

**Report of Scrutinizer
(Consolidated Result of Voting)**

(Pursuant to Regulations 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and rule (3) (xi) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman

DHSL Textiles (India) Limited

(Formerly known as Desire Hitech Solutions Limited)

2127-28, Block- K, Gali No.- 58,

Naiwala Gurdwara Road, Karol Bagh

New Delhi - 110005

Sir,

I, Astik Mani Tripathi, Proprietor, Astik Tripathi & Associates, Company Secretaries, New Delhi was appointed as scrutinizer for the 31st Annual General Meeting of the Shareholders of “**DHSL Textiles (India) Limited (Formerly known as Desire Hitech Solutions Limited)**” to be held on Wednesday, 29th June, 2016 at 12:00 P.M. at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, Delhi-110005 for the purpose of Scrutinizing the E- Voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per clause (Pursuant to Regulations 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and rule (3) (xi) of the Companies (Management and Administration) Rules, 2014) on the resolutions referred in this report.

We submit our report as under:

1. The E-Voting period remained open from 09.00 AM on 26th June, 2016 up to 05.00 P.M. on 28th June, 2016.
2. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 27th May, 2016 who were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice of the Annual General Meeting of **DHSL Textiles (India) Limited (Formerly known as Desire Hitech Solutions Limited)** (Item Number 1(one) to 4(Four) of the Annual General Meeting of **DHSL Textiles (India) Limited (Formerly known as Desire Hitech Solutions Limited)**).



Astik Tripathi & Associates

Company Secretaries

3. The votes were unblocked on 30th June, 2016 around 2:00 P.M. in the presence of two witnesses who are not in employment of Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholder, who voted “For” and “Against”, were downloaded from E voting website of National Securities Depository (India) Limited <https://www.evotingindia.com/homepage.jsp>
5. The result of the poll and E-voting is as under;

Item No. 1- Adoption of Financial Statements Of The Company:

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 134 of the Companies Act 2013, the Financial Statements containing the Balance Sheet as at 31st March 2016 and the Profit and Loss Account ended on that date along with the Cash Flow statements, Note & Schedules appended thereto for the Financial Year ended 31 March 2016 together with the Boards' Report and Auditors' Report thereon be and are hereby received, considered and adopted.”

- (i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	19,88,000	19,88,000	49.56
E- Voting	25	20,22,950	20,22,950	50.44
Total	47	40,10,950	40,10,950	100.00



Astik Tripathi & Associates

Company Secretaries

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	0	0	0.00
E- Voting	5	96,550	96,550	100.00
Total	5	96,550	96,550	100.00

(iii) **Invalid** Votes

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

Item No. 2- Re-appointment of Retiring Director:

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“**RESOLVED THAT** Mr. Deepu Singh (DIN: 06786614), Director of the Company, retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”



Astik Tripathi & Associates
Company Secretaries

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	21	19,87,150	19,87,150	49.55
E- Voting	25	20,22,950	20,22,950	50.45
Total	46	40,10,100	40,10,100	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	1	850	850	0.87
E- Voting	5	96,550	96,550	99.13
Total	6	97,400	97,400	100.00

(iii) **Invalid** Votes

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



Astik Tripathi & Associates

Company Secretaries

Item No. 3- Ratification of the Statutory Auditor of the Company:

To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of section 139 and 142 and other applicable provisions of the Companies Act, 2013, if any, and the Companies “(Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of M/s Sanjeev Gaurav & Associates, Chartered Accountants (FRN -017483C) as statutory auditors of the Company be and is hereby ratified and confirmed at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	19,88,000	19,88,000	49.56
E- Voting	25	20,22,950	20,22,950	50.44
Total	47	40,10,950	40,10,950	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	0	0	0.00
E- Voting	5	96,550	96,550	100.00
Total	5	96,550	96,550	100.00



Astik Tripathi & Associates

Company Secretaries

(iii) Invalid Votes

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

Item No. 4 Appointment of Ms. Mehak Arora (DIN: 06798853) as Managing Director of the Company:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, , approval of the members of the Company be and is hereby accorded to the appointment of Ms. Mehak Arora (DIN: 06798853) as Managing Director of the Company for a period of 5 years from 22nd February, 2016, to 21st February, 2021, on the terms and conditions of appointment and remuneration as contained in the draft agreement, a copy whereof initialed by the Chairman for the purpose of identification is placed before the meeting, and the Board of Directors be and is hereby authorized to alter and vary such terms of appointment and remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013 as may be agreed to by the Board of Directors.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to do all the acts, things and e-filing which are necessary to give effect to the above said resolution.”



Astik Tripathi & Associates

Company Secretaries

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	19,88,000	19,88,000	49.56
E- Voting	25	20,22,950	20,22,950	50.44
Total	47	40,10,950	40,10,950	100.00

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	0	0	0	0.00
E- Voting	5	96,550	96,550	100.00
Total	5	96,550	96,550	100.00



Astik Tripathi & Associates
Company Secretaries

(iii) Invalid Votes

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

Thanking you,

Yours faithfully



Astik Mani
Tripathi

Astik Mani Tripathi
CP No. 10384

Place- New Delhi
Date- 01st July, 2016