DHUNSERI INVESTMENTS LIMITED

REGISTERED OFFICE : **DHUNSERI HOUSE,** 4A, WOODBURN PARK, KOLKATA - 700 020

Ref. No. DIL/Postal Ballot

Date: 18/01/2019

BSE Limited,
Phiroze-Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Fax No. : 022-22722037/39/41/61
022-22723121/3719

Scrip Code: 533336

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G, 5th Floor
Bandra Kurla Complex,
Bandra (E),
Mumbai-400051

Fax No. : 022-26598237/38
022-26598347/48

Symbol : DHUNINV

Sub: Result of Postal Ballot and E-voting

Dear Sir/Madam,

Further to our letter dated December 12, 2018, in regard to Postal Ballot Notice, please find enclosed herewith the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's report dated January 18, 2019.

Based on the Scrutinizer's report, we wish to inform you that the resolution mentioned in the said Postal Ballot Notice has been passed by the Members of the Company with requisite majority.

The result along with Scrutinizer's report is available on the Company's website www.dhunseriinvestments.com.

(weblink: http://www.dhunseriinvestments.com/announcement.html)

This is for your information and records.

Thanking You.

Yours faithfully,
For **DHUNSERI INVESTMENTS LTD.**

Priya Agarwal

DHUNSERI INVESTMENTS LTD. Kolkata

(PRIYA AGARWAL)
Company Secretary & Compliance Officer
ACS 38800

DHUNSERI INVESTMENTS LTD - Attended and Voting Summary

Format for Voting Result

Date of the	January 16,2019
Total Number of Shareholders on record date	13151
No. of shareholders present in the meeting either in person or through proxy : Promoter & Promoter group Public **Total**	 0 0 0
No. of shareholders attended the meeting through Video Conferencing Promoter & Promoter group Public **Total**	N.A.

Agenda- wise disclosure (to be disclosed separately for agenda item)

1 Special	Continuation of directorship of Mr. P. J. Bhide as Non-Executive Independent Director.
Whether promoter/promoter group are interested in the agenda/resolution ?	0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	No of Holders Voted
Promoter & Promoter Group	E-Voting	4569999	4569999	100.00000	4569999	0	100.00000		16
	Poll		0	0.00000	0	0			
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.	
	Total		4569999	100.00000	4569999	0	100.00000		
Public - Institutional holders	E-Voting	2850	0		0	0			0
	Poll		0		0	0			
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		0		0	0			
Public - Non Institution	E-Vote	1524329	7729	0.50700	6287	1442	81.34300	18.65700	86
	Poll		0	0.00000	0	0			
	Postal Ballot (if applicable)		1626	0.10670	1582	44	97.29400	2.70600	
	Total		9355	0.61370	7869	1486	84.11540	15.88460	
Total		**6097178**	**4579354**	**75.10612**	**4577868**	**1486**	**99.96755**	**0.03245**	102

DHUNSERI INVESTMENTS LTD. Kolkata

Agarwal

M Shahnawaz & Associates
Company Secretaries
Address : 16A, Abdul Hamid Street, 5th Floor
Room No. 501, Kolkata - 700 069
Ph. : 033 4600 5705, Mob. : 98313 38937 / 8334988800
E-mail : msassociates16@gmail.com

SCRUTINIZER'S REPORT

To,
Chairman
Dhunseri Investments Limited
CIN: L15491WB1997PLC082808
Dhunseri house, 4A, Woodburn Park,
Kolkata- 700020

Sub: Scrutinizer's Report on voting through Postal Ballot, including remote e-voting conducted by Dhunseri Investments Limited

Dear Sir,

1. The Board of Directors of **Dhunseri Investments Limited** (the Company) has appointed me as a Scrutinizer vide its resolution dated November 13, 2018, for conducting the postal ballot voting process in respect of the following resolution as contained in the Postal Ballot Notice dated November 13, 2018:

   a. **Resolution No. 1 (Special Resolution)** –Continuation of directorship of Mr. P. J. Bhide as Non-Executive Independent Director

   The Company had also despatched to the members, a postage prepaid envelope, which was addressed to the scrutinizer bearing the address of Company along with the Notice of Postal Ballot.

   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 voting through postal ballots by the shareholders on the resolutions proposed in the notice of postal ballot is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of postal ballot forms are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast in favour or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. till 5 p.m. on January 16, 2019.

2. I submit my report on the postal ballot voting including voting by electronic means in respect of passing of the resolution contained in the Postal Ballot Notice dated November 13, 2018, as under:

   a. As per the information provided to me, the Company had completed despatch of Postal Ballot Notice to the members on December 11, 2018, through electronic mode to those members whose e-mail IDs were registered with the Company or depository, as the case may be, and to other members, in hard copy through courier. The electronic transmission and dispatch of hard copy of Postal Ballot Notice were completed on December 11, 2018.

   b. The voting commenced at 9.00 a.m. (IST) on Tuesday, December 18, 2018 and ended at 5.00 p.m. (IST) on Wednesday, January 16, 2019.

   c. The Company had engaged NSDL for providing e-voting facility to the members of the Company to cast their vote, and members were given option to cast their vote either by postal ballot or e-voting.

M Shahnawaz & Associates M. No. 21427 C.P. No. 5676 Company Secretaries

d. Particulars of all the postal ballots received from the Members have been entered in a Register separately maintained for the purpose.

e. The postal ballot forms were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.

f. After the end of the voting period, the Portal where votes have been cast was blocked and the same has been unblocked in the presence of two witnesses not in the employment of the Company.

g. The ballot box was opened in the presence of Mr. C K Dhanuka, Chairman of the Company and in the presence of two witnesses not in the employment of the Company.

h. The postal ballots, including e-voting data, were scrutinized by me for verification of votes cast in favour and against the resolutions and the shareholding of each of the members were matched/ confirmed with the Register of Members of the Company as on November 30, 2018.

i. All postal ballot forms received upto the close of working hours upto 5:00 p.m. on Wednesday, January 16, 2019, being the end time and last date fixed by the Company for receipt of the forms/e-voting were considered for scrutiny.

j. The envelopes containing postal ballot forms received after 5.00 p.m. on Wednesday, January 16, 2019, are not considered for the purpose of this report and were not opened.

k. Envelopes containing postal ballot forms which were returned undelivered were not opened.

l. I have not found any defaced/ mutilated postal ballot form.

m. Details of the **Ballot Forms** received are as under:

Resolution No.	Total Number ballot paper received	No. of Equity shares Held
Resolution No. 1	58	1,845

Out of the above 58 postal ballot forms, Ten (10) postal ballot forms (for 219 equity shares) were received with the defect as mentioned in the instructions to the postal ballot form. These postal ballot forms were considered invalid.

n. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar and Share Transfer Agent of the Company.

o. Details of the votes cast on the **e-voting platform** are as under:

Resolution No.	Total Number of shareholders who have cast their vote on the e-voting platform	No. of Equity shares
Resolution No. 1	44	45,77,728

M Shahnawaz & Associates Company Secretaries M. No. 21427 C.P. No. 25776

After the time fixed for closing of the e-voting, i.e. 5.00 p.m. on Wednesday, January 16, 2019, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website https://www.evoting.nsdl.com of NSDL, the Authorised Agency to provide e-voting facility. Data regarding the e-votes has been diligently scrutinized.

p. The details of valid votes cast "FOR" and "AGAINST" through ballot papers between December 18, 2018 and January 16, 2019 are as under:

Resolution No.	Total Valid Votes	Total No. of Equity Shares voting on the Resolution	FOR		AGAINST	
			No. of Equity Shares	%	No. of Equity Shares	%
Resolution No. 1	48	1,626	1582	97.29%	44	2.71%

q. The details of valid votes cast **"FOR"** and **"AGAINST"** under the e-voting platform held between December 18, 2018 and January 16, 2019, are as under:

Resolution No.	Total Valid Votes	Total No. of Equity Shares voting on the Resolution	FOR		AGAINST	
			No. of Equity Shares	%	No. of Equity Shares	%
Resolution No. 1	44	45,77,728	45,76,286	99.97%	1,442	0.03%

r. The consolidated report on the votes cast through the ballot papers and e-voting platform held between December 18, 2018 and January 16, 2019, is as below:

Resolution No.	Total Valid Votes	Total No. of Equity Shares voting on the Resolution	FOR		AGAINST	
			No. of Equity Shares	%	No. of Equity Shares	%
Resolution No. 1	92	45,79,354	45,77,868	99.97%	1,486	0.03%

RESULTS:

Item No. 1 –Special Resolution

Continuation of directorship of Mr. P. J. Bhide as Non-Executive Independent Director

As 99.97% votes casted in favour of the Resolution, I report that the Special Resolution as set forth in item No. 1 of Postal Ballot Notice dated November 13, 2018 has been passed by the shareholders with requisite majority.

M Shahnawaz & Associates Company Secretaries

3. A compact disc containing list of members who have voted either **"For"** or **"Against"** is enclosed with this report.

4. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.

5. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you.
M Shahnawaz & Associates
Practicing Company Secretaries

Md. Shahnawaz & Associates
M. No. 21427
C. P. No. 15076
Company Secretaries

Md. Shahnawaz

Md. Shahnawaz
Proprietor
Membership No.: 21427
CP No.: 15076

Kolkata, January 18, 2019