

DABRIWALA BANUYA UDYOG LIMITED

THIRTY-THIRD ANNUAL GENERAL MEETING (AGM) OF DABRIWALA BANUYA UDYOG LIMITED - DETAILS OF VOTING RESULTS

Date of the AGM	25.08.2017
Total number of shareholders on record date	28
No. of shareholders present in the meeting either in person or through proxy	3
Promoters and Promoter Group :	4
Public :	0
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group :	N.A.
Public :	N.A.

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

Resolution No : 1 - Adoption of (a) Audited Financial Statement, Directors' Reports and Auditors' Report (b) Consolidated Financial Statement and Auditors' Report	Ordinary
Resolution required : (Ordinary/ Special)	No
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Made 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 and Promoter Group	E-Voting	567076	567076	100.00	567076	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	567076	567076	100.00	567076	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public -Non Institutions	E-Voting	12924	2	0.02	2	0	100.00	0.00
	Poll	0	2	0.02	2	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	12924	4	0.03	4	0	100.00	0.00
	Total	580000	567080	97.77	567080	0	100.000	0.000



Resolution No : 2 - Re-appointment of Mrs. Srinidhi Dabriwal (DIN: 06938792) as a Director

Resolution required : (Ordinary/ Special)	Ordinary
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 and Promoter Group	E-Voting		567076	100.00	567076	0	100.00	0.00
	Poll		567076	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	567076	567076	100.00	567076	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		12924	0.02	2	0	100.00	0.00
	Poll		12924	0.02	2	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12924	4	0.03	4	0	100.00	0.00
Total		580000	567080	97.77	567080	0	100.000	0.000



Resolution No : 3 - Appointment of M/s. Ray & Ray, Chartered Accountants as Statutory Auditors of the Company

Resolution required : (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution ?	No

Category	Made 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 and Promoter Group	E-Voting		567076	100.00	567076	0	100.00	0.00
	Poll	567076	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	567076	567076	100.00	567076	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		2	0.02	2	0	100.00	0.00
	Poll	12924	2	0.02	2	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12924	4	0.03	4	0	100.00	0.00
Total		580000	567080	97.77	567080	0	100.000	0.000



Resolution No : 4 - Appointment of Mr. Ajay Kumar Kedia (DIN: 07718858) as Independent Director of the Company

Resolution required : (Ordinary/ Special)
 Whether promoter/ promoter group are interested in the agenda/ resolution ?
 Ordinary
 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 and Promoter Group	E-Voting		567076	100.00	567076	0	100.00	0.00
	Poll	567076	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	567076	567076	100.00	567076	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		2	0.02	2	0	100.00	0.00
	Poll	12924	2	0.02	2	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12924	4	0.03	4	0	100.00	0.00
Total		580000	567080	97.77	567080	0	100.000	0.000



Resolution No : 5 - Appointment of Mr. Devashish Dabirwal (DIN: 00037051) as Managing Director of the Company

Resolution required : (Ordinary/ Special)
 Whether promoter/ promoter group are interested in the agenda/ resolution ?
 Special
 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 and Promoter Group	E-Voting		567076	100.00	567076	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	567076	567076	100.00	567076	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public -Non Institutions	E-Voting		2	0.02	2	0	100.00	0.00
	Poll		12924	0.02	2	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12924	4	0.03	4	0	100.00	0.00
Total		580000	567080	97.77	567080	0	100.000	0.000



Resolution No : 6 - Alteration in the Objects Clause of the Memorandum of Association of the Company

Resolution required : (Ordinary/ Special)
 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 and Promoter Group	E-Voting		567076	100.00	567076	0	100.00	0.00
	Poll	567076	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	567076	567076	100.00	567076	0	100.00	0.00
Public - Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting		2	0.02	2	0	100.00	0.00
	Poll	12924	2	0.02	2	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12924	4	0.03	4	0	100.00	0.00
Total		580000	567080	97.77	567080	0	100.000	0.000



Indrani Chaudhuri, A.C.S.

Practising Company Secretary

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chaudhuri.indrani@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
Dabriwala Banijya Udyog Limited
27B Camac Street (8th Floor).
Kolkata 700016.

Dear Sir,

I, Indrani Chaudhuri, had been appointed by the Board of Directors of Dabriwala Banijya Udyog Limited ('the Company') pursuant to the provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as a scrutinizer for the purpose of scrutinizing in a fair and transparent manner and ascertaining the requisite majority for the votes cast through remote e-voting and voting through ballot at the 33rd Annual General Meeting, in respect of the resolutions as set out in the Notice dated May 26, 2017 convening the 33rd Annual General Meeting of the Members of the company held on 25th August, 2017 at 10.00 a.m. at the Registered Office of the Company at 27B Camac Street (8th Floor), Kolkata 700016.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and voting through ballot at the said Annual General Meeting for the resolutions contained in the Notice to the 33rd Annual General Meeting of the members of the company.



My responsibility as a scrutiniser for the voting process of remote e-voting and voting through ballot at the said Annual General Meeting is restricted to preparing a consolidated Scrutinizer's Report of the votes cast "in favour" of or "against" the resolutions contained in the Notice of the 33rd Annual General Meeting based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the authorised agency to provide e-voting facilities engaged by the Company for voting through electronic means (ie. remote e-voting) and counting of the ballots polled at the said Annual General Meeting .

Further to the above, I submit my Report as under:

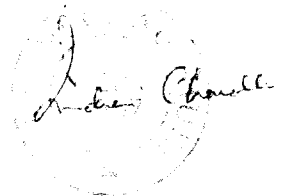
The remote e-voting period remained open from Monday, the 21st August, 2017 (9.00 a.m.) to Thursday, 24th August, 2017 (5.00 p.m.).

The cut-off date for determining eligibility to cast vote was 18th August, 2017 and such persons who were the members of the company as on the said record date were entitled to cast their vote either by remote e-voting or through ballot at the said Annual General Meeting on the relevant resolutions.

As prescribed by rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, the Scrutiniser shall have access after the closure of period of remote e-voting and before the start of General Meeting to only such details relating to members who have cast their votes through remote e-voting, such as their names, folio numbers, number of shares held but not the manner in which they have voted.

CDSL, the e-voting agency has provided me with the names, DP Id/Folio number and shareholding of the members who have cast their votes through remote e-voting.

Upon closure of voting at the Annual General Meeting, the report for the voting done at meeting was generated after detailed scrutiny and reconciling the votes with records maintained by the Company and C. B. Management Services (P) Ltd., the Registrars & Share Transfer Agent (RTA) of the Company in respect to the authorisations/proxies lodged with the company.



Thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr. Santanu Pal and Mr. Shubodeep Dey who are not in the employment of the Company and downloaded the results.

I observed that

- 1) 2 members had cast their votes through ballot at the Annual General meeting and was found to be valid after scrutiny.
- 2) 7 nos of members had cast their votes through remote e-voting and all were found to be valid after scrutiny.

The consolidated results of the remote e-voting and voting through ballot at the said Annual General Meeting with respect to each item of the agenda as set out in the Notice of the Annual General Meeting dated May 26, 2017 are enclosed (Annexure).

Based on the aforesaid results, the 4 (four) ordinary resolutions and 2 (two) special resolutions as contained in item nos. 1 to 6 of the Notice dated May 26, 2017 have been passed with requisite majority.

The Register, all other papers and relevant records relating to remote e- voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same are to be handed over to the Chairman for safe keeping.

Thanking you,

Yours faithfully,

Indrani Chaudhuri

Indrani Chaudhuri

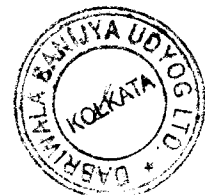
Practising Company Secretary

C.P. No.6667

Mem No.ACS. 8739

Place: Kolkata

Date : 25.08.2017



ANNEXURE**Resolution 1: (Ordinary Resolution)**

To consider and adopt

- (a) the audited financial statement of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.
- (b) the audited consolidated financial statement of the Company for the financial year ended 31st March, 2017 and the Reports of the Auditors thereon.

	Number of Members			Number of votes contained			%
	Remote E voting	Voting at AGM	Total	Remote E voting	Voting at AGM	Total	
Assent	7	2	9	567078	2	567080	100
Dissent	-	-	-	-	-	-	-
Abstained*	-	-	-	-	-	-	-
Total	7	2	9	567078	2	567080	100

* Includes votes which were not cast 'for' or 'against' resolution

Based on the aforesaid results, the ordinary resolution as contained in item no. 1 of the notice dated May 26, 2017 has been passed with requisite majority.

Resolution No. 2: (Ordinary Resolution).

To appoint a Director in place of Mrs Srinidhi Dabriwal, (Din 06938792) who retires by rotation and being eligible offers herself for re-appointment.

	Number of Members			Number of votes contained			%
	Remote E voting	Voting at AGM	Total	Remote E voting	Voting at AGM	Total	
Assent	7	2	9	567078	2	567080	100
Dissent	-	-	-	-	-	-	-
Abstained*	-	-	-	-	-	-	-
Total	7	2	9	567078	2	567080	100

* Includes votes which were not cast 'for' or 'against' resolution

Based on the aforesaid results, the ordinary resolution as contained in item no.2 of the notice dated May 26, 2017 has been passed with requisite majority.

Indrani Chaudhuri

Indrani Chaudhuri

Practising Company Secretary

C.P. No.6667

Mem No.ACS 8739

Place: Kolkata

Date : 25.08.2017



Resolution No. 3: . (Ordinary Resolution)

To appoint M/s. Ray & Ray, Chartered Accountants as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the thirty eighth Annual General Meeting to be held in the year 2022 subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting on such remuneration as may be fixed by the Board of Directors of the Company from time to time.

	Number of Members			Number of votes contained			%
	Remote E voting	Voting at AGM	Total	Remote E voting	Voting at AGM	Total	
Assent	7	2	9	567078	2	567080	100
Dissent	-	-	-	-	-	-	-
Abstained*	-	-	-	-	-	-	-
Total	7	2	9	567078	2	567080	100

* Includes votes which were not cast ' for ' or 'against' resolution

Based on the aforesaid results, the ordinary resolution as contained in item no. 3 of the notice dated May 26, 2017 has been passed with requisite majority.

Resolution No. 4: (Ordinary Resolution).

To appoint Mr Ajay Kumar Kedia (Din 07718858) as Independent Director of the Company.

	Number of Members			Number of votes contained			%
	Remote E voting	Voting at AGM	Total	Remote E voting	Voting at AGM	Total	
Assent	7	2	9	567078	2	567080	100
Dissent	-	-	-	-	-	-	-
Abstained*	-	-	-	-	-	-	-
Total	7	2	9	567078	2	567080	100

* Includes votes which were not cast ' for ' or 'against' resolution

Based on the aforesaid results, the ordinary resolution as contained in item no.4 of the notice dated May 26, 2017 has been passed with requisite majority.

Indrani Chaudhuri

Indrani Chaudhuri

Practising Company Secretary

C.P. No.6667

Mem No.ACS 8739

Place: Kolkata

Date : 25.08.2017



Resolution No. 5: (Special Resolution).

To appoint Mr Devashish Dabriwal (Din 00037051) as Managing Director of the Company for a period of three years with effect from 1st April, 2017.

	Number of Members			Number of votes contained			%
	Remote E voting	Voting at AGM	Total	Remote E voting	Voting at AGM	Total	
Assent	7	2	9	567078	2	567080	100
Dissent	-	-	-	-	-	-	-
Abstained*	-	-	-	-	-	-	-
Total	7	2	9	567078	2	567080	100

* Includes votes which were not cast 'for' or 'against' resolution

Based on the aforesaid results, the special resolution as contained in item no.5 of the notice dated May 26, 2017 has been passed with requisite majority.

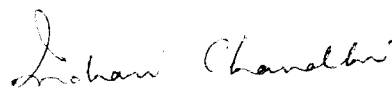
Resolution No. 6: (Special Resolution).

To alter the object clause of the Memorandum of Association of the Company.

	Number of Members			Number of votes contained			%
	Remote E voting	Voting at AGM	Total	Remote E voting	Voting at AGM	Total	
Assent	7	2	9	567078	2	567080	100
Dissent	-	-	-	-	-	-	-
Abstained*	-	-	-	-	-	-	-
Total	7	2	9	567078	2	567080	100

* Includes votes which were not cast 'for' or 'against' resolution

Based on the aforesaid results, the special resolution as contained in item no.6 of the notice dated May 26, 2017 has been passed with requisite majority.



Indrani Chaudhuri

Practising Company Secretary

C.P. No.6667

Mem No.ACS 8739

Place: Kolkata

Date : 25.08.2017.

