

Name: Donear Industries Limited

| | | | | |
|---------|--|-------------------|-----------------------|-------|
| Sr. No. | Description | | | |
| A | Date of AGM | | | |
| | 24 th September, 2014 | | | |
| B | Book Closure Date | | | |
| | 15 th September, 2014 to 24 th September, 2014 | | | |
| C | Total number of Shareholders on Record Date (i.e. 14 th September, 2014 - Record Date for Dividend purpose) | | | |
| | 4724 | | | |
| | Total number of Shareholders on Record Date (i.e. 29 th August, 2014 - Cut off Date for E-voting purpose) | | | |
| | 4746 | | | |
| D | No. of Shareholders present in the meeting either in person or through proxy | | | |
| | Shareholders | Present in person | Present through Proxy | Total |
| | Promoter and Promoter Group | 4 | Nil | 4 |
| | Public | 21 | Nil | 21 |
| | Total | 25 | | 25 |
| E | No. of shareholders attended the meeting through Video conferencing NIL No video conferencing facility was made available | | | |

DEVIAR INDIA TRUST LIMITED
Details of e-voting and Return Form casting

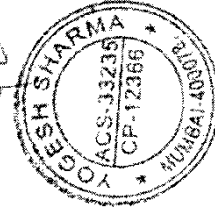
Annexure-wise

Resolution No-1: Adoption of Accounts as on 31st March, 2014 along with Director's and Auditor's Report - Ordinary Resolution

| | No. of shares held as on the Cut-Off Date, i.e. 19th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes in favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---------------------|--|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoter/ Public | | | | | | | |
| Promoters | 3,89,98,198 | 38998198 | 100.00 | 38998198 | 0 | 100 | 0 |
| Public Institutions | 1,30,01,802 | 12,859 | 0.99 | 4888 | 7971 | 28.01 | 61.99 |
| Other Public | 5,20,00,000 | 3,90,11,057 | 75.02 | 3,90,03,086 | 7971 | | |
| Total: | | | | | | | |

Resolution No-2: Declaration of Dividend - Ordinary resolution

| | No. of shares held as on the Cut-Off Date, i.e. 9th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes in favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---------------------|---|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoter/ Public | | | | | | | |
| Promoters | 3,89,98,198 | 38998198 | 100.00 | 38998198 | 0 | 100 | 0 |
| Public Institutions | 1,30,01,802 | 12,859 | 0.99 | 4888 | 7971 | 33.01 | 61.99 |
| Other Public | 5,20,00,000 | 3,90,11,057 | 75.02 | 3,90,03,086 | 7971 | | |
| Total: | | | | | | | |



Resolution No.3

Appointment of Mr. Vishwanath I. Agrawal [DIN 00222150] as a director liable to retire by rotation

| Promoter/ Public | No. of shares held as on the Cut-Off Date, i.e. 9th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|------------------|---|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoters Public | 3,89,98,198 | 35104000 | 90.17 | 35104000 | 0 | 100 | 0 |
| Institutions | 1,30,01,802 | 12,859 | 0.09 | 4888 | 7971 | 38.01 | 61.98 |
| Other Public | 5,20,00,000 | 3,51,76,859 | 67.65 | 3,51,68,888 | 7971 | 53.01 | 61.98 |
| Total: | | | | | | | |

Resolution No.4:

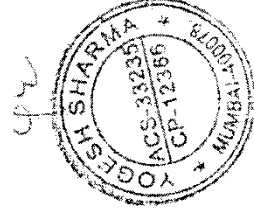
To appoint Auditor and to fix their Remuneration

| Promoter/ Public | No. of shares held as on the Cut-Off Date, i.e. 9th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|------------------|---|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoters Public | 3,89,98,198 | 38998198 | 100.00 | 38998198 | 0 | 100 | 0 |
| Institutions | 1,30,01,802 | 12,859 | 0.09 | 4888 | 7971 | 38.01 | 61.98 |
| Other Public | 5,20,00,000 | 3,50,11,057 | 65.41 | 3,50,03,086 | 7971 | 53.01 | 61.98 |
| Total: | | | | | | | |

Resolution No.5:

Appointment of Mr. Rajagopal Sivaraj [DIN 0261385] as Independent Director- Ordinary Resolution

| Promoter/ Public | No. of shares held as on the Cut-Off Date, i.e. 9th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|------------------|---|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoters Public | 3,89,98,198 | 38998198 | 100.00 | 38998198 | 0 | 100 | 0 |
| Institutions | 1,30,01,802 | 12,859 | 0.09 | 4888 | 7971 | 38.01 | 61.98 |
| Other Public | 5,20,00,000 | 3,50,11,057 | 65.41 | 3,50,03,086 | 7971 | 53.01 | 61.98 |
| Total: | | | | | | | |



Resolution No. 6:

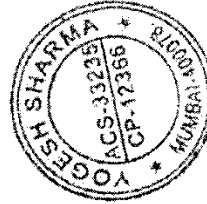
Appointment of Mr. Duggaprasad Agarwal [DIN 00764675] as Independent Director - Ordinary Resolution

| | No. of shares held as on the Cut-Off Date, i.e. 9th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes In Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|------------------|---|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoter/ Public | | | | | | | |
| Promoters | 3,89,98,198 | 38998198 | 100.00 | 38998198 | 0 | 100 | 0 |
| Public | | | | | | | |
| Institutions | 1,39,01,802 | 12,859 | 0.09 | 4668 | 7971 | 38.03 | 61.98 |
| Other Public | | | | | | | |
| Total: | 5,29,00,000 | 3,90,11,057 | 100.00 | 3,90,03,666 | 7971 | | |

Resolution No.7:

Appointment of Mr. Santikumar Agarwal [DIN 00153607] as an Independent Director - Ordinary Resolution

| | No. of shares held as on the Cut-Off Date, i.e. 9th Sept., 2014 (1) | No. of Votes Cast (2) | % of Votes Cast on Outstanding shares (3)=[(2)/(1)]*100 | No. of Votes in Favour (4) | No. of Votes Against (5) | % of Votes In Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|------------------|---|-----------------------|---|----------------------------|--------------------------|--|--|
| Promoter/ Public | | | | | | | |
| Promoters | 3,89,98,198 | 38998198 | 100.00 | 38998198 | 0 | 100 | 0 |
| Public | | | | | | | |
| Institutions | 1,39,01,802 | 12,859 | 0.09 | 4668 | 7971 | 38.03 | 61.98 |
| Other Public | | | | | | | |
| Total: | 5,29,00,000 | 3,90,11,057 | 100.00 | 3,90,03,666 | 7971 | | |



Yogesh Sharma

YOGESH SHARMA
COMPANY SECRETARY IN
WHOLE TIME PRACTICE
C.P.-12366

YOGESH SHARMA

COMPANY SECRETARY

Yogesh M. Sharma

M.Com, M.Phil, M.M.M, M.F.M, LLB, ACS.

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Email ID: ymsharma1978@gmail.com

Mob No. 9833124864

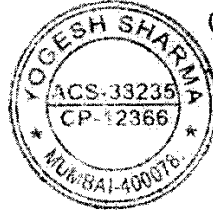
'B' Neha Apartment, Opp. Dr. Badwaik's Hospital, LBS Marg, Bhandup (W), Mumbai – 400 078.

SCRUTINIZER'S REPORT

To,
The Chairman
Donear Industries Limited
Mumbai - 400059

Dear Sir,

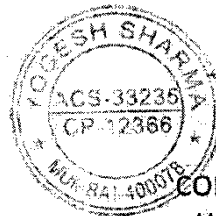
1. I, Yogesh M. Sharma, Company Secretary in practice, has been appointed as scrutinizer by the Board of directors of Donear Industries Limited (the company) for the purpose of scrutinizing the e-voting process along with Ballot Forms, and ascertaining the requisite majority on e-voting carried under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and administration) Rules, 2014 (Rules) on the resolution contained in the notice of the 28th Annual General Meeting.
2. The notice convening the 28th Annual General Meeting (AGM) of the company along with setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the company to be held on 24th September, 2014.



3. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and ballot form on the resolutions contained in the notice of the 28th Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer for the e-voting process and for ballot form at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the responsibility stated above based on the details provided by the company.
4. Further to the above, I submit my report as under:-
- i. The e-voting period remained open from 17th September, 2014 to 19th September, 2014
 - ii. The members of the company as on the "cut-off" date 29th August, 2014 were entitled to vote on the resolutions as set out in the notice of the 28th Annual General Meeting of the Company.
 - iii. The votes were unblocked on 19th September, 2014 in the presence 2 witnesses, Mr. Narayan Shetye and Mr. Aniket Malekar who are not in the employment of the company.
5. I have issued separate Scrutinizer's Report dated 20th September, 2014 on the e-voting and ballot form on the resolutions contained in the notice of the AGM. As requested by management, I submit herewith my consolidated report on the result of e-voting together with that of ballot form as Annexed- A.

Date: 20/09/2014

Place: Mumbai



Yogesh M. Sharma
YOGESH M. SHARMA
COMPANY SECRETARY IN
WHOLE TIME PRACTICE
C.P.-12366

*Report of postal ballot and e-voting has been attached separately.