



DAMODAR INDUSTRIES LIMITED

Date: August 13, 2019

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400001
Ref.: Script Code 521220

To,
National Stock Exchange of India Limited
The Corporate Relation Department,
Exchange Plaza, Plot no. C/1, G Block
Bandra - Kurla Complex
Bandra (E) Mumbai - 400 051
Script Name : DAMODARIND

Subject: Submission of Scrutinizers Report for the 31st Annual General Meeting held on August 13, 2019.

Dear Sir/Madam,

In Compliance of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith Scrutinizers Report for voting done through e-voting and poll at the 31st Annual General Meeting of the Company held on August 13, 2019 at Maheshwari Bhawan, 603, Chira Bazar (J. S. Road), Mumbai – 400 002.

Kindly take on the record and oblige.

Thanking You,
Yours Faithfully,
For Damodar Industries Limited


Subodh Kumar Soni
Company Secretary



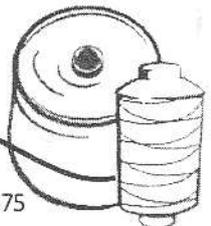
Regd. Office : 19/22 & 27/30, Madhu Estate, Pandurang Budhkar Marg, Worli, Mumbai - 400 013.

Tel : + 91-22-66610301/ 02/ 08, + 91-22-49763180/ 3203

Factory : Survey No. 265 / 10 / 1, Demni Road, Dadra Village, D.& N. H. (U. T.) - 396 230 Tel.: 0260 3253390

:T- 26, MIDC Amravati, Addl. Indl. Area, MIDC, Textile Park, Nandgaon Peth, Maharashtra - 444 901.

Email : cs@damodargroup.com | Website : www.damodargroup.com | GST No. : 27AAACD3850G1ZV | CIN : L17110MH1987PLC045575





VISHAL N. MANSETA (B.Com, A. C. S.)

Practicing Company Secretary

Off. No. 12, B Wing, Smital Avenue, Hatkesh Udyog Nagar Road, Near JP North,
Mira Road (East), Thane - 401107. Mob. : +91 99870 66314, +91 93217 99780

Web : www.vishalmanseta.com Email : vishal_manseta@rediffmail.com / vishal@vishalmanseta.com

To,
The Chairman,
Damodar Industries Limited,
A1/202, Centre Point, 243-A,
N. M. Joshi Marg,
Lower Parel (E),
Mumbai – 400013

Dear Sir,

Sub.: Scrutinizer's Report E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Damodar Industries Limited vide resolution dated May 25, 2019, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of poll.

As required under Section 101 and 108 of the Companies Act, 2013, Notice dated May 25, 2019 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary/Special Resolutions as mentioned below:

1. To Consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and auditors thereon.
2. To Declare dividend for the financial year ended March 31, 2019.
3. To Appoint a Director in place of Mr. Arunkumar Biyani (DIN: 00016519) who retires by rotation and, being eligible, offers himself for re-election.
4. Ratification of the fee of Rs.40,000 (Rupees Forty Thousand only) payable to M/s. Dilip M. Bathija (FRN - 100106), Cost Auditors for conducting audit of the cost records of the Company for the financial year 2019-20.
5. Approval for continuation of Mr. Raghavan Srinivas as Non-Executive Non-Independent Director.
6. Approval of Related Party Transactions.
7. Approval for the Acceptance of Fixed Deposits.

passed at the **Annual General Meeting of the Company held on August 13, 2019.**

The Company has also availed the e-voting' facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.



The e-voting period commenced on Saturday, August 10, 2019 (9.00 a.m.) and ends on Monday, August 12, 2019 (5.00 p.m.) and the CDSL e-voting platform was blocked thereafter.

I have scrutinized and reviewed the voting done through electronic means and votes tendered therein and maintained a register in which necessary entries have been made in accordance with the above rules. I have also scrutinized the ballot papers submitted by the members at the meeting.

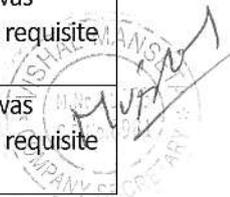
I now submit my Report as under on the result of the voting through electronic means and by poll in respect of the said Resolutions.

The ballot box was opened in presence of Ms. Krupali Bhadani and Ms. Himali Dobariya

Date of AGM	August 13, 2019
Total number of shareholders on Record Date:	5181
Cut-off date for e-voting -	August 07, 2019
No. of shareholders Present in meeting either in person or through proxy:	
Promoters and Promoters Group:	19
Public:	78
No. of Shareholders attended the meeting through Video Conferencing:	Not arranged

Agenda –wise

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	To Consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and auditors thereon.	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
2.	To Declare dividend for the financial year ended March 31, 2019.	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
3.	To Appoint a Director in place of Mr. Arunkumar Biyani (DIN: 00016519) who retires by rotation and, being eligible, offers himself for re-election.	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
4.	Ratification of the fee of Rs.40,000 (Rupees Forty Thousand only) payable to M/s. Dilip M. Bathija (FRN - 100106), Cost Auditors for conducting audit of the cost records of the Company for the financial year 2019-20.	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
5.	Approval for continuation of Mr. Raghavan Srinivas as Non-Executive Non-Independent Director.	Special	E-Voting and Poll	The resolution was passed with the requisite majority
6.	Approval of Related Party Transactions	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
7.	Approval for the Acceptance of Fixed Deposits	Special	E-Voting and Poll	The resolution was passed with the requisite majority



Particulars	In favour of the Ordinary/Special Resolution(s)			Against Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
To Consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and auditors thereon.	79	1,55,95,861	100.00%	1	1	0.00%
To Declare dividend for the financial year ended March 31, 2019.	79	1,55,95,861	100.00%	1	1	0.00%
To Appoint a Director in place of Mr. Arunkumar Biyani (DIN: 00016519) who retires by rotation and, being eligible, offers himself for re-election.	60	1,90,861	100.00%	1	1	0.00%
Ratification of the fee of Rs.40,000 (Rupees Forty Thousand only) payable to M/s. Dilip M. Bathija (FRN - 100106), Cost Auditors for conducting audit of the cost records of the Company for the financial year 2019-20.	79	1,55,95,861	100.00%	1	1	0.00%
Approval for continuation of Mr. Raghavan Srinivas as Non-Executive Non-Independent Director.	79	1,55,95,861	100.00%	1	1	0.00%
Approval of Related Party Transactions	59	1,90,821	99.98%	2	41	0.02%
Approval for the Acceptance of Fixed Deposits	79	1,55,95,861	100.00%	1	1	0.00%

The detailed voting results are as per Annexure "A"

The Chairman of the company may declare the results of the e-voting and Poll.

For **Vishal N. Manseta**
(Practicing Company Secretary)

M. Manseta
Vishal N. Manseta

ACS No.: 25183

C.P. No.:8981

Date : August 13, 2019

Place : Mumbai



Annexure - A

Ordinary Resolution

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and auditors thereon.

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the Resolution	43	15,411,717.00	36	184,144.00	79	15,595,861.00	100.00%
Voted against the Resolution	1	1.00	0	-	1	1.00	0.00%
Total	44	15,411,718.00	36	184,144.00	80	15,595,862.00	
Abstained Votes	0	-	0	-	0	-	
Invalid Votes	0	-	2	202.00	2	202.00	

Ordinary Resolution

2. To declare dividend for the financial year ended March 31, 2019.

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the	43	15,411,717.00	36	184,144.00	79	15,595,861.00	100.00%
Voted against the	1	1.00	0	-	1	1.00	0.00%
Total	44	15,411,718.00	36	184,144.00	80	15,595,862.00	
Abstained Votes	0	-	0	-	0	-	
Invalid Votes	0	-	2	202.00	2	202.00	

Ordinary Resolution

3. To appoint a Director in place of Mr. Arunkumar Biyani (DIN: 00016519) who retires by rotation and, being eligible, offers himself for re-election.

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the	24	6,717.00	36	184,144.00	60	190,861.00	100.00%
Voted against the	1	1.00	0	-	1	1.00	0.00%
Total	25	6,718.00	36	184,144.00	61	190,862.00	
Abstained Votes	0	15,405,000.00	0	-	0	15,405,000.00	
Invalid Votes	0	-	2	202.00	2	202.00	

Ordinary Resolution

4. To appoint Cost Auditor

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the	43	15,411,717.00	36	184,144.00	79	15,595,861.00	100.00%
Voted against the	1	1.00	0	-	1	1.00	0.00%
Total	44	15,411,718.00	36	184,144.00	80	15,595,862.00	
Abstained Votes	20	-	0	-	20	-	
Invalid Votes	0	-	2	202.00	2	202.00	

Special Resolution

5. To appoint Mr. Raghavan Srinivas (DIN: 07090385) as independent director

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the	43	15,411,717.00	36	184,144.00	79	15,595,861.00	100.00%
Voted against the	1	1.00	0	-	1	1.00	0.00%
Total	44	15,411,718.00	36	184,144.00	80	15,595,862.00	
Abstained Votes	0	-	0	-	0	-	
Invalid Votes	0	-	2	202.00	2	202.00	



Ordinary Resolution

6. To approve related party transaction

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the	24	6,717.00	35	184,104.00	59	190,821.00	99.98%
Voted against the	1	1.00	1	40.00	2	41.00	0.02%
Total	25	6,718.00	36	184,144.00	61	190,862.00	
Abstained Votes	20	15,405,000.00	0	-	20	15,405,000.00	
Invalid Votes	0	-	2	202.00	2	202.00	

Special Resolution

7. To approve acceptance of Deposit

Particulars	Remote E-voting		Polling at the AGM		Consolidated Voting Results		
	No. Of Members Voted	No. Of valid votes cast	No. Of Members/ Proxy Voted	No. Of valid votes cast	Total No. Of members voted	Total No. Of votes casted	% of total number of valid votes cast
Voted in favour of the	43	15,411,717.00	36	184,144.00	79	15,595,861.00	100.00%
Voted against the	1	1.00	0	-	1	1.00	0.00%
Total	44	15,411,718.00	36	184,144.00	80	15,595,862.00	
Abstained Votes	0	-	0	-	0	-	
Invalid Votes	0	-	2	202.00	2	202.00	

