

DCM
LIMITED

September 15, 2016

BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

Sub: 126th Annual General Meeting ('AGM') and voting results
Scrip Code: 502820 / DCM

Dear Sir,

In terms of relevant provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, this is to inform you that 126th Annual General Meeting ('AGM') of the Company was held on Wednesday, September 14, 2016 at 11.00 A.M., at Shankar Lal Murli Dhar Auditorium (Shri Ram Centre-Auditorium), 4, Safdar Hashmi Marg, Mandi House, New Delhi-110 001 and the businesses mentioned in the Notice dated May 30, 2016 were transacted thereat.

In this connection, Please find enclose herewith the following :

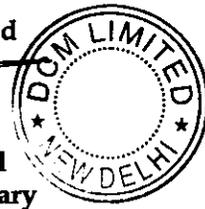
- (1) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure - I.**
- (2) Consolidated Results of 'Remote e-voting' and 'Poll conducted at the 126th AGM' of the Company as **Annexure-II.**
- (3) Report of Scrutinizer dated September 15, 2016, on 'Remote e-voting' and 'Poll conducted at 126th AGM' as **Annexure - III.**

The above are also being updated on Company's website at www.dcm.in

We request you to note the above and acknowledge the receipt of this letter.

Thanking you,
Yours truly,
For DCM Limited


Yadvinder Goyal
Company Secretary



Encl: As above

Registered Office :
Vikrant Tower, 4, Rajendra Place, New Delhi-110008
Phone : (011) 25719967 Fax : (011) 25765214
CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in

e-mail id: investors@dcm.in

125th Annual General Meeting (AGM) Voting Results
Disclosure as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Company : DCM Limited, (Stock Code - 502820/DCM)	
Date of AGM : September 14, 2016	
Total number of shareholders on record date (i.e. on September 7, 2016) : 45138*	
No. of shareholders present in the meeting either in person or through proxy: 240*	
Promoters and Promoter Group	4*
Public	236
No. of Shareholders attended the meeting through Video Conferencing : Not Applicable	
Promoters and Promoter Group	
Public	

Agenda Item No. 1 – Adoption of (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with Report of Auditors thereon

Resolution required: (Ordinary/ Special)		Ordinary						
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 (3)=[(2)/(1)]*100	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
		1	2		4	5		
Promoter and Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55635	0.6940	55625	10	99.9820	0.0180
	Postal Ballot	8018234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8018234						
Total		18677749	10588793	56.6920	10588783	10	99.9999	0.0001

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Registered Office :
 Vikrant Tower, 4, Rajendra Place, New Delhi-110008
 Phone : (011) 25719967 Fax : (011) 25765214
 CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmltd@dcm.in
 e-mail id: investors@dcm.in

Agenda Item No. 2 –Confirmation of Interim dividend, already declared and paid during the financial year 2015-16, for the financial year ended March 31, 2016, as dividend for financial year 2015-16.

Resolution required: (Ordinary/ Special)				Ordinary				
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	% 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55635	0.6940	55425	210	99.6225	0.3775
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588793	56.6920	10588583	210	99.9980	0.0020

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Agenda Item No. 3 – Appointment of a director in place of Mr. Jitendra Tuli, who retires by rotation and being eligible, offers himself for re- appointment.

Resolution required: (Ordinary/ Special)				Ordinary				
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	% 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55635	0.6940	55334	301	99.4590	0.5410
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588793	56.6920	10588492	301	99.9972	0.0028

9/30K +



Agenda Item No. 4 – Ratification of appointment of M/s BSR & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration

Resolution required: (Ordinary/ Special)				Ordinary				
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	% 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55635	0.6940	55575	60	99.8922	0.1078
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588793	56.6920	10588733	60	99.9994	0.0006

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Agenda Item No. 5 – Appointment of Mr. L. Lakshman as an Independent Director of the Company

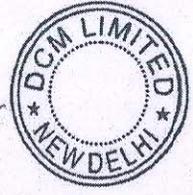
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55635	0.6940	55384	251	99.5488	0.4512
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588793	56.6920	10588542	251	99.9976	0.0024

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Agenda Item No. 6 – Appointment of Dr. Raghupati Singhania as an Independent Director of the Company

Resolution required: (Ordinary/ Special)			Ordinary					
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	% 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55635	0.6940	55584	51	99.9083	0.0917
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588793	56.6920	10588742	51	99.9995	0.0005

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Agenda Item No. 7 – Appointment of Mr. Chandra Mohan as an Independent Director of the Company

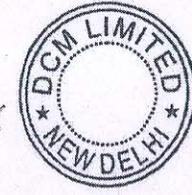
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55435	0.6915	55384	51	99.9080	0.0920
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588593	56.6909	10588542	51	99.9995	0.0005

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Agenda Item No. 8 – Approval for ratification of remuneration payable to the Cost Auditors for financial year 2015-16

Resolution required: (Ordinary/ Special)			Ordinary					
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	% 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public-Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public-Non Institutions	Remote E-Voting		55435	0.6915	55425	10	99.9820	0.0180
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588593	56.6909	10588583	10	99.9999	0.0001

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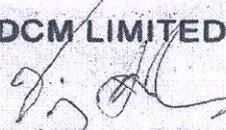
Agenda Item No. 9 – Approval for ratification of remuneration payable to the Cost Auditors for financial year 2016-17

Resolution required: (Ordinary/ Special)		Ordinary						
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	% 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 Promoter Group	Remote E-Voting		9037020	99.6739	9037020	0	100	0
	Postal Ballot	9066584						
	Poll							
	Total	9066584						
Public Institutions	Remote E-Voting		1495730	93.7802	1495730	0	100	0
	Postal Ballot	1594931						
	Poll							
	Total	1594931						
Public Non Institutions	Remote E-Voting		55635	0.6940	55625	10	99.9820	0.0180
	Postal Ballot	8016234						
	Poll		408	0.0051	408	0	100.0000	0.0000
	Total	8016234						
Total		18677749	10588793	56.6920	10588783	10	99.9999	0.0001

*pursuant to Scheme of Amalgamation ('Scheme') (a) Betterways Finance & Leasing Private Limited, (b) Lotte Trading & Allied Services Private Limited, (c) Lotus Finance & Investments Private Limited, (d) Midopa Holdings Private Limited, (e) Pentagon Holdings Private Limited, (f) Utkrist Leasing Private Limited and (g) Xonix Enterprises Private Limited (collectively referred as 'transferor companies') have been merged into and with Aggresar Leasing & Finance Pvt. Ltd. ('transferee company') which became effective from August 26, 2016 under which all the assets and liabilities and entire businesses of 'transferor companies' has been transferred/vested into the Company and the said Transferors companies ceased to exist from the said effective date. Accordingly voting (including Remote e-voting) in respect of equity shares of DCM limited held by aforesaid transferor companies have been exercised by the transferee company.

Further, all the aforesaid transferor companies and transferee company are part of Promoter Group of DCM Limited and hold 90,30,495 equity shares of DCM Limited in 14 different demat accounts. Given above e-voting made in respect of aforesaid 90,30,495 equity shares of DCM Limited have been shown as made by one shareholder and data given above against 'No. of shareholders present in the meeting either in person or through proxy' and Promoters and Promoter Group' have been adjusted accordingly.

For DCM LIMITED


Chairman & Managing Director

DCM
LIMITED

RESULT OF VOTING (REMOTE E-VOTING AND POLL) CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 AND ALL OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND THE COMPANIES (MANAGEMENT AND ADMINISTRATION) AMENDMENT RULES, 2015 (INCLUDING ANY STATUTORY MODIFICATION OR RE-ENACTMENT THEREOF FOR THE TIME BEING IN FORCE) AND CIRCULARS AND NOTIFICATIONS ISSUED THEREUNDER AND REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 FOR THE 126TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY HELD ON WEDNESDAY, SEPTEMBER 14, 2016 AT 11.00 A.M., AT SHANKAR LAL MURLI DHAR AUDITORIUM (SHRI RAM CENTRE-AUDITORIUM), 4, SAFDAR HASHMI MARG, MANDI HOUSE, NEW DELHI-110 001

ORDINARY BUSINESS:						
Ordinary Resolution at item No-1 - Adoption of (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with Report of Auditors thereon						
Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588375	10	10588385	99.9999	0.0001	0
Total	10588783	10	10588793	99.9999	0.0001	0
<i>Based on the above, the Ordinary Resolution No. 1 has been passed with the requisite majority</i>						

Ordinary Resolution at item no-2- Confirmation of interim dividend, already declared and paid during the financial year 2015-16, for the financial year ended March 31, 2016, as dividend for financial year 2015-16.						
Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588175	210	10588385	99.9980	0.0020	0
Total	10588583	210	10588793	99.9980	0.0020	0
<i>Based on the above, the Ordinary Resolution No. 2 has been passed with the requisite majority</i>						

e-mail id: investors@dcm.in

Registered Office :

Vikrant Tower, 4, Rajendra Place, New Delhi-110008

Phone : (011) 25719967 Fax : (011) 25765214

CIN: L74899DL1889PLC000004 Website: www.dcm.in E-mail: dcmtd@dcm.in

Ordinary Resolution at item no-3- Appointment of a director in place of Mr. Jitendra Tuli, who retires by rotation and being eligible, offers himself for re- appointment.

Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588084	301	10588385	99.9972	0.0028	0
Total	10588492	301	10588793	99.9972	0.0028	0

Based on the above, the Ordinary Resolution No. 3 has been passed with the requisite majority

Ordinary Resolution at item no- 4- Ratification of appointment of M/s BSR & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration

Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588325	60	10588385	99.9994	0.0006	0
Total	10588733	60	10588793	99.9994	0.0006	0

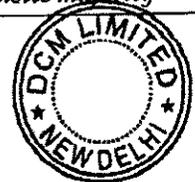
Based on the above, the Ordinary Resolution No. 4 has been passed with the requisite majority

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SPECIAL BUSINESS						
Ordinary Resolution at item no - 5- Appointment of Mr. L. Lakshman as an Independent Director of the Company.						
Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588134	251	10588385	99.9976	0.0024	0
Total	10588542	251	10588793	99.9976	0.0024	0
<i>Based on the above, the Ordinary Resolution No. 5 has been passed with the requisite majority</i>						

Ordinary Resolution at item no-6- Appointment of Dr. Raghupati Singhania as an Independent Director of the Company.						
Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588334	51	10588385	99.9995	0.0005	0
Total	10588742	51	10588793	99.9995	0.0005	0
<i>Based on the above, the Ordinary Resolution No. 6 has been passed with the requisite majority</i>						

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Ordinary Resolution at item no-7- Appointment of Mr. Chandra Mohan as an Independent Director of the Company

Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588134	51	10588185	99.9995	0.0005	0
Total	10588542	51	10588593	99.9995	0.0005	0

Based on the above, the Ordinary Resolution No. 7 has been passed with the requisite majority

Ordinary Resolution at item no.- 8- Approval for ratification of remuneration payable to the Cost Auditors for financial year 2015-16

Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588175	10	10588185	99.9999	0.0001	0
Total	10588583	10	10588593	99.9999	0.0001	0

Based on the above, the Ordinary Resolution No. 8 has been passed with the requisite majority

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Ordinary Resolution at item no.- 9- Approval for ratification of remuneration payable to the Cost Auditors for financial year 2016-17

Mode of Voting by members of the Company	Number of Valid votes in favour (No. of equity Shares)	Number of Valid votes against (No. of equity Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (No. of Shares)
Voting through Polling paper (in person or by proxy)	408	0	408	100.0000	0.0000	0
Remote e-Voting	10588375	10	10588385	99.9999	0.0001	0
Total	10588783	10	10588793	99.9999	0.0001	0

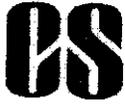
Based on the above, the Ordinary Resolution No. 9 has been passed with the requisite majority

For DCM Limited


 Vinay Bharat Ram
 Chairman and Managing Director



Date : 15.09.2016
 Place : New Delhi



Annexure - III

PRAGNYA PRADHAN & ASSOCIATES
PRACTICING COMPANY SECRETARIES

**Consolidated Report of Scrutinizer on 'Remote e - voting'
and voting through 'Polling Paper'**

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of
the Companies (Management and Administration) Rules, 2014 *as amended* by the Companies
(Management and Administration) Amendment Rules, 2015]

To,

Dr. Vinay Bharat Ram,
Chairman
126th Annual General Meeting of the Equity Shareholders of
DCM Limited held on Wednesday, September 14, 2016
at 11.00 A.M., at
Shankar Lal Murli Dhar Auditorium (Shri Ram Centre-Auditorium),
4, Safdar Hashmi Marg, Mandi House,
New Delhi-110 001.

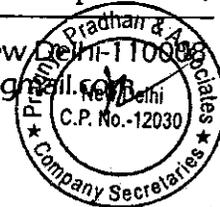
Dear Sir,

I, Pragnya Parimita Pradhan, Company Secretary in Whole Time Practice having office at WZ-189, Second Floor, Hari Bhawan, Khampur, Opposite West Patel Nagar, New Delhi - 110008 has been appointed by the Board of Directors of DCM Limited ("the Company"), as Scrutinizer for the purpose of scrutinizing the 'Remote e- voting process' and voting through 'Polling Paper' at the 126th Annual General Meeting (AGM) of the members of the Company, in a fair and transparent manner and ascertaining the requisite majority on 'Remote e-voting' and voting through 'Polling Paper' carried out, as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions set out in the Notice dated May 30, 2016 of the 126th AGM of the members of DCM Limited, held on Wednesday, September 14, 2016 at 11.00 A.M., at Shankar Lal Murli Dhar Auditorium (Shri Ram Centre-Auditorium), 4, Safdar Hashmi Marg, Mandi House, New Delhi-110 001.

Accordingly, I submit the Report, on completion of Remote e-voting process and voting through polling paper, as under :-

1. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide secured system for Remote e-voting process.
2. The Remote e-voting period remained open from Sunday, September 11, 2016 (9.00 a.m. IST) and ends on Tuesday, September 13, 2016 (5.00 p.m. IST).
3. The cut- off date for the purpose of determining the entitlement for voting, through 'Remote e-voting' or 'Polling Paper', on the proposed resolutions was September 7, 2016.

WZ-189, 2nd Floor, Hari Bhawan, Khampur, Opp. West Patel Nagar, New Delhi-110008
Tel: 011-25701579, Mob: 9953457413 Email id: Pragnyap.pradhan@gmail.com



4. At the 126th AGM, after the declaration of Poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
5. The locked ballot boxes were subsequently opened in my presence along with two witnesses (1) Mrs. Neeru (WZ - 189, Hari Bhawan, Khampur, Opp. West Patel Nagar, Delhi - 110008) and Mrs. Taruna (WZ- 189, Hari Bhawan, Khmapur, Opp. West Nagar, Delhi - 110008) who are not in employment of the Company and poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar & Share Transfer Agents of the Company i.e M/s MCS Share Transfer Agent Limited ('MCS') and the authorisations / proxies lodged with the Company/ MCS.
6. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
7. After counting the votes casted by the members and proxy holders present at the 126th AGM, through polling paper, the votes cast through Remote e-voting were unblocked on September 14, 2016 around 11.43 a.m. in the presence of two witnesses, Mrs. Neeru and Mrs. Taruna, who are not in the employment of the Company. They have signed below in confirmation of the remote e - votes being unblocked in their presence.

Taruna

Neeru

8. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the Resolutions, were generated from NSDL's website i.e. www.evoting.nsdl.com.
9. The votes cast were also scrutinized for the purpose of eliminating duplicate voting i.e. on 'Remote e-voting' and 'voting through Polling paper'.
10. I have scrutinized and reviewed the 'Remote e-voting process' and 'voting through Polling paper' in a fair and transparent manner. Please note that one equity share of the Company represent one vote. Members' voting right is in proportion to his share in the paid up capital of the Company.
11. Based on reports generated from the NSDL's website i.e. www.evoting.nsdl.com and voting through polling paper at the 126th AGM, the consolidated report on the result of voting on each resolution is given hereunder:



ORDINARY BUSINESS

Ordinary Resolution at item No-1 - Adoption of (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 together with Report of Auditors thereon

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	28*	10588375	99.9961
Total	75	10588783	99.9999

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	1	10	0.0001
Total	1	10	0.0001

(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

Ordinary Resolution at item no-2- Confirmation of interim dividend, already declared and paid during the financial year 2015-16, for the financial year ended March 31, 2016, as dividend for financial year 2015-16.

(i) Voted 'FOR' the resolution:



Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	27*	10588175	99.9942
Total	74	10588583	99.9980

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	2	210	0.0020
Total	2	210	0.0020

(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

Ordinary Resolution at item no-3- Appointment of a director in place of Mr. Jitendra Tuli, who retires by rotation and being eligible, offers himself for re- appointment.

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	25*	10588084	99.9933
Total	72	10588492	99.9972



(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	4	301	0.0028
Total	4	301	0.0028

(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

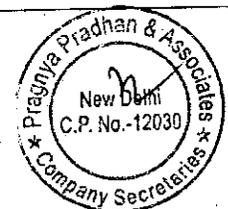
Ordinary Resolution at item no- 4- Ratification of appointment of M/s BSR & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	27*	10588325	99.9956
Total	74	10588733	99.9994

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	2	60	0.0006
Total	2	60	0.0006



(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

SPECIAL BUSINESS

Ordinary Resolution at item no - 5- Appointment of Mr. L. Lakshman as an Independent Director of the Company.

(i) Voted 'FOR' the resolution:

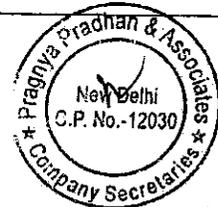
Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	26*	10588134	99.9938
Total	73	10588542	99.9976

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	3	251	0.0024
Total	3	251	0.0024

(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0



Ordinary Resolution at item no-6- Appointment of Dr. Raghupati Singhania as an Independent Director of the Company

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	27*	10588334	99.9957
Total	74	10588742	99.9995

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	2	51	0.0005
Total	2	51	0.0005

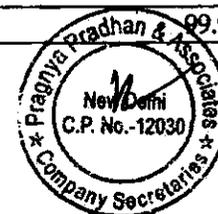
(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

Ordinary Resolution at item no-7- Appointment of Mr. Chandra Mohan as an Independent Director of the Company

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	26*	10588134	99.9957
Total	73	10588542	99.9995



(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	2	51	0.0005
Total	2	51	0.0005

(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

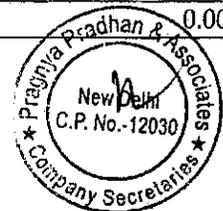
Ordinary Resolution at item no-8- Approval for ratification of remuneration payable to the Cost Auditors for financial year 2015-16

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	27*	10588175	99.9961
Total	74	10588583	99.9999

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	1	10	0.0001
Total	1	10	0.0001



(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0

Ordinary Resolution at item no- 9- Approval for ratification of remuneration payable to the Cost Auditors for financial year 2016-17

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Favour' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	47	408	0.0039
Remote e-Voting	28*	10588375	99.9961
Total	75	10588783	99.9999

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of Votes cast in 'Against' of the resolution	% of total number of valid votes cast
Voting through Polling paper (in person or by proxy)	0	0	0.0000
Remote e-Voting	1	10	0.0001
Total	1	10	0.0001

(iii) Votes 'INVALID'

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'
Voting through Polling paper (in person or by proxy)	0	0
Remote e-Voting	0	0
Total	0	0



*I have received a Board Resolution dated 27.08.2016 from Aggresar Leasing and Finance Pvt. Ltd. and it is stated that pursuant to Scheme of Amalgamation ('Scheme') (a) Betterways Finance & Leasing Private Limited, (b) Lotte Trading & Allied Services Private Limited, (c) Lotus Finance & Investments Private Limited, (d) Midopa Holdings Private Limited, (e) Pentagon Holdings Private Limited, (f) Utkrist Leasing Private Limited and (g) Xonix Enterprises Private Limited (collectively referred as 'transferor companies') have been merged into and with Aggresar Leasing & Finance Pvt. Ltd. ('transferee company') which became effective from August 26, 2016 under which all the assets and liabilities and entire businesses of 'transferor companies' has been transferred/vested into the Company and the said Transferors companies ceased to exist from the said effective date. Accordingly voting (including Remote e-voting) in respect of equity shares of DCM Limited held by aforesaid transferor companies have been made by the transferee company.

Further, all the aforesaid transferor companies and transferee company are part of Promoter Group of DCM Limited and hold 90,30,495 equity shares of DCM Limited in 14 different demat accounts. Given above, e-voting made in respect of aforesaid 90,30,495 equity shares of DCM Limited have been shown as made by one shareholder and data given above under column 'Number of members voted' against 'Remote e-voting' has been adjusted accordingly.

12. The Registrar, all other papers and relevant records relating to 'Remote e - voting' and voting through polling paper at the 126th AGM shall remain in my safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

For Pragnya Pradhan & Associates
(Company Secretaries)

Pragnya Parimita Pradhan

(Pragnya Parimita Pradhan)

Proprietor

(M. No. : ACS 32778, PCS No. : 12030)



Date : September 15, 2016

Place : New Delhi

For DCM LIMITED

[Signature]
Chairman & Managing Director