



**Scrutinizer Report on Remote E-Voting
in respect of resolutions proposed through Postal Ballot**

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Board of Directors

D. P. ABHUSHAN LIMITED

138, Chandani Chowk,
Ratlam - 457001, Madhya Pradesh

Dear Sir,

Sub: Scrutinizer Report on Special Businesses proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

We, M/s. ALAP & CO. LLP, Practicing Company Secretaries (FRN: L2023GJ013900), have been appointed as a Scrutinizer of D. P. Abhushan Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through Remote E-Voting Platform ("remote e-voting platform") of National Securities Depository Limited ("NSDL" or "E-voting Agency") in respect of Special Businesses proposed through Postal Ballot Notice dated February 07, 2025 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY:

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and passing of resolutions through Postal Ballot.

RESPONSIBILITY OF SCRUTINIZER:

Our responsibility, as a scrutinizer, is limited to ensure and scrutinize the votes casted through remote e-voting platform and supervise the process of postal ballot in a fair and transparent manner and to make a report on the votes casted "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting platform of E-voting agency.

IT MAY BE NOTED THAT;

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022, 09/2023 dated 25th September, 2023 and 09/2024 dated September 19, 2024 ("MCA Circulars") and, hard copy of the Notice along with postal ballot forms and prepaid business envelope were not sent to the shareholders for the said postal ballot and shareholders were requested to carefully read the instructions





indicated in the Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders were also requested to follow the procedure as stated in the notes and instructions for casting their votes by remote E-voting.

As per the Notice of Postal Ballot, following Special Businesses were proposed for the approval of Members through Remote E-voting;

1. Special Resolutions for raising capital by way of a qualified institutions placement to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to ₹ 600.00 Crores (Rupees Six Hundred Crores only);
2. Special Resolutions for approving payment of remuneration by way of commission to Ms. Seema Mandloi, Non-Executive Independent Director of the Company;
3. Special Resolutions for approving advancing of any loan and/ or give any guarantee and/ or to provide any security to any other entity(ies) in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act;
4. Special Resolutions for increasing borrowing limits in excess of Paid-Up Share Capital, Free Reserves and Securities Premium Account of the Company U/S 180(1)(c) of the Companies Act, 2013; and
5. Special Resolutions for increasing limits to sell, lease or dispose of in any manner, property of the Company U/S 180(1)(a) of the Companies Act, 2013.

WE HEREBY REPORT AS UNDER;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, February 07, 2025, the Company completed dispatch of the Notice of the Postal Ballot through E-Mail on February 13, 2025 to the members whose E-Mail Id's are registered with company/depository participant.
2. The Company had also placed the Notice of Postal Ballot on its web site as well as web site of E-voting Agency and web site of the BSE Limited and the National Stock Exchange of India Limited.
3. The Company has published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
 1. Free Press Journal (English Language) on February 14, 2025 &
 2. Chautha Sansar (Regional Language - Hindi) on February 14, 2025.
3. The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, February 07, 2025 were entitled to vote through remote e-voting platform on the businesses mentioned in the Notice of Postal Ballot of the Company.
4. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on Sunday, February 16, 2025 (at 09:00 A.M. IST) and end on Monday, March 17, 2025 (at 05:00 P.M. IST) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on Friday, February 07, 2025, were required to cast their votes electronically, conveying their assent or Dissent in respect of the special businesses mentioned in the Notice of Postal Ballot through remote e-voting platform provided by NSDL.





ALAP & CO. LLP

Company Secretaries

5. After the Completion of Voting Period as mentioned above, we have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL Remote E-voting Platform.
6. The summary of votes casted through remote e-voting platform in respect of special businesses proposed in the notice of postal ballot is annexed herewith.

Result of the Postal ballot:

In respect of the Special Businesses as proposed in the Notice of Postal Ballot dated February 07, 2025 for Item Nos. 1 to 5; all conditions given under Section 114(2) of the Companies Act, 2013 are fulfilled, and hence the Special Businesses as proposed for Item Nos. 1 to 5 are approved by the shareholders through remote e-voting as Special Resolutions.

The result of the voting by members through remote e-voting in respect of the above-mentioned business may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

7. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same will be handed over to the Company Secretary of the Company.

For, ALAP & Co. LLP
Practicing Company Secretaries
FRN: L2023GJ013900
PR No.: 5948/2024



Anand Lavingia
Designated Partner
DIN: 05123678

M. No.: A26458; COP: 11410
UDIN: A026458F004116665

Place: Ahmedabad
Date: March 18, 2025

DECLARATION

We, the undersigned witnessed that the remote e-voting result/list was unblocked and downloaded from the NSDL website (<https://www.evoting.nsdl.com/>) in our presence on Tuesday, March 18, 2025 around at 11:12 A.M.

Witness 1: Mr. Kiran Mistry 	Witness 2: Mr. Hitesh Sarpota
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Countersigned by
For D. P. Abhushan Limited

Santosh Kataria
Chairman and Managing Director
DIN: 02855068



Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolutions for raising capital by way of a qualified institutions placement to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to ₹ 600.00 Crores (Rupees Six Hundred Crores only)			
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	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16690910	98.4032	16424390	0	100.0000	0.0000
Public-Institutions	E-Voting	59275	26659	44.9751	26659	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		59275	44.9751	26659	0	100.0000	0.0000
Public-Non-Institutions	E-Voting	5860735	230113	3.9264	229305	808	99.6489	0.3511
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5860735	3.9264	229305	808	99.6489	0.3511
Total		22610920	16681162	73.7748	16680354	808	99.9952	0.0048
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0

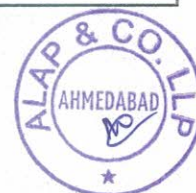




Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in SEBI Format)

Resolution (2)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolutions for approving payment of remuneration by way of commission to Ms. Seema Mandloi, Non-Executive 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	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
Public-Institutions	E-Voting	59275	26659	44.9751	26659	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	59275	26659	44.9751	26659	0	100.0000	0.0000
Public-Non-Institutions	E-Voting	5860735	230113	3.9264	216575	13538	94.1168	5.8832
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5860735	230113	3.9264	216575	13538	94.1168	5.8832
Total		22610920	16681162	73.7748	16667624	13538	99.9188	0.0812
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0

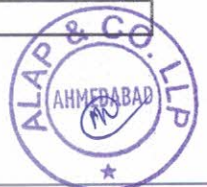




Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in SEBI Format)

Resolution (3)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					Special Resolutions for approving advancing of any loan and/ or give any guarantee and/ or to provide any security to any other entity(ies) in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act			
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	16690910	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16690910	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	59275	26659	44.9751	9859	16800	36.9819	63.0181
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	59275	26659	44.9751	9859	16800	36.9819	63.0181
Public-Non-Institutions	E-Voting	5860735	230113	3.9264	217327	12786	94.4436	5.5564
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5860735	230113	3.9264	217327	12786	94.4436	5.5564
Total		22610920	256772	1.1356	227186	29586	88.4777	11.5223
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	16424390
Public Institutions	0
Public - Non-Institutions	0



A Limited Liabilities Partnership Firm (LLPIN: ACA-1561)

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Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in SEBI Format)

Resolution (4)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolutions for increasing borrowing limits in excess of Paid-Up Share Capital, Free Reserves and Securities Premium Account of the Company U/S 180(1)(c) of the Companies Act, 2013			
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	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
Public-Institutions	E-Voting	59275	26659	44.9751	26659	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	59275	26659	44.9751	26659	0	100.0000	0.0000
Public-Non-Institutions	E-Voting	5860735	230113	3.9264	230005	108	99.9531	0.0469
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5860735	230113	3.9264	230005	108	99.9531	0.0469
Total		22610920	16681162	73.7748	16681054	108	99.9994	0.0006
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0





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Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in SEBI Format)

Resolution (5)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolutions for increasing limits to sell, lease or dispose of in any manner, property of the Company U/S 180(1)(a) of the Companies Act, 2013			
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	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16690910	16424390	98.4032	16424390	0	100.0000	0.0000
Public-Institutions	E-Voting	59275	26659	44.9751	26659	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	59275	26659	44.9751	26659	0	100.0000	0.0000
Public-Non-Institutions	E-Voting	5860735	230113	3.9264	230112	1	99.9996	0.0004
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5860735	230113	3.9264	230112	1	99.9996	0.0004
Total		22610920	16681162	73.7748	16681161	1	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non-Institutions	0





Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in Companies Act, 2013 Format)

Resolution 1:

Special Resolutions for raising capital by way of a qualified institutions placement to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to ₹ 600.00 Crores (Rupees Six Hundred Crores only).

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	46	16680354	99.9952%
Total	46	16680354	99.9952%

(ii) Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	808	0.0048%
Total	6	808	0.0048%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0





Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in Companies Act, 2013 Format)

Resolution 2:

Special Resolutions for approving payment of remuneration by way of commission to Ms. Seema Mandloi, Non-Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	45	16667624	99.9188%
Total	45	16667624	99.9188%

(ii) Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	13538	0.0812%
Total	7	13538	0.0812%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0





Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in Companies Act, 2013 Format)

Resolution 3:

Special Resolutions for approving advancing of any loan and/ or give any guarantee and/ or to provide any security to any other entity(ies) in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	31	227186	88.4777%
Total	31	227186	88.4777%

(ii) Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	9	29586	11.5223%
Total	9	29586	11.5223%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	12	16424390
Total	12	16424390





Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in Companies Act, 2013 Format)

Resolution 4:

Special Resolutions for increasing borrowing limits in excess of Paid-Up Share Capital, Free Reserves and Securities Premium Account of the Company U/S 180(1)(c) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	51	16681054	99.9994%
Total	51	16681054	99.9994%

(ii) Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	108	0.0006%
Total	1	108	0.0006%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0





Detailed Results of Remote e-voting on Special Businesses proposed in Postal Ballot Notice dated February 07, 2025 by the D. P. Abhushan Limited (in Companies Act, 2013 Format)

Resolution 5:

Special Resolutions for increasing limits to sell, lease or dispose of in any manner, property of the Company U/S 180(1)(a) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	51	16681161	100.0000%
Total	51	16681161	100.0000%

(ii) Voted against the resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	1	0.0000%
Total	1	1	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0

