D&H/BSE/2020-21 **Date: 30th September, 2020**

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To,
The General Manager,
DCS-CRD
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street Mumbai- 400001(MH)

BSE Scrip Code: 517514

Subject: Submission of Brief summary of the proceedings of the 35th Annual General Meeting of the Company held on Wednesday, 30th September, 2020, pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the brief summary of proceedings of the 35th Annual General Meeting of D & H India Limited, duly held on Wednesday, 30th September, 2020 at 1:00 P.M. (IST) and concluded at 1:13 P.M. (IST) Through video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully,
For, D & H INDIA LIMITED

D & H INDIA LIMITED

CS RAJESH SEN
COMPANY SECRETARY &
COMPLIANCE OFFICER
Encl.: a/a

PROCEEDING OF THE 35TH ANNUAL GENERAL MEETING OF D & H INDIA LIMITED HELD ON WEDNESDAY THE 30TH SEPTEMBER 2020, THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO VISUAL MEANS ("OAVM") AT 1:00 P.M. AND CONCLUDED AT 1:13 P.M. FOR WHICH PURPOSES THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-204 KAILASH ESPLANADE, OPPOSITE SHREYAS CINEMA, L.B.S. MARG GHATKOPAR WEST, MUMBAI (M.H.) 400086 SHALL BE DEEMED AS THE VENUE FOR THE ANNUAL GENERAL MEETING

PRESENCE IN THE MEETING THROUGH VC/OAVM:

I. DIRECTORS:

1. Mr. Sunil Kathariya : Chairman of the Board- Independent Director
2. Mr. Harsh Vora : Managing Director
3. Mr. Madhusudan Jain : Whole-time Director
4. Mr. Saurabh Vora : Whole-time Director
5. Mrs. Atithi Vora : Women Non-Executive Director
6. Mr. Sushil Rawka : Non Executive Director
7. Mr. Eshanya B Guppta : Independent Director
8. Mr. Balraj Kishore Namdeo : Independent Director

II. OFFICERS IN PRESENCE:

1. Mr. Sanat Kumar Jain - Chief Financial Officer
2. CS Rajesh Sen - Cs & Compliance Officer

Iii. Special Invitees

1. CS (Dr.) D.K. Jain - Secretarial Auditor & Scrutinizer For E-Voting & Poll

Total No. of Members on the Cutoff date 23rd September, 2020 was 4352 Members, as per the requirement of the Companies Act, 2013, in order to have a valid quorum atleast 15 members are required to be present through VC/OAVM. out of them total 56 Members attended AGM through VC/OAVM.

PROCEEDING OF THE MEETING:

In view of the massive outbreak of the COVID-19 pandemic, the 35th Annual General Meeting of the Company was held through VC/OAVM pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020.

As per Article of the Article of Association of the Company, Shri Sunil Kathariya, Chairman of the Company occupied the Chair for the Meeting and welcomed all the members and directors and invitees present in the meeting through VC/OAVM.

CS Rajesh Sen, Company Secretary informed that the company is having total 4352 shareholders as on the cut-off date i.e. 23rd September, 2020 and needs 15 members to constitute the Quorum, hence adequate quorum for the meeting is present, then the Chairman declared the meeting to be in order and then the proceeding of the Meeting was commenced.

CS Rajesh Sen, Company Secretary took a roll call of the Directors and introduced other invites.

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The Chairman of the Audit Committee Shri Eshanya B Guppta was available to respond to the queries relating to Books of Accounts and Directors Remuneration etc.

The Chairman delivered his speech to the members at the AGM.

Company Secretary informed the members that, this time only Electronic copies of the Notice & Annual Report for the financial year 2019-20 have been sent to all the members whose Email Ids were registered with the Company or Depository Participant(s). The Notice of this Annual General Meeting is given on Page No. 3 to 15 of 35th Annual Report.

The Auditors Report on the Standalone & Consolidated Financial Statements of the Company is given by the Statutory Auditors M/s Lokesh Vyas & Co., Chartered Accountant, Indore. I am pleased to announce that Auditors Report do not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2019-20 is given by M/s D.K. Jain & Co., Practicing Company Secretaries, Indore. Same is given in Annual Report.
CS (Dr.) D.K. Jain was appointed by the Board as the Scrutinizer for the Remote E-voting and E-voting at this Meeting. The Scrutinizer will ensure the voting to be done in a fair and transparent manner.

Company Secretary further informed that Company has availed service of Central Depository Services (India) Limited (CDSL) for remote e-voting & e-voting in this AGM and as per the requirements of the Companies Act, 2013 the Remote-E voting was commenced from Sunday 27th September, 2020 at 9.00 A.M. (IST) and have already been completed on Tuesday, 29th September, 2020 at 5.00 P.M. (IST) and E-voting at this AGM already commenced and will be available upto 15 minutes from the conclusion of this AGM. Who have already casted their vote by Remote E-voting shall not be entitled to vote again in this AGM by E-voting.

The Members who are in the records of the Company as on the cut-off date i.e. 23rd September, 2020 shall only be entitled to participate in the voting process.

After that the Company Secretary placed before the meeting businesses as contained in the Notice one by one for consideration and approval of the members.

No.	*Type of Resolution*	*Items*
1	Ordinary	Consideration and Adoption of the Standalone and Consolidated Audited Financial Statements which include the Audited Balance Sheet as at 31st March, 2020, Statement of Changes in Equity, the Statement of Profit & Loss, and Cash Flow Statement of the company for the financial year ended 31st March, 2020 and the Reports of the Board's and Auditors thereon.
2	Ordinary	Re-appointment of Mr. Sushil Rawka (DIN: 00156990) as a director who retires by rotation and being eligible, offers himself for re-appointment
3.	Ordinary	Re-appointment Mrs. Atithi Vora (DIN: 06899964) as a director who retires by rotation and being eligible, offers herself for re-appointment
4.	Ordinary	Appointment of M/s Devpura Navlakha & Co., Chartered Accountant

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		(FRN 121975W), as Statutory Auditors of the Company and fixing their Remuneration for a term of 5 (Five) Year.
5.	Special	Re-appointment of Mr. Saurabh Vora (DIN: 02750484) as a Whole Time Director of the Company for a period of 5 (Five Year) w.e.f. 1st October 2020.
6.	Special	Re-appointment of Mr. Harsh Vora (DIN: 02750484) as a Managing Director of the Company for a period of 3 (Three Year) w.e.f. 1st October 2020

Chairman informed the members present in the AGM that the results of the remote e-voting and E-Voting at AGM along with the report of the scrutinizer will be announced within 48 (Forty Eight) hours from the conclusion of 35th Annual General Meeting and shall also be placed at the Company's, BSE and CDSL Website and the recorded transcript of the AGM shall also be made available on the website of the company as soon as possible after the meeting is over.

Chairman further informed that since all the business to be conducted at this Annual General Meeting has been transacted, I hereby declare that the 35th Annual General Meeting as close.

Chairman further confirmed that the meeting was conducted as per the requirement of the Companies Act, 2013, SEBI (LODR) Regulation, 2015 and Secretarial Standard issued by ICSI.

Chairman thanks to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

For, D & H INDIA LIMITED

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CS RAJESH SEN
COMPANY SECRETARY &
COMPLIANCE OFFICER