



**KARAN ARORA AND ASSOCIATES  
(PRACTICING COMPANY SECRETARY)**

**Scrutinizer's Report**

**[On Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]**

To,

The Chairman,  
**DIC INDIA Limited,**  
UB 03, Mani Tower, 31/41, Binova Bhawe Road,  
Behala, Kolkata, West Bengal, India- 700038

**Subject: Scrutinizer's Report on Postal Ballot conducted in compliance with the provisions of the Companies Act, 2013 and applicable rules thereunder.**

**Dear Sir,**

The Board of Directors ("**Board**") of DIC India Limited (the "**Company**") has appointed us in Board meeting held on August 13, 2025 as the "**Scrutinizer**" to scrutinize e-voting process pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015.

I, CS Karan Arora, Proprietor of Karan Arora & Associates, appointed as the Scrutinizer by the Board for the purpose of scrutinizing the postal ballot process conducted in respect of the resolution(s) stated in the postal ballot notice dated 9<sup>th</sup> September, 2025, in a fair and transparent manner, submit my report as follows:

My responsibility is to scrutinize and ensure that the voting done through remote e-voting is done in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the notice of postal ballot dated 9<sup>th</sup> September, 2025, based on the reports generated from the remote e-voting system as provided by



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National Securities Depository Limited (“NSDL/ **Services Provider**”), the authorized agency to provide e- voting facility . I hereby submit my report as under:

1. The Company had appointed National Securities Depository Limited (**NSDL**) as Service Provider, for extending the facility of remote e-voting to the members of the Company. C. B. Management Services Private Limited is the Registrar and Share Transfer Agents of the Company.
2. **Appointment and Compliance:** I was appointed as the scrutinizer vide resolution passed at the Board meeting held on August 13, 2025. The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and rules thereunder relating to postal ballot. My responsibility as a Scrutinizer is restricted to providing a fair report on the votes cast by the shareholders through postal ballot.
3. **Dispatch of Notice:** The Company completed the dispatch of the Postal Ballot Notice along with the relevant enclosures on 9<sup>th</sup> September, 2025 to its shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on the cut-off date, i.e., 05<sup>th</sup> September, 2025. The notice was sent electronically to those shareholders who had registered their email addresses with the Company/Depositories.
4. **Cut-off Date:** The voting rights of shareholders were reckoned as on 05<sup>th</sup> September, 2025 being the cut-off date for determining the eligibility to vote through postal ballot.
5. **Voting Process:** a) The postal ballot voting period commenced on [Monday, September 15, 2025, 09:00 AM] and ended on [Tuesday October 14, 2025, 05:00 PM]. b) The votes were cast through electronic voting (e-voting) facility provided by NSDL.
6. **Scrutiny of Votes:** Upon conclusion of the remote e-voting period, the e-voting facility was blocked on Tuesday, October 14, 2025 at 05:00 PM (IST). Thereafter, the votes cast through remote e-voting were unblocked by me, as Scrutinizer, in the presence of two witnesses not in the employment of the Company.
7. The Cut-off date considered for dispatch of the notice of the postal ballot was **05<sup>th</sup> September, 2025**. Notice of the postal ballot along with draft resolutions was sent to the members.
8. At the end of the voting period on **Tuesday October 14, 2025, 05:00 PM**, the voting portal of the Service Provider was blocked forthwith.



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9. The details of results of the remote E-voting is as under:

**A) Resolution 1: Ordinary Resolution:**

**APPOINTMENT OF MR. NAVAPOL CHUENSIRI AS THE NON EXECUTIVE NON INDEPENDENT DIRECTOR LIABLE TO RETIRE BY ROTATION**

**i. Voting through Electronic Means:**

a. Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
68	6599823	99.94%

b. Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
16	3618	0.06%

c. **Invalid** Votes:

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**ii. Voting through Ballot : NA**

a) Voted in **favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
-	-	-



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b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
NIL	NIL	NA

c) **Invalid Votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL

**iii. Consolidated E- Voting**

a) Voted **in favour** of the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
68	6599823	99.94%

b) Voted **against** the resolution:

<b>Number of Members Voted</b>	<b>Number of Votes cast by them</b>	<b>% of the total number of valid votes cast</b>
16	3618	0.06%

c) **Invalid Votes:**

<b>Total Number of members whose votes are invalid</b>	<b>Total number of shares held by them</b>
NIL	NIL



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**Conclusion:** Based on the above results, I hereby confirm that the resolution(s) mentioned in the postal ballot notice dated 09<sup>th</sup> September, 2025 have been duly passed as Ordinary Resolution(s). I hereby confirm that I am maintaining the records relating to postal ballots (electronic) in a secure manner and will hand over the same to the Company Secretary for safe custody after the Chairman signs the minutes of the resolution passed.

All the Resolutions mentioned in the postal ballot notice dated 09<sup>th</sup> September, 2025 as per the details above have been passed under remote e-voting by way of ballot with the requisite majority and hence deemed to be passed.

Thanking You,

\*Yours Truly,

Digitally signed  
by KARAN  
ARORA  
Date: 2025.10.14  
17:43:34 +05'30'

**Karan Arora & Associates**

**Karan Arora**

Proprieter

M. no. 41391

CP No: 15604

UDIN: **A041391G001563175**

Peer Review Certificate No: **4822/2023**

Date: 14/10/2025

Place: Karnal

**WITNESSES:**

1. Tilak Arora S/o Ram Narain R/o 1877, Sector-7, Karnal, Haryana-132001
2. Bhawna Mehta S/o Rahul Kumar R/o HN 677, Sector-16, Karnal, Haryana-132001