

**Ref. No: CL/BSE****September 02<sup>nd</sup>, 2020**

**To,  
BSE Limited  
P.J.Towers,  
Dalal Street,  
Mumbai-400 001**

**Scrip Code: 523369****Sub: Copy of Consolidated Scrutinizer's Report**

Dear Sir,

We send herewith a copy of the "Declaration of Results of E-voting and Instapoll" on the items before the 29<sup>th</sup> Annual General Meeting of the Company held on Wednesday, the 02<sup>nd</sup> of September, 2020 at 11:00 A.M. through Video Conference, declared by Shri Alok B. Shriram, Sr.MD & CEO on 02.09.2020 along with copy of the Scrutinizer's Report dated 02.09.2020, annexed thereto. This is being sent pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015.

Further, we also confirm that all the resolutions as set out in notice of the said AGM have been passed by the Members with the requisite majority.

Copies of the Results and the Scrutinizer's Report are being placed on the Company's website also .i.e., [www.dcmsr.com](http://www.dcmsr.com).

Thanking you,



**Yours Faithfully**



**(Y.D.Gupta)**

**Company Secretary  
& Compliance Officer**

**FCS: 3405**





**Declaration of Results of the voting on the Resolutions placed  
before the Annual General Meeting of the Company held on  
02.09.2020 through remote e-voting & instapoll**

Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, approval of the shareholders of the Company was sought to eight ordinary resolutions and two special resolutions through remote e-voting & instapoll at AGM held through Video Conferencing on 02.09.2020.

The Scrutinizer's Report dated 02.09.2020 on remote e-voting and instapoll taken at the AGM is annexed herewith.

Based on the above, I declare all the ten resolutions proposed in the AGM Notice dated 27.06.2020 as passed with overwhelming majority.



  
(Alok B. Shriram)  
Sr. Managing Director & CEO  


Place: New Delhi  
Dated: September 2, 2020

	DCM SHRIRAM INDUSTRIES LTD
Date of the AGM/EGM	02-09-2020
Total number of shareholders on record date	50950
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	12
Public:	98

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	5,06,450	12	99.9976	0.0023	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,15,841	6.3867	5,15,821	20	99.9961	0.0039	0	0
Total		1,73,96,437	98,34,275	56.5239	98,34,255	20	99.9998	0.0002	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Interim Dividend									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	4,99,563	6,899	98.6378	1.3621	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,15,841	6.3867	5,08,934	6,907	98.6610	1.3390	0	0
Total		1,73,96,437	98,34,275	56.5239	98,27,368	6,907	99.9298	0.0702	0	0



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Director Liable to retire by rotation									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	4,99,563	6,899	98.6378	1.3621	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,15,841	6.3867	5,08,934	6,907	98.6610	1.3390	0	0
Total		1,73,98,437	98,34,275	56.5239	98,27,368	6,907	99.9298	0.0702	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of Cost Auditors.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	80,76,789	5,06,422	6.2701	5,06,298	124	99.9755	0.0244	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,15,801	6.3862	5,15,669	132	99.9744	0.0256	0	0
Total		1,73,98,437	98,34,235	56.5237	98,34,103	132	99.9987	0.0013	0	0





Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Regularization of Additional 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>81,57,082</b>	<b>99.9989</b>	<b>81,57,082</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,61,352</b>	<b>99.7316</b>	<b>11,61,352</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	4,99,563	6,899	98.6378	1.3621	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,15,841</b>	<b>6.3867</b>	<b>5,08,934</b>	<b>6,907</b>	<b>98.6610</b>	<b>1.3390</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>1,73,98,437</b>	<b>98,34,275</b>	<b>56.5239</b>	<b>98,27,368</b>	<b>6,907</b>	<b>99.9298</b>	<b>0.0702</b>	<b>0</b>	<b>0</b>

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Appointment of Mr. N K Jain in Casual Vacancy as a Director liable to retire by Rotation.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>81,57,082</b>	<b>99.9989</b>	<b>81,57,082</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,61,352</b>	<b>99.7316</b>	<b>11,61,352</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	4,99,563	6,899	98.6378	1.3621	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,15,841</b>	<b>6.3867</b>	<b>5,08,934</b>	<b>6,907</b>	<b>98.6610</b>	<b>1.3390</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>1,73,98,437</b>	<b>98,34,275</b>	<b>56.5239</b>	<b>98,27,368</b>	<b>6,907</b>	<b>99.9298</b>	<b>0.0702</b>	<b>0</b>	<b>0</b>



Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval to the remuneration of Shri N.K. Jain as Director Finance CFO									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>81,57,082</b>	<b>99.9989</b>	<b>81,57,082</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,61,352</b>	<b>99.7316</b>	<b>11,61,352</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	5,06,438	24	99.9952	0.0047	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,15,841</b>	<b>6.3867</b>	<b>5,15,809</b>	<b>32</b>	<b>99.9938</b>	<b>0.0062</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>1,73,98,437</b>	<b>98,34,275</b>	<b>56.5229</b>	<b>98,34,243</b>	<b>32</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>	<b>0</b>	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Appointment of Mrs. Urvashi Tilak Dhar in Casual Vacancy as a Director liable to retire by Rotation.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>81,57,082</b>	<b>99.9989</b>	<b>81,57,082</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>11,61,352</b>	<b>99.7316</b>	<b>11,61,352</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	80,76,789	5,06,422	6.2701	4,99,423	6,999	98.6179	1.3820	0	0
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,15,801</b>	<b>6.3862</b>	<b>5,08,794</b>	<b>7,007</b>	<b>98.6415</b>	<b>1.3585</b>	<b>0</b>	<b>0</b>
<b>Total</b>	<b>1,73,98,437</b>	<b>98,34,235</b>	<b>56.5237</b>	<b>98,27,228</b>	<b>7,007</b>	<b>99.9287</b>	<b>0.0713</b>	<b>0</b>	<b>0</b>	



Resolution No.	9										
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to the remuneration of Smt. Urvashi Tilak Dhar as Whole Time Director Special Resolution										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>81,57,082</b>	<b>99.9989</b>	<b>81,57,082</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public- Institutions	E-Voting	11,64,478	11,61,352	99.7316	11,61,352	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>11,61,352</b>	<b>99.7316</b>	<b>11,61,352</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	4,99,551	6,911	98.6354	1.3645	0	0	
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>5,15,841</b>	<b>6.3867</b>	<b>5,08,922</b>	<b>6,919</b>	<b>98.6587</b>	<b>1.3413</b>	<b>0</b>	<b>0</b>	
<b>Total</b>		<b>1,73,98,437</b>	<b>98,34,275</b>	<b>56.5239</b>	<b>98,27,356</b>	<b>6,919</b>	<b>99.9296</b>	<b>0.0704</b>	<b>0</b>	<b>0</b>	

Resolution No.	10										
Resolution required: (Ordinary/ Special)	SPECIAL - Adoption of new Articles of Association Special Resolution										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	81,57,170	81,57,082	99.9989	81,57,082	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>81,57,082</b>	<b>99.9989</b>	<b>81,57,082</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	
Public- Institutions	E-Voting	11,64,478	0	0.0000	0	0	0.0000	0.0000	0	11,61,352	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>1161352</b>	
Public- Non Institutions	E-Voting	80,76,789	5,06,462	6.2706	4,99,563	6,899	98.6378	1.3621	0	0	
	Poll		9,379	0.1161	9,371	8	99.9147	0.0852	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	<b>Total</b>		<b>5,15,841</b>	<b>6.3867</b>	<b>5,08,934</b>	<b>6,907</b>	<b>98.6610</b>	<b>1.3390</b>	<b>0</b>	<b>0</b>	
<b>Total</b>		<b>1,73,98,437</b>	<b>86,72,923</b>	<b>49.8489</b>	<b>86,66,016</b>	<b>6,907</b>	<b>99.9204</b>	<b>0.0796</b>	<b>0</b>	<b>1161352</b>	







# Swaran Jain & Associates

Company Secretaries

Office : 52/31, Ramjas Road, Karol Bagh, New Delhi-110 005

**Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting during the 29<sup>th</sup> Annual General Meeting of DCM Shriram Industries Limited held through Video Conferencing / Other Audio Visual Means (VC/OAVM) on Wednesday, September 02, 2020 at 11:00 AM. IST.**

To,  
The Chairman  
DCM Shriram Industries Ltd  
New Delhi 110001

**Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended**

Dear Sir,

I, Swaran Jain of M/s. Swaran Jain & Associates., Company Secretaries, Delhi, appointed by the Board of Directors of **DCM Shriram Industries Limited** (the Company) as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting process conducted during the 29<sup>th</sup> Annual General Meeting of the Company held through VC/OAVM pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I, submit my report as under:

- a) The AGM is held in compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with the MCA General Circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020. Further as confirmed by the Company the Notice of the 29<sup>th</sup> AGM along with the Annual Report 2019-20 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA) or Central Depositories Services (India) Limited (CDSL) /National Securities Depositories Limited(NSDL)/ Kfin Technologies Private Limited.





- b) The Compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder relating to electronic voting (which includes remote e-voting and e-voting conducted during the AGM) on the resolutions proposed in the Notice calling the 29<sup>th</sup> AGM of the Company was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render Scrutinizer's Report related to electronic voting.
- c) The facility for remote e-voting and e-voting during the AGM was provided by Kfin Technologies Private Limited
- d) The remote e-voting period commenced on Saturday, August 29, 2020 (10:00 A.M. IST) and ended on Tuesday, September 01,2020 (5:00 P.M.IST).
- e) At the 29<sup>th</sup> AGM of the Company held on Wednesday, September 02, 2020, the Chairman at the end of the discussions on the resolution(s) announced that the e-voting facility "instapoll" has been provided to facilitate voting for those members who attended the meeting through VC/OAVM but could not participate in the remote e-voting to record their votes on the resolutions to be passed.
- f) After the closure of the e-voting facility provided during the AGM, the votes were unblocked on Wednesday, September 02, 2020 at around 01.00 P.M. IST in the presence of two witnesses viz., Mr. Vinod Negi and Mr. Dipesh who are not in the employment of the Company, on the e-voting website of KFin Technologies Private Limited (<https://www.evoting.KFintech.com>) and a final electronic report was generated by me. The data generated was diligently scrutinized.
- g) I hereby submit a Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 29<sup>th</sup> AGM based on the scrutiny of remote e-voting and the e-voting during the AGM and votes cast therein based on the data downloaded from the e-voting system of KFin. Technologies Private Limited.
- h) The Members holding equity shares as on the cut-off date i.e. August 26, 2020 were entitled to vote on the resolutions proposed in the Notice calling the 29<sup>th</sup> AGM of the Company.
- i) The results of the remote e-voting together with e-voting conducted during the AGM are as under:



**1. RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:**

**Adoption of Standalone and Consolidated Financial Statements for the financial year ended March 31, 2020**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	180	9824884	99.99
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>184</b>	<b>9834255</b>	<b>99.99</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	12	0
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>3</b>	<b>20</b>	<b>0</b>

(iii) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



*Swapan Jain*

**2. RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:**

**Confirm the payment of Interim Dividend of Rs. 5 per Equity Shares of Rs. 10 each already paid during the Financial Year 2019-20.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	179	9817997	99.93
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>183</b>	<b>9827368</b>	<b>99.92</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	6899	0.07
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>4</b>	<b>6907</b>	<b>0.07</b>

(iii) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



*Swarn Jain* 4

**3. RESOLUTION NO.3 AS AN ORDINARY RESOLUTION:**

**Re-Appointment of Shri Madhav B. Shriram (DIN 00203521), who retires by rotation**

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	179	9817997	99.93
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>183</b>	<b>9827368</b>	<b>99.93</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	6899	0.07
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>4</b>	<b>6907</b>	<b>0.07</b>

(iii) Invalid votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



**4. RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:**

**Ratification of Remuneration of Cost Auditors**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	178	9824732	99.99
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>182</b>	<b>9834103</b>	<b>99.99</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	124	0
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>5</b>	<b>132</b>	<b>0</b>

(iii) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

**5. RESOLUTION NO.5 AS AN ORDINARY RESOLUTION:**

**Approval of the Appointment of Shri Manoj Kumar (DIN: 00072634) as a Director liable to retire by rotation.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	179	9817997	99.93
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>183</b>	<b>9827368</b>	<b>99.93</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	6899	0.07
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>4</b>	<b>6907</b>	<b>0.07</b>

(iii) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



**6. RESOLUTION NO.6 AS AN ORDINARY RESOLUTION:**

**Approval to the Appointment of Shri Nalin Kumar Jain (DIN:00203581)  
in the Casual Vacancy**

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	179	9817997	99.93
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>183</b>	<b>9827368</b>	<b>99.93</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	6899	0.07
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>4</b>	<b>6907</b>	<b>0.07</b>

(iii) Invalid votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>



**7. RESOLUTION NO.7 AS AN ORDINARY RESOLUTION:**

**Approval to the Appointment of Shri Nalin Kumar Jain (DIN:00203581) as Director Finance & CFO of the Company**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	179	9824872	99.99
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>183</b>	<b>9834243</b>	<b>99.99</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	24	0
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>4</b>	<b>32</b>	<b>0</b>

(iii) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>





**8. RESOLUTION NO.8 AS AN ORDINARY RESOLUTION:**

**Approval to the Appointment of Smt. Urvashi Tilak Dhar (DIN:00294265)  
in the Casual Vacancy**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	178	9817857	99.93
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>182</b>	<b>9827228</b>	<b>99.93</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	6999	0.07
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>5</b>	<b>7007</b>	<b>0.07</b>

(iii) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

**9. RESOLUTION NO.9 AS SPECIAL RESOLUTION:**

**Approval to the Appointment of Smt. Urvashi Tilak Dhar (DIN:00294265) as Whole Time Director**

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	178	9817985	99.93
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>182</b>	<b>9827356</b>	<b>99.93</b>

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	4	6911	0.07
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>5</b>	<b>6919</b>	<b>0.07</b>

(iii) Invalid votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

**10. RESOLUTION NO.10 AS A SPECIAL RESOLUTION:**

**Adoption of New Articles of Association**

(iv) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	178	8656645	99.92
E-voting during the AGM	4	9371	99.91
<b>TOTAL</b>	<b>182</b>	<b>8666016</b>	<b>99.92</b>

(v) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	3	6899	0.08
E-voting during the AGM	1	8	0.09
<b>TOTAL</b>	<b>4</b>	<b>6907</b>	<b>0.08</b>

(vi) **Invalid votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	-	-
E-voting during the AGM	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>

Note: One shareholder holding 1161352 shares abstained from voting on Resolution No. 10.



Based on the foregoing, all the above Resolution Nos.1 to 10 as mentioned in the Notice of the 29<sup>th</sup> AGM of the Company dated June 27, 2020 were passed under remote e-voting and e-voting conducted during the AGM with the requisite majority.

All the relevant records of remote e-voting and e-voting during the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 29<sup>th</sup> AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safekeeping.

Thanking you,

Sincerely,



*Swaran Jain*  
Swaran Kumar Jain  
Practising Company Secretary  
FCS No.3236, CP No.4906  
UDIN: **F003236B000627882**  
M/s. Swaran Jain & Associates  
Company Secretaries  
Firm Registration No :S2002DE057300  
New Delhi  
Date: 02/09/2020

Countersigned by

*Alok B. Shiram*

Alok B. Shiram  
Sr.MD &CEO for and on behalf of the  
Chairman





We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Kfin Technologies Private Limited (<https://www.evoting.Kfintech.com>) in our presence at 12.17 P.M. IST on September 02, 2020.



Vinod Singh Negi  
RZH, 113, Raj Nagar,  
Part II, Palam,  
New Delhi – 110 045



Dipesh  
201/ B-3 Railway Colony,  
Paharganj,  
New Delhi – 110055

Countersigned by:  
for DCM Shriram Industries Limited



Yagya Datt Gupta  
Company Secretary  
FCS: 3405

New Delhi, September 02, 2020



(Swaran Kumar Jain)  
CP-4906  
FCS-3276

DCM SHRIRAM INDUSTRIES LTD AGM-02/09/2020 Evoting

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of Financial	182	9824896	180	9824884	99.9999	2	12	0.0001	0	0	0	0	0
2	Confirmation of Interim	182	9824896	179	9817997	99.9298	3	6899	0.0702	0	0	0	0	0
3	Appointment of Director	182	9824896	179	9817997	99.9298	3	6899	0.0702	0	0	0	0	0
4	Ratification of Remuneratio	182	9824896	178	9824732	99.9987	4	124	0.0013	0	0	0	0	40
5	Regularization of Additional	182	9824896	179	9817997	99.9298	3	6899	0.0702	0	0	0	0	0
6	Confirmation of	182	9824896	179	9817997	99.9298	3	6899	0.0702	0	0	0	0	0
7	Approval to the	182	9824896	179	9824872	99.9998	3	24	0.0002	0	0	0	0	0
8	Confirmation of	182	9824896	178	9817857	99.9288	4	6999	0.0712	0	0	0	0	40
9	Approval to the	182	9824896	178	9817985	99.9297	4	6911	0.0703	0	0	0	0	0
10	Adoption of new Articles	182	9824896	178	8656645	99.9204	3	6899	0.0796	0	0	1	1161352	0



(Swaran Kumar Jain)

FCS-3236

CP-4906

DCM SHRIRAM INDUSTRIES LTD AGM-02/09/2020 Instapoll

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of Financial	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
2	Confirmation of Interim	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
3	Appointment of Director	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
4	Ratification of Remuneratio	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
5	Regularization of Additional	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
6	Confirmation of	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
7	Approval to the	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
8	Confirmation of	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
9	Approval to the	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0
10	Adoption of new Articles	5	9379	4	9371	99.9147	1	8	0.0853	0	0	0	0	0

(Sharan Kumar Jain)

FCS-3236

CP-4906

DCM SHRIRAM INDUSTRIES LTD AGM-02/09/2020 eVoting and Instapoll

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of Financial	187	9834275	184	9834255	99.9998	3	20	0.0002	0	0	0	0	0
2	Confirmation of Interim	187	9834275	183	9827368	99.9298	4	6907	0.0702	0	0	0	0	0
3	Appointment of Director	187	9834275	183	9827368	99.9298	4	6907	0.0702	0	0	0	0	0
4	Ratification of Remuneratio	187	9834275	182	9834103	99.9987	5	132	0.0013	0	0	0	0	40
5	Regularization of Additional	187	9834275	183	9827368	99.9298	4	6907	0.0702	0	0	0	0	0
6	Confirmation of	187	9834275	183	9827368	99.9298	4	6907	0.0702	0	0	0	0	0
7	Approval to the	187	9834275	183	9834243	99.9997	4	32	0.0003	0	0	0	0	0
8	Confirmation of	187	9834275	182	9827228	99.9287	5	7007	0.0713	0	0	0	0	40
9	Approval to the	187	9834275	182	9827356	99.9296	5	6919	0.0704	0	0	0	0	0
10	Adoption of new Articles	187	9834275	182	8666016	99.9204	4	6907	0.0796	0	0	1	1161352	0

(Swarankuma Jain)

FCS-3236

CP-4906