घराला घरपण देणारी माणसं®

D. S. KULKARNI
DEVELOPERS LTD.
PROMOTERS & BUILDERS

Regd . Office : " DSK House " 1187 / 60,
J M Road, Shivaji nagar, Pune - 411005.
Tel : 020 - 66047000, Fax : 020 - 25535772

CIN : L45201PN1991PLC063340

Ref: DSKDL/SECR/ September/2015/474

30th September, 2015

To,
The Manager - Listing Dept.
The BSE Limited
Phiroze Jeejebhoy Towers,
Dalal Street, Mumbai- 400 001.

To,
The Manager,
The National Stock Exchange Ltd.
"Exchange Plaza"
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051.

Sub: Disclosure of Voting Results under clause 35A of the Listing Agreement – D. S. Kulkarni Developers Limited, Scrip ID – 523890, Scrip Code - DSKULKARNI

Dear Sir,

In compliance with Clause 35A of the Listing Agreement, we hereby submit the voting results on the business transacted at the 24th Annual General Meeting of the Company held on Tuesday, the 29th September, 2015 at 9.30 a.m. at Pandit Jawaharlal Nehru Sanskrutik Bhavan, Ghole Road, Opp Mahatma Phule Museum, Shivajinagar, Pune 411 005.

1	Date of Annual General Meeting	29th September, 2015
2	Total Number of Shareholders on Record date	21255
3	Book Closure Dates	25/09/2015 to 29/09/2015
4	Number of Shareholders present in the AGM either in Person or through Proxy: **In Person :** Promoters and Promoter Group: Public : **Through Proxy:** Promoters and Promoter Group Public	 **83** 4 79 **1** Nil 1
5	Number of Shareholders who attended the meeting through Video Conferencing	No Video Conferencing facility was made available

D. S. Kulkarni Developers Ltd. Pune

Mumbai Off : "DSK House", Veer Savarkar Marg,
(Cadell Road), Next to Mayor's Bungalow, Shivaji Park,
Dadar, Mumbai 400028.
Tel : 022 - 24466446, 24462443 **Fax** : 022 - 24440163
Email : sales@dskdl.com **Website** : www.dskdl.com

Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice dated 29th May, 2015 of the 24th Annual General Meeting of the Company have been duly approved by the Shareholders with requisite majority as follows:

Sr. No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Remarks
1	To receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31st March, 2015 and the Profit & Loss Statement and Cash flow Statement for the year ended on that date and the reports of the Directors and Auditors thereon.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
2	To declare dividend	Ordinary	E-voting and poll	Resolution was passed with requisite majority
3	To appoint a Director in place of Mr. D. S. Kulkarni, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
4	To ratify the appointment of M/s. Gokhale Tanksale & Ghatpande, Chartered Accountants as Statutory Auditors and fix their remuneration.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
5	To appoint Dr. Madhura Chatrapathy as an Independent Director for a period of five years.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
6	To re-appoint Mr. Shirish Kulkarni as Whole time Director of the Company for the period of three years 27th July, 2015 to 26th July, 2018.	Special	E-voting and poll	Resolution was passed with requisite majority
7	To revise the terms of remuneration of Mr. D. S. Kulkarni, Chairman & Managing Director of the Company.	Special	E-voting and poll	Resolution was passed with requisite majority

D. S. Kulkarni Developers Ltd. Pune

The mode of Voting for all of the resolutions were:-

(a) E-Voting

(b) Polling papers provided to the Shareholders of the Company who attended the Annual General Meeting (AGM) personally and did not participate in the E-Voting process.

The results of the Voting in the prescribed format is annexed as Annexure I

Yours faithfully

For D. S. Kulkarni Developers Limited

Amol Purandare
Company Secretary

3-4, 'Aishwarya Sankul', S. No. 17, G. A. Kulkarni Path, Opp. Joshi Railway Museum, Kothrud, Pune - 411 038, India
Tel. : +91-020-2546 6265, 6520 4591, 6529 6055 Tel/Fax : 2546 1561

KANJ & ASSOCIATES
COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZERS REPORT

To,

CHAIRMAN,

D.S. KULKARNI DEVELOPERS LIMITED

DSK HOUSE, 1187/60, J.M ROAD,

SHIVAJINAGAR, PUNE 411005.

24th Annual General Meeting of the Company held on 29th September, 2015 at Pandit Jawaharlal Nehru Sankrutik Bhavan, Ghole Road, Opp Mahatma Phule Museum, Shivajinagar, Pune – 411 005 at 09.30 A.M.

Dear Sir,

I, CS Mahesh A. Athavale, Partner of M/s KANJ & Associates, Pune was appointed as Scrutinizer for E-voting process and for the poll taken at the Annual General Meeting of the Company held on 29th September, 2015 report as under:

1. The e-Voting process conducted for all the resolutions, as per Section 108 of the Companies Act, 2013 between 26th June, 2015 to 28th June, 2015.

2. After completing the counting of votes cast at the Annual General Meeting, a final electronic report of the e-voting process was generated by me by using the access and authorizations given to me by Central Depository Services (India) Limited (CDSL), i.e. "https://www.evotingindia.com. The final report was tabulated by me and the data regarding the final e-Votes as well as the votes casted through the poll process was diligently scrutinized and reconciled with the data available on the above mentioned website.

3. Similarly with respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in our presence with due identification marks placed by us. Subsequently, after the closing of the poll, the locked ballot box was opened in our presence and poll papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

4. A poll was taken on the resolutions Nos. 1, 2, 3, 4, 5, 6 and 7 as per Section 108 of the Companies Act, 2013 and the Rules made thereunder at the Annual General Meeting of the Company.

5. The cumulative/ Consolidated result of the e-Voting process and the poll taken at the Meeting is as under:

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

a) **As an ordinary resolution- Item No. 1 passed unanimously**

To receive, consider and adopt the audited standalone and consolidated Balance Sheets as at 31st March 2015 and the Profit & Loss Account and Cashflow Statements for the year ended on that date and the reports of the Directors and Auditors thereon.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	1,74,48,313	100

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	55,393	100

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,03,706	0	66
% of Total number	100	0	-

b) As an ordinary resolution- Item No. 2 passed unanimously

To declare dividend.

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	1,74,48,313	100

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	55,393	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,03,706	0	66
% of Total number	100	0	-

MAHESH A. ATHAVALE
FCS-2412
CP-1488
Company Secretary

c) **As an ordinary resolution- Item No. 3 passed unanimously**

To appoint a Director in place of Mr. D.S. Kulkarni (DIN 00394027), Chairman & Managing Director who retires by rotation and being eligible, offers himself for reappointment.

- **E-Voting process:**

(I) Voted in **favour** of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
36	1,74,48,313	100

(II) Voted **against** the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
0	0	0

(III) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	55,393	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,03,706	0	66
% of Total number	100	0	-

d) As an ordinary resolution- Item No. 4 passed unanimously

To ratify the appointment of Auditors and to fix their remuneration and to consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the reappointment of the retiring Auditors, M/s. Gokhale Tanksale & Ghatpande (Firm Registration No. 103277W) who hold office from the conclusion of the 23rd Annual General Meeting till the conclusion of the 26th Annual General Meeting of the Company to be held in the year 2016, be and is hereby ratified and that Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors."

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	1,74,48,313	100

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

Poll taken at the Meeting:

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	55,393	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,03,706	0	66
% of Total number	100	0	-

e) As an ordinary resolution- Item No. 5 passed unanimously

"**RESOLVED THAT** in accordance with the provisions of Sections 149, 150, 152 and other applicable provisions, if any of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactments thereof, for the time being in force) read with Schedule IV of the Companies Act, 2013 and the Listing Agreement entered into with the Stock Exchanges, Dr. Madhura Chatrapathy (DIN 07123970) who was appointed by the Board of Directors as an Additional Director of the Company on 18th March, 2015 and who holds office upto the date of the ensuing Annual General Meeting as per the provisions of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director and who has submitted a declaration that she meets the criterion for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 29th September, 2015 upto 28th September, 2020, not liable to retire by rotation on terms and conditions referred to in the explanatory statement of material facts annexed to the notice."

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	1,74,48,313	100

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	55,393	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Present – 0 Voting – 0	0	0

MAHESH A. ATHAVALE
FCS-2412
CP-1488
Company Secretary

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,03,706	0	66
% of Total number	100	0	-

f) As a special resolution- Item No. 6 passed unanimously

"**RESOLVED THAT** pursuant to the provisions of Sections 196,197,203, Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) the approval of members be and is hereby accorded to re-appoint Mr. Shirish Kulkarni as a Wholetime Director of the Company, designated as Executive Director, for the period of three years from 27th July, 2015 to 26th July, 2018 on the terms and conditions including remuneration as recommended by the Nomination & Remuneration Committee and Board of Directors and as contained in the agreement to be entered between the Company and Mr. Shirish Kulkarni, a draft of which is placed before this meeting and initialed by Mr. V.C. Joshi, Director and the member of the Nomination & Remuneration Committee, for the purpose of identification.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the Company shall pay Mr. Shirish Kulkarni remuneration as decided by the Board of Directors from time to time as minimum remuneration which may be an amount not exceeding double of the amount mentioned in the Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient or desirable to give effect to this resolution."

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	1,74,48,313	100

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
57	55,936	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,04,249	0	66
% of Total number	100	0	-

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

g) **As a special resolution- Item No. 7 passed unanimously**

"**RESOLVED THAT** it is noted that Mr. D. S. Kulkarni was appointed as Chairman & Managing Director of the Company for the period of five years from 1st October, 2011 to 30th September, 2016 at the Annual General Meeting held on 30th September, 2011.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force), approval of members in the General Meeting, be and is hereby accorded to revise the remuneration of Mr. D.S Kulkarni as Chairman & Managing Director of the Company with effect from 1st October, 2015 , as recommended by the Nomination & Remuneration Committee and Board of Directors' and to vary the remuneration and perquisites payable to Mr. D. S Kulkarni, including any monetary value thereof to the extent the Board of Directors may consider appropriate, in accordance with the financial terms of the agreement to be entered into by the Company with Mr. D. S Kulkarni a draft of which is placed before this meeting under the initials of Mr. V. C. Joshi, Director and the member of the Nomination and Remuneration Committee for the purpose of identification, and to alter other terms and conditions of the agreement entered into by the Company with Mr. D.S. Kulkarni as may be agreed between the Board of Directors and Mr. D. S. Kulkarni.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the Company shall pay Mr. D. S. Kulkarni remuneration as decided by the Board of Directors from time to time as minimum remuneration which may be an amount not exceeding double of the amount mentioned in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion it may consider necessary, expedient or desirable to give effect to this resolution and also to revise the remuneration of Mr. D. S. Kulkarni within the limits stipulated in the Companies Act, 2013."

- **E-Voting process:**

(I) Voted **in favour** of the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
36	1,74,48,313	100

(II) Voted **against** the resolution:

Number of members who voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

(III) **Abstained** from Voting:

Number of members who abstained from Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- **Poll taken at the Meeting:**

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
57	55,936	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	66

Total:

	Voted in favour	Voted against	Invalid
Total Votes	1,75,04,249	0	66
% of Total number	100	0	-

MAHESH A. ATHAVALE FCS-2412 CP-1488 Company Secretary

Note: The figures in percentage have been calculated and rounded off.

Thanking You,
Yours faithfully,



Mahesh A. Athavale

Partner

KANJ & Associates,

Company Secretaries, Pune

FCS - 2412, CP No.1488

Place: Pune

Date: 29.09.2015

Countersigned by
Chairman & Managing Director of
D.S. Kulkarni Developers Ltd.