

**DYNATION LIMITED**

Apex Plaza, 5th Floor  
 No. 3, Nungambakkam High Road  
 Chennai - 600 034. INDIA  
 Phone / Fax : 044-2826 3651  
 E-mail : dvl@dynation.in

### **SUMMARY OF PROCEEDINGS OF THE 47<sup>TH</sup> ANNUAL GENERAL MEETING OF DYNATION LIMITED**

The 47<sup>th</sup> Annual General Meeting (AGM) of the Members of M/s. DYNATION LIMITED ('the Company') was held on Thursday, 22<sup>nd</sup> September, 2022 at 12.00 P.M. {IST} through video conference and other audio-visual means (VC). The meeting was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made there under.

<b>DIRECTORS AND KEY MANAGERIAL PERSON IN ATTENDANCE</b>
Mrs. Lakshmmi Subramanian-Chairperson through Video Conference from the VCNOW Video Conference Centre, T.Nagar, Chennai
Mr. N. Govindan-Independent Director through Video Conference from the VCNOW Video Conference Centre, T.Nagar, Chennai.
Mr. R. P. Agarwal-Director through Video Conference from the VCNOW Video Conference Centre, T.Nagar, Chennai.
Mr. M.S Meeramohideen- Director through Video Conference from the VCNOW Video Conference Centre, T.Nagar, Chennai.
Mrs. V. Jayashree-Company Secretary through Video Conference from the VCNOW Video Conference Centre, T.Nagar, Chennai.

## OTHER REPRESENTATIVES

Mr. R. Prakash- representative of Statutory Auditors through Video Conference from the VCNOW Video Conference Centre, T.Nagar, Chennai.
Mr. K. Vijayaragavan-Scrutinizer through Video Conference from his office
Mrs. N. Srividhya-Secretarial Auditor through Video Conference from her office

## QUORUM OF THE MEETING

A total of 51 Members shares attended the meeting.

The meeting commenced at 12 PM (IST).

Meeting was called to order at 12.00 PM and concluded at 12.28 PM (IST) (including time allowed for e- voting at AGM).

Smt. Lakshmmi Subramanian chaired the meeting. The Chairperson informed that this Annual General Meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. He introduced all the Directors and Key Management Personnel who were present in the meeting. The requisite quorum being present, the Chairperson called the meeting to order. All the directors of the Company attended the meeting. The Chairperson welcomed all shareholders, auditors and other invitees joining over VC and delivered his speech.

Chairperson, Smt. Lakshmmi Subramanian informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands.

Chairperson, Smt. Lakshmmi Subramanian provided the summary of the statutory auditors' report and secretarial audit report for the financial year 2021-22. There were no observations in the report and hence audit report and secretarial audit report was taken as read.





The following items of business, as per the Notice of AGM dated 23<sup>rd</sup> August 2022, were transacted at the meeting. Shareholders were provided a facility to ask questions or express their views through VC, audio and through chat on the aforesaid resolutions. One shareholder opted to speak in the meeting appreciated the performance of the company despite pandemic environment and requested the management to reward the shareholders with dividends in future years. Chairperson answered the questions and informed the shareholder that the new management has many prospective plans and they can expect good results in future. All the resolutions were passed with the requisite majority.

No.	Resolutions resolution	Type of
<b>Ordinary Business</b>		
1	Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary
2	Appointment of Mr. M.S. Meeramohideen (DIN: 00001896) who retires from office by rotation and being eligible offers himself for reappointment	Ordinary
3	Appointment of Statutory Auditors of the company and fixed their remuneration	Ordinary
<b>Special Business</b>		
4	Re-Appointment of Mr. R. P. Agarwal as Whole Time Director for a further period of five years and fix their remuneration	Special
5	Continuation of Mr. M.S. Meeramohideen (DIN: 00001896 as a Whole Time Director upon attaining the age of 70 years	Special
6	Alteration of the main object clause of Memorandum of Association of the Company.	Special
7	Enhancing the limit under Section 186 of the Companies Act, 2013	Special



The Board of Directors appointed Mr. K. Vijayaragavan, Advocate, Madras High Court as the Scrutinizer to supervise the e-voting process. The Chairperson authorized the Company Secretary to declare the e-voting results, intimate the stock exchanges and place the same on the website of the Company.

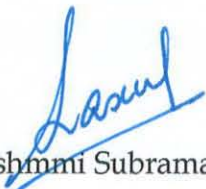
The details of the e-voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the Notice of AGM are available in BSE Website [www.bseindia.com](http://www.bseindia.com) and Company Website [www.dynavision.in](http://www.dynavision.in)

The voting results are attached below.

This is for your information and records.

Thanking you,

Yours' Sincerely,  
For **DYNAVISION LIMITED**



Lakshmmi Subramanian

Chairperson

Place: Chennai  
Date: 23.09.2022



**K. VIJAYARAGAVAN, B.A., B.L.,  
ADVOCATE & LEGAL CONSULTANT  
HIGH COURT OF MADRAS**

22<sup>nd</sup> September 2022

To

The Members,  
Dynavision Limited,  
Apex Plaza, 5th Floor,  
No. 3, Nungambakkam High Road  
Chennai 600034

**Sub: Report of the Scrutinizer for e-voting Process conducted vide Notice Dated 23<sup>rd</sup> August 2022 under Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 in respect of the 47<sup>th</sup> Annual General Meeting of DYNAVISION LIMITED ('the Company').**

In the meeting of the Board of Directors of Dynavision Limited held on 23<sup>rd</sup> August 2022, I, Mr. K. Vijayaragavan, Advocate, was appointed as Scrutinizer for process of voting through electronic means ("e-voting") issued in accordance with General Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2021 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 21/2021 dated 14.12.2021, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, hereby calling the 47<sup>th</sup> Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Thursday, 22<sup>nd</sup> September, 2022 at 12.00 PM through VC / OAVM as per section 108 of the Companies Act, 2013 ('Cos Act') for passing of the items of Ordinary business and Special business as Ordinary resolutions and Special Resolutions by the members of the Company:

The Company has availed the e-voting facility from National Securities Depository Limited for the shareholders to cast their votes to the aforesaid resolutions through electronic mode. Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode, which is prescribed as the appropriate mechanism for e-Voting.

The e-Voting process was accordingly conducted and concluded as below:

- The Company has dispatched the notice under section 108 of the Companies Act, 2013, through E-Mail on 30<sup>th</sup> August, 2022 to 2,386 members of the Company whose e-mail ids are registered with the RTA pursuant to General circular no 2/2022 dated 5<sup>th</sup> May, 2022 read with 20/2020 dated 5<sup>th</sup> May 2020.
- The Company issued an advertisement in Financial Express and Tamil Murasu about the dispatch of e-voting notice on 28<sup>th</sup> August 2022.

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- All the members of the Company whose names appeared on the Register of Members/List of Beneficiaries as on cut-off date i.e., Thursday, 15<sup>th</sup> September, 2022 were entitled to vote on the resolutions set out in the AGM.
- The e-voting commenced on Monday, 19<sup>th</sup> September, 2022 (09.00 hours IST) and was open up to the close of working hours Wednesday, 21<sup>st</sup> September, 2022 (17.00 hours IST) and the e-voting at the time of the AGM commenced on 22<sup>nd</sup> September 2022 from 12.13 PM to 12.28 PM (15 minutes time was provided for e-voting after the conclusion of the meeting at 12.12 PM)
- All electronic votes received up to the close of working hours at 17.00 hours IST on 21<sup>st</sup> September, 2022 and received at the time of the Annual General Meeting were considered for my scrutiny.
- Details of the votes cast by the members through electronic voting system was downloaded and collected from the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) was sent by the RTA on 22<sup>nd</sup> September, 2022.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc. is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results were compiled as under.

**SUMMARY OF E-VOTING RESULTS:  
ORDINARY BUSINESS:**

**1. Consideration and adoption of the Audited Balance Sheet as on 31st March 2022 and Statement of Profit and Loss for the year ended on that date together with the Board's Report and Auditors' Report:**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
Valid Votes:	70	2223762
Abstained Votes:	0	0
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2

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Percentage of the total votes received in favour of the resolution (under E-voting)	99.99
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**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

**2. Appointment of a director in place of Mr. M S Meeramohideen (DIN 00001896) who retires by rotation and being eligible, offers himself for reappointment.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
<b>Valid Votes:</b>	70	2223762
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

**3. Re-appointment of M/s. R. Subramanian & Company LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
<b>Valid Votes:</b>	70	2223762
<b>Abstained Votes:</b>	0	0

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<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as an Ordinary Resolution was received.

**SPECIAL BUSINESS:**

**Item No. 4: Reappointment of MR. R P Agrawal as whole-time director for a further period of five years and fix remuneration**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three-Fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
<b>Valid Votes:</b>	70	2223762
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as a Special Resolution was received.

**Item No. 5: Continuation of MR. M S Meera Mohideen as whole-time director upon attaining the age of 70 years**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three fourth majority

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Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
<b>Valid Votes:</b>	70	2223762
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as a Special Resolution was received.

**Item No. 6: Alteration of the main object clause of Memorandum of Association of the company**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
<b>Valid Votes:</b>	70	2223762
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as a Special Resolution was received.

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**Item No. 7: Enhancing the limit under section 186 of the companies act, 2013:**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three fourth majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	70	2223762
<b>Valid Votes:</b>	70	2223762
<b>Abstained Votes:</b>	0	0
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	68	2223760
Number of valid votes cast against the Resolution (E- Voting)	2	2
Percentage of the total votes received in favour of the resolution (under E-voting)	99.99	

**Result:** The requisite majority for passing the above resolution as a Special Resolution was received.

Therefore, I am forwarding the voting results casted through e-voting.



K. Vijayaragavan

Advocate

Membership No. MS3454/2014

Date: 22.09.2022

Place: Chennai

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