

Date: May 05, 2025

To,

The Manager – Listing
Dept of Corp. Services,
BSE Limited
P.J. Towers, Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 543593

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange plaza, Bandra Kurla Complex
Bandra East
Mumbai – 400 051
Symbol: DBOL

Dear Sir(s),

Sub: Voting Results along with Scrutinizer's Report of Postal Ballot through remote e – voting process.

This is in continuation to our letter dated April 04, 2025 pertaining to Postal Ballot Notice, seeking approval of the Members of the Company on following special businesses through remote e-voting:

S n.	Description of Resolution	Resolution type	Whether Approved or not
1	Change of name of the Company and consequent alteration in Memorandum of Association and Articles of Association of the Company.	Special	Not Approved
2	Approval of the 'DBO Employee Stock Option Scheme 2025'	Special	Approved
3	Approval of secondary acquisition of shares through Trust route for the implementation of 'DBO Employee Stock Option Scheme 2025'	Special	Approved
4	Approval of provision of money by the Company for purchase of its own Shares by the Trust under the 'DBO Employee Stock Option Scheme 2025'	Special	Approved
5	Amendment in terms of managerial remuneration of Mr. Vijay Kumar Goel (DIN: 00075317), Chairman and Executive Director of the Company	Special	Approved
6	Amendment in terms of managerial remuneration of Mr. Gautam Goel (DIN: 00076326), Managing Director and Chief Executive Officer of the Company	Special	Approved
7	Re-appointment of Mr. Ashwani Kumar Gupta (DIN: 00108678) as Vice Chairman and Non-Executive Independent Director of the Company	Special	Approved
8	Re-appointment of Mrs. Ruchika Amrisha Mehra Kothari (DIN: 09151323) as Non-Executive Independent Woman Director of the Company	Special	Approved

9	Re-appointment of Mr. Samir Thukral (DIN: 00203124) as Non-Executive Independent Director of the Company	Special	Approved
10	Re-appointment of Mr. Vishal Saluja (DIN: 07145715) as Non-Executive Independent Director of the Company	Special	Approved
11	Re-appointment of Mr. Kishor Shah (DIN: 00193288) as Non-Executive Independent Director of the Company	Special	Approved

The period of e-voting through postal ballot *via* remote e-voting commenced on Saturday, April 05, 2025, at 9:00 A.M. (IST) and ended on Sunday, May 04, 2025, at 5:00 P.M. (IST). Mr. Saket Sharma, Partner of M/s. GSK and Associates, Practicing Company Secretary, was appointed as the Scrutinizer for conducting the Postal Ballot including remote e-voting process in a fair and transparent manner.

Accordingly, we are enclosing herewith the following:

- a) Voting Results of the said postal ballot through remote e-voting, in relation to aforesaid items, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Annexure A.**
- b) The Scrutinizer's Report dated May 5, 2025, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. **Annexure B.**

Special Resolutions as set out in the Postal Ballot Notice dated April 04, 2025, which are approved, are deemed to have been passed on the last date specified for remote e – voting i.e. Sunday, May 04, 2025.

Further, the voting results along with the scrutinizer's report are also being made available on the website of the Company www.dhampur.com and on website of National Securities Depository Limited www.evoting.nsdl.com as well as on the Notice Board at the Registered Office of the Company.

You are requested to take the same on record.

Thanking you

Yours Faithfully,

For Dhampur Bio Organics Limited

Ashu Rawat

Company Secretary & Compliance Officer

[Home](#)[Validate](#)[Import XML](#)**General information about company**

Scrip code	543593
NSE Symbol	DBOL
MSEI Symbol	NA
ISIN	INE013401014
Name of the company	Dhampur Bio Organics Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-05-2025
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Mr. Saket Sharma
Firms Name	M/s. GSK and Associates
Qualification	CS
Membership Number	F4229
Date of Board Meeting in which appointed	02-04-2025
Date of Issuance of Report to the company	05-05-2025

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Voting results	
Record date	31-03-2025
Total number of shareholders on record date	50719
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	Add Notes

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Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change of name of the Company and consequent alteration in Memorandum of Association and Articles of Association 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	33711567	33626207	99.7468	0	33626207	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	0	33626207	0.0000	100.0000
Public- Institutions	E-Voting	658383	115428	17.5320	115428	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	115428	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32017640	135366	0.4228	31840	103526	23.5214	76.4786
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	135366	0.4228	31840	103526	23.5214	76.4786
Total		66387590	33877001	51.0291	147268	33729733	0.4347	99.5653
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of the 'DBO Employee Stock Option Scheme 2025'				
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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public-Institutions	E-Voting	658383	115428	17.5320	0	115428	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	0	115428	0.0000	100.0000
Public- Non Institutions	E-Voting	32017640	134866	0.4212	127254	7612	94.3559	5.6441
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134866	0.4212	127254	7612	94.3559	5.6441
Total		66387590	33876501	51.0284	33753461	123040	99.6368	0.3632
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

[Home](#)[Validate](#)**Resolution (3)**

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of secondary acquisition of shares through Trust route for the implementation of 'DBO Employee Stock Option Scheme 2025'				
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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	0	115428	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	0	115428	0.0000	100.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	127235	7630	94.3425	5.6575
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	127235	7630	94.3425	5.6575
Total		66387590	33876500	51.0284	33753442	123058	99.6367	0.3633
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (4)**

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of provision of money by the Company for purchase of its own Shares by the Trust under the 'DBO Employee Stock Option Scheme 2025'				
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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	0	115428	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	0	115428	0.0000	100.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	131833	3032	97.7518	2.2482
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	131833	3032	97.7518	2.2482
Total		66387590	33876500	51.0284	33758040	118460	99.6503	0.3497
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Amendment in terms of managerial remuneration of Mr. Vijay Kumar Goel (DIN: 00075317), Chairman and Executive 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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	115428	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	115428	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	129917	4948	96.3311	3.6689
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	129917	4948	96.3311	3.6689
Total		66387590	33876500	51.0284	33871552	4948	99.9854	0.0146
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (6)**

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Amendment in terms of managerial remuneration of Mr. Gautam Goel (DIN: 00076326), Managing Director and Chief Executive Officer 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	33711567	25765761	76.4300	25765761	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	25765761	76.4300	25765761	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	115428	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	115428	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	125573	9292	93.1101	6.8899
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	125573	9292	93.1101	6.8899
Total		66387590	26016054	39.1881	26006762	9292	99.9643	0.0357
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (7)**

Resolution required: (Ordinary / Special)								
Whether promoter/promoter group are interested in the agenda/resolution?				Special				
Description of resolution considered				Re-appointment of Mr. Ashwani Kumar Gupta (DIN: 00108678) as Vice Chairman and 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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	115428	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	115428	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	130708	4157	96.9177	3.0823
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	130708	4157	96.9177	3.0823
Total		66387590	33876500	51.0284	33872343	4157	99.9877	0.0123
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mrs. Ruchika Amrish Mehra Kothari (DIN: 09151323) as Non-Executive Independent Woman 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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	0	115428	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	0	115428	0.0000	100.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	130742	4123	96.9429	3.0571
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	130742	4123	96.9429	3.0571
Total		66387590	33876500	51.0284	33756949	119551	99.6471	0.3529
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (9)**

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Samir Thukral (DIN: 00203 124) as 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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	115428	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	115428	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	130750	4115	96.9488	3.0512
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	130750	4115	96.9488	3.0512
Total		66387590	33876500	51.0284	33872385	4115	99.9879	0.0121
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

[Home](#)[Validate](#)**Resolution (10)**

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Vishal Saluja (DIN: 071 457 15) as 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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	0	115428	0.0000	100.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	0	115428	0.0000	100.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	130782	4083	96.9725	3.0275
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	130782	4083	96.9725	3.0275
Total		66387590	33876500	51.0284	33756989	119511	99.6472	0.3528
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Kishor Shah (DIN: 00193288) as 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	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	33711567	33626207	99.7468	33626207	0	100.0000	0.0000
Public- Institutions	E-Voting	658383	115428	17.5320	115428	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	658383	115428	17.5320	115428	0	100.0000	0.0000
Public- Non Institutions	E-Voting	32017640	134865	0.4212	130696	4169	96.9088	3.0912
	Poll							
	Postal Ballot (if applicable)							
	Total	32017640	134865	0.4212	130696	4169	96.9088	3.0912
Total		66387590	33876500	51.0284	33872331	4169	99.9877	0.0123
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

GSK & ASSOCIATES

Company Secretaries

Scrutinizer's Report

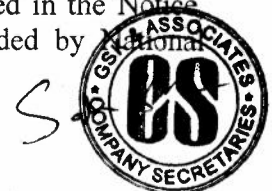
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 22 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Dhampur Bio Organics Limited
Sugar Mill Compound, Village Asmoli,
Sambhal, Moradabad,
Uttar Pradesh- 244304

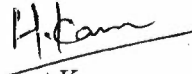
Reg: Report on Postal Ballot conducted by Dhampur Bio Organics Limited (CIN: L15100UP2020PLC136939) commenced from April 05, 2025 to May 04, 2025

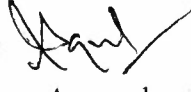
I, **Saket Sharma**, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting conducted on resolutions contained in the Postal Ballot Notice dated April 02, 2025 of Dhampur Bio Organics Limited (hereinafter referred to as the Company), pursuant to General Circular No. 09/2024 dated September 19, 2024, read with General Circular No. 09/2023 dated September 25, 2023, 10/2022 dated December 28, 2022, 02/2022 dated May 05, 2022, 20/2021 dated December 14, 2021, 19/2021 dated December 08, 2021, 02/2021 dated January 13, 2021, 20/2020 dated May 05, 2020, 14/2020 dated April 08, 2020 and 17/2020 dated April 13, 2020 issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India (SEBI), submit my report as under:

- (i) The management of the company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the SEBI listing Regulations relating to voting through electronic means (by remote e-voting) on the resolutions proposed in the Notice of Postal Ballot of the company.
- (ii) My responsibility as scrutinizer of the voting process, was restricted to scrutinize the e-voting process, in fair and transparent manner and to prepare a Scrutinizer report of the votes cast in favour and against the resolutions stated in the Notice based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the service provider.



- (iii) The members of the Company as on the cut-off date i.e. Monday, March 31, 2025 were entitled to vote on the resolutions no. 1 to 11 as set out in the Notice of Postal Ballot.
- (iv) The remote e-voting period remained open from Saturday, April 05, 2025 at 09:00 A.M. (IST) and ended on Sunday, May 04, 2025 at 05:00 P.M. (IST).
- (v) The votes cast by the members were unblocked on Sunday, May 04, 2025 at 05:36 P.M. in presence of 2 witnesses who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature: 
Name: Harpreet Kaur
Address: MIG-83, Ratan Lal Nagar,
 Kanpur-208022

Signature: 
Name: Priyan Agarwal
Address: Ambikapuram,
 Shuklaganj-Unnao-209861

- (vi) Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from E-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>).
- (vii) The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off):

SPECIAL BUSINESSES

a) Resolution No. 1:-(Special)

Change of name of the Company and consequent alteration in Memorandum of Association and Articles of Association of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
162	147268	0.43

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
39	33729733	99.57

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



b) Resolution No. 2:-(Special)

Approval of the 'DBO Employee Stock Option Scheme 2025'.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
171	33753461	99.64

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
29	123040	0.36

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution No. 3:-(Special)

Approval of secondary acquisition of shares through Trust route for the implementation of 'DBO Employee Stock Option Scheme 2025'.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
168	33753442	99.64

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
31	123058	0.36

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

d) Resolution No. 4:-(Special)

Approval of provision of money by the Company for purchase of its own Shares by the Trust under the 'DBO Employee Stock Option Scheme 2025'.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
172	33758040	99.65



(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
27	118460	0.35

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

e) Resolution No. 5:-(Special)

Amendment in terms of managerial remuneration of Mr. Vijay Kumar Goel (DIN: 00075317), Chairman and Executive Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
173	33871552	99.99

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
26	4948	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

f) Resolution No. 6:-(Special)

Amendment in terms of managerial remuneration of Mr. Gautam Goel (DIN: 00076326), Managing Director and Chief Executive Officer of the Company.

(i) Voted in favour of the resolution:

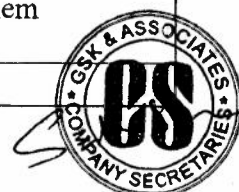
Number of members	Number of votes cast by them	% of total number of valid votes cast
170	26006762	99.96

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
28	9292	0.04

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



g) Resolution No. 7:-(Special)

Re-appointment of Mr. Ashwani Kumar Gupta (DIN: 00108678) as Vice Chairman and Non-Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
178	33872343	99.99

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
21	4157	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

h) Resolution No. 8:-(Special)

Re-appointment of Mrs. Ruchika Amrisha Mehra Kothari (DIN: 09151323) as Non-Executive Independent Woman Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
172	33756949	99.65

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
27	119551	0.35

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

i) Resolution No. 9:-(Special)

Re-appointment of Mr. Samir Thukral (DIN: 00203124) as Non-Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
179	33872385	99.99



(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
20	4115	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

j) Resolution No. 10:-(Special)

Re-appointment of Mr. Vishal Saluja (DIN: 07145715) as Non-Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
173	33756989	99.65

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
26	119511	0.35

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

k) Resolution No. 11:-(Special)

Re-appointment of Mr. Kishor Shah (DIN: 00193288) as Non-Executive Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
176	33872331	99.99

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
23	4169	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



All electronic data and records of e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of Postal Ballot (e-voting) and the same shall be handed over thereafter to the Chairman/Company Secretary.

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You,

Yours' Faithfully

For GSK & Associates,
Company Secretaries
FRN: P2014UP036000



Saket Sharma
(Partner)

M. No.: F4229

C. P. No.: 2565

PR No: 2072/2022

UDIN: F004229G000266733

Date: 05.05.2025

Place: New Delhi

Co-Intersigned by:

Vijay Kumar
Chairman

