

**Abbas Vithorawala**

**B.Com (Hons), ACS**

**Practising Company Secretary**

**Mobile : 0 90072 08362**  
**Phone : +91 033 2284 5559**

**SCRUTINIZER'S REPORT**

28<sup>th</sup> September, 2018

To  
The Chairman  
Dhanashree Electronics Ltd.  
Plot No XI 16 Block,  
EP & GP Salt Lake City  
Kolkata – 700091

Dear Sir,

The Board of Directors at their meeting held on Saturday, the 1<sup>st</sup> day of September, 2018 have appointed me as the scrutinizer for scrutinizing the e-voting process in a fair and transparent manner in respect of the resolutions proposed at the ensuing Annual General Meeting (AGM) of the Company, held on 28<sup>th</sup> September, 2018 at Registered Office of the Company at 9.00 a.m.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and as per the Regulation 44 of the Listing Agreement the Company has provided e-voting facility to its Members to enable them to cast their votes electronically. The Company has accordingly made arrangements to provide the e-voting platform on the e-voting website of The National Depository Services (India) Limited (NSDL).

Further, members were alternatively provided the facility to cast their votes through physical assent/dissent form, if they do not have access to e-voting facility.

I have completed the scrutiny of the e-votes and submit my report as under:-

1. The Company has on 1<sup>st</sup> day of September, 2018, completed the dispatch of Notice for the AGM along with the Attendance Slip/Proxy Form and Annual Report of the Company for the year ended 31st March, 2018 to all members whose names appear as members/beneficial owners in the Company's Register of Members / records of the depository as on 21<sup>st</sup> September, 2018 (cut-off date).
2. Pursuant to sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in "The Echo of India", English newspaper (Kolkata Edition), "Arthic Lipi" (Kolkata Edition) on 1st day of September, 2018 and 2nd day of September 2018 respectively regarding intimating of particulars of e-voting and other incidental matters thereto.
3. The Notice & instructions for e-voting have also been made available on the following links:



**Residence : 41A/H/1, Jannagar Road, 1st Floor, Near Park Circus, Kolkata-700 017**

**E.mail : abbas.vithorawala@rediffmail.com, abbas.vithorawala@gmail.com**

<http://www.Evotingindia.co.in>

<http://www.helpdesk.evoting@cdslindia.com>

4. The Company extended voting in physical form to those shareholders who do not have access to e-voting facility to send their assent or dissent in writing on a physical assent/dissent.
5. The e-voting period commenced on 25<sup>th</sup> September, 2018, at 9.00 A.M. and ended on 27<sup>th</sup> September, 2018 at 5.00 P.M.
6. At the end of the voting period, the voting portal was blocked and subsequently, the votes were unblocked on 28<sup>th</sup> September, 2018
7. I report the voting particulars hereunder:-

**Voting Particulars for Item No. 1 of the Agenda:**

**Agenda :** To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors.

**Resolution required:** Ordinary Resolution

**Result of the voting:**

Particulars	No. of Votes in favour (1)	% of votes in favour on Votes Polled (2)	No. of Votes Against (3)	% of Votes against on Votes Polled (4)
Remote E-voting	167600	100%	0	0%
Total		100%	0	0%

**Voting Particulars for Item No. 2 of the Agenda:**

**Agenda :** To appoint Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

**Resolution required:** Ordinary Resolution

**Result of the voting:**





Particulars	No. of Votes in favour (1)	% of votes in favour on Votes Polled (2)	No. of Votes Against (3)	% of Votes against on Votes Polled (4)
Remote E-voting	167600	100%	0	0%
		100%	0	0%

**Voting Particulars for Item No. 3 of the Agenda:**

**Agenda :** To appoint a Director in place of Ms. Shruti Toshniwal (DIN: 01654074), who retires by rotation, and being eligible, seeks re-appointment.

**Resolution required:** Ordinary Resolution

**Result of the voting:**

Particulars	No. of Votes in favour (1)	% of votes in favour on Votes Polled (2)	No. of Votes Against (3)	% of Votes against on Votes Polled (4)
Remote E-voting	167600	100%	0	0%
		100%	0	0%

8. In my opinion, based on the above scrutiny, all the resolutions under Item Nos. 1 to 3 have been passed by 167600 votes in favour of the resolution and 0 votes have been passed against the resolutions.

Thanking you,  
Yours faithfully,

*Abbas Vithorawala*  
**ABBAS VITHORAWALA**  
Company Secretary In Practice  
Membership No. 23671  
C. P. No. 8827