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MINUTES OF THE PROCEEDINGS OF THE 97TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE DHARAMSI MORARJI CHEMICAL COMPANY LIMITED HELD AT THE INDIAN MERCHANTS' CHAMBER CONFERENCE HALL (WALCHAND HIRACHAND HALL), IMC MARG, CHURCHGATE, MUMBAI 400 020, ON WEDNESDAY, THE 26TH DAY OF SEPTEMBER, 2018 AT 11.30 A.M.

The 97th Annual General Meeting of the members of The Dharamsi Morarji Chemical Company Limited was held at the Indian Merchant's Chamber, Conference Hall (Walchand Hirachand Hall), IMC Marg. Churchgate, Mumbai 400 020 on Wednesday, the 26th day of September, 2018 at 11.30 a.m..

The following Directors/Executives were present:

Shri Laxmikumar Narottam Goculdas) Chairman

Ms. Mitika Laxmikumar Goculdas) Vice Chairperson

Shri H. T. Kapadia) Chairman of the Audit Committee

Shri M. T. Ankleshwaria)
Shri A. W. Ketkar) Directors
Shri Mukul M. Taly)

Shri Sanjeev V. Joshi)
Shri Bimal Lalitsingh Goculdas) Managing Director, & Chief Executive Officer

Shri Chirag Jaswant Shah) Chief Finance Officer

Shri A.D.Gupte) Secretarial Auditor

Shri Rahul Gautam Divan) Partner Rahul Gautam Divan & Associates

Shri Jatin Popat) Practising Company Secretary

Shri D. T. Gokhale, Sr. Executive Vice President & Company Secretary.

117 members attended the meeting (inclusive of 4 proxies in person and 5 authorised representatives appointed under section 113 of the Companies Act, 2013).

Shri Laxmikumar Narottam Goculdas, Chairman of the Board of Directors, pursuant to Article 93 of the Company's Articles of Association, took the Chair. He announced that the required quorum was present and called the meeting to order. He then welcomed the members to the Annual General Meeting.

All the Directors were present.

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The proceedings of the Meeting commenced at 11.30 a.m.

The Chairman declared that the meeting was open for business as stated in the Notice of the 97th Annual General Meeting sent to all the members.

The Chairman informed the shareholders that the following Registers/Documents/Papers were laid on the table, for the viewing of the members entitled to attend the meeting and would continue to be so available during the continuance of the meeting:

- The Directors' Report, Audited Statements of Account and Auditors' Report. 1.
- 2. Proxy Register.
- 3. Register of Directors' Shareholdings.

The Chairman, thereafter, briefly explained the purpose of each resolution included in the Notice of the Annual General Meeting.

The Chairman stated that, the E-Voting facility was given to all shareholders to vote for all resolutions for the Annual General Meeting. The E-Voting had commenced on Sunday, 23rd September, 2018 (9.00 am IST) and was completed on Tuesday, 25th September, 2018 (5.00 p.m. IST). Since the Company had provided e-voting facilities, it was obligatory to provide similar voting facilities, to members present in person or through their proxies at the Annual General Meeting to vote in proportion to the shares held for all the resolutions set out in the notice convening the 97th Annual General Meeting. Accordingly the poll papers were given at the entrance and all the members must have received the same. He informed the members present that after their queries are answered and all the resolutions are proposed and seconded, the poll process would commence.

The Chairman also informed that, Shri Jatin Popat, Proprietor, JSP Associates, Practising Company Secretary (Membership No. FCS No. 4047 C.P. No. 6880) was appointed as the Scrutinizer for e-voting and the complete poll process. At this stage the Chairman had requested, Shri Jatin Popat, Proprietor JSP Associates, Practising Company Secretary to show the empty box to the shareholders present, which he did and requested all the shareholders to drop their duly completed and signed ballot forms in the said box which was placed near the entrance after the resolutions were proposed and seconded.

He further stated that, the results for the e-voting alongwith the poll results would be published on the website of the Company and a copy of the same would be forwarded to BSE Limited, Mumbai. The Chairman further informed the members that the poll papers were given at the counter by the representative of the Registrar and Share transfer agent.

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The Chairman proposed that since the shareholders had already received the Notice for the meeting along with the Annual Report, it may be taken as read. With the consent of the members present, the Notice of the Annual General Meeting was taken as read.

The Chairman then requested Shri D.T. Gokhale, Company Secretary to read the Auditors' report. The Company Secretary read out the Report of Messrs Rahul Gautam Divan & Associates, Chartered Accountants, the Auditors of the Company, on the Accounts for the financial year ended 31st March, 2018 Standalone/consolidated.

The Chairman then requested Shri Bimal Lalitsingh Goculdas, Managing Director, & CEO of the company to give presentation on the company's performance. Shri Bimal Lalitsingh Goculdas, Managing Director, & CEO of the company gave a powerpoint presentation on the above.

The Chairman then stated that the Copies of the Chairman's Speech have been distributed to the Members present. Thereafter the Chairman delivered his speech covering briefly inputs on the Economid scenario, Operations at Dahej and Roha, Environment Health and Safety (EHS), Responsible Care®, Overview of Operations of the Company and Acknowledgements of gratitude towards the Company's Shareholders, customers, suppliers, contractors, various departments of Central and State Governments and Banks for their continued valuable support to the Company and moved the following Resolution as an Ordinary Resolution:

ADOPTION OF AUDITED FINANCIAL STATEMENTS:

With the unanimous consent of the Members present, the Directors' Report for the financial year ended 31st March, 2018, the Auditor's Report for standalone financial statements for the financial year ended 31st March, 2018, the Standalone Balance Sheet as at 31st March, 2018, the Statement of standalone Profit and Loss for the financial year ended 31st March, 2018 and the standalone Cash Flow Statements for the financial year ended 31st March, 2018, all were taken as read and noted.

Thereafter the Chairman proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Vinayak Nagvekar.

"RESOLVED THAT the Report of the Board of Directors and the Audited Statements of Accounts for the financial year ended 31st March, 2018 and the Report of Auditors for the financial year ended 31st March, 2018, all standalone, be and are hereby received, considered and adopted."

ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS:

Thereafter the Chairman proposed the following Resolution as an Ordinary Resolution for the Consoslidated Auditor's Report for the financial year ended 31st March, 2018, the Consoslidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss for the financial year ended

3

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31st March, 2018 and the Consolidated Cash Flow Statements for the financial year ended 31st March, 2018, all were taken as read and noted.

Thereafter, the Chairman proposed the following resolution as an Ordinary resolution and the same was seconded by Mr. Manoj Bagadia.

"RESOLVED THAT the Audited Statements of Accounts for the financial year ended 31st March, 2018 and the Report of Auditors for the financial year ended 31st March, 2018, all Consolidated, be and are hereby received, considered and adopted."

Thereafter the Chairman invited questions or clarifications, if any, from the members on the said Accounts and the Directors' Report.

The members asked questions and sought information in connection with the following :-

- 1. Next Factory visit schedule?
- 2. Performance of R & D Dept. and details of its continuance?
- 3. Who are our competitors of the Company?
- 4. Future plan of business of the Company at Roha and Dahej factories?
- 5. Details of the Export business of the Company?
- 6. Efforts made by the company to improve profitability.

The Chairman/Managing Director, & CEO replied to the above questions satisfactorily by giving the necessary information/clarifications.

DIVIDEND ON EQUITY SHARES @ Rs.0.50 per Equity share

The Chairman further proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Abid F. Lala.

"RESOLVED THAT Dividend of Rs. 0.50 per equity share (face value of Rs. 10/- each) as recommended by the Board of Directors of the Company at its meeting held on 28th May, 2018, be and is hereby approved and declared for the Financial Year ended 31st March, 2018."

At this point, the Chairman announced that he was temperarly vacating the chair as the next item concerned was his own re-appointment.

Shri H.T. Kapadia took the Chair by common consent as the Chairman of the meeting and moved the following resolution as an Ordinary resolution:

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4. REAPPOINTMENT OF SHRI LAXMIKUMAR NAROTTAM GOCULDAS AS A DIRECTOR OF THE COMPANY.

Shri Pravinchandra Panchal proposed the following Resolution as an Ordinary Resolution and the same was seconded by Ms. Tanvi J. Mehta

"RESOLVED THAT Shri Laxmikumar Narottam Goculdas, Director (holding DIN: 00459347), who retires from office by rotation under Article 135 of the Articles of Association of the Company, and being eligible offers himself for reappointment, be and is hereby re-appointed as a Director of the Company."

At this point, Shri H.T. Kapadia requested Shri Laxmikumar Narottam Goculdas to resume as Chairman of the meeting. Shri Laxmikumar Narottam Goculdas took the chair.

5. RATIFICATION OF APPOINTMENT & REMUNERATION OF MESSRS. Rahul Gautam Divan & Associates, As Statutory Auditors.

Mr. Vinod Sanghvi proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Harsh Bharucha.

"RESOLVED THAT pursuant to resolution No.3 passed at the 96th Annual General Meeting held on 26th December, 2017, the company hereby ratifies the appointment of Messers Rahul Gautam Divan & Associates, Chartered Accountants, (ICAI Firm Registration No.120294W), holding office from the conclusion of the 96th Annual General Meeting until the conclusion of the 101st Annual General Meeting of the company to be held in the calendar year 2022, as the Statutory Auditors of the company, and approves the payment of remuneration as may be mutually agreed upon between the Board of Directors of the company and the Auditors."

"RESOLVED FURTHER THAT Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

APPOINTMENT OF SHRI MUKUL MANOHARLAL TALY AS AN INDEPENDENT DIRECTOR

Mr. Abid Fidaali Lala proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Vijaykumar K.

"RESOLVED THAT Shri Mukul Manoharlal Taly (DIN:01334360), who was appointed as an Additional Director of the company with effect from February 14, 2018 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the company under Section 161(1) of the Companies Act. 2013 ("the Act") and Article 126 of the Articles of Association of the company, but who is eligible for appointment and in respect of whom the company has received a notice in writing under Section 160(1) of

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the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, the appointment of Shri Mukul Manoharlal Taly (DIN:01334360), A Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment as an independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from February 14, 2018 upto February 13, 2023."

APPOINTMENT OF SHRI SANJEEV VISHWANATH JOSHI AS AN INDEPENDENT DIRECTOR

Mrs. Nisha G. Shenoy proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Dinesh G. Bhatra.

"RESOLVED THAT Shri Sanjeev Vishwanath Joshi (DIN: 00392020), who was appointed as an Additional Director of the company with effect from February 14, 2018 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the company under Section 161(1) of the Companies Act, 2013 ("the Act") and Article 126 of the Articles of Association of the company, but who is eligible for appointment and in respect of whom the company has received a notice in writing under Section 160(1) of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, the appointment of Shri Sanjeev Vishwanath Joshi (DIN: 00392020), A Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment as an independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from February 14, 2018 upto February 13, 2023."

At this point, the Chairman announced that he was temporarily vacating the chair as the next two items concerned with the appointment of Shri Bimal Lalitsingh Goculdas.

Shri H.T. Kapadia took the Chair by common consent as the Chairman of the meeting and moved the following resolution as an Ordinary resolution:

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APPOINTMENT OF SHRI BIMAL LALITSINGH GOCULDAS AS A DIRECTOR

Mr. Manohar B. Chawla proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Dinesh Kotecha.

"RESOLVED THAT Shri Bimal Lalitsingh Goculdas (DIN:00367792), who was appointed as an Additional Director of the company with effect from February 14, 2018 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the company under Section 161(1) of the Companies Act, 2013 ("the Act") and Article 126 of the Articles of Association of the company, but who is eligible for appointment and in respect of whom the company has received a notice in writing under Section 160(1) of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, the appointment of Shri Bimal Lalitsingh Goculdas (DIN: 00367792) as a Director liable to retire by rotation be and is hereby appointed as a Director of the company."

APPOINTMENT OF SHRI BIMAL LALITSINGH GOCULDAS AS MANAGING DIRECTOR, & CEO

Mr. N.G. Ashar proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Rohit Merchant.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded for the appointment and terms of remuneration of Shri Bimal Lalitsingly Goculdas (DIN: 00367792) as the Managing Director, & CEO of the Company for the period of five years from 1st April 2018 to 31st March 2023, (with the same remuneration upto 31st March, 2019 as approved by the Shareholders at the 95th Annual General Meeting held on 27th September, 2016 as under:

Basic Salary Rs.5,25,000/- per month (from 01.04.2018 to 31.03.2019),

Annual Performance Linked Incentive at the discretion of the Board of Directors within the overall permissisble limit in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013 upon the terms and conditions set out in the Explanatory Statement (item No. 8 & 9) annexed to the Notice

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convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment), with liberty to the Board of Directors to alter and vary the remuneration, terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Shri Bimal Lalitsingh Goculdas".

"RESOLVED FURTHER that the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to fix the remuneration and terms of appointment commencing from 01.04.2019 to 31.03.2023 which will be in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 as may be approved and recommended by the Nomination and Remuneration committee of the Board of Directors of the Company and to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

At this point, Shri H.T. Kapadia requested Shri Laxmikumar Narottam Goculdas to resume as Chairman of the meeting. Shri Laxmikumar Narottam Goculdas took the chair.

COMMISSION TO NON-EXECUTIVE DIRECTORS

Mr. Tushar D. Sodha proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Rajat Setia.

"RESOLVED that pursuant to the provisions of Section 197,198 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force), a sum not exceeding one percent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act, be paid to and distributed amongst the Non-Executive Directors of the Company or some or any of them (other than the Managing Director and/or Whole-time Directors) in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors of the Company and such payments shall be made in respect of the profits of the Company for each year commencing 1st April 2017."

RATIFICATION OF COST AUDITOR'S REMUNERATION

Ms. Lekha Shah proposed the following Resolution as an Ordinary Resolution and the same was seconded by Ms. Nalini Deepak Lakhani.

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force), as amended from time to time, the remuneration payable to CMA Shri S.S. Dongare holding ICWA Registration Number 12521, appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2019, amounting to Rs. 66,000/- (Rupees Sixty Six

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Thousand Only) as also the payment of taxes as applicable and re-imbursement of actual out- of pocke expenses incurred in connection with the aforesaid audit, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution"

CONTINUATION OF DIRECTORSHIP OF SHRI LAXMIKUMAR NAROTTAM GOCULDAS (DIN: 00459347)

Mr. N.G. Ashar proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Dinesh Kotecha.

"RESOLVED THAT pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment, modification variation or re-enactment thereof for the time being in force, approval of the Members of the Company be and is hereby accorded for continuation of the directorship of Shri Laxmikumar Narottam Goculdas (DIN: 00459347) in the Company after his attaining the age of seventy five years on 16/09/2018."

CONTINUATION OF DIRECTORSHIP OF SHRI HARIDAS TRICUMDAS KAPADIA (DIN: 00125090)

Mr. Chandiramani Mohan proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Vijay P. Koli.

"RESOLVED THAT pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment, modification, variation or re-enactment thereof for the time being in force, approval of the Members of the Company be and is hereby accorded for continuation of the directorship of Shri Haridas Tricumdas Kapadia (DIN: 00125090) in the Company, after he attained the age of seventy five years, upto the expiry of his present term as an Independent Director i.e. 17th September, 2019."

CONTINUATION OF DIRECTORSHIP OF SHRI ARVIND WASUDEO KETKAR (DIN: 02863429)

Mr. Vinayak Nagvekar proposed the following Resolution as an Ordinary Resolution and the same was seconded by Mr. Beruz Pouredehi.

"RESOLVED THAT pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment, modification, variation or re-enactment thereof for the time being in force, approval of the Members of the Company be and is hereby accorded for continuation of the directorship of Shri Arvind Wasudeo Ketkar (DIN:

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02863429) in the Company, after he attained the age of seventy five years, upto the expiry of his present term as an Independent Director i.e. 17th September, 2019."

The Chairman further informed the members that since all the resolutions were proposed and seconded the shareholders may cast their votes for all the resolutions as set out in items in 1 to 14 of the Notice of the 97th Annual General Meeting by putting tick mark as assent or dissent to the resolutions as contained in the poll paper and drop the same in the box provided for.

With a vote of thanks to the chair, the meeting concluded at 13.05.

Shrit L. M. Gowldon

Results of the Electronic Voting and Poll on the Ordinary and Special Businesses at the Annual General Meeting of the Company held on Wednesday, 26th September, 2018.

On the basis of the Scrutinizer's Report for the Electronic Voting commenced on Sunday, 23rd September, 2018 and was completed on Tuesday, 25th September, 2018 and the Scrutinizer's Report for the Poll at the Annual General Meeting dated 26th September, 2018, the summary of which is given hereunder, the Chairman announced on the 26th September, 2018, that all the Resolutions for the Ordinary and Special Businesses as set out in Item No.1 to 14 in the Notice of the 97th Annual General Meeting of the Company have been duly passed by the requisite majority.

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The result of the E-voting and Poll is as under:

	-		Name and the state of	msi Morarji Che		Water St. Harman St.						
Resolution R	equired: (Ordinary)	ended 31	1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March 2018, together with the Reports of the Board of Directors and the Auditors thereon.								
Whether group are int /resolution?	The property	er/promoter the agenda				No						
Category No. of Mode of voting Shares held		Shares	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	E- voting		0	0.0000	0	0	0.0000	0.0000				
Promoter	Poll	Poll 13288650	12622362	94.9860	12622362	0	100.0000	0.0000				
Group	Postal Ballot		0	0.000	0	0	0.0000	0.0000				
	Total		12622362	94.9860	12622362	0	100.00	0.0000				
Public Institutions	E- voting		0	0.00	0	0	0.0000	0.0000				
	Poll	431163	0	0.00	0	0	0.0000	0.0000				
	Postal Ballot		0	0.00	0	0	0.0000	0.0000				
	Total		0	0.00	0	0	0.00000	0.0000				
Public Non Institutions	E- voting		51950	0.4630	51947	3	99.9942	0.0108				
	Poll	11220120	2701	0.0241	2701	0	100.0000	0.0000				
	Postal Ballot		0	0.000	0	0	0.0000	0.0000				
	Total		54651	0.4871	37800	3	99.9945	0.0053				
Tota!		24939933	12677013	50.8302	12836812	3	100.00	0.0000				

			The Dhara	msi Morarji Chei	mical Comp	oany Lim	ited					
Resolution Required: (Ordinary)			TO AN A STREET ASSESSMENT	2. Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended $31^{\rm st}$ March 2018, together with the Reports of the Auditors thereon.								
Whether group are in /resolution?	terested in	er/promoter the agenda			No							
Category Mode of vo			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	E- voting		0	0.0000	0	0	0	0.00				
	Poll	13288650	12622362	94.9860	12622362	0	100.000	0.00				

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Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.00
	Total		12622362	94.9860	12622362	0	100.000	0.00
Public Institutions	E- voting		0	0.0000	0	0	0.00	0.00
	Poll	431163	0	0.0000	0	0	0.00	0.00
	Postal Ballot		0	0.0000	0	0	0.00	0.00
	Total		0	0.0000	0	0	0.00	0.00
Public Non Institutions	E- voting		51950	0.4630	51947	3	99.9942	0.0058
	Poll	11220120	2701	0.0241	2701	0	100.000	0.0000
	Postal Ballot		0	0.0000	0	0	0.00	0.0000
	Total		54651	0.4871	54648	3	99.9945	0.0055
Total		24939933	12677013	50.8302	12677010	3	100.000	0.0000

The Dharamsi Morarji Co. Limited

3 - To declare dividend on Equity Shares @ ` 0.50 per equity share (face value of ` 10/- each) for the financial year ended 31st March 2018

Resolution Required : (Ordinary)	

Resolution Required : (O	rdinary)							
Whether promoter/ pro in the agenda/resolution		e interested				NO		
Category	Mode of Voting	No. of shares held [1]	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
			[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	
	E-Voting		- 0	0.0000	0	0	0.0000	0.000
Promoter and	Poll		12622362	94.9860	12622362	0	100.0000	0.000
	Postal	13288650						
Promoter Group	Ballot		0	0.0000	0	0	0.0000	
	Total		12622362	94.9860	12622362	0	100.0000	0.000
	E-Voting		0	0.0000	0	0	0.0000	0.000
	Poll		0	0.0000	0	0	0.0000	0.000
Public Institutions	Postal	431163						
	Ballot		0	0 0000	0	0	0.0000	0.000
	Total		0	0.0000	0	0	0.0000	0.000
	E-Voting		51950	0.4630	51947	3	99.9942	0.005
D. LU-N	Poll		2701	0.0241	2701	0	100.0000	0.000
Public Non	Postal	11220120						
Institutions	Ballot		0	0.0000	0	0	0.0000	
	Total		54651	0.4871	54648	3	99.9945	0.005
Total		24939933	12677013	50.8302	12677010	3	100.0000	0.000

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T	he Dharamsi Morarji Co. Limited
Resolution Required : (Ordinary)	4 - To appoint a Director in place of Shri Laxmikumar Narottam Goculdas (holding DIN 00459347 who retires by rotation, and being eligible offers himself for re-appointment.
Whether promoter/ promoter group are interested	Yes

Whether promoter/ pr in the agenda/resolution		e interested				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	% 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	
E-Voting	E-Voting		0	0.0000		0	0.0000	
	Poll		12622362	94.9860	12622362	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot	13288650	0	0.0000	0	0	0.0000	0.0000
	Total		12622362	94.9860	12622362	0	100.0000	
	E-Voting	431163	0	0.0000	0	0	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	. 0	0.0000	0.0000
	E-Voting		51950	0.4630	51947	3	99.9942	0.0058
	Poll		2701	0.0241	2701	.0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11220120	0	0.0000	0	0	0.0000	0.0000
	Total		54651	0.4871	54648	3	99.9945	
Total		24939933	12677013	50.8302	12677010	3	100.0000	0.0000

The Dharamsi Morarji Co. Limited

5 - To ratify the appointment of Statutory Auditors of the company, holding office from the conclusion of the 96th Annual General Meeting (AGM) of the company till the conclusion of the 101st AGM of the company to be held in 2022 and to fix their remuneration and in this regard to consider and if thought fit , to pass the following resolution as on ordinary resolution .

Resolution Required : (Ordinary) Whether promoter/ promoter group are interested

in the agenda/resolutio	n?				-				
Category	Mode of Voting	No. of shares held [1]	No. of votes polled	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100		No. of Votes – in favour [4]	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[2]				[5]		[7]={[5]/[2]}*100
	E-Voting		0	0.	.0000	0	0	0.0000	
	Poll		12622362	94	.9860	12622362	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot	13288650	0	0	.0000	0	0	0.0000	0.0000
	Total		12622362	94	.9860	12622362	0	100.0000	
	E-Voting		0	0	.0000	0	0	0.0000	
	Poll		0	0	.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	431163	0	0	.0000	0	0	0.0000	0.0000
	Total		0	0	.0000	0	0	0.0000	
	E-Voting	STATE OF THE	51950	0	.4630	51747	203	99.6092	
	Poll		2701	0	.0241	2701	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11220120	0	0	.0000	0	0	0.0000	
	Total		54651	0	.4871	54448	203	99.6286	
Total		24939933	12677013	50	.8302	12676810	203	99.9984	0.0016

Total

ON.....TIME

		Th	e Dharar	nsi Morarji C	o. Limited	1		
							lant Director	
Resolution Required : (C			- Appointme	nt of Shri Mukul Ma	noharlal Taly as	s an independ	ient Director .	
Whether promoter/ pro		interested				NO		
n the agenda/resolution Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding	No. of Votes – in	No. of Votes	% of Votes in favour on votes	% of Votes against on votes
		held	polled	shares	favour	-Against	polled	polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]			[7]={[5]/[2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.000
	Poll		12622362	94.9860	12622362	0	100.0000	0.000
Promoter and	Postal	13288650						0.000
Promoter Group	Ballot		0	0.0000	0	0	0.0000	0.000
	Total	S-IB	12622362	94.9860	12622362	0	100.0000	0.000
	E-Voting	March II	0	0.0000	0	0	0.0000	0.000
Public Institutions Postal Ballot Total		0	0.0000	0	0	0.0000	0.000	
		431163		0.0000		0	0.0000	0.000
			0	0.0000	0	0	0.0000	0.000
			0	0.0000		203	99.6092	0.390
	E-Voting		51950	0.4630	51747 2701	203	100.0000	0.000
Public Non	Poll	4422242	2701	0.0241	2/01	. 0	100.0000	0.50
	Postal	11220120		0.0000	0	0	0.0000	0.000
Institutions	Ballot		0	0.0000				
	and the second second			0.4074	EAAAOI	703	99.6286	0.371
Total	Total	24939933	54651 12677013	0.4871 50.8302	54448 12676810	203 203	99.6286 99.9984	
Total	Total		12677013 ne Dhara	50.8302 msi Morarji (12676810 Co. Limite	203 d	99.9984	
Resolution Required : (Whether promoter/ p	Ordinary) romoter group alon? Mode of	Three interested	12677013 ne Dhara 7 - Appointm	50.8302 msi Morarji (ent of Shri Sanjeev \ % of Votes	12676810 Co. Limite //ishwanath Jos	203 d	99.9984	
Resolution Required : (Whether promoter/ pi in the agenda/resolution	Ordinary) romoter group al	The interested No. of shares	12677013 ne Dhara 7 - Appointm No. of votes	50.8302 msi Morarji (ent of Shri Sanjeev \	12676810 Co. Limite	d d hi as an Inde	99,9984 pendent Director % of Votes in favour on votes polled	% of Votes against on vote polled
Resolution Required : (Whether promoter/ pi in the agenda/resolution	Ordinary) romoter group alon? Mode of	The interested No. of shares held	ne Dhara 7 - Appointm No. of votes polled	msi Morarji (ent of Shri Sanjeev (% of Votes Polled on outstanding shares	No. of Votes – in favour	d d d d d d d d d d d d d d d d d d d	99.9984 sendent Director % of Votes in favour on votes	% of Votes against on vote polled
Resolution Required : (Whether promoter/ pi in the agenda/resolution	Ordinary) romoter group al on? Mode of Voting	The interested No. of shares	12677013 ne Dhara 7 - Appointm No. of votes	msi Morarji (ent of Shri Sanjeev) % of Votes Polled on outstanding shares [3]=[[2]/[1]]*100	No. of Votes – in favour [4]	d hi as an Indep NO No. of Votes Against	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/{2]}*100	% of Votes against on vote polled [7]={[5]/[2]}*10
Resolution Required : (Whether promoter/ pi in the agenda/resolution	Ordinary) romoter group all on? Mode of Voting E-Voting	The interested No. of shares held	ne Dhara 7 - Appointm No. of votes polled [2]	so.8302 msi Morarji (ent of Shri Sanjeev) % of Votes Polled on outstanding shares [3]=[[2]/[1]*100 0.0000	No. of Votes – in favour [4]	d hi as an Indep NO No. of Votes Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*1() 0.00
Resolution Required : (Whether promoter/ pi in the agenda/resolution	Ordinary) romoter group all on? Mode of Voting E-Voting Poll	The interested No. of shares held	No. of votes polled [2] 0 12622362	so.8302 msi Morarji (ent of Shri Sanjeev) % of Votes Polled on outstanding shares [3]=[[2]/[1]*100 0.0000	No. of Votes – in favour [4]	d hi as an Indep NO No. of Votes —Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*1() 0.00
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category	Ordinary) romoter group at 201? Mode of Voting E-Voting Poll Postal	No. of shares held	No. of votes polled [2] 0 12622362	so.8302 msi Morarji (ent of Shri Sanjeev) % of Votes Polled on outstanding shares [3]=[[2]/[1]*100 0.0000 94.9860	No. of Votes – in favour [4] 0 12622362	d hi as an Indep NO No. of Votes -Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000 100.0000	% of Votes against on vote polled [7]={[5]/[2]}*1(0) 0.00 0.00
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot	No. of shares held	No. of votes polled [2] 0 12622362	so.8302 msi Morarji C ent of Shri Sanjeev N % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860	No. of Votes – in favour [4] 0 12622362	d hi as an Indep NO No. of Votes -Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000 0.00000000000000000000000000	% of Votes against on vote polled [7]={[5]/[2]}*1(0) 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total	No. of shares held	No. of votes polled [2] 0 12622362	so.8302 msi Morarji C ent of Shri Sanjeev N % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860	No. of Votes – in favour [4] 0 12622362	d hi as an Indep NO No. of Votes -Against [5]	99,9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000 0.0000 0.0000 0.0000 0.00000 0.00000 0.00000	% of Votes against on vote polled [7]={[5]/[2]}*1() 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot	No. of shares held	No. of votes polled [2] 0 12622362	50.8302 msi Morarji (ent of Shri Sanjeev (% of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860 0.0000	No. of Votes – in favour [4] 0 12622362 0 12622362	Do No. of Votes Against [5]	99,9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000 0.0000 0.0000 0.0000 0.00000 0.00000 0.00000	% of Votes against on vote polled [7]={[5]/[2]}*1() 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting	No. of shares held	No. of votes polled [2] 0 12622362 0 0 0 0 0	50.8302 msi Morarji (ent of Shri Sanjeev (% of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860 0.0000	No. of Votes – in favour [4] 0 12622362 0 0 0 0	NO No. of Votes Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/(2]}*100 0.0000 100.0000 100.0000 0.0000 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00 0.00
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and Promoter Group	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll	No. of shares held [1]	No. of votes polled [2] 0 12622362 0 0 0 0 0	## 50.8302 ## 50.8302 ## 50.8302 ## 60.0000 ## 60.0000 ## 60.0000 ## 60.0000 ## 60.0000 ## 60.0000 ## 60.0000 ## 60.00000 ## 60.00000 ## 60.00000 ## 60.00000 ## 60.00000 ## 60.000000 ## 60.0000000000000000000000000000000000	No. of Votes – in favour [4] 0 12622362 0 0 12622362 0 0 0 0 0 0 0 0 0 0 0	NO No. of Votes Against [5]	99.9984 sendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and Promoter Group	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll Postal	No. of shares held [1]	No. of votes polled [2] 0 12622362 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	50.8302 msi Morarji (ent of Shri Sanjeev (% of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860 0.0000 0.0000	No. of Votes – in favour [4] 0 12622362 0 0 12622362 0 0 0 0 0 0 0 0 0 0	NO No. of Votes —Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*1.0 0.00 0.00 0.00 0.00 0.00 0.00 0.00
Resolution Required : (Whether promoter/ pi in the agenda/resolution Category Promoter and Promoter Group	Ordinary) remoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Ballot	No. of shares held [1]	No. of votes polled [2] 0 12622362 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	50.8302 msi Morarji (ent of Shri Sanjeev (% of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860 0.0000 0.0000 0.0000 0.0000	No. of Votes – in favour [4] 0 12622362 0 0 0 0 0 0 0 51747	NO No. of Votes —Against [5]	99.9984 sendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*1() 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.
Resolution Required : (Whether promoter/ promoter and Promoter and Promoter Group Public Institutions	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total Total Ballot Total	No. of shares held [1]	No. of votes polled [2] 0 12622362 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	50.8302 msi Morarji (ent of Shri Sanjeev (% of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860 0.0000 0.0000 0.0000 0.0000	No. of Votes – in favour [4] 0 12622362 0 0 0 0 0 0 0 51747	NO No. of Votes —Against [5]	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*1() 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.
Whether promoter/ pin the agenda/resolution Category Promoter and Promoter Group Public Institutions	Ordinary) romoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Foll Postal Ballot Total E-Voting	No. of shares held [1]	No. of votes polled [2] 0 12622362 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	50.8302 msi Morarji (ent of Shri Sanjeev) % of Votes Polled on outstanding shares [3]={[2]/[1]}*100 94.9860 0.0000 94.9860 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000	No. of Votes – in favour [4] 0 0 12622362 0 0 0 0 0 51747 1 2701	NO. of Votes Against [5]	99.9984 sendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000	% of Votes against on vote polled [7]={[5]/[2]}*10 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0
Resolution Required : (Whether promoter/ promoter and Promoter and Promoter Group Public Institutions	Ordinary) remoter group at on? Mode of Voting E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot Total E-Voting Poll Postal Ballot	No. of shares held [1] 13288650	No. of votes polled [2] 0 12622362 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	50.8302 msi Morarji (ent of Shri Sanjeev) % of Votes Polled on outstanding shares [3]=[[2]/[1]]*100 94.9860 0.0000 94.9860 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000	No. of Votes – in favour [4] 0 0 12622362 0 0 0 0 0 0 51747 2701 0 0	Do not be a control of the control o	99.9984 pendent Director % of Votes in favour on votes polled [6]={[4]/[2]}*100 0.0000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.000000	% of Votes against on vote polled [7]={[5]/[2]}*1(0) 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0

12677013

24939933

50.8302 12676810

99.9984

0.0016

_____ ON ____ TIME ____

		TI	ne Dharai	msi Morarji C	o. Limite	d						
Resolution Required : (G	Ordinary)		8 - Appointm	ent of Shri Bimal Lali	tsingh Goculda	s as a Directo	ır					
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	% 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				
	E-Voting		0	0.0000	0	0	0.0000	0.000				
	Poll		12622362	94.9860	12622362	0	100.0000	0.000				
Promoter and Promoter Group	Postal Ballot	13288650	0	0.0000	0	0	0.0000	0.000				
	Total		12622362	94.9860	12622362	0	100.0000	0.000				
	E-Voting		0	0.0000	. 0	0	0.0000	0.000				
	Poll		0	0.0000	0	. 0	0.0000	0.000				
Public Institutions	Postal Ballot	431163	0	0.0000	0	0	0.0000	0.000				
	Total		0	0.0000	0	0	0.0000	0.000				
	E-Voting		51950	0.4630	51747	203	99.6092	0.390				
	Poll		2701	0.0241	2701	0	100.0000	0.000				
Public Non Institutions	Postal Ballot	11220120	0	0,0000	0	. 0	0.0000					
	Total		54651	0.4871	54448	203	99.6286					
Total		24939933	12677013	50.8302	12676810	203	99.9984	0.001				

		T	ne Dhara	msi Morarji C	o. Limite	d	+	
Resolution Required : (C	Ordinary)		9 - Appointme	ent of Shri Bimal Lali	tsingh Goculda	ıs as a Managi	ng Director & CEO	
Whether promoter/ proint the agenda/resolution					Yes			
Category	Mode of Voting	No. of shares held	No. of votes	% 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	
	E-Voting		0	0.0000	0	0	0.0000	
	Poll	13288650	12622362	94.9860	12622362	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12622362	94.9860	12622362	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	431163	0	0.0000	0	. 0	0.0000	0.0000
	Total		0	0.0000	0	. 0	0.0000	0.0000
	E-Voting	Service 1	51950	0.4630	51747	203	99.6092	0.3908
	Poll		2701	0.0241	2701	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11220120	0	0.0000	0	0		
	Total		54651	0.4871	54448	203	99.6286	
Total		24939933	12677013	50.8302	12676810	203	99.9984	0.0016

Poll

Postal

Ballot

Total

100.0000

0.0000

87.6434

99.9467

0.0000

0.0000

12.3566

0.0533

HELD AT.

Public Non

Institutions

Total

ON .. TIME

		Т	he Dhara	msi Morarji (Co. Limite	d					
Resolution Required : (Ordinary) Whether promoter/ promoter group are interested in the agenda/resolution?			10 - Commission to Non-Executive Directors								
				Yes							
Category	Mode of Voting	No. of shares held [1]	% of Votes No. of Polled on votes outstanding N polled shares		No. of Votes – in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100			
	E-Voting	13288650	0	0.0000	0	0	0.0000	0.0000			
Promoter and	Poll		12622362	94.9860	12622362	0	100.0000	0.0000			
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		12622362	94.9860	12622362	0	100.0000	0.0000			
Public Institutions	E-Voting	431163	0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal										
	Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		51950	0.4630	45197	6753	87.0010	12.9990			

0.0241

0.0000

0.4871

50.8302

2701

47898

12670260

0

6753

6753

2701

54651

12677013

11220120

24939933

The Dharamsi Morarji Co. Limited 11 - Ratification of Cost Auditor's Remuneration Resolution Required : (Ordinary) Whether promoter/ promoter group are interested in the agenda/resolution? % of Votes Category Mode of % of Votes in % of Votes Voting No. of No. of Polled on No. of No. of shares votes outstanding Votes - in Votes favour on votes against on votes polled polled held polled shares -Against favour [7]={[5]/[2]}*100 [1] [3]={[2]/[1]}*100 [4] [5] [6]={[4]/[2]}*100 [2] E-Voting 0 0 0.0000 0.0000 0.0000 Poll 12622362 94.9860 12622362 0 100.0000 0.0000 Promoter and Postal 13288650 Promoter Group Ballot 0 0.0000 0 0.0000 0.0000 12622362 0.0000 Total 94.9860 12622362 0 100.0000 E-Voting 0 0.0000 0 0 0.0000 0.0000 Poll 0 0.0000 0 0 0.0000 0.0000 Public Institutions Postal 431163 Ballot 0.0000 0.0000 0 0.0000 0 0 0 0.0000 0 0 0.0000 0.0000 Total 51950 51747 99.6092 0.3908 E-Voting 0.4630 203 0.0000 Poll 2701 0.0241 2701 0 100.0000 Public Non Postal 11220120 Institutions Ballot 0 0.0000 0 0 0.0000 0.0000 54651 0.4871 54448 203 99.6286 0.3714 Total Total 24939933 12677013 50.8302 12676810 203 99.9984 0.0016

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CHAIRMAN'S INITIALS

HELD AT.

ON

TIME .

The Dharamsi Morarji Co. Limited

12 - To consider and, if thought fit, to pass the Special Resolution for continuation of directorship of Shri Laxmikumar Narottam Goculdas (DIN:00459347) after his attaining the age of seventy five years on 16/09/2018 Resolution Required : (Special)

Whether promoter/ pr in the agenda/resolution	Yes							
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour	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
		[1]	[2]	[3]={[2]/[1]}*100	[4]			
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Desmaterand	Poll		12622362	94.9860	12622362	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot	13288650	0	0.0000	0	0	0.0000	0.0000
	Total		12622362	94.9860	12622362	0	100.0000	0.0000
	E-Voting	431163	0	0.0000	. 0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot		. 0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		51950	0.4630	51747	203	99.6092	0.3908
DublicNes	Poll		2701	0.0241	2701	.0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11220120	0	0.0000	0	0	0.0000	0.0000
	Total		54651	0.4871	54448	203	99.6286	0.3714
Total		24939933	12677013	50.8302	12676810	203	99.9984	0.0016

The Dharamsi Morarji Co. Limited

13 - To consider and, if thought fit, to pass the Special Resolution for the continuation of directorship of Shri Haridas Tricumdas Kapadia (DIN: 00125090) after he attained the age of seventy-five years.

Resolution Required : (Special)

Whether promoter/ pr	Charles and a series of the se	re interested				NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	Votes – in Vo favour – Aga	No. of Votes -Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
		[1]	[2]	[3]={[2]/[1]}*100		[5]		
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Dd	Poll		12622362	94.9860	12622362	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot	13288650	0	0.0000	. 0	0	0.0000	0.0000
	Total		12622362	94.9860	12622362	0	100.0000	0.0000
	E-Voting	431163	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		. 0	0.0000	0	0	0.0000	0.0000
	E-Voting		51950	0.4630	51747	203	99.6092	0.3908
D. L.D. M	Poll		2701	0.0241	2701	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	11220120	0	0.0000	0	0	0.0000	0.0000
	Total		54651	0.4871	54448	203	99.6286	0.3714
Total		24939933	12677013	50.8302	12676810	203	99.9984	0.0016

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The Dharamsi Morarji Co. Limited

14 - To consider and, if thought fit, to pass the Special Resolution for the continuation of directorship of Shri Arvind Wasudeo Ketkar (DIN 02863429) after he attained the age of Seventy five Years.

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Resolution Required : (Special)

Whether promoter/ promoter group are interested

Total

in the agenda/resolution?

mi the afenant resonati	U111	Control of the Contro						
Category	Mode of Voting	No. of shares held [1]	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
			[2]	[3]={[2]/[1]}*100	[4]			
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Poll		12622362	94.9860	12622362	0	100.0000	0.0000
	Postal Ballot	13288650	0	0.0000	0	0	0.0000	0.0000

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12622362

	IOIdi	The second second	12022302	34.3000	TEUEESUE	-	200.0000	0.0000
Public Institutions	E-Voting	431163	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal							
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting	11220120	51950	0.4630	51747	203	99.6092	0.3908
0. 60 - 0	Poll		2701	0.0241	2701	0	100.0000	0.0000
Public Non Institutions	Postal							
	Ballot		.0	0.0000	0	0	0.0000	0.0000
	Total	10 M	54651	0.4871	54448	203	99.6286	0.3714
Total		2/020033	12677013	50.8302	12676810	203	99 9984	0.0016

As above, all the resolutions stands passed with requisite majority under e-voting and poll, which according to law were deemed to be passed at this Annual General Meeting.

Entered on 27th September, 2018.

Lugarulslas CHAIRMAN

15.10.2018