



March 25, 2025

The Corporate Relationship Department
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai- 400001
Scrip Code: 500089

The Calcutta Stock Exchange Ltd.
71 Lyons Range,
Kolkata- 700001
Scrip Code: 10013217

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
Scrip Code: DICIND

Subject: Proceedings of the 77th Annual General Meeting cum voting results of DIC India Limited (“Company”) and additional disclosures pursuant to regulation 30 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).

Dear Madam/Sir,

Pursuant to regulation 30 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*as amended from time to time*), we wish to inform you that 77th annual general meeting (“AGM”) of the Company was held today *i.e.*, Tuesday March 25, 2025 at 11:00 am two-way Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), in accordance with the circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”).

The proceedings of the AGM are attached herewith as **Annexure-A**.

Further, pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief details about the change in Directors and Auditors is attached as **Annexure-B**.

The voting result and the report of Scrutinizer is attached herewith as **Annexure-C**.

This is for your kind information and records.

Thanking You,
Yours Faithfully,
For and on behalf of:
DIC India Limited

Meghna Saini
Company Secretary & Compliance Officer
Membership No. A-42587

DIC INDIA LIMITED

Fusion square, 5th Floor, Plot no. 5A & 5B, Sector-126, Noida – 201303

Tel: +91-120-6361414 | Fax: +91-120-6361443

GSTIN: 09AABCC0703C1ZF

CIN No. L24223WB1947PLC015202

Website: www.dic.co.in | Email id: investors@dic.co.in

Registered office: UB 03, Mani Tower, 31/41, Binova Bhawe Road,
Behala, Kolkata-700038



Annexure-A

Proceedings of 77th Annual General Meeting

77th AGM of DIC India Limited was held today *i.e.*, Tuesday, March 25, 2025 at 11:00 A.M. by two-way Video Conferencing ('VC')/Other Audio Visual Means ("OAVM"), in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").

Following directors were present in the meeting:

| | |
|------------------------|---|
| Mr. Rajeev Anand | : Chairman of the Board and Independent Director |
| Mr. Prabal Sarkar | : Chairman of Audit Committee and Independent Director |
| Mr. Adnan Wajhat Ahmed | : Chairman of the Stakeholder Relationship Committee & Independent Director |
| Ms. Pritha Dutt | : Chairperson of Nomination & Remuneration Committee & Independent Director |
| Mr. Paul Koek | : Non-Executive Director |
| Mr. Ji Xiang Jason Lee | : Non-Executive Director |
| Mr. Hayato Kashiwagi | : Non-Executive Director |
| Mr. Manish Bhatia | : Managing Director & CEO |

Mr. Rajib Chatterjee, Partner, PwC, the Statutory Auditor of the Company also attended the meeting along with his team.

Ms. Binita Pandey, Partner, T. Chatterjee & Associates, the Secretarial Auditor of the Company for the year ended on December 31, 2024 and the scrutinizer for this AGM was present in the meeting.

Total number of shareholders present in the meeting were 52.

Mr. Rajeev Anand being the Chairman of the Board, took the chair and conducted the proceedings of the Meeting. He welcomed all the Directors present in the meeting.

The Chairman addressed the shareholders and spoke about financial performance of the Company, current economic situations and its impact. Thereafter, the Chairman informed that the copies of the Audited Financial statements for the year ended December 31, 2024 along with Board's and Auditor's Report had been emailed to the members of the Company and the original documents along with the Statutory Registers were available for inspection of the members electronically during the AGM. He further informed that the Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM.

In compliance with the circulars issued by the MCA and SEBI and due to non-presence of members physically at the AGM, Members were informed that the requirement of appointing proxies was not applicable.

The shareholders were provided with the facility to cast their vote through remote e-voting facility and e-voting facility on the date of AGM. The Company has availed the e-voting services of National Securities Depository Limited ("NSDL"). The voting facility was made available to all the persons who were members of the Company as on the cut off date *i.e.* March 18, 2025.

The remote e-voting commenced on Saturday, March 22, 2025 at 09:00 A.M. IST and concluded on Monday, March 24, 2025 at 05:00 P.M. IST and was subsequently disabled upon the expiry of the aforesaid period. However, the facility for voting through electronic means was made available to the shareholders at the AGM, who did not cast their vote through remote e-voting.

Thereafter, the Chairman informed the Members that the following 6 resolutions were proposed to be passed at the AGM by way of ordinary resolution and the detailed explanatory statement setting out material information with respect to each item of special business formed a part of the Notice of the AGM:

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- a. To consider and adopt the Audited Financial Statements of the Company for the Financial year ended December 31, 2024, and the Reports of the Auditors and the Board of Directors thereon.
- b. To appoint a Director in place of Mr. Ji Xiang Jason Lee (DIN: 10485668), who retires by rotation and being eligible, seeks re-appointment.
- c. To declare a final dividend of INR 4/- (Indian Rupees Four) per equity share for the financial year ended December 31, 2024.
- d. To appoint M/s. PI & Associates as Secretarial Auditor and to fix their remuneration.
- e. To appoint M/s. Chandra Wadhwa and Co. as Cost Auditor for the financial year 2025 and to fix their remuneration.
- f. Appointment of Mr. Hayato Kashiwagi (DIN:10953592) as a Non-Executive Non-Independent Director.

On the invitation of the Chairman, Members who had registered themselves as speakers, addressed the meeting through VC / OAVM and sought clarifications on the Company's accounts and businesses. Chairman also addressed the observations/clarifications as sought by the Members during the meeting through chatbox facility. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the Chairman announced for voting to be conducted electronically (e-voting) and requested Ms. Binita Pandey, Partner, T. Chatterjee & Associate, the Scrutinizer for the orderly conduct of the e-voting.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and be placed on the website of the Company, NSDL and Stock Exchanges.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. The meeting concluded at 11:50 AM and the voting was disabled at 12:05 AM.

The voting results, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, will be submitted in due course.

Thanking You,
Yours Faithfully,
For and on behalf of:
DIC India Limited

Meghna Saini
Company Secretary & Compliance Officer
Membership No. A-42587

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ANNEXURE-B

Additional details as required under Regulation 30 of the (Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

A. Change in Directors

| S. No. | Particulars | Mr. Ji Xiang Jason Lee | Mr. Hayato Kashiwagi |
|---------------|--|--|--|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise | Re-appointment as the Non-Executive Non-Independent Director of the Company who retired by rotation and being eligible, sought reappointment | Appointment as Non-Executive Non-Independent Director of the Company |
| 2. | Date of appointment/cessation (as applicable) & terms of appointment | Re-appointment after being retired by rotation on March 25, 2025. Original date of appointment: March 22, 2024 | March 25, 2025 (Appointed as additional Non-executive Non-Independent Director on February 21, 2025) |
| 3. | Brief profile (in case of appointment) | Mr. Ji Xiang Jason Lee, 42 years old, graduated with Bachelor of Accountancy (First Class Honors) and professional certification Chartered Accountant (Singapore) of the Institute of Singapore Chartered Accountants. He joined DIC group in April 2016 and has undertaken multiple roles across different functions including financial consolidation, business planning and corporate planning. He is presently the regional Internal Audit Director of DIC Asia Pacific Pte. Ltd. | Mr. Kashiwagi is Regional Business Product Director of DIC Asia Pacific Pte Ltd (“DICAP”), with overall responsibility for product growth across all operating entities of the Packaging and Graphic Division in the DICAP region. His 25-year career at DIC Corporation, the parent company of DICAP, covered multiple areas in sales and marketing, corporate management and international business. He brings with him a wealth of experience of working with Group companies in Japan, Asia Pacific and China region on various projects. He is also a Director of DIC Malaysia Sdn Bhd, PT DIC Graphics, DIC Philippines Inc, DIC Vietnam Co. Ltd, DIC Bangladesh Private Limited, DIC Australia Pty Ltd, DIC India Ltd., and DIC Lanka (Private)Limited. Mr. Kashiwagi has a Bachelor of Commerce from Doshisha University. |
| 4. | Disclosure of relationship between Directors | No relation between Directors | No relation between Directors |
| 5. | Compliance as per Circular no. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by BSE and NSE respectively | Not debarred from holding the office of director by virtue of any SEBI order or any other such authority. | Not debarred from holding the office of director by virtue of any SEBI order or any other such authority. |

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B. Change in Auditors

| S.No. | Particulars | Secretarial Auditor | Cost Auditor |
|-------|--|--|---|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise | Appointment of M/s. PI & Associates, Peer Reviewed Firm of Company Secretaries in Practice, as Secretarial Auditors of the Company. T. Chatterjee & Associates, were appointed as the Secretarial Auditors to hold the office upto AGM held on March 25, 2025. | Appointment of M/s. Chandra Wadhwa & Co, a Cost Accountant in Practice as Cost Auditor of the Company. |
| 2. | Date of appointment/cessation (as applicable) & terms of appointment | Appointed w.e.f. March 25, 2025 (Recommendation of Board of Directors on February 27, 2025 and March 01, 2025) | Board of Directors approves the appointment on February 27, 2025. Approval by shareholders on March 25, 2025. |
| 3. | Brief profile (in case of appointment) | PI & Associates is first of its kind, a mega-firm of Company Secretaries in Practice having wide expertise in the legal, secretarial and financial arena. The firm has been created by several highly experienced practicing professionals having wide range of domain expertise with an aim of providing its clientele multi-disciplinary, multi-geographic, high quality, legal, financial & secretarial services in a cost effective and simplified manner. | Chandra Wadhwa and Co., Cost Accountant in Practice have more than 20 years of experience. The office of the firm is situated in Delhi. |
| 4. | Disclosure of relationship between Directors | Not Applicable | Not Applicable |

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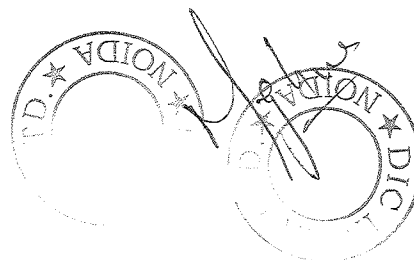
DIC India Limited

Resolution Required : Ordinary

1 - To consider and adopt the Audited Financial Statements of the Company for the Financial year ended December 31, 2024, and the Reports of the Board of Directors and the Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| Promoter and Promoter Group | E-Voting | 6586077 | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 264 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 2592636 | 10985 | 0.4237 | 10972 | 13 | 99.8817 | 0.1183 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 10985 | 0.4237 | 10972 | 13 | 99.8817 | 0.1183 | 0 |
| Total | | 9178977 | 6597062 | 71.8714 | 6597049 | 13 | 99.9998 | 0.0002 | 0 |



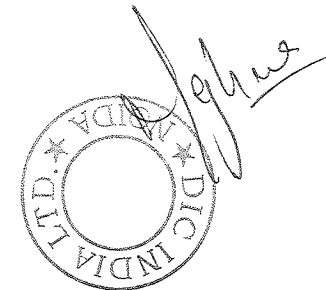
DIC India Limited

Resolution Required : Ordinary

2 - To appoint a Director in place of Mr. Ji Xiang Jason Lee (DIN: 10485668), who retires by rotation and being eligible, seeks re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| | | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 6586077 | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 264 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 2592636 | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| Total | | 9178977 | 6597062 | 71.8714 | 6597050 | 12 | 99.9998 | 0.0002 | 0 |



DIC India Limited

| Resolution Required : Ordinary | | 3 - To declare Final Dividend of INR 4.00/- (Rupees Four only) per equity share, for the Financial year ended December 31, 2024. | | | | | | | |
|---|----------------|--|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| 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 | No. of votes Invalid |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| Promoter and Promoter Group | E-Voting | 6586077 | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 264 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 2592636 | 10985 | 0.4237 | 10976 | 9 | 99.9181 | 0.0819 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 10985 | 0.4237 | 10976 | 9 | 99.9181 | 0.0819 | 0 |
| Total | | 9178977 | 6597062 | 71.8714 | 6597053 | 9 | 99.9999 | 0.0001 | 0 |



DIC India Limited

Resolution Required :Special

4 - To appoint M/s PI & Associates as secretarial auditor and to fix their remuneration.

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| Promoter and Promoter Group | E-Voting | 6586077 | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 264 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 2592636 | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| Total | | 9178977 | 6597062 | 71.8714 | 6597050 | 12 | 99.9998 | 0.0002 | 0 |



DIC India Limited

Resolution Required :Special

5 - To appoint M/s Chandra Wadhwa and Co. as a cost auditor of the Co.and to fix their remuneration.

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| Promoter and Promoter Group | E-Voting | 6586077 | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 264 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 2592636 | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| Total | | 9178977 | 6597062 | 71.8714 | 6597050 | 12 | 99.9998 | 0.0002 | 0 |



DIC India Limited

Resolution Required :Special

6 - Appointment of Mr. Hayato Kashiwagi (DIN:10953592) as a Non-Executive Non-Independent Director.

Whether promoter/ promoter group are interested in the agenda/resolution?

| 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 | No. of votes Invalid |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|----------------------|
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | [8] |
| Promoter and Promoter Group | E-Voting | 6586077 | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 6586077 | 100.0000 | 6586077 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 264 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 2592636 | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 10985 | 0.4237 | 10973 | 12 | 99.8908 | 0.1092 | 0 |
| Total | | 9178977 | 6597062 | 71.8714 | 6597050 | 12 | 99.9998 | 0.0002 | 0 |



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
DIC India Limited
L24223WB1947PLC015202
UB 03, Mani Tower,
31/41, Binova Bhave Road, Behala
Kolkata-700038, West Bengal

Dear Sir,

1. I, Binita Pandey, Partner of **M/s. T. Chatterjee & Associates**, FRN-P2007WB067100, Firm of Company Secretaries in practice, had been appointed by the Board of Directors of DIC India Limited, (**herein after referred as the "Company"**) as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 77th Annual General Meeting (**AGM**) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on Tuesday, March 25, 2025, in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Secretarial Standards on General Meetings, on the resolutions contained in the Notice dated March 03, 2025.
2. The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, which remained open from Saturday, March 22, 2025 (9:00 A.M IST) to Monday, March 24, 2025 (5:00 P.M IST).

3. The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on March 25th , 2025 at 12:15 P.M and were counted.
5. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice of the 77th AGM of the Company.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company.

7. I do hereby submit the Consolidated Report of votes casted through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice of 77th AGM.

ORDINARY BUSINESS

Item No. 1: **Ordinary Resolution**

To consider and adopt the Audited Financial Statements of the Company for the Financial year ended December 31, 2024, and the Reports of the Board of Directors and the Auditors thereon.

(I) Vote **in favour** of the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 44 | 6597049 | 100.00 |

(II) Vote **against** the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 6 | 13 | 0.00 |

Item No. 2: **Ordinary Resolution**

To appoint a director in place of Mr.Ji Xiang Jason Lee (DIN: 10485668), who retires by rotation and being eligible, seeks re-appointment.

(I) Vote **in favour** of the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 44 | 6597050 | 100.00 |

(II) Vote **against** the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 6 | 12 | 0.00 |

Item No. 3: **Ordinary Resolution**

To declare a final dividend of INR 4/- (Indian Rupees Four) per equity share for the financial year ended December 31, 2024.

(III) Vote **in favour** of the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 44 | 6597053 | 100.00 |

(IV) Vote **against** the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 6 | 9 | 0.00 |

SPECIAL BUSINESS

Item No. 4: **Ordinary Resolution**

To appoint M/s PI & Associates as secretarial auditor and to fix their remuneration.

(I) Vote **in favour** of the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 44 | 6597050 | 100.00 |

(II) Vote **against** the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|-----------------------------|----------------------------------|--|
| 6 | 12 | 0.00 |

Item No. 5: **Ordinary Resolution**

To appoint M/s Chandra Wadhwa and Co. as a cost auditor for the financial year 2025 and to fix their remuneration.

(I) Vote **in favour** of the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|----------------------|---------------------------|---------------------------------------|
| 44 | 6597050 | 100.00 |

(I) Vote **against** the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|----------------------|---------------------------|---------------------------------------|
| 6 | 12 | 0.00 |

Item No. 6: **Ordinary Resolution**

Appointment of Mr. Hayato Kashiwagi (DIN:10953592) as a Non-Executive Non-Independent Director.

(II) Vote **in favour** of the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|----------------------|---------------------------|---------------------------------------|
| 44 | 6597050 | 100.00 |

(II) Vote **against** the Resolution:

| No. of members voted | No. of votes cast by them | % of total number of valid votes cast |
|----------------------|---------------------------|---------------------------------------|
| 6 | 12 | 0.00 |

After taking into account, the result of the remote e-voting and e-voting during the AGM, I report that, the Resolutions as contained in the Notice of the Annual General Meeting dated March 03, 2025 have been passed with requisite majority.

Thanking you,

Yours faithfully

**For M/s. T. Chatterjee & Associates
Practicing Company Secretaries Firm
(FRN: P2007WB067100)**

BINITA
PANDEY
Digitally signed
by BINITA
PANDEY
Date: 2025.03.25
14:46:29 +05'30'

**Binita Pandey, Partner
Membership No. A41594
Certificate of Practice: 19730**

**UDIN: A041594F004150039
Place: Kolkata
Date: 25-03-2025**