



DCSL/2023-24/45  
Date: 02-10-2023

**Department of Corporate Services,  
BSE Limited,**  
25<sup>th</sup>, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai-400001

**Sub:** Consolidated Scrutinizer's Report of the 29<sup>th</sup> Annual General Meeting of the Company held on 30.09.2023.

Dear Sir/ Madam,

With reference to the above subject matter, please find attached herewith Consolidated Scrutinizer's Report of Remote e-voting and voting through Poll, in the 29<sup>th</sup> Annual General Meeting of the Company held on 30.09.2023 issued by **Mr. Mohit Vanawat**, Practicing Company Secretary.

The outcome of the 29<sup>th</sup> Annual General Meeting has already been sent to Stock Exchange.

You are requested to kindly take the same on records.

Thanking you,

Yours truly,

for **Dhruva Capital Services Limited**

**RITIKA**  
**KUMAWAT**  
**(RITIKA KUMAWAT)**  
**M. NO.- A63864**  
**Company Secretary &  
Compliance Officer**

Digitally signed by  
RITIKA KUMAWAT  
Date: 2023.10.02  
10:45:09 +05'30'

**Encl:** As Above

# MOHIT VANAWAT AND ASSOCIATES

(Company Secretary in Whole Time Practice)

CS Mohit Vanawat

(F.C.S, MBA (Finance), LL.B, B.com)

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Near Court Choraha,

Udaipur (Raj.)313001

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Kailash Karnawat

Chairman of the 29<sup>TH</sup>Annual General Meeting,

Dhruva Capital Services Limited,

Udaipur.

**Re: Consolidated Scrutinizer's Report for passing of resolutions through remote e-voting and poll conducted at the 29<sup>th</sup> Annual General Meeting of the Equity Shareholders of Dhruva Capital Services Limited (CIN: L67120RJ1994PLC008593), held on Saturday, 30<sup>th</sup> September, 2023 at 11:30 A.M. at the Corporate office of the Company.**

Dear Sir,

I, Mohit Vanawat, Proprietor of M/s Mohit Vanawat and Associates, Company Secretary in Practice, have been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process (remote e-voting) as well as for voting at the venue of Annual General Meeting through Ballot Paper (Poll), in a fair and transparent manner and ascertaining the result thereof, in respect of resolutions transacted at the 29<sup>th</sup> Annual general Meeting (AGM) of equity shares of Dhruva Capital Services Limited (**The Company**), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) and Regulation 44 of the SEBI (LODR) Regulations, 2015 and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022.

I hereby submit my report as under:-

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of the 29<sup>th</sup>AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and voting through ballot process-poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.
2. The Notice was dispatched to the Shareholders through **e-mail** on September 5, 2023 whose email IDs were registered with the Company / Depository Participant on that date. The said Notice was dispatched on the basis of the Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the internal cut-off date September 23, 2023.

3. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended, was published in the 'Economic Times' (in English language) and 'Rashtrdoot' (in Hindi language), both on September 8, 2023.
4. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide and facilitate remote e-voting process to the members of the Company to cast their votes through a secured electronic mode on the resolutions transacted at the said Annual General Meeting. The Company has also provided the facility of voting through Ballot Paper at the venue of the Annual General Meeting to the members attending the AGM but have not cast their vote by remote e-voting facility.
5. In terms of the aforesaid notice, voting through electronic means was kept open for three days from September 27, 2023 at 09:00 A.M. to September 29, 2023 at 5:00 P.M
6. The members' details such as their name, folio, number of shares held, who cast their votes through remote e-voting were downloaded from the e voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com/>) in order to ensure that such members did not vote again through ballot- Poll voting in the 29<sup>th</sup> Annual General Meeting. The e-voting results with details of Equity Shareholders who have voted in favour of the resolutions or against the resolutions and those who have obtained from voting were downloaded from the website of Central Depository Services (India) Limited i.e. (<https://www.evotingindia.com>) under EVSN-**230826039**
7. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. 23<sup>rd</sup> September, 2023.
8. After the commencement of the ballot process, one ballot box kept for polling was locked in my presence with due identification marks placed by me
  - a. The locked ballot box was subsequently opened in the presence of two witnesses and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Company/ Registrar of Transfer Agent of the Company and the authorizations / proxies lodged with the Company.
9. Thereafter, the electronic votes cast through remote e-voting pursuant to provisions of Section 108 of the Companies Act, 2013 read with relevant rules there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and SEBI's Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July 2023 provided by CDSL were unblocked in the presence of said two witnesses (1) Ms. Ritika Harkawat and (2) Ms. Pragya Jain.
10. No E-votes or ballot papers were identified as invalid.
11. Details of Shareholder presence:
  - Total Number of Shareholders on the Cut-off date was 929
  - Total Number of shareholders present in the meeting in person/ by proxy: 8
  - Promoters & Promoter Group: - 08
  - Public:- 0

12. Summary of the remote e-voting and poll is as follows-

- (a) **Item No. 1:** To receive, consider, and adopt the Audited Balance Sheet and Profit & Loss A/c as at 31<sup>st</sup> March, 2023 together with the Auditor's Report and Board's Report thereon.(Ordinary Resolution)

i. Votes <b>in favour</b> of resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	05	7,74,500	29.65%
Remote E-voting	07	18,37,768	70.35%
<b>Total</b>	<b>12</b>	<b>26,12,268</b>	<b>100.00</b>

ii. Votes <b>against</b> the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	0	0	0
Remote E-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii. Invalid Votes		
Particulars	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Poll at the AGM	0	0
Remote E-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

- b) **Item No.2:** To appoint a director in place of Smt. Meena Karnawat, who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment. (Ordinary Resolution)

i. Votes <b>in favour</b> of resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	05	7,74,500	29.65%
Remote E-voting	07	18,37,768	70.35%
<b>Total</b>	<b>12</b>	<b>26,12,268</b>	<b>100.00</b>

ii. Votes <b>against</b> the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	0	0	0
Remote E-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii. Invalid Votes		
Particulars	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Poll at the AGM	0	0
Remote E-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

c) **Item No.3:** To appoint M/s Mahendra Subhash and Co., Chartered Accountants (FRN 324346E), as the Statutory Auditor of the Company. (Ordinary Resolution)

i. Votes <b>in favour</b> of resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	05	7,74,500	29.65%
Remote E-voting	07	18,37,768	70.35%
<b>Total</b>	<b>12</b>	<b>26,12,268</b>	<b>100.00</b>

ii. Votes <b>against</b> the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	0	0	0
Remote E-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii. Invalid Votes		
Particulars	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Poll at the AGM	0	0
Remote E-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

(d) **Item No.4:** To Re-appoint Mr. Ashok Kumar Doshi as an Independent Director of the Company. (Special Resolution)

i. Votes <b>in favour</b> of resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	05	7,74,500	29.65%
Remote E-voting	07	18,37,768	70.35%
<b>Total</b>	<b>12</b>	<b>26,12,268</b>	<b>100.00</b>

ii. Votes <b>against</b> the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	0	0	0
Remote E-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii. Invalid Votes		
Particulars	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Poll at the AGM	0	0
Remote E-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

(e) **Item No.5:** To approve Related Party Transactions (Special Resolution)

i. Votes <b>in favour</b> of resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	0	0	0.00%
Remote E-voting	5	6,09,768	100.00%
<b>Total</b>	<b>5</b>	<b>6,09,768</b>	<b>100.00%</b>

ii. Votes <b>against</b> the resolution			
Particulars	No. of Members voted	No. of votes cast by them	% of total number of valid votes cast
Poll at the AGM	0	0	0
Remote E-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

iii. Invalid Votes		
Particulars	Total number of Members whose votes were declared invalid	Total number of votes cast by them
Poll at the AGM	0	0
Remote E-voting	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**CONCLUSION**

All the Resolutions mentioned in the AGM notice dated August 14, 2023 under the remote e-voting and voting through Ballot conducted at the venue of the meeting have been passed with requisite majority.

**Note:**

The E- Voting Reports from CDSL and all other relevant poll records were sealed and shall be handed over to the Managing Director authorized by the Board for safe keeping after declaration of the Voting Results.

Thanking You,

Yours truly,

For **Mohit Vanawat & Associates**

*Mohit Vanawat*



**Mohit Vanawat**  
**Practicing Company Secretary**  
**Membership No.: 11834**  
**CP.No.: 16528**  
**UDIN: F011834E001145441**

**Place: Udaipur**  
**Dated: 30.09.2023**