



September 6, 2024

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir/Madam,

Sub: Scrutinizer's report for 64th Annual General Meeting (AGM)

Ref: Dai-ichi Karkaria Limited (BSE Scrip code 526821)

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose Consolidated Scrutinizer's report on the results of Remote E-voting and E-voting during the 64th Annual General Meeting (AGM) of the Company held on Friday, September 6, 2024 at 11:30 a.m. (IST), through Video Conferencing (VC) /Other Audio Visual Means ("OAVM").

Thanking you,

Yours faithfully;
For **Dai-ichi Karkaria Limited**

Ankit Shah
Company Secretary and Compliance officer

Encl: As above

VINOD KOTHARI & COMPANY

Practicing Company Secretaries

403 – 406, Shreyas Chambers, 175, Dr. D. N. Road,

Fort, Mumbai – 400 001, India

Phone: 022 – 2261 4021 | 022 – 6237 0959

Email: corplaw@vinodkothari.com

Web: www.vinodkothari.com

September 6, 2024

To,

The Chairperson,

Dai-ichi Karkaria Limited

Liberty Building,

Sir Vithaldas Thackersey Marg,

Mumbai 400020.

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting carried out, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 64th Annual General Meeting ("AGM") of the Equity shareholders of Dai-ichi Karkaria Limited ("Company") held on Friday, 6th September, 2024 at 11:30 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Madam,

1. I, Vinita Nair, Senior Partner of Vinod Kothari & Company, Practicing Company Secretaries, (Membership No. FCS 10559/ C.P. No. 11902) have been appointed as the Scrutinizer by the Board of Directors of the Company at its meeting held on May 27, 2024, for the purpose of scrutinizing the remote e-voting prior to the AGM and e-voting during the AGM, pursuant to the Notice dated May 27, 2024 issued under Section 96, Section 108 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 Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with Circular No. 9/2023 dated September 25, 2023 and other circulars issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as ("MCA Circulars") and as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the following ordinary and special businesses as contained in the Notice of the AGM.
2. In terms of Regulation 44 of the Listing Regulations and pursuant to Section 108 of the Act read with Rule 20 of the Rules in connection with all resolutions proposed at the 64th AGM, the Company has availed services of Central Depository Services (India) Limited ("CDSL") and provided remote e-voting facility prior to the AGM and e-voting facility during the AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.

Kolkata: 1006 – 1009, Krishna Building, 224, A.J.C. Bose Road, Kolkata 700 017

Delhi: Nukleus, 501 & 501A, 5th Floor, Salcon Rasvilas, District Centre, Saket, Delhi 110 017

Bengaluru: 4, Union Street, Infantry Rd, Shivaji Nagar, Bengaluru, Karnataka 560001

3. The Notice dated May 27, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the businesses mentioned in the notice, as confirmed by the Company, was sent via email to the Members whose e-mail addresses were available with the Company, RTA and Depositories.
4. The shareholders of the Company holding shares as on Friday, August 30, 2024 (“**Cut-off Date**”) were entitled to vote on the businesses as contained in the Notice. The voting period for remote e-voting commenced on Tuesday, September 03, 2024 at 09:00 a.m. IST and ended on Thursday, September 05, 2024 at 05:00 p.m. IST and the CDSL remote e-voting module was disabled thereafter. The CDSL e-voting platform was re-opened during the AGM for those members who had not cast their votes on the businesses as contained in the Notice through remote e-voting and kept open for 15 minutes after the AGM. The votes cast under remote e-voting facility and e-voting during the AGM were thereafter unblocked in the presence of two witnesses, viz., Mr. Avinash Shetty and Ms. Khushi Hariyani, being Manager and Executive of Vinod Kothari & Company, Practicing Company Secretaries. These witnesses are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Rules, as amended.
6. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and the MCA Circulars and the Listing Regulations relating to remote e-voting and e-voting during the AGM on the businesses as contained in the Notice.
7. My responsibility as the Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast “IN FAVOUR” and “AGAINST” the businesses stated in the Notice, based on the reports generated from the CDSL e-voting system.
8. For those Members whose email IDs were not available, a Public Notice with regard to the Company’s Annual General Meeting was published on August 13, 2024 in Financial Express in English language, and Mumbai Lakshadeep in Marathi language, *inter-alia* providing requisite information and contact details for registering email IDs and queries on e-voting.
9. Pursuant to Regulation 23 of the Listing Regulations, none of the related parties of the Company have voted to approve Resolution No. 5 proposed in the AGM Notice.
10. I, now submit my Scrutinizer Report on the results of the voting through the e-voting process in respect of the following:

Sr. No.	Type	Description of Resolution
Ordinary Business		
1.	Ordinary	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.
2.	Ordinary	To declare dividend of Rs.2 (20%) per equity share of face value of Rs.10 each of the Company for the Financial Year ended March 31, 2024
3.	Ordinary	To appoint a Director in place of Ms. Meher Vakil (DIN: 07778396), who retires by rotation and, being eligible, offers herself for re-appointment.
Special Business		
4.	Ordinary	To ratify remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) appointed as Cost Auditor of the Company for the financial year ending March 31, 2025.
5.	Ordinary	To approve Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited upto maximum aggregate value of Rs. 50 crores at arm's length basis and in the ordinary course of business.

ORDINARY BUSINESS:**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
61	5210523	100%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 2: Ordinary Resolution

To declare dividend of Rs. 2 (20%) per equity share of face value of Rs.10 each of the Company for the Financial Year ended March 31, 2024.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
61	5210523	100%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 3: Ordinary Resolution

To appoint a Director in place of Ms. Meher Vakil (DIN: 07778396), who retires by rotation and, being eligible, offers herself for re-appointment.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
61	5210523	100%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

SPECIAL BUSINESS:**Resolution 4: Ordinary Resolution**

To ratify remuneration payable to M/s. Diwanji & Associates, Cost Accountants, (Firm Registration no. 100227) appointed as Cost Auditor of the Company for the financial year ending March 31, 2025.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
61	5210523	100%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

Resolution 5: Ordinary Resolution

To approve Material Related Party Transactions for Sale of Goods to ChampionX Dai-ichi India Private Limited upto maximum aggregate value of Rs. 50 crores at arm's length basis and in the ordinary course of business.

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
48	1088975	99.9999%

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.0001%

(iii) **Invalid** votes:

Number of members voted	Number of votes declared invalid
-	-

11. Figures have been taken upto four decimal places.

12. In view of the above scrutiny, I hereby certify all the above Resolutions have been passed with requisite majority on **September 06, 2024**.

13. The electronic data and all other relevant records relating to voting by electronic means are under my safe custody and will be handed over after the Chairperson considers, approves and signs the minutes of the AGM, to Mr. Ankit Shah, Company Secretary, for safe keeping.

Date: September 6, 2024

Place: Mumbai

Countersigned
ANKIT
PARIMAL
SHAH
Ankit Shah
Company Secretary
Membership No: A35008
Dai-ichi Karkaria Limited

Digitally signed
 by ANKIT
 PARIMAL SHAH
 Date: 2024.09.06
 15:44:37 +05'30'

For Vinod Kothari & Company
Practicing Company Secretaries
Firm Registration No.: P1996WB042300

VINITA
 VENUGOP
 AL NAIR

Digitally signed
 by VINITA
 VENUGOPAL NAIR
 Date: 2024.09.06
 15:20:05 +05'30'

Vinita Nair
Senior Partner
FCS: 10559
COP: 11902
UDIN: F010559F001160611