



**DILIP BUILDCON LIMITED**  
INFRASTRUCTURE & BEYOND

**Date: - 21.03.2025**

To  
BSE Limited  
Listing Department  
P.J Tower, Dalal Street  
Mumbai – 400001

To  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051

**Stock Symbol -540047**

**Stock Symbol –DBL**

**Sub: - Consolidated Scrutinizer's report of the 1st Extraordinary General Meeting (EGM) for the FY 2024-25 held through video conferencing/other audio-visual means.**

Dear Sir/ Madam,

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial standard on General Meetings issued by Institute of Company Secretaries of India) enclosed herewith Consolidated Scrutinizer's report on voting results in respect of the businesses conducted at 1st Extraordinary General Meeting (EGM) for the FY 2024-25 of the company held through video conferencing/other audio-visual means on 20th March, 2025.

The same will also be made available on the website of the Company at [www.dilipbuildcon.com](http://www.dilipbuildcon.com)

Kindly acknowledge and take the same on your record.

Thanking you

**For Dilip Buildcon Limited**

**Abhishek Shrivastava**  
**Company Secretary**



ISO 9001:2015

CIN No. L45201MP2006PLC018689

**Regd. Office :**

Plot No. 5, Inside Govind Narayan Singh Gate,  
Chuna Bhatti, Kolar Road, Bhopal - 462 016 (M.P.)

Ph. : 0755-4029999, Fax : 0755-4029998

E-mail : [db@dilipbuildcon.co.in](mailto:db@dilipbuildcon.co.in), Website : [www.dilipbuildcon.com](http://www.dilipbuildcon.com)



## **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 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial standard on General Meetings issued by Institute of Company Secretaries of India)

To,

The Chairman of Extra-Ordinary General Meeting (1/2024-25) of the members of  
Dilip Buildcon Limited  
CIN: L45201MP2006PLC018689  
Plot No. 5 Inside Govind Narayan Singh  
Chuna Bhatti, Kolar Road, Bhopal Madhya Pradesh - 462016 IN

Dear Sir,

**Subject: Consolidated Scrutinizer's Report for the remote e-voting and e-voting at the Extra-Ordinary General Meeting (1/2024-25) of the Members of DILIP BUILDCON LIMITED held on Thursday, the March 20, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**

1. I, **Piyush Bindal**, Proprietor of "Piyush Bindal & Associates", Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of M/s **DILIP BUILDCON LIMITED** ("the Company") for scrutinizing the:

E-voting process ("Remote E-voting") as well as voting by use of electronic means during the meeting in respect of resolutions proposed at the Extra-Ordinary General Meeting (1/2024-25) of the Company ("Meeting"/"EGM") held on Thursday, March 20, 2025 started at 11:00 A.M. conducted through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), in accordance with the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') and Secretarial standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India;

2. The Extra-Ordinary General Meeting of the Company (EGM) was conducted through Video Conferencing / Other Audio Visual Means (VC/OAVM) as per the circulars issued by the Ministry of Corporate Affairs ("MCA") and the circulars issued by the Securities and Exchange Board of India ("SEBI"). In continuation of the previous circulars issued by the "MCA" and "SEBI" to conduct EGMs through Video Conference (VC) or Other Audio Visual Means (OAVM), MCA vide its circular bearing No. 09/2024 dated 19.09.2024 and SEBI through its circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03<sup>rd</sup> October, 2024 has allowed conducting AGM/EGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed with the personal presence of the members at the meeting till September 30, 2025.

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e-mail : pbacsbpl@gmail.com; piyush@dpaandassociates.com



**3. Management's Responsibility:**

The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules and SS-2 relating to Remote e-voting and through e-voting facility during the meeting (hereinafter referred to as "Voting through Electronic means") on the resolution stated in the Notice calling the EGM (1/2024-25) of the Members of the Company ("Notice").

**4. Scrutinizer's Responsibility:**

My responsibility as a scrutinizer for the voting process, is restricted to scrutinize both the remote e-voting process prior to the EGM and e-voting at the EGM in a fair and transparent manner and to submit a Scrutinizer's Consolidated Report of the votes cast 'in favour' or 'against' the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by MUFG Intime India Private Limited (MIIPPL), the agency engaged by the Company to provide facility to the members to cast their votes by way of Remote e-Voting and e-voting facility made available during the Meeting.

**5. Further, to above we submit our report as under: -**

- a) The remote e-voting facility to the Members of the Company commenced on Monday, March 17, 2025 (at 9.00 A.M. IST) and ends on Wednesday, March 19, 2025 (at 5.00 P.M. IST) through MUFG Intime India Private Limited e-voting website: <https://instavote.linkintime.co.in>.
- b) The Company has also provided the facility of e-voting during the EGM for those shareholders who were present in the EGM through VC/OAVM facility and had not cast their vote on the resolution through remote e-voting and were otherwise not barred from doing so.
- c) After the completion of e-voting process at the meeting the vote cast through e-voting at the meeting and through remote e-voting prior to the date of meeting were unblocked and downloaded from the e-voting website of MUFG Intime India Private Limited, the e-voting data/results downloaded from e-voting system of MUFG Intime India Private Limited were scrutinized and reviewed, the vote were counted and the results were prepared.
- d) Voting rights of the members have been reckoned in proportion to their shares of the paid-up Equity Share Capital of the company as on the cut-off date i.e. Friday, March 14, 2025.



**PIYUSH BINDAL & ASSOCIATES**  
**COMPANY SECRETARIES**

The consolidated results of the voting for the Extra-Ordinary General Meeting (1/2024-25) is as under:

**ITEM NO. 1: - Special Resolution**

**TO CONSIDER AND APPROVE APPOINTMENT OF MR. ALOK VERMA (DIN: 10915677) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR FOR A TERM OF 5 CONSECUTIVE YEARS**

**A. Vote in favour of the resolution**

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	109	57351146	51.8540
E-Voting during EGM	5	53249845	48.1458
<b>TOTAL</b>	<b>114</b>	<b>110600991</b>	<b>99.9999</b>

**B. Voted against the resolution**

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	3	15	0.0001
E-Voting during EGM	--	--	--
<b>TOTAL</b>	<b>3</b>	<b>15</b>	<b>0.0001</b>

**C. Invalid/Abstain votes**

Total number of members whose votes were declared invalid/Abstain	Total number of votes cast by them
<b>1</b>	<b>40</b>

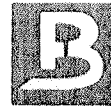
**ITEM NO. 2: - Special Resolution**

**TO CONSIDER AND APPROVE THE LIMIT OF RS. 4825 CRORES UNDER SECTION 185, 186 AND OTHER APPLICABLE PROVISIONS OF COMPANIES ACT, 2013 FOR MAKING INVESTMENTS, PROVIDING LOANS / GUARANTEE / SECURITIES TO THE SUBSIDIARIES COMPANIES / ASSOCIATES COMPANIES / PRIVATE COMPANIES / JVs FOR THE FINANCIAL YEAR 2025-26.**

**A. Vote in favour of the resolution**

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
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e-mail : pbacsbpl@gmail.com; piyush@dpaandassociates.com



**PIYUSH BINDAL & ASSOCIATES**  
**COMPANY SECRETARIES**

Remote e-voting	55	49868147	45.0883
E-Voting during EGM	5	53249845	48.1459
<b>TOTAL</b>	<b>60</b>	<b>103117992</b>	<b>93.2342</b>

**B. Voted against the resolution**

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	59	7483014	6.7658
E-Voting during EGM	--	--	--
<b>TOTAL</b>	<b>59</b>	<b>7483014</b>	<b>6.7658</b>

**C. Invalid/Abstain votes**

Total number of members whose votes were declared invalid/Abstain	Total number of votes cast by them
<b>1</b>	<b>40</b>

**ITEM NO. 3: - Ordinary Resolution**

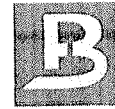
**TO CONSIDER AND APPROVE INCREASE OF REMUNERATION PAYABLE TO MR. ROHAN SURYAVANSHI, HEAD - STRATEGY & PLANNING OF THE COMPANY**

**A. Vote in favour of the resolution**

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	44	6184647	14.1887
E-Voting during EGM	2	34215594	78.4968
<b>TOTAL</b>	<b>46</b>	<b>40400241</b>	<b>92.6855</b>

**B. Voted against the resolution**

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	63	3188272	7.3145
E-Voting during EGM	--	--	--



**PIYUSH BINDAL & ASSOCIATES**  
**COMPANY SECRETARIES**

TOTAL	63	3188272	7.3145
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C. Invalid/Abstain votes

Total number of members whose votes were declared invalid/Abstain	Total number of votes cast by them
9	67012533

ITEM NO. 4: - Ordinary Resolution

TO CONSIDER AND APPROVE INCREASE OF REMUNERATION PAYABLE TO MR. KARAN SURYAVANSHI, HEAD - BUSINESS DEVELOPMENT OF THE COMPANY.

A. Vote in favour of the resolution

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	44	6184647	14.1887
E-Voting during EGM	1	34215591	78.4968
TOTAL	45	40400238	92.6855

B. Voted against the resolution

MODE OF VOTING	NUMBER OF MEMBER VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL NUMBER OF VALID VOTES CAST (FAVOUR AND AGAINST)
Remote e-voting	63	3188272	7.3145
E-Voting during EGM	--	--	--
TOTAL	63	3188272	7.3145

C. Invalid/Abstain votes

Total number of members whose votes were declared invalid/Abstain	Total number of votes cast by them
9	67012533



**PIYUSH BINDAL & ASSOCIATES**  
**COMPANY SECRETARIES**


Based on the foregoing, all the resolutions as stated in the Notice of the Meeting of the Company have been passed with the requisite majority on the date of the Extra-Ordinary General Meeting i.e. Thursday, March 20, 2025.

The electronic data and all other relevant records of e-voting will remain under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

Yours Faithfully,

For Piyush Bindal & Associates  
Practicing Company Secretaries  
Firm's Registration No. S2012MP186400  
Peer Review Cert. No.: 922/2020

  
Piyush Bindal  
Proprietor  
Membership No.: F6749 C. P. No. 7442  
UDIN: F006749F004128570  
Place: Bhopal  
Date: 21.03.2025



Countersigned by Mr. Dilip Suryavanshi  
(Chairman of the Extra-Ordinary General Meeting)