	5739	0	100.0000	0.0000
Public-Non Institution holders	Remote Evoting	1518572	8107	0.5339	7913	194	97.6070	2.3930
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8107	0.5339	7913	194	97.6070	2.3930
	Total	6097178	4583845	75.1798	4583651	194	99.9958	0.0042

2	To declare Dividend on the Equity Shares of the Company @ of Rs. 2.50 per Equity Share for the Financial Year ended 31st March, 2024							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? No								
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	Remote Evoting	4569999	4569999	100.0000	4569999	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		4569999	100.0000	4569999	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	8607	5739	66.6783	5739	0	100.0000	
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		5739	66.6783	5739	0	100.0000	0.0000
Public-Non Institution holders	Remote Evoting	1518572	8107	0.5339	8099	8	99.9013	0.0987
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		8107	0.5339	8099	8	99.9013	0.0987
	Total	6097178	4583845	75.1798	4583837	8	99.9998	0.0002



3	To appoint a Director in place of Mr. Chandra Kumar Dhanuka (DIN: 00005684), who retires by rotation and being eligible offers himself for re-appointment							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? Yes								
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	4411770	96.5377	4411770	0	100.0000	0.0000
	Evoting at AGM		0		0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	
	Total		4411770	96.5377	4411770	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	8607	5739	66.6783	0	5739		100.0000
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	
	Total		5739	66.6783	0	5739	0.0000	100.0000
Public-Non Institution holders	Remote Evoting	1518572	8107	0.5339	7948	159	98.0387	1.9613
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	
	Total			8107	0.5339	7948	159	98.0387
	Total	6097178	4425616	72.5847	4419718	5898	99.8667	0.1333

4	Appointment of Mr. Rajeev Rungta (DIN: 00122221) as an Independent Director.							
Whether Promoter / Promoter Group Are Interested In The Agenda / Resolution ? No								
Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No.of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter & Promoter Group	Remote Evoting	4569999	4569999	100.0000	4569999	0	100.0000	0.0000
	Evoting at AGM		0	0	0			
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.		
	Total		4569999	100.0000	4569999	0	100.0000	0.0000
Public-Institutional holders	Remote Evoting	8607	5739	66.6783	0	5739		100.0000
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.		
	Total		5739	66.6783	0	5739	0.0000	100.0000
Public-Non Institution holders	Remote Evoting	1518572	8107	0.5339	7916	191	97.6440	2.3560
	Evoting at AGM		0	0.0000	0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.		
	Total		8107	0.5339	7916	191	97.6440	2.3560
Total		6097178	4583845	75.1798	4577915	5930	99.8706	0.1294

The Ordinary Resolution / Special Resolutions as set out in the AGM Notice dated 28th May, 2024 has been passed by the Members by requisite majority.

