

September 22, 2020

The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeeboy Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 540268

Dear Sir / Madam,

Subject: Consolidated Results of voting conducted in the Twenty-Sixth Annual General Meeting of Dhanvarsha Finvest Limited (“the Company”) held on September 21, 2020.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Regulations and Disclosure Requirements), 2015, we submit as **Annexure I** the consolidated results of the voting held through remote e-voting at the Twenty-Sixth Annual General Meeting of the Company held on Monday, September 21, 2020.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, the Scrutinizers’ Report on remote e-voting of the Twenty-Sixth Annual General Meeting is also enclosed herewith as **Annexure II**.

Particulars	Numbers
Total number of Members on record date	1031
No. of Members present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	0
Public:	0
No. of Members attended the meeting through Video Conferencing:	
Promoter and Promoter Group:	2
Public:	15

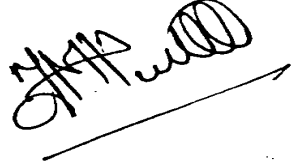
The Resolutions proposed in the Notice of the Twenty-Sixth Annual General Meeting were approved by the Members with requisite majority.

The voting results and Scrutinizers’ Report will also be hosted on the website of the Company at www.dfltd.in.

We request you to kindly take the above information on record.

Thanking you.
Yours faithfully,

For Dhanvarsha Finvest Limited



Fredrick M. Pinto
Company Secretary
ACS No. 22085

Encl. As above



Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 1 - Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		8457400	8457400	100	8457400	0	0	100
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		5880637	1687023	28.6878	1687023	0	0	100
Total		14338037	10144423	70.7518	10144423	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 2 - Ordinary Resolution - To declare the Dividend of 0.1 per equity share as the Final Dividend for the Financial Year 2019-20					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	8457400	8457400	100	8457400	0	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	10144423	70.7518	10144423	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 3 - Ordinary Resolution - To appoint a director in place of Mr. Ashish Dalal (DIN:00024632), who retires by rotation and, being eligible, seeks reappointment					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	8457400	8457400	100	8457400	0	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	10144423	70.7518	10144423	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 4 -Ordinary Resolution - Appointment of Mr. Rakesh Sethi (DIN: 02420709) as an Independent Director					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	8457400	8457400	100	8457400	0	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	10144423	70.7518	10144423	0	0	100	0



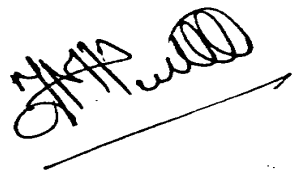
Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 5 - Ordinary Resolution - Appointment of Mr. Rajiv Kapoor (DIN: 08204049) as an Independent Director					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	8457400	8457400	100	8457400	0	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	10144423	70.7518	10144423	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 6 - Ordinary Resolution - Approval for Related Party Transactions.					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				Yes					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total		8457400	0	0	0	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total		5880637	1687023	28.6878	1687023	0	0	100
Total		14338037	1687023	11.7661	1687023	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 7 - Special Resolution - Approval for making investments / extending loans.					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	8457400	8457400	100	8457400	0	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	10144423	70.7518	10144423	0	0	100	0



Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 8 - Special Resolution - Issue and allotment of Equity Shares on conversion of un-secured loan to Wilson Holdings Private Limited, Promoter of the Company					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				Yes					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	8457400	0	0	0	0	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	1687023	11.7661	1687023	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 9 -Special Resolution - Issuance of Compulsorily Convertible Debentures on Preferential Basis to Wilson Holdings Private Limited, Promoter of the Company					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				Yes					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	8457400	0	0	0	0	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	1687023	11.7661	1687023	0	0	100	0




Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 10 - Special Resolution - Issuance of Compulsorily Convertible Debentures on Preferential Basis to Turning Leaf Fund I Pte. Ltd. ("Investor")					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		8457400	8457400	100	8457400	0	0	100
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		5880637	1687023	28.6878	1687023	0	0	100
Total		14338037	10144423	70.7518	10144423	0	0	100	0



Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special) **Resolution No. 11 - Special Resolution - Issuance of Convertible Warrants on preferential basis to the Promoter and Promoter Group members of the Company and Key Managerial Personnel of the Group ("Public").**

Whether Promoter/Promoter Group are interested in the agenda / resolution? **Yes**

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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total		8457400	0	0	0	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total		5880637	1687023	28.6878	1687023	0	0	100
Total		14338037	1687023	11.7661	1687023	0	0	100	0

(Handwritten signature)



Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 12 - Special Resolution - Amendment Amendments to the Articles of Association of the Company.					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				Yes					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	8457400	0	0	0	0	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	1687023	11.7661	1687023	0	0	100	0



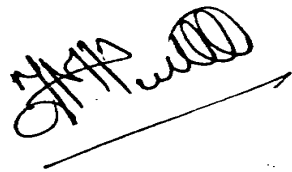

Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 13 - Special Resolution - Appointment of Mr. Rohanjeet Singh Juneja (DIN:08342094) as the Joint Managing Director					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total		8457400	8457400	100	8457400	0	0	100
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total		0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total		5880637	1687023	28.6878	1687023	0	0	100
Total		14338037	10144423	70.7518	10144423	0	0	100	0



Dhanvarsha Finvest Limited

Resolution Required (Ordinary / Special)				Resolution No. 14 - Special Resolution - Re-designation of Mr. Karan Neale Desai (DIN: 05285546) as the Joint Managing Director					
Whether Promoter/Promoter Group are interested in the agenda / resolution?				No					
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	No. of votes - abstain	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8457400	8457400	100	8457400	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	8457400	8457400	100	8457400	0	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	5880637	1687023	28.6878	1687023	0	0	100	0
	Poll		0	0		0	0	0	0
	Postal Ballot		0	0		0	0	0	0
	Total	5880637	1687023	28.6878	1687023	0	0	100	0
Total		14338037	10144423	70.7518	10144423	0	0	100	0




BHANDARI & ASSOCIATES

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,

J. B. Nagar, Andheri East. Mumbai- 400 059

Tel: +91 22 4221 5300 Fax: +91 22 4221 5303

Email: bhandariandassociates@gmail.com / mumbai@anilashok.com

Consolidated Scrutinizer's Report for Remote E-Voting & E-Voting at the Annual General Meeting of Dhanvarsha Finvest Limited

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 26th Annual General Meeting of
Dhanvarsha Finvest Limited
(CIN: L24231MH1994PLC334457)
2nd Floor, Bldg No. 4, DJ House,
Old Nagardas Road, Andheri (East),
Mumbai – 400069

Dear Sir,

I, Manisha Maheshwari, Partner of M/s. Bhandari & Associates, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Dhanvarsha Finvest Limited ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. remote e-voting and through electronic voting system at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the notice of the shareholders of the 26th AGM of the Company, held on Monday, September 21, 2020 at 10.00am through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM.

My responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the authorized Service provider for extending the facility of electronic voting to the shareholders of the Company, before and during the AGM, engaged by the Company.

Further to the above, I submit my report as under:

- (i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by CDSL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting
- (ii) On account of the threat posed by Covid-19 and in terms of MCA Circulars, the Company had sent the notice of AGM containing detailed procedure to be followed by the members of the Company and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, August 21, 2020.
- (iii) The public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" and a vernacular newspaper " Mumbai Lakshadeep" of wide circulation in their respective editions dated August 28, 2020.
- (iv) The shareholders of the Company holding shares as on the cut-off date i.e. Monday, September 14, 2020 were entitled to vote on the resolutions as set out in the Notice calling the AGM.
- (v) The voting period for remote e-voting commenced on Friday, September 18, 2020 at 9.00 a.m. and ended on Sunday, September 20, 2020 at 5.00 p.m. and thereafter voting portal was blocked forthwith.
- (vi) On Monday, September 21, 2020 after the conclusion of AGM, the report on the e-voting carried at the AGM was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses Mr. Vijay Varma and Mr. Akshay Madhvani.
- (vii) I have scrutinized and verified the remote e-voting and e-voting votes casted therein based on the data generated from CDSL e-voting portal.

I now submit my Consolidated Report on the Results of the remote e-voting and e-voting at the AGM in respect of said resolutions as under:



Item No. 1: As an Ordinary Resolution

Adoption of Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 2: As an Ordinary Resolution

Declaration of Dividend of Re. 0.1 per equity share as the Final Dividend for the Financial Year 2019-20.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 3: As an Ordinary Resolution

Re-appointment of Mr. Ashish Dalal (DIN:00024632), who retires by rotation and being eligible, seeks re-appointment as director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 4: As an Ordinary Resolution

Appointment of Mr. Rakesh Sethi (DIN: 02420709) as an Independent Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 5: As an Ordinary Resolution

Appointment of Mr. Rajiv Kapoor (DIN: 08204049) as an Independent Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 6: As an Ordinary Resolution

Ratification / approval of material related party transactions entered into by the Company with related parties.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	17	16,05,110	100
Total	20	16,87,023	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 7: As a Special Resolution

Authorizing the Board of Directors of the Company for giving of loans / guarantees or providing security or making investments in securities up to an aggregate sum of Rs.200 crores.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 8: As a Special Resolution

Issue and allotment of Equity Shares on conversion of un-secured loan to Promoter of the Company - Wilson Holdings Private Limited up to maximum of 925,427 Equity Shares of face value of Rs.10/- each, fully paid up, at an issue price of Rs.111.30 per Equity Share including premium of Rs.101.30 per Equity Share.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	17	16,05,110	100
Total	20	16,87,023	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 9: As a Special Resolution

Issuance of Compulsorily Convertible Debentures on Preferential Basis to Promoter of the Company- Wilson Holdings Private Limited.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	17	16,05,110	100
Total	20	16,87,023	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 10: As a Special Resolution

Issuance of Compulsorily Convertible Debentures on Preferential Basis to Turning Leaf Fund I Pte.Ltd.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 11: As a Special Resolution

Issuance of Convertible Warrants on preferential basis to the Promoter and Promoter Group members of the Company and Key Managerial Personnel of the Group.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	17	16,05,110	100
Total	20	16,87,023	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 12: As a Special Resolution

Amendments to the Articles of Association of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	17	16,05,110	100
Total	20	16,87,023	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 13: As a Special Resolution

Appointment of Mr. Rohanjeet Singh Juneja (DIN:08342094) as the Joint Managing Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	100,62,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



Item No. 14: As a Special Resolution

Re-designation of Mr. Karan Neale Desai (DIN: 05285546) as the Joint Managing Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	3	81,913	100
Remote e-voting	19	10,062,510	100
Total	22	101,44,423	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by Members	% of total number of valid votes cast
E-voting at AGM	0	0	0
Remote e-voting	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of votes cast by Members
E-voting at AGM	0	0
Remote e-voting	0	0
Total	0	0



- (viii) All the resolutions mentioned in the AGM notice dated August 22, 2020 as per the details above stand passed with the requisite majority.
- (ix) The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours Faithfully,
For **Bhandari & Associates**
Company Secretaries

Manisha



Manisha Maheshwari
Partner
FCS No. 30224
C.P. No. 11031
ICSI UDIN: A030224B000745730

Mumbai | September 21, 2020

Vijay

Witness 1: **VIJAY VARMA**

Akshay

Witness 2: **Akshay Madhwani**

Counter signed by:
For **Dhanvasha Finvest Limited**

[Signature]

Company Secretary
(Under Authority by Chairman)