



SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

DJ Mediaprint & Logistics Limited,

CIN: L60232MH2009PLC190567
24, 1st Floor, Palkhiwala House, 01st Dhobhi Talao Lane, Tara Manzil, City: Mumbai, Pincode: 400 002, State: Maharashtra, Country: India.

Also at;

UP Warehouse, Mafco Yard, 1st Floor, Plot No.4 to 9, Sector - 18, Vashi, City: Navi Mumbai, Pincode: 400 703, State: Maharashtra, Country: India

Dear Sir,

Sub: Scrutinizer Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014, as amended by Companies (Management & Administration) Rules 2015, for the 15th Annual General Meeting of DJ MEDIAPRINT & LOGISTICS LIMITED, held on Saturday, 13th JULY, 2024, at 4.00 p.m. IST through Video Conferencing ('VC') or other Audio Visual Means ('OAVM') (collectively referred as "VC")

I, Abbas Jawadwala, proprietor of "Abbas Jawadwala & Associates", Company Secretary in Practice, had been appointed as the scrutinizer by the Board of Directors of the **DJ MEDIAPRINT & LOGISTICS LIMITED** Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 for the purposes of scrutinizing the remote e-voting and e-voting process during the AGM pursuant to Section 108 of the Companies Act, 2013, and Rule 20 & Rule 21 of the Companies (Management & Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 15th Annual General Meeting (AGM) of **DJ MEDIAPRINT & LOGISTICS LIMITED** (the "Company") held on Saturday, 13th July, 2024 at 4.00 P.M. through VC, and I submit my report as under;

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 ("the Act") and the Rules thereunder and the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements, 2015 as amended from time to time (hereafter referred as "SEBI Listing Regulations") relating to voting through electronic means (by remote e-voting) and electronic (e-voting) at the Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 15th AGM of the Company.



2. My responsibility as the Scrutinizer of the voting process, was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's 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 Central Depository Services (India) Limited (CDSL") the service provider.
3. The Notice dated 18th June, 2024 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the 15th AGM of the Company.
4. The Company had availed the e-voting facility offered by CDSL for conducting remote e voting prior to the AGM and voting at the AGM by electronic means.
5. The shareholders of the Company holding shares as on the cut-off date of 06th July, 2024 were entitled to vote on the resolutions as contained in the notice of the AGM.
6. In accordance with the Notice of the 15th AGM and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management & Administration) Rules, 2014, the remote e-voting commenced at 9.00 AM on Wednesday, July 10, 2024 and closed at 5.00 PM on Friday, July 12, 2024 and the e-voting module was blocked by CDSL thereafter.
7. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by CDSL at the AGM.
8. I have scrutinized and reviewed the remote e-voting and vote casted through e-voting during the AGM, based on the data downloaded from the CDSL e-voting system.
9. I now submit my consolidated report as under on the result of the remote e-voting and vote casted through e-voting during the AGM in respect of the said resolution:

Ordinary Business:

Resolution No.1 – As an Ordinary Resolution

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024, the report of the Auditors' thereon and the report of the Board of Directors'



(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		

(iii) Invalid Votes:

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

Resolution No.2 – As an Ordinary Resolution

To declare a final dividend at the rate of INR. 0.20 (Twenty Paise only), being 2%, per equity shares of Rs. 10/- each of the Company for the financial year ended 31st March, 2024.

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		

(iii) Invalid Votes:

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



Resolution No.3 – As an Ordinary Resolution

To appoint a Director in place of Mr. Devadas Alva (DIN: 06902537), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		

(iii) Invalid Votes:

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

Resolution No.4 – As an Ordinary Resolution

To re-appoint Statutory Auditors M/s ADV & Associates, Chartered Accountants (ICAI Firm Registration No. 128045W) of the company for a period of five years and to fix their remuneration

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		



(iii) Invalid Votes:

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

Special Business:

Resolution No.5 – As an Ordinary Resolution

Appointment of Mr. Ganesh Nathuram Dhonde (DIN: 10664920) as an Independent Director of the Company

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
	Nil	

(iii) Invalid Votes:

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

Resolution No.6 – As an Ordinary Resolution

Appointment of Ms. Nirmala Patwa (DIN:10664922) as an Independent Director of the Company

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%



(ii) Voting “**against**” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
	Nil	

(iii) Invalid Votes:

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

Resolution No.7 – As an Ordinary Resolution

Increase in Authorized Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association

(i) Voting “**in favour**” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “**against**” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
	Nil	

(iii) Invalid Votes:

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

Resolution No.8 – As Special Resolution.

Amendment to Memorandum of Association with regard to Increase in Authorized Share Capital.



(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		

(iii) Invalid Votes:

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

Resolution No.9 – As an Ordinary Resolution

Issue of Bonus Shares.

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		

(iii) Invalid Votes:

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



Resolution No.10 – As a Special Resolution

RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Devadas Alva (DIN: 06902537) be continued as an Non- Executive Director of the Company, notwithstanding that on 10th September 2024 he attains the age of 82 years during the aforesaid tenure.

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%

(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
	Nil	

(iii) Invalid Votes:

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

Resolution No.11 – As a Special Resolution

RESOLVED THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Navinchandra Rama Sanil (DIN: 08648083) be continued as an Independent Director of the Company for the term of 5 years effective from 5th September, 2020 to 04th September, 2025, notwithstanding that on 09th May 2025 he attains the age of 73 years during the aforesaid tenure.”

(i) Voting “in favour” of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
89	78,45,468	100%



(ii) Voting “against” the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
Nil		

(iii) Invalid Votes:

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

Synopsis of the results of the Voting:

Based on the aforesaid result, 100% votes cast in favour of all the resolution. We report that, the resolutions as contained in the Notice of the 15th Annual General Meeting have been passed with requisite majority.

The register, all other relevant records relating to electronic voting (Remote e-voting and E-voting during AGM) shall remain in our safe custody until the chairman considers, approves and signs the Minutes and the same are handed over to the Company for safe keeping

Based on the above information, you may kindly announce the results.

Thanking you
Yours faithfully,

**For Abbas Jawadwala & Associates
Practicing Company Secretary**

Abbas
Kaizar
Jawadwala

Digitally signed
by Abbas Kaizar
Jawadwala
Date: 2024.07.15
17:10:35 +05'30'

Abbas Jawadwala
Proprietor
Membership number: 40723
COP: 24937
UDIN: A040723F000744855

Date: July 15, 2024
Place: Thane