

SHAH PATEL & ASSOCIATES

PRACTISING COMPANY SECRETARIES

SCRUTINIZER'S COMBINED REPORT ON E-VOTING

*[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014 as amended]*

M/S. DHOOT INDUSTRIAL FINANCE LIMITED

Scrutinizers:

**M/s. Shah Patel & Associates
(Practising Company Secretaries)**

198/A, Jaya Niwas CHS,

Jain Society, Sion West,

Mumbai - 400 022

cs@spassociates.co

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198/A, Jaya Niwas, Ground Floor, Block-1, Gujarat Society, Sion West, Mumbai 400022

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Date: 27th September, 2022

To,
The Chairman
DHOOT INDUSTRIAL FINANCE LIMITED
504, Raheja Centre, 214, Nariman Point,
Mumbai 400 021

Ref : 44TH Annual General Meeting of the members of DHOOT INDUSTRIAL FINANCE LIMITED held on Tuesday 27th September, 2022 at 02:30 p.m. through audio visual mean.

Dear Sir,

I, Ms. Isha Shah, Practicing Company Secretary, Partner of M/s. Shah Patel & Associates, having its office at 198/A, Jaya Niwas CHS, Jain Society, Sion West, Mumbai - 400 022, was appointed as a Scrutinizer, for the agenda items including resolutions thereof contained in the notice convening Annual General Meeting of **DHOOT INDUSTRIAL FINANCE LIMITED** ("the Company") to be held on the September 27, 2022 at 02.30 p.m. through audio visual mean by:

- i. the Board of Directors of the Company for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules); and
- ii. e-voting arranged at the 44th Annual General Meeting (the AGM) held through electronic means / video conferencing (VC) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the AGM

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting arranged at the AGM on the resolutions contained in the Notice of AGM.

My responsibility as a scrutinizer for the e-voting process and e-voting arranged at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

At the AGM, facility of e-voting was provided to the members who attended the meeting.

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I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) for voting done through remote e-voting and e-voting at the AGM on the resolutions set out in the Notice of the AGM:-

- a) The e-voting period remained opened from Saturday, September 24, 2022 at 10.00 a.m. to Monday, September 26, 2022 at 5.00 p.m.
- b) The shareholders holding shares as on the "cut off" date i.e. September 20, 2022 were entitled to vote on the proposed resolutions for Item Nos. 1 to 3 as set out in the Notice of the AGM of Dhoot Industrial Finance Limited.
- c) The votes were unblocked on September 27, 2022, after conclusion of AGM, at 03:11 P.M., in the presence of two witnesses who are not in the employment of the Company.
- d) Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of NSDL and based on that such report is generated
- e) Corporate members who had participated in the remote e-voting have provided scanned copy of the resolution/authority letters passed by their Board of Directors Meeting for authorization to exercise their votes through e-voting and those who have not provided such resolution/authorisation letter have been considered as invalid.

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The Result of remote e-voting together with e-voting at the AGM is as under:-

Mode of voting	Total Valid Votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No. of ballot/ e-voting entry	Nos	% to total valid votes	No. of ballot/ e-voting entry	Nos	% to total valid votes	No. of ballot/ e-voting entry	Nos
Item No:1 Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2022 and Profit and Loss Account for the year ended on that date and the Reports of the Directors' and Auditor's there on.									
E-voting	40,73,14	50	40,31,74	98.98	3	41,400	1.02	-	-
Poll	-	-	-	-	-	-	-	-	-
Total	40,73,14	50	40,31,74	98.98	3	41,400	1.02	-	-
Item No: 2 Ordinary Resolution to appoint a Director in place of Mrs. Vaidehi Rohit Dhoot (DIN: 07016795), who retires by rotation and being eligible, offers herself for re-appointment.									
E-voting	53,860	37	53,857	99.99	2	3	0.01	38,79,954	13
Poll	-	-	-	-	-	-	-	-	-
Total	53,860	37	53,857	99.99	2	3	0.01	38,79,954	13
Item No: 3 Ordinary Resolution to appoint M/s. Pulindra Patel and Co, Chartered Accountants (Firm Reg. No.115187W) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting up to the conclusion of 49th Annual General Meeting at a remuneration as may be fixed by the Board of Directors in consultation with them.									
E-voting	40,73,14	52	40,73,13	100	1	1	Negligible	-	-
Poll	-	-	-	-	-	-	-	-	-
Total	40,73,14	52	40,73,13	100	1	1	Negligible	-	-

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Result: All the above Resolutions passed by requisite majority.

The Register, all other papers and relevant records relating to electronic 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 be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For **SHAH PATEL & ASSOCIATES**
PRACTISING COMPANY SECRETARIES

ISHA DEEPAK SHAH
PARTNER
COP 15201

Place: MUMBAI

Dated: September 27, 2022

UDIN A035253D001056570

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