



Donear House, Plot No. A-50, Road No. - 1, MIDC., Andheri (E), Mumbai - 400 093.  
Tel : 022 - 68348100 (Board Line) | Fax : 022 - 68348313  
E: info@donear.com Web: www.donear.com CIN : L99999MH1987PLC042076

Donear/SECD/SE/2025-26/001

April 03, 2025

To,

**The Manager,  
Corporate Relations Department,  
BSE Limited**  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort, Mumbai – 400 001

**The Manager,  
Listing Department,  
National Stock Exchange of India Limited,**  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051

**Scrip Code: 512519**

**Symbol: DONEAR**

**Sub: Outcome of Postal Ballot**

**Ref: Submission of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”).**

Dear Sir / Madam,

In continuation to our disclosure dated February 27, 2025, for intimation of the Postal Ballot Notice please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated April 03, 2025.
3. Minutes of proceedings of the Postal Ballot.

As per report of Scrutinizer dated April 03, 2025, the resolution as set out in the postal ballot notice has been duly passed by the shareholders through remote e-voting process with requisite majority on Wednesday, April 2, 2025 which is the last date of remote e-voting.

The voting results along with the scrutinizer's report will also be made available on the Company's website at [www.donear.com](http://www.donear.com).

This is for your information and records.

Thanking You,

Yours faithfully,  
**For Donear Industries Limited**

SEJAL  
ANUP  
SHAH

Digitally signed  
by SEJAL ANUP  
SHAH  
Date:  
2025.04.03  
15:54:17 +0530'



**Sejal Shah**  
**Company Secretary & Compliance Officer**  
**Membership No: A55588**  
Encl.: As Above

**INDUSTRIES LTD.**

Donear House, Plot No. A-50, Road No. - 1, MIDC., Andheri (E), Mumbai - 400 093.  
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**1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

<b>General information about company</b>	
Scrip code	512519
NSE Symbol	DONEYAR
MSEI Symbol	NOTLISTED
ISIN	INE668D01028
Name of the company	Donear Industries Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	02-04-2025
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mr. Yogesh Sharma
Firms Name	YOGESH SHARMA & CO.
Qualification	CS
Membership Number	F11305
Date of Board Meeting in which appointed	14-02-2025
Date of Issuance of Report to the company	03-04-2025

<b>Voting results</b>	
Record date	21-02-2025
Total number of shareholders on record date	18454
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>



INDUSTRIES LTD.

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT MRS. APARNA PRAVEEN CHATURVEDI (DIN: 00028647), AS AN INDEPENDENT DIRECTOR OF THE COMPANY				
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		38772034	100.0000	38772034	0	100.0000	0.0000
	Poll	38772034						
	Postal Ballot (if applicable)							
	<b>Total</b>	38772034	38772034	100.0000	38772034	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting		865137	6.5402	858624	6513	99.2472	0.7528
	Poll	13227966						
	Postal Ballot (if applicable)							
	<b>Total</b>	13227966	865137	6.5402	858624	6513	99.2472	0.7528
<b>Total</b>		52000000	39637171	76.2253	39630658	6513	99.9836	0.0164
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



# YOGESH SHARMA & CO.

COMPANY SECRETARIES

**Yogesh M. Sharma**  
M.Com, M. Phil, M.M.M, M.F.M, LLB, FCS.

Office No: 9082951462  
Mobile No: 9833124864  
Email ID: csymsharma@gmail.com

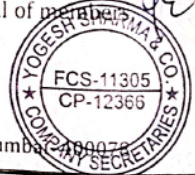
**Report of Scrutinizer for Voting through E-voting on Postal Ballot**  
**[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22**  
**of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman,  
**DONEAR INDUSTRIES LIMITED**  
Donear House, 8<sup>th</sup> Floor,  
Plot No. A - 50 Road No. 1,  
MIDC, Andheri (East),  
Mumbai 400093,

Dear Sir,

**Scrutinizer's Report on Voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

- 1) I, Yogesh Sharma, Proprietor of M/s. Yogesh Sharma & Co., Company Secretaries, have been appointed as the scrutinizer by the Board of Directors of **Donear Industries Limited** ("Company") at their meeting held on 14<sup>th</sup> February 2025, for votes cast through electronic means for the postal ballot process in respect of the resolution as set out in the postal ballot notice dated 14<sup>th</sup> February 2025 ("Notice").
- 2) Members approval was sought for Special Resolution to appoint Mrs. Aparna Praveen Chaturvedi as an independent director of the company for a period of 5 years.
- 3) Pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and other relevant circulars issued by Ministry of Corporate Affairs from time to time ("MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules, circular, notification (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Resolution as set out in the notice was placed for approval of members of the Company through remote e-voting only.



- 4) The Company has confirmed that the electronic copies of the Notice and the Explanatory Statement, along with the process for remote e-voting in terms of MCA Circulars, were sent on Thursday, February 27, 2025, to those members whose email addresses were registered with the Depositories, the Company, and/or Link Intime India Private Limited ("RTA") as of the cut-off date, Friday, February 21, 2025, based on the Register of Members/Register of Beneficial Owners maintained by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").
- 5) The Company has appointed National Securities Depository Limited ("NSDL") for providing remote e-voting facility to the members of the Company.
- 6) Members were required to communicate their assent or dissent only through remote e-voting system in terms of said MCA Circulars.
- 7) The remote e-voting period commenced on Tuesday, March 4, 2025 at 9:00 a.m. (IST) and ended on Wednesday, April 2, 2025 at 5:00 p.m. (IST).
- 8) Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period on at Wednesday, April 2, 2025 5:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by NSDL. The remote e-voting summary statement was thereafter downloaded from www.evoting.nsdl.com.
- 9) The Result of Postal ballot through e-voting is as under:

**Resolution: Special Resolution**

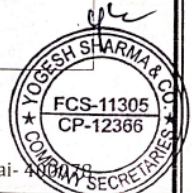
**To appoint Mrs. Aparna Praveen Chaturvedi as an independent director of the company for a period of 5 years:**

(i) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
78	39630658	99.98

(ii) Voted against the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
9	6513	0.02

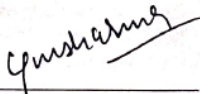


There were no invalid votes in the total votes cast on the above resolution.

- 10) Based on the aforesaid result, the resolution as contained in the Notice was passed by members with requisite majority and hence deemed to be passed as on the last date specified in the Postal Ballot notice i.e. 02<sup>nd</sup> April, 2025.

Regards,

For YOGESH SHARMA & Co.,  
Practicing Company Secretary



YOGESH M. SHARMA  
Proprietor  
COP: 12366  
FCS: 11305  
PR No.: 1583/2021  
UDIN: F011305G000012911



Date: 02<sup>nd</sup> April, 2025  
Place: Mumbai

**MINUTES OF THE RESOLUTION PASSED THROUGH POSTAL BALLOT VIA REMOTE E-VOTING BY MEMBERS OF DONEAR INDUSTRIES LIMITED ON APRIL 02, 2025, RESULTS OF WHICH WERE DECLARED ON APRIL 03, 2025.**

The Board of Directors of the Company (“**Board**”) at its meeting held on February 14, 2025, approved the proposal to conduct a postal ballot (“**Postal Ballot**”) by remote e-voting process (“**Remote E-voting**”) pursuant to Section 110, 108 of the Companies Act, 2013 (“**Act**”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 09/2024 dated September 19, 2024 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs (“**MCA**”) (“**MCA Circulars**”), to seek approval of the Members on the following special Business:

**TO APPOINT MRS. APARNA PRAVEEN CHATURVEDI (DIN: 00028647), AS AN INDEPENDENT DIRECTOR OF THE COMPANY;**

**The following actions were conducted pursuant to the approval of the Board and in compliance with the provisions of the Act and MCA Circulars:**

1. Mr. Yogesh Sharma proprietor of M/s. Yogesh Sharma & Co., Practising Company Secretaries, Mumbai, were appointed as the Scrutinizer for conducting the Postal Ballot only through Remote E-voting in a fair and transparent manner;
2. The Company has availed the services of National Securities Depositories Limited (“**NSDL**”) for providing Remote E-voting facility to the Members;
3. In accordance with applicable MCA and SEBI circulars, the electronic copies of the Notice and the Explanatory Statement, along with the process for remote e-voting were sent on Thursday, February 27, 2025, to those members whose email addresses were registered with the Depositories, the Company, and/or Link Intime India Private Limited (“**RTA**”) as of the cut-off date, Friday, February 21, 2025, based on the Register of Members/Register of Beneficial Owners maintained by National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”).
4. The total number of shareholders as on the cut-off date was 18,454.
5. A newspaper advertisement as required under the Act and the MCA Circulars were published on February 28, 2025 in English and Marathi editions of Free Press and Navshakti, respectively;
6. The Remote E-voting period commenced on Tuesday, March 4, 2025 at 9:00 a.m. (IST) and ended on Wednesday, April 2, 2025 at 5:00 p.m. (IST) (both days inclusive).
7. The Scrutinizer unblocked the votes casted under e-voting and downloaded the details after the end of Remote E-voting period from NSDL portal.
8. Based on analysis of the votes received, the Scrutinizer submitted his Report dated April 03, 2025. Based on the Report, the special resolution as set out in the Notice of the Postal Ballot dated February 14, 2025 (“**Postal Ballot Notice**”) was passed with the requisite majority.

**The details of voting are as below;**

1. Subject Matter of Resolution:

**TO APPOINT MRS. APARNA PRAVEEN CHATURVEDI AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 YEARS:**

**Nature of Resolution:** Special Resolution

<b>No. of votes polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of votes - in favour</b>	<b>% of votes in favour on votes polled</b>	<b>No. of votes - Against</b>	<b>% of votes against on votes polled</b>
<b>(A)</b>		<b>(B)</b>	<b>(% of B/A)</b>	<b>(C)</b>	<b>(% of C/A)</b>
39637171	76.22	39630658	99.98	6513	0.02

Accordingly, out of the total 39637171 valid votes cast via e-voting, 39630658 votes were cast assenting to the Special resolution and 6513 votes were cast dissenting to the Special resolution.

**Result:** The following Special Resolution had been passed with requisite majority.

**“RESOLVED THAT** pursuant to provisions of Sections 149, 150, 152, 161, read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), Companies (Appointment and Qualifications of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board at their respective meetings, Mrs. Aparna Praveen Chaturvedi (DIN: 00028647), who was appointed as Additional Director in the capacity of an Independent Director with effect from February 14, 2025, who being eligible for appointment as well as meeting the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years till February 13, 2030, and that she shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Rajendra Agarwal, Managing Director of the Company and/or Mr. Ashok Agarwal, Chief Financial Officer and/or Ms. Sejal Shah, Company Secretary of the Company be and are hereby severally authorized to submit/ file the prescribed e-form(s) along with all the prescribed paper(s), document(s) deed(s) etc., as may be necessary and to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

The Chairman authorized the Company Secretary to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and post the same on the website of the Company.