

REF : DSML/2019-20/NSE/19

01.10.2019

To,  
Department of Corporate Services,  
Listing & Compliance  
National stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block  
Bandra -Kurla Complex, Bandra (E)  
Mumbai - 400051

Ref:- Scrip Code/Symbol:- DSML

Subject:- Proceedings, Disclosures of voting results and Scrutinizer's Report of 11<sup>th</sup> Annual General Meeting

Dear Sir/ Ma'am,

In respect of 11<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September, 2019 and the business mentioned in the Notice dated 06<sup>th</sup> September, 2019, was transacted.

In this regard, please find enclosed the following:-

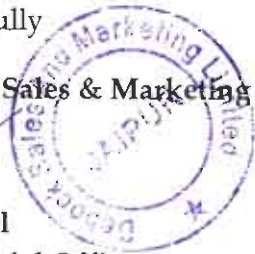
1. Brief proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations (Annexure- I)
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - II.
3. Report of the Scrutinizer dated 01<sup>st</sup> October, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as Annexure - III.

This is for your information and records. The webcast of the 11<sup>th</sup> Annual General Meeting ('AGM') will be made available on the company's website, [www.debockgroup.com](http://www.debockgroup.com).

Yours faithfully

For Debock Sales & Marketing Limited

*Nishu*  
Nishu Goyal  
Chief Financial Officer



**Annexure - I****BRIEF PROCEEDINGS OF THE 11<sup>TH</sup> ANNUAL GENERAL MEETING OF DEBOCK SALES & MARKETING LIMITED HELD ON 30<sup>TH</sup> SEPTEMBER, 2019.**

The 11<sup>th</sup> Annual General Meeting of the members of the Company was held on Monday, 30<sup>th</sup> September, 2019 at 3.00 P.M and concluded at 6.00 P.M. at the Registered Office of the Company at 51, Lohiya Colony, 200FT Bypass, Vaishali Nagar, Jaipur- 302021.

Shri Mukesh Manveer Singh, Chairman of the Board of Directors took the Chair and presided the meeting in accordance with the Articles of Association of the Company.

8 Members were present in person including 1 Body Corporate Members through their authorised representative and there was no member who was represented by their proxy.

The quorum was present at the Commencement of the Meeting as well as at the time of consideration of each item of business. The Chairman confirmed the compliance with the applicable provisions of the Companies Act, 2013 and the rules made there under, applicable provisions of the Secretarial Standard on General Meeting (SS-2) issued under Section 118(10) of the Companies Act, 2013 with respect to calling, convening and conducting the Annual General Meeting.

The Register of Directors and Key Managerial Personnel Shareholding maintained under Section 170 of the Companies Act, 2013 read with rule 17 of the Companies (Appointment and Qualifications of Directors) Rules, 2014; the register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013; Register of proxies; Audited Standalone Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2019; Independent Auditor's Report on the Audited Financial Statements of the Company; Memorandum and Article of Association of the Company, were open and accessible during the continuation of the meeting to any member having a right to attend the Meeting.

The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of SEBI( Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided facility of voting through ballot paper as Company is exempted from conducting E - Voting vide Rule 20(2) of Companies (Management & Administration) Amendment Rule, 2015, and the same was conducted in the Annual General Meeting. Mr. Ayush Khandelwal Practising Company Secretary, Proprietor of M/s Ayush Khandelwal & Associates, Company Secretaries was appointed as Scrutinizer for the voting through Ballot paper.

The Chairman apprised the members about the performance of the Company during the Financial Year 2018-19 and the prevailing business condition in the business segments in which the Company operates. The Chairman then invited the Members to ask questions, if any, and/or otherwise offer their view/ comments. The queries raised and suggestions made by

Members in the Meeting were duly and satisfactorily replied by the Chairman and Directors present in the Meeting.

The Chairman informed the members that the Company has arranged for Ballot papers to be taken at the Meeting on all the 3(Three) Resolutions as mentioned in the Notice of 11<sup>th</sup> Annual general Meeting and requested the Scrutinizer to conduct the voting through ballot paper.

After completion of the voting process through ballot paper, the Chairman informed that the voting results would be declared by Mr. Mukesh Manveer Singh, Managing Director of the Company on Tuesday, 01<sup>st</sup> October, 2019 at 11.00 A.M. at the Registered Office of the Company at 51, Lohiya Colony, 200 Ft Bypass, Vaishali Nagar, Jaipur -302021.

On the basis of Scrutinizer's Report on voting through ballot paper dated 01<sup>st</sup> October, 2019 Mr. Mukesh Manveer Singh, Managing Director announced that the results of voting on 01<sup>st</sup> October, 2019 at 11.00 A.M. at the registered office of the Company.

The resolutions passed by the members briefly related to the following:-

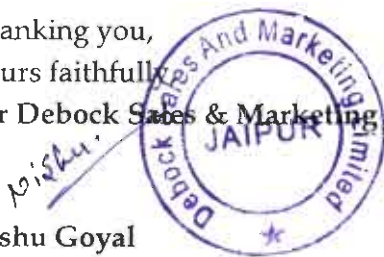
**Ordinary Business:-**

1. Approval and Adoption of Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).
2. Reappointment of Mr. Mukesh Manveer Singh (DIN:-01765408) as a Director, who retires by rotation (Ordinary Resolution)
3. Appointment of M/s Mittal & Associates, Chartered Accountants (Firm Registration No. 106456W), Mumbai, as auditors of the Company and fixation of their remuneration (Ordinary Resolution).

All the above ordinary resolution(s) were approved and passed by the members with requisite majority.

Thanking you,  
Yours faithfully,  
For Debock Sales & Marketing Limited

Nishu Goyal  
Chief Financial Officer



**VOTING RESULTS UNDERREGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of the AGM	30.09.2019
Total number of shareholders on record date	210
No. of shareholders present in the meeting either in person or through proxy:	8
Promoters and Promoter Group:	6
Public:	2
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	N.A.
Public:	N.A.

*P. Singh*

Agenda- wise disclosure

- To receive consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).

Resolution required: (Ordinary/ Special)	Ordinary - Adoption of financial statements							
Whether promoter/ promoter group are interested in agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	5325424	5325324	99.99	5325324	-	100.00	Nil
	Postal ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>5325424</b>	<b>5325324</b>	<b>99.99</b>	<b>5325324</b>	<b>-</b>	<b>100.00</b>	<b>Nil</b>
Public- Institutions	E voting	-	-	-	-	-	-	-
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot	-	-	-	-	-	-	-
	<b>total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Public- Non Institutions	E- voting	-	-	-	-	-	-	-
	Poll	2894576	674576	23.30	674576	-	100.00	Nil
	Postal ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2894576</b>	<b>674576</b>	<b>23.30</b>	<b>674576</b>	<b>-</b>	<b>100.00</b>	<b>Nil</b>
	<b>Total</b>	<b>8220000</b>	<b>5999900</b>	<b>72.99</b>	<b>5999900</b>	<b>-</b>	<b>100.00</b>	<b>Nil</b>

Note: E-Voting and Postal Ballot was not required for above said Agenda.



2. Reappointment of Mr. Mukesh Manveer Singh (DIN:-01765408) as a Director, who retires by rotation (Ordinary Resolution)

Resolution required: (Ordinary/ Special)	Ordinary - Reappointment of Mr. Mukesh Manveer Singh (DIN:-01765408) as a Director, who retires by rotation							
Whether promoter/ promoter group are interested in agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	5325424	511250	9.60	511250	-	100.00	Nil
	Postal ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>5325424</b>	<b>511250</b>	<b>9.60</b>	<b>511250</b>	<b>-</b>	<b>100.00</b>	<b>Nil</b>
Public- Institutions	E voting	-	-	-	-	-	-	-
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot	-	-	-	-	-	-	-
	<b>total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
Public- Non Institutions	E- voting	-	-	-	-	-	-	-
	Poll	2894576	674576	23.30	674576	-	100.00	Nil
	Postal ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2894576</b>	<b>674576</b>	<b>23.30</b>	<b>674576</b>	<b>-</b>	<b>100.00</b>	<b>Nil</b>
	<b>Total</b>	<b>8220000</b>	<b>1185826</b>	<b>14.42</b>	<b>1185826</b>	<b>-</b>	<b>100.00</b>	<b>Nil</b>

Note: E-Voting and Postal Ballot was not required for above said Agenda

*Mishra*





3 Appointment of M/s Mittal & Associates, Chartered Accountants (Firm Registration No. 106456W), Mumbai, as auditors of the Company and fixation of their remuneration ( Ordinary Resolution).

Resolution required: (Ordinary/ Special)	Ordinary - Ratification of M/s Mohnot Puneet & Associates, Chartered Accountants (FRN: 0012316C) as auditors of the Company and fixation of their remuneration							
Whether promoter/ promoter group are interested in agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	5325424	5325324	99.99	5325324	-	100.00	Nil
	Postal ballot	-	-	-	-	-	-	-
	Total	5325424	5325324	99.99	5325324	-	100.00	Nil
Public- Institutions	E voting	-	-	-	-	-	-	-
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot	-	-	-	-	-	-	-
	total	-	-	-	-	-	-	-
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutions	E- voting	-	-	-	-	-	-	-
	Poll	2894576	674576	23.30	674576	-	100.00	Nil
	Postal ballot	-	-	-	-	-	-	-
	Total	2894576	674576	23.30	674576	-	100.00	Nil
	Total	8220000	5999900	72.99	5999900	-	100.00	Nil

Note: E-Voting and Postal Ballot was not required for above said Agenda

For Debock Sales & Marketing Limited

Nishu Goyal  
Chief Financial Officer





**AYUSH KHANDELWAL & ASSOCIATES**  
**Company Secretaries**

**FORM NO. MGT.13**  
**Report of Scrutinizer(s)**

**[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

**Date: 30.09.2019**

To,  
The Chairman  
**Debock Sales and Marketing Limited**  
51, Lohiya Colony, 200ft Bye Pass Vaishali nagar Jaipur - 302021

Sub.: 11<sup>th</sup> Annual General Meeting of the Equity Shareholders of Debock Sales and Marketing Limited, Held on 30<sup>th</sup> day of September, 2019

Dear Sir,

We, Ayush Khandelwal & Associates, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution, at the 11<sup>th</sup> Annual General Meeting of the Shareholders of Debock Sales and Marketing Limited held on 30<sup>th</sup> September, 2019, we submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my/our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. We did not find any poll papers invalid.
4. The result of the Poll is as under:

**(a) Resolution: 1**

Adoption of Annual Financial Statements for the financial year ended 31<sup>st</sup> March, 2019 together with Reports of Directors and Auditors thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
In Person-8	59,99,900	100%





## AYUSH KHANDELWAL & ASSOCIATES

### Company Secretaries

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll	NIL	0.00%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Poll	NIL

(b) **Resolution: 02**

To Re-appoint Mr. Mukesh Manveer Singh (DIN: 01765408) as a Director, who retires by rotation and being eligible, offers himself for reappointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
In Person-5	11,85,826	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll	NIL	0.00%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Poll	NIL

(c) **Resolution: 03**

Appointment of M/s. Mittal & Associates, Chartered Accountants, Mumbai (FRN: 106456W), as Statutory Auditors of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
In Person-8	59,99,900	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll	NIL	0.00%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Poll	NIL



## AYUSH KHANDELWAL & ASSOCIATES

### Company Secretaries

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5. 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.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
7. All above resolution have been passed with requisite majority.

Thanking you,  
Yours faithfully,

**For Ayush Khandelwal & Associates**



**Ayush Khandelwal**  
**Proprietor**  
M. No.: A41316