

DCM HYUNDAI LIMITED

Regd.Office: 5th Floor, "Akash Deep"
26-A Barakhamba Road, New Delhi- 110001, INDIA
CIN U93090DL1995PLC273604

**Declaration of Results of the voting on the Resolutions
placed before the Annual General Meeting of the Company
held on 03.9.2016 through e-voting & poll at the AGM**

Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, approval of the shareholders of the Company was sought to four ordinary resolutions placed before the Annual General Meeting of the Company held on 03.09.2016 through e-voting & poll.

The Scrutinizer's Report dated 03.09.2016 on e-voting & poll taken at the AGM is annexed herewith.

Based on the above, I declare that all the four resolutions proposed in the AGM Notice dated 27.5.2016 as passed unanimously.

Sd/-

(Alok B. Shriram)
Chairman

Place: New Delhi
Dated: September 03, 2016



Swaran Jain & Associates

Company Secretaries

Office : 52/31, Ramjas Road, Karol Bagh, New Delhi-110 005

CONSOLIDATED SCRUTINIZER'S REPORT (E-VOTING & POLL)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,
22nd Annual General Meeting of the Equity shareholders
of DCM Hyundai Ltd.,
held on 3rd September, 2016 at 12.00 Noon
at 6th Floor, Kanchenjunga Building, 18 Barakhamba Road, New Delhi

Dear Sir,


I, Swaran Kumar Jain, Practicing Company Secretary, (C.P.No.4906), has been appointed by the Board of Directors of the Company in its meeting held on 27.05.2016, as Scrutinizer for the purpose of scrutinizing the e-voting and poll processes and results in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Sections 108 & 109 of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014, on the below mentioned Resolutions before the 22nd Annual General Meeting of the equity shareholders of DCM Hyundai Limited. I accordingly submit my Report as under:

1. The e-voting period remained open from 31st August, 2016 (10.00 AM) to 2nd September, 2016 (5.00 PM).
2. The shareholders holding shares as on the cutoff date i.e. 26th August, 2016 were entitled to vote on the proposed resolutions (Item no.1 to 4 as set out in the Notice of 22nd AGM of the Company dated 27th May, 2016).
3. The total paid up equity share capital of the Company as on 26th August, 2016 was Rs.4,00,14,900 (Rupees Four Crore Fourteen Thousand Nine Hundred) divided into 40,01,490 equity shares of Rs.10 (Rupees Ten) each.
4. The Chairman at the end of the proceedings, ordered poll on all resolutions before the AGM as per Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014.



5. An empty ballot box was inspected, locked and sealed in my presence prior to commencement of the poll.
6. After the time fixed for closing of the poll by the Chairman, top of one ballot box was sealed and locked in my presence with due identification marks placed by me.
7. The locked ballot box was subsequently opened by me and did not found any poll papers as none of the members present voted through poll. Therefore there were no vote to be counted on account of poll voting.
8. No poll paper was found incomplete and/ or otherwise found defective or invalid.
9. After conclusion of the voting at the AGM, the votes cast through remote e-voting were unblocked in the presence of 2 witnesses, Mr. Bhuwan Prasad R/o.911 Baba Farid Puri, West Patel Nagar, New Delhi – 110008 and Mr.Ashok Kumar Singal, R/o.MB-8A, 2nd Floor, Master Block, Shakarpur, Delhi – 110092, who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(Bhuwan Prasad)


(Ashok Kumar Singal)

10. The consolidated result of poll & e-voting are as under:

a) Resolution (ordinary) no.1: Adoption of Annual Financial Statements for the year ended 31st March, 2016.

Particulars	Poll		E-voting		Sub-total		% of total number of valid votes cast
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	0	0	60	2033775	60	2033775	100
"AGAINST"	--	--	--	--	--	--	--
Total	0	0	60	2033775	60	2033775	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.



b) Resolution (ordinary) no. 2: Reappointment of Shri Arun Kumar, who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Poll		E-voting		Sub-total		% of total number of valid votes cast
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	0	0	60	2033775	60	2033775	100
"AGAINST"	--	--	--	--	--	--	--
Total	0	0	60	2033775	60	2033775	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.

c) Resolution (ordinary) no.3: Appointment of Statutory Auditors.

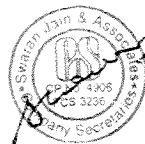
Particulars	Poll		E-voting		Sub-total		% of total number of valid votes cast
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	0	0	60	2033775	60	2033775	100
"AGAINST"	--	--	--	--	--	--	--
Total	0	0	60	2033775	60	2033775	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.

d) Resolution (ordinary) no.4: Appointment of Shri Umesh Kumar Sharma, as Whole Time Director & CFO.

Particulars	Poll		E-voting		Sub-total		% of total number of valid votes cast
	No. of mem- bers	No. of votes	No. of Mem- bers	No. of votes	No. of Mem- bers	No. of equity shares	
"FOR"	0	0	60	2033775	60	2033775	100
"AGAINST"	--	--	--	--	--	--	--
Total	0	0	60	2033775	60	2033775	100
Invalid votes	--	--	--	--	--	--	--

Therefore, the Resolution is approved unanimously.



11. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
12. The relevant records were sealed and handed over by me to the Chairman for safe keeping by Company Secretary.
13. The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping thereafter.

Thanking you,

Yours faithfully,



Swaran Kumar Jain

(Swaran Kumar Jain)
Practicing Company Secretary
M.NO. 3236
CP No.4906

New Delhi

Date: September 03, 2016