

May 28, 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

**Scrip Code: 502820 / DCM**

Dear Sir,

**Subject – Details of Results of Postal Ballot - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This has reference to our letter dated April 20, 2016, enclosing the Postal Ballot Notice along with Explanatory Statement seeking the consent of members of the Company by way of ordinary/Special Resolution(s) through Postal Ballot / E-voting process in respect of following item of business :

1. Appointment of Dr. Vinay Bharat Ram as a Director of the Company
2. Appointment of Dr. Vinay Bharat Ram as Managing Director of the Company
3. Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company

In connection with the above and pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolution 1, 2 & 3, in respect of aforesaid business items, as stated in the aforesaid Postal Ballot Notice dated February 13, 2016 have been passed by members of the Company by requisite majority. The approval to aforesaid Resolutions is deemed to have been received on the last date of receipt of postal ballot forms i.e. on May 26, 2016.

Further, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following documents:

1. Results of the Postal Ballot as per the prescribed format (as per Annexure-A)
2. Scrutinizer's Report on Postal Ballot Forms and e-Voting (as per Annexure-B)

The above are also being updated on Company's website at [www.dcm.in](http://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

Annexure - A

Postal Ballot 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 Postal Ballot : Notice dated February 13, 2016 (Voting start date : April 27, 2016 and Voting end date : May 26, 2016)  
Total number of shareholders on record date (i.e. on March 31, 2016) : 45694  
No. of shareholders present in the meeting either in person or through proxy: Not Applicable  
Promoters and Promoter Group  
Public  
No. of Shareholders attended the meeting through Video Conferencing : Not Applicable  
Promoters and Promoter Group  
Public

Agenda Item No. 1 – Appointment of Dr. Vinay Bharat Ram as a Director of the Company		Resolution required: (Ordinary/ Special)		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 (3)=[(2)/(1)]*	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
Promoter and Promoter Group	E-Voting	7767882	7750318	99.7739	7750318	0	100	0
	Poll							
	Postal Ballot							
	Total	7767882						
Public-Institutional	E-Voting	1591931	1495730	93.9570	1495730	0	100	0
	Poll							
	Postal Ballot							
	Total	1591931						
Public-Non Institutional	E-Voting	8019224	60260	0.7514	59805	455	99.2449	0.7551
	Poll							
	Postal Ballot		27767	0.3463	24379	3388	87.7985	12.2015
	Total	8019224						
	Total	17379037	9334075	53.7088	9330232	3843	99.9588	0.0412

FOR DCM LIMITED

Chairman & Managing Director

Agenda Item No. 2 – Appointment of Dr. Vinay Bharat Ram as Managing Director of the Company

Resolution required: (Ordinary/ Special)

Special

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 (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
Promoter and Promoter Group	E-Voting	1	7750318	99.7739	4	0	100	0
	Poll	7757882	-	-	-	-	-	-
Public- Institutions	Postal Ballot							
	Total	7767882						
Public- Institutions	E-Voting	1591931	1495730	93.9570	1495730	0	100	0
	Poll	1591931	-	-	-	-	-	-
Public- Non Institutions	Postal Ballot							
	Total	1591931						
Public- Non Institutions	E-Voting	8019224	60260	-	59787	473	99.2151	0.7849
	Poll	8019224	-	-	-	-	-	-
Public- Non Institutions	Postal Ballot		26644	0.3322516	22989	3655	86.2821	13.7179
	Total	8019224						
Total		17379037	9332952	53.7023542	9328824	4128	99.9558	0.04423

FOR DCM LIMITED

Chairman & Managing Director

Agenda Item No. 3 – Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company

Resolution required: (Ordinary/ Special)		Special						
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
Promoter and Promoter Group	E-Voting Poll Postal Ballot Total	7767882	-	-	7750318	0	100	0
Public-Institutions	E-Voting Poll Postal Ballot Total	1591931	1495730	93.9570	1495730	0	100	0
Public-Non Institutions	E-Voting Poll Postal Ballot Total	8019224	60230	0.7511	59405	825	98.6303	1.3697
Total		8019224	26205	0.3268	25321	884	96.6266	3.3734
Total		17379037	9332483	53.6997	9330774	1709	99.9817	0.0183

FOR DCM LIMITED

Chairman & Managing Director



RESULT OF POSTAL BALLOTS AND E-VOTING CONDUCTED VIDE POSTAL BALLOT NOTICE DATED FEBRUARY 13, 2016 PURSUANT TO SECTION 110 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

Mode of Voting by members of the Company	Valid votes in favour of (Shares)	Valid votes against (Shares)	Total	% of valid votes in favour of the resolution	% of valid votes against the resolution	Invalid Votes (Shares)
<b>Ordinary Resolution No. 1 : Appointment of Dr. Vinay Bharat Ram as a Director of the Company.</b>						
Postal Ballot	24,379	3,388	27,767	87.7985	12.2015	3,318
e-Voting	93,05,853	455	93,06,308	99.9951	0.0049	-
<b>Total</b>	<b>93,30,232</b>	<b>3,843</b>	<b>93,34,075</b>	<b>99.9588</b>	<b>0.0412</b>	<b>3,318</b>
<i>Based on the above, the Resolution No. 1 has been passed with the requisite majority</i>						
<b>Special Resolution No. 2 : Appointment of Dr. Vinay Bharat Ram as Managing Director of the Company</b>						
Postal Ballot	22,989	3,655	26,644	86.2821	13.7179	4,416
e-Voting	93,05,835	473	93,06,308	99.9949	0.0051	-
<b>Total</b>	<b>93,28,824</b>	<b>4,128</b>	<b>93,32,952</b>	<b>99.9558</b>	<b>0.0442</b>	<b>4,416</b>
<i>Based on the above, the Resolution No. 2 has been passed with the requisite majority</i>						
<b>Special Resolution No. 3 : Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company</b>						
Postal Ballot	25,321	884	26,205	96.6266	3.3734	4,850
e-Voting	93,05,453	825	93,06,278	99.9911	0.0089	-
<b>Total</b>	<b>93,30,774</b>	<b>1,709</b>	<b>93,32,483</b>	<b>99.9817</b>	<b>0.0183</b>	<b>4,850</b>
<i>Based on the above, the Resolution No. 3 has been passed with the requisite majority</i>						

For DCM Limited

Vinay Bharat Ram  
Chairman and Managing Director

Date : 28.05.2016

Place : New Delhi



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



**Report of Scrutinizer**

*[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015]*

To,

**Dr. Vinay Bharat Ram,**  
Chairman and Managing Director  
DCM Limited,  
Vikrant Tower, 4,  
Rajendra Place,  
New Delhi - 110008

Dear Sir,

This has reference to appointment of undersigned (i.e. **Pragnya Parimita Pradhan, Company Secretary in Whole Time Practice**, having office at WZ-189, Hari Bhawan, Khampur, Opp. West Patel Nagar, New Delhi - 110008) as Scrutinizer by the Company, in terms of Section 110 and all other applicable provisions of the Companies Act, 2013 read with the Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and the Companies (Management and Administration) Amendment Rules, 2015 for the purpose receiving and scrutinizing the postal ballot forms received from the members and also to scrutinizing the e-voting process in a fair and transparent manner, in respect of Resolution as stated in Postal Ballot Notice dated February 13, 2016 for approving the following resolutions:

1. Ordinary Resolution for appointment of Dr. Vinay Bharat Ram as a Director of the Company
2. Special Resolution for appointment of Dr. Vinay Bharat Ram as Managing Director of the Company
3. Special Resolution for re-appointment of Mr. Jitendra Tuli as Managing Director of the Company



**IN THIS CONNECTION, I HEREBY SUBMIT MY REPORT AS UNDER :**

1. The dispatch of the Postal Ballot Notice and Postal Ballot Form along with postage prepaid self-addressed business reply envelope to the members of the Company whose name(s) appeared on the Register of Members/ List of Beneficial Owners as on March 31, 2016, was completed on April 26, 2016 as under :
  - a. In physical Mode, the Postal Ballot Notice and Postal Ballot Form along with postage prepaid self-addressed business reply envelope, through Courier and Registered Post to all the shareholders of the Company.
  - b. In electronic mode, to those shareholders whose e - mail IDs are registered with the Company/Depositories, in addition to the Notice in physical mode.
2. The Company has provided the e-voting facility to the Members to exercise their votes electronically on said Resolutions through the e-voting service facility arranged by National Securities Depository Limited (NSDL).
3. The voting period for e-voting and Postal Ballot was commenced on Wednesday, April 27, 2016 (9.00 a.m. IST). The voting period for e-voting was ended on Thursday, May 26, 2016 (5.00 p.m. IST) and the NSDL e - voting platform was blocked thereafter. The last date for the receipt of Postal Ballot Forms by the Scrutinizer was Thursday, May 26, 2016 (5.00 p.m. IST).
4. All the Postal Ballot Forms including votes cast through e- voting received up to Thursday, May 26, 2016 (5.00 p.m. IST), the last day and time fixed by the Company for the receipt of the Postal ballot forms/ e-voting, were scrutinized by me with respect to their validity and the votes cast through the same have been recorded.
5. No Postal Ballot Form including votes cast through e - voting received after Thursday, May 26, 2016 (5.00 p.m. IST), the last day and time fixed by the Company have been considered.
6. The Postal ballot Register was prepared to record shareholder's Assent or Dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any.
7. A postal ballot form received from a shareholder of the Company was considered invalid, if:



- (i) A form other than one issued by the Company was used;
- (ii) It was not signed by or on behalf of the Member;
- (iii) Signature on the postal ballot form did not match the specimen signatures with the Company;
- (iv) It was not possible to determine without any doubt the assent or dissent of the Member;
- (v) Neither assent nor dissent was mentioned;
- (vi) Any incomplete, torn, incorrectly completed, mutilated, over-written form;
- (vii) Any competent authority had given directions in writing to the Company to freeze the Voting Rights of the Member;
- (viii) The envelope containing the postal ballot form was received after the last date prescribed;
- (ix) The postal ballot form, signed in a representative capacity, was not accompanied by a certified copy of the relevant specific authority;
- (x) It was received from a Member who was in arrears of payment of calls;
- (xi) It was defaced or mutilated in such a way that its identity as a genuine form could not be established;
- (xii) Member had made any amendment to the Resolution or imposed any condition while exercising his vote.

8. I further report that the e-voting data and Physical Postal Ballot Forms were scrutinized by me for verification of votes cast in favor and against the resolution. The signature verification process was also conducted by the Registrar and Transfer Agent of the Company i.e. M/s MCS Share Transfer Agent Ltd.

9. The votes casted through e-voting were unblocked on May 26, 2016 around 17.03 Hours IST in the presence of two witnesses, Ms. Kirti Kataria (WZ-189, Hari Bhawan, Khampur, Opp. West Patel Nagar, New Delhi-110008) and Ms. Neeru Kataria (WZ-189, Hari Bhawan, Khampur, Opp. West Patel Nagar, New Delhi-110008), who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: Kirti Kataria  
Name Kirti Kataria

Signature: Neeru Kataria  
Name Neeru Kataria

10. The votes cast were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting and Postal Ballot Forms

I have scrutinized and reviewed the Postal ballot and e-voting process 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 paid up capital of the Company.

I now submit my Report as under on the result of the Postal ballot and e-voting in respect of the following Resolutions:

**SUMMARY OF VOTES CAST**

**Item No. -1-Ordinary Resolution for appointment of Dr. Vinay Bharat Ram as Director of the Company**

(i) Voted in favour of the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	345	24379	0.2612
Voted by E-voting	57	9305853	99.6976
<b>Total</b>	<b>402</b>	<b>9330232</b>	<b>99.9588</b>

(ii) Voted against the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	11	3388	0.0363
Voted by E-voting	3	455	0.0049
<b>Total</b>	<b>14</b>	<b>3843</b>	<b>0.0412</b>

(iii) Invalid votes:

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes casted by members whose votes were declared 'Invalid'



Voted through Postal Ballot	47	3318
e-voting	-	-
Total	47	3318

Item No. -2-Special Resolution for appointment of Dr. Vinay Bharat Ram as Managing Director of the Company

(i) Voted in favour of the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	305	22989	0.2463
Voted by E-voting	55	9305835	99.7094
Total	360	9328824	99.9557

(ii) Voted against the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	15	3655	0.0392
Voted by E-voting	5	473	0.0051
Total	20	4128	0.0443

(iii) Invalid votes:

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes cast by members whose votes were declared 'Invalid'
Voted through Postal Ballot	83	4416
e-voting	-	-
Total	83	4416



Item No. -3-Special Resolution for Re-appointment of Mr. Jitendra Tuli as Managing Director of the Company

(i) Voted in favour of the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	299	25321	0.2713
Voted by E-voting	54	9305453	99.7104
<b>Total</b>	<b>353</b>	<b>9330774</b>	<b>99.9817</b>

(ii) Voted against the Resolution:

Particulars	Number of members	Number of votes cast by them	% of total number of valid votes cast
Voted By Physical Postal Ballot Forms	13	884	0.0095
Voted by E-voting	5	825	0.0088
<b>Total</b>	<b>18</b>	<b>1709</b>	<b>0.0183</b>

(iii) Invalid votes:

Mode of Voting	Total Number of members whose votes were declared 'Invalid'	Total number of votes cast by members whose votes were declared 'Invalid'
Voted through Postal Ballot	90	4850
e-voting	-	-
<b>Total</b>	<b>90</b>	<b>4850</b>

11. Hence, the aforesaid resolutions are said to have been passed by the requisite majority in accordance with relevant provisions of the Companies Act, 2013 and Rules issued thereunder.

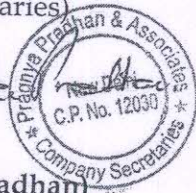


12. In terms of the requirements of the Companies Act, 2013, the Postal Ballot Forms and other related papers/ registers and records will be handed over to the Company for safe custody of the same after signing of the Minutes of the Postal Ballot process.
13. You may accordingly declare result of aforesaid voting, through Postal Ballot and e-voting, in respect of the Resolution given in the Postal Ballot Notice dated February 13, 2016.

Thanking you,  
Yours faithfully,

**For PRAGNYA PRADHAN & ASSOCIATES**  
(Company Secretaries)

*Pragnya Parimita Pradhan*



(Pragnya Parimita Pradhan)  
Proprietor  
CP No:12030

Date: 28.05.2016  
Place: New Delhi