

Date: 4th August, 2022

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G. Block,
Bandra- Kurla Complex,
Bandra East, Mumbai-400 051

Corporate Relationship Department
BSE Ltd.
1st Floor New Trading, Rotunda Building,
P J Towers, Dalal Street Fort,
Mumbai- 400 001

Ref: Symbol- DHANUKA

Scrip Code: 507717

Sub: Voting Results & Scrutinizer's Report -37th Annual General Meeting held on 2nd August 2022.

Dear Sir/ Madam,

The 37th Annual General Meeting of the Company was held on Tuesday, August 2, 2022 at 11:00 A.M (IST) through Video Conferencing (VC) to transact the businesses as stated in the AGM Notice dated May 23, 2022.

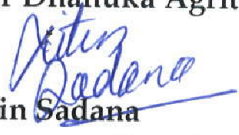
In this regard, please find enclosed the following:

- i) Voting results of the businesses transacted at the AGM as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 as amended time to time.
- ii) Scrutinizer's Report dated August 3, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizer's Report dated August 3, 2022 is also available on the Company's website at www.dhanuka.com.

Thanking You,
Yours faithfully,

For Dhanuka Agritech Limited


Jitin Sadana

Company Secretary and Compliance Officer
FCS- 7216



Encl: a/a

R & D

COMPANY SECRETARIES

Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
Dhanuka Agritech Limited
82, Abhinash Mansion,
1st Floor, Joshi Road, Karol Bagh
New Delhi-110005

Sub: 37th Annual General Meeting of the Equity Shareholders of Dhanuka Agritech Limited held on Tuesday, the 2nd day of August, 2022 at 11:00 A.M. Through Video Conferencing (VC)/Other Audio Visual Means ("OAVM")

Dear Sir,

I, Debabrata Deb Nath, Practicing Company Secretary, Partner of R & D Company Secretaries, at 785, Pocket-E, Mayur Vihar-II, Delhi-110091, appointed as Scrutinizer by the Board of Directors of Dhanuka Agritech Limited (the Company) held on 23rd May, 2022 for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 37th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, 2nd August, 2022 at 11:00 a.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 37th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.



2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL).
3. In accordance with the Notice of the 37th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 12th July, 2022, the remote e-voting opened at 9:00 AM on 30th July, 2022 and remained open up to 5:00 PM on 1st August, 2022 .
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on 22nd July, 2022, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 37th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



Sl. No.	Particulars of resolution	Ordinary/ Special resolution	Voting	No. of Shareholders Voted	Votes in favour		Votes Against		Invalid Votes
					No. of Shares	% of total valid Votes	No. of Shares	% of total valid Votes	
1	Adoption of Audited Standalone and Consolidated Balance Sheet of the Company as at 31 st March, 2022 along with the Standalone and Consolidated Profit and Loss Account for the Financial Year ended on that date and the Cash Flow Statement together with the Reports of the Auditors and Directors thereon	Ordinary Resolution	Remote E-voting	117	39926547	100	0	0	0
			E-voting during AGM	3	111	0	0	0	0
			Total	120	39926658	100	0	0	0
2	Approval of dividend @ 300% i.e. Rs. 6/- per Equity Share for the Financial Year ended 31 st March, 2022.	Ordinary Resolution	Remote E-voting	118	39929405	100	500	0	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	39929516	100	500	0	0
3	Approval for re-appointment of director retiring by rotation - Mr Rahul Dhanuka	Ordinary Resolution	Remote E-voting	118	39787253	99.64	142652	0.36	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	39787364	99.64	142652	0.36	0
4	Approval for re-appointment of director retiring by rotation- Mr Arun Kumar Dhanuka	Ordinary Resolution	Remote E-voting	118	39788022	99.64	141883	0.36	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	39788133	99.64	141883	0.36	0



5	Ratification of remuneration of the Cost Auditor of the company for the financial year 2022-23.	Ordinary Resolution	Remote E-voting during AGM	118	39929810	100	95	0	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	39929921	100	95	0	0
6	Approval for re-appointment of Mr Sanjay Saxena as an Independent Director for Second terms of 5 Years	Special Resolution	Remote E-voting during AGM	118	39921833	99.98	8072	0.02	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	39921944	99.98	8072	0.02	0
7.	Approval for re-appointment of Mr Ram Gopal Agarwal as Whole Time Director under the designation Chairman for further period of 5 years	Special Resolution	Remote E-voting during AGM	118	37261020	93.32	2668885	6.68	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	37261131	93.32	2668885	6.68	0
8.	Approval for payment of remuneration of Mr Rahul Dhanuka as Whole Time Director	Special Resolution	Remote E-voting during AGM	118	37264855	93.33	2665050	6.67	0
			E-voting during AGM	3	111	0	0	0	0
			Total	121	37264966	93.33	2665050	6.67	0



You may accordingly declare the result of the voting and take other necessary steps in this regard.

Thanking You,

For **R&D**
Company Secretaries



Debabrata Deb Nath
Partner
FCS No.:7775; CP No.: 8612
UDIN: F007775D000734391
Peer Review Certificate No.1403/2021

Date: 3rd August, 2022
Place: Delhi

Countersign by

RAM GOPAL
AGARWAL

Digitally signed by RAM
GOPAL AGARWAL
Date: 2022.08.04 11:07:44
+05'30'

Chairman

General information about company	
Scrip code	507717
NSE Symbol	DHANUKA
MSEI Symbol	NOTLISTED
ISIN	INE435G01025
Name of the company	Dhanuka Agritech Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	02-08-2022
Start time of the meeting	11:00 AM
End time of the meeting	11:55 AM

Scrutinizer Details	
Name of the Scrutinizer	Debabrata Deb Nath
Firms Name	R and D Company Secretaries
Qualification	CS
Membership Number	7775
Date of Board Meeting in which appointed	23-05-2022
Date of Issuance of Report to the company	03-08-2022

Voting results	
Record date	22-07-2022
Total number of shareholders on record date	38124
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	19
b) Public	34
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31681793	97.1694	31681793	0	100	0
Public Institutions	E-Voting	9820373	8241885	83.9264	8241885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8241885	83.9264	8241885	0	100	0
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2980	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2980	0.0718	2980	0	100	0
Total		46578324	39926658	85.7194	39926658	0	100	0
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final Dividend @ 300% i.e. Rs. 6/- per Equity Share for the Financial Year ended 31st March, 2022				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31681793	97.1694	31681793	0	100	0
Public Institutions	E-Voting	9820373	8245243	83.9606	8245243	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8245243	83.9606	8245243	0	100	0
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2480	500	83.2215	16.7785
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2980	0.0718	2480	500	83.2215	16.7785
Total		46578324	39930016	85.7266	39929516	500	99.9987	0.0013
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Rahul Dhanuka (DIN:80150140). Whole-Time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	32604716	31681793	97.1694	31681793	0	100	0
Public Institutions	E-Voting	9820373	8245243	83.9606	8102647	142596	98.2706	1.7294
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9820373	8245243	83.9606	8102647	142596	98.2706	1.7294
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2924	56	98.1208	1.8792
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4153235	2980	0.0718	2924	56	98.1208	1.8792
Total		46578324	39930016	85.7266	39787364	142652	99.6427	0.3573
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Arun Kumar Dhanuka (DIN:00627425), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	32604716	31681793	97.1694	31681793	0	100	0
Public- Institutions	E-Voting	9820373	8245243	83.9606	8103427	141816	98.28	1.72
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9820373	8245243	83.9606	8103427	141816	98.28	1.72
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2913	67	97.7517	2.2483
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4153235	2980	0.0718	2913	67	97.7517	2.2483
Total		46578324	39930016	85.7266	39788133	141883	99.6447	0.3553
Whether resolution is Pass or Not:							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of Cost Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	32604716	31681793	97.1694	31681793	0	100	0
Public- Institutions	E-Voting	9820373	8245243	83.9606	8245243	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9820373	8245243	83.9606	8245243	0	100	0
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2885	95	96.8121	3.1879
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4153235	2980	0.0718	2885	95	96.8121	3.1879
Total		46578324	39930016	85.7266	39929921	95	99.9998	0.0002
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Sanjay Saxena (DIN: 01257965) as an Independent Director of the Company, for second term of 5 years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31681793	97.1694	31681793	0	100	0
Public- Institutions	E-Voting	9820373	8245243	83.9606	8237227	8016	99.9028	0.0972
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8245243	83.9606	8237227	8016	99.9028	0.0972
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2924	56	98.1208	1.8792
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2980	0.0718	2924	56	98.1208	1.8792
Total		46578324	39930016	85.7266	39921944	8072	99.9798	0.0202
Whether resolution is Pass or Not:							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Ram Gopal Agarwal (DIN: 00627386) as Whole Time Director under the designation Chairman of the Company, for a further period of 5 years.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total	32604716	31681793	97.1694	31681793	0	100	0
Public-Institutions	E-Voting	9820373	8245243	83.9606	5576481	2668762	67.6327	32.3673
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total	9820373	8245243	83.9606	5576481	2668762	67.6327	32.3673
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2857	123	95.8725	4.1275
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total	4153235	2980	0.0718	2857	123	95.8725	4.1275
Total		46578324	39930016	85.7266	37261131	2668885	93.3161	6.6839
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Payment of remuneration to Mr. Rahul Dhanuka as Whole-time Director in terms of Regulation 17(6)(e) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32604716	31681793	97.1694	31681793	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		31681793	97.1694	31681793	0	100	0
Public- Institutions	E-Voting	9820373	8245243	83.9606	5580310	2664933	67.6791	32.3209
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8245243	83.9606	5580310	2664933	67.6791	32.3209
Public- Non Institutions	E-Voting	4153235	2980	0.0718	2863	117	96.0738	3.9262
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2980	0.0718	2863	117	96.0738	3.9262
Total		46578324	39930016	85.7266	37264966	2665050	93.3257	6.6743
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public- Non Institutions	

