

DHANLEELA INVESTMENTS AND TRADING COMPANY LIMITED

Shop no.13,N G Park, Building N0.02,Rawalpada, Dahisar,(East), Mumbai-400068

Website: -www.dhanleelainvestments.com

Email id: ratniinvestments@gmail.com

Telno.022--22065426

CIN NO. L65990MH1980PLC022268

28th September, 2017

To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai 400 001

Scrip Code:

Subject: SCRUTINIZER'S REPORT (MGT-13) AND REGULATION 44 OF SEBI (LODR) REGULATIONS, 2015

Dear Sir,

The 35th Annual General Meeting of the Company was held on 28th September, 2017 at 11.30 A.M. In relation to the mentioned, we hereby forward you the following:

1. Scrutinizer's Report on Poll & E-voting
2. Report under Regulation 44 of SEBI (LODR) Regulations, 2015

Kindly take the above on record and oblige.

Thanking You.

On behalf of the Board of Directors

For DHANLEELA INVESTMENTS & TRADING COMPANY LIMITED

Mr. Vipul Dangi

(DIN: 01191514)

Managing Director



H V Gor & Co

Practicing Company Secretaries

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014]

To,
Mr. VipulDangi
Chairman
37th Annual General Meeting

DHANLEELA INVESTMENTS & TRADING CO LTD

Held on 28th September, 2017 at 13, N G Park, Building No.
02, Rawalpada, Dahisar (East), Mumbai -400068, Maharashtra, India.

Dear Sir,

I, Mr. Harsh Vijay Gor, Partner of H V Gor & Co, Practicing Company Secretaries appointed as Scrutinizer for the purpose of the poll & E-voting taken on the below mentioned resolution(s), at the 37th Annual General Meeting of the Equity Shareholders of **DHANLEELA INVESTMENTS & TRADING CO LTD**, held on 28th September, 2017 at 13, N G Park, Building No.02, Rawalpada, Dahisar (East), Mumbai -400068, Maharashtra, India, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. votes were cast through E-voting facility provided by Company.
5. The result of the Poll is as under:



For H. V. Gor & Co.
Practicing Company Secretary
Harsh Vijay Gor
Partner
M. No. 38377

- (i) Voted **in favour** of the resolution:

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	5	0.21
Poll	7	2358	99.79
Total	8	2363	100

- | Particulars of Business | Number of members present and voting (in person or by proxy)/e-voting | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|---|------------------------------|---------------------------------------|
| E-voting | 0 | 0 | 0 |
| Poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

- | | |
|---|---------------------------------------|
| Total number of members
(in person or by proxy)
whose votes were declared invalid | Total number of votes
cast by them |
| 0 | 0 |

- ~~RESOLVED THAT Mr. Vinod Dangi (DIN: 01101514), a Director of the Company, be and is hereby removed from the office of Director of the Company with effect from the date of the resolution.~~

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(C) To approve re- appointment of Statutory Auditors and fix their remuneration. In this regard consider and if thought fit to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139(1) of the Companies Act, 2013 read with Rule 3 of Companies (Audit and Auditors) Rules, 2014, the consent of the members of the Company be and is, hereby, accorded to re-appoint M/s. K C Shrimanker and Associates, Chartered Accountants, as the Statutory Auditors of the Company till the conclusion of next Annual General Meeting of the Company."

(i) Voted **in favour** of the resolution:

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	5	0.21
Poll	7	2358	99.79
Total	8	2363	100

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

For H. V. GOR & Co.
Practising Company Secretary
Haresh Kishan
Partner
M. No 38377



(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(D) To consider and if thought fit, to pass following resolution, with or without modification, as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 149 of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Manoj Dave (DIN: 07376154), who was appointed as an Additional Director of the Company by the Board of Directors in the meeting, be and is, hereby, appointed as Independent Director of the Company for the period of 5 years.

(i) **"Voted in favour of the resolution:**

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	5	0.21
Poll	7	2358	99.79
Total	8	2363	100

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

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

For H. V. Gharavi Co.
Chartered Accountants
Partner
M. No. 38377

- (E) To consider and if thought fit, to pass following resolution, with or without modification, as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 149 of the Companies Act, 2013 read with Schedule IV to the Companies Act, 2013 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Mahesh Kumar Mannalal Sharma (DIN: 07451899), who was appointed as an Additional Director of the Company by the Board of Directors in the meeting, be and is, hereby, appointed as Independent Director of the Company for the period of 5 years.

- (i) "Voted **in favourof** the resolution:

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	5	0.21
Poll	7	2358	99.79
Total	8	2363	100

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

- (iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

For H. V. Gor & Co.
Practising Company Secretary
Mahesh Kumar
Partner
M. No. 38377



6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

7. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully

For H V GOR & Co.,
Practicing Company Secretaries



Harsh Vishwani

Mr. Harsh Vijay Gor
Partner
ACS No. 38377
COP No. 14269

Date: 28th September, 2017
Place: Navi Mumbai

On behalf of the Board of Directors

For DHANLEELA INVESTMENTS & TRADING COMPANY LIMITED


Mr. Vipul Dangi

(DIN: 01191514)

Managing Director

DHANLEELA INVESTMENTS AND TRADING COMPANY LIMITED

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DHANLEELA INVESTMENTS & TRADING CO LTD

[CIN: L65990MH1980PLC022268]

ANNUAL GENERAL MEETING REPORT

[Regulation 44 of SEBI (LODR) Regulations, 2015]

Date of AGM	28th September, 2017
Total number of shareholders on record date	590
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	 7
No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	 0

Agenda-wise disclosure:

Resolution required: (Ordinary Resolution)			1. Adoption of Financial Statement for the year ended on March 31, 2017					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-voting	5	5	0.2116	5	0	0.2116	0
	Poll	2358	2358	99.7884	2358	0	99.7884	0
	Total	2363	2358	100	2358	0	100	0
Total		2363	2358	100	2358	0	100	0

Resolution required: (OrdinaryResolution)			2. Reappointment of Mr. Vipul Dangi (DIN: 01191514) as Director					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No.of votes-against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	5	5	0.2116	5	0	0.2116	0
	Poll	2358	2358	99.7884	2358	0	99.7884	0
	Total	2363	2358	100	2358	0	100	0
Total		2363	2358	100	2358	0	100	0

Resolution required: (Ordinary Resolution)			3. re- appointment of M/s. K C Shrimanker and Associates, Chartered Accountants, as Statutory Auditor of the Company and fix their Remuneration					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	5	5	0.2116	5	0	0.2116	0
	Poll	2358	2358	99.7884	2358	0	99.7884	0
	Total	2363	2358	100	2358	0	100	0
Total		2363	2358	100	2358	0	100	0

Resolution required: (Special Resolution)			4. Appointment of Mr. Manoj Dave (DIN: 07376154) as a Independent Director of the Company					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] * 100	No. of votes - in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)= [(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	E-voting	5	5	0.2116	5	0	0.2116	0
	Poll	2358	2358	99.7884	2358	0	99.7884	0
	Total	2363	2358	100	2358	0	100	0
Total		2363	2358	100	2358	0	100	0

Resolution required: (Special Resolution)			5. Appointment of Mr. Mahesh Kumar Mannalal Sharma (DIN: 07451899) as a Independent Director of the Company					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	5	5	0.2116	5	0	0.2116	0
	Poll	2358	2358	99.7884	2358	0	99.7884	0
	Total	2363	2358	100	2358	0	100	0
Total		2363	2358	100	2358	0	100	0

On behalf of the Board of Directors

For DHANLEELA INVESTMENTS & TRADING COMPANY LIMITED



Mr. Vipul Dangi
 (DIN: 01191514)

Managing Director