



धराता वरपण देवारी नामसं®

**D. S. KULKARNI
DEVELOPERS LTD.**

PROMOTERS & BUILDERS

Regd . Office : " DSK House " 1187 / 60,
J.M. Road, Shivaji nagar, Pune - 411005.
Tel. : 020 - 66047000, Fax : 020 - 25535772

CIN : L45201PN1991PLC063340

RESULTS OF VOTING CONDUCTED THROUGH E-VOTING UNDER SECTION 108 AND POLL UNDER SECTION 109 OF THE COMPANIES ACT, 2013 AND COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 FOR 23RD ANNUAL GENERAL MEETING OF THE MEMBERS OF D.S.KULKARNI DEVELOPERS LIMITED HELD ON TUESDAY, 30TH SEPTEMBER, 2014 AT 9.30A.M. AT S. M. JOSHI SOCIALIST FOUNDATION AUDITORIUM, S.NO.191/192, NAVI PETH, GANJAVE CHOWK, OPP. PATRAKAR BHAVAN, PUNE- 411 030

Directors present:

Mr. D. S. Kulkarni	- Chairman and Managing Director and Member
Mr. S. D. Kulkarni	- Executive Director and Member
Mr. M. K. P. Setty	- Director and Member
Mr. V.C.Joshi	- Director
Mr. K.K.Taparia	- Director
Mr. R.D.Kharosekar	- Director

In attendance :

Mr. Nitin Deshpande	- Chief Financial Officer
Mr. Amol Purandare	- Company Secretary

Mr. V. C. Joshi, Chairman of the Audit Committee was present.

Mr. K. K. Taparia, Chairman of Nomination & Remuneration Committee was present.

1. The e-voting facility was provided pursuant to clause 35B of the Listing Agreement, which was kept open for a period of three days from Wednesday, 24th September, 2014 at 9.00 a.m. to Friday, 26th September, 2014 at 6.00 p.m.
2. Poll was conducted under Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014. Polling papers were provided to the Shareholders of the Company who attended the Annual General Meeting (AGM) personally and did not participate in the E-Voting process to transact the business as stated in the 23rd Annual General Meeting of the Company.
3. M/s. Kanj & Associates, Practicing Company Secretaries were appointed as Scrutinizer for scrutinizing the e-voting and poll process and have submitted their report.

Mumbai Off : "DSK" On Veer Savarkar Marg.(Cadle Road)
Next to Mayor's Bungalow, Shivaji Park,
Dadar, Mumbai 400028.
Tel : 022 - 24462443 , 24472559 Fax : 022 - 24440163

Email : sales@dskdl.com Website : www.dskdl.com



4. Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the said Notice have been duly approved by the Shareholders with requisite majority as follows:

Sr. No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of voting	Remarks
1	To receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31 st March, 2014 and the Profit & Loss Statement and Cashflow Statement for the year ended on that date and the reports of the Directors and Auditors thereon.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
2	To declare dividend	Ordinary	E-voting and poll	Resolution was passed with requisite majority
3	To appoint a Director in place of Mr. D. S. Kulkarni, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
4	To appoint M/s. Gokhale Tanksale & Ghatpande, Chartered Accountants as Statutory Auditors and fix their remuneration.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
5	To appoint Mr. V. C. Joshi as an Independent Director upto 30 th September, 2014 upto 29 th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
6	To appoint Dr. M. K. P. Setty as an Independent Director upto 30 th September, 2014 upto 29 th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority





7	To appoint Mr. R. D. Kharosekar as an Independent Director upto 30 th September, 2014 upto 29 th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
8	To appoint Mr. K. K. Taparia as an Independent Director upto 30 th September, 2014 upto 29 th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
9	To re-appoint Mr. Shirish Kulkarni as Whole time Director of the Company for the period of one year from 26 th July, 2014 to 25 th July, 2015.	Special	E-voting and poll	Resolution was passed with requisite majority
10	Borrowing Powers under Section 180(1)(c) of the Companies Act, 2013.	Special	E-voting and poll	Resolution was passed with requisite majority
11	Creation of Security under Section 180(1)(a) of the Companies Act, 2013.	Special	E-voting and poll	Resolution was passed with requisite majority
12	to invite, accept or renew fixed deposits from the public and members under Section 73 and 76 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014	Special	E-voting and poll	Resolution was passed with requisite majority

For D. S. Kulkarni Developers Limited


Amol Purandare
Company Secretary



CONSOLIDATED REPORT OF THE SCRUTINIZER

The Chairman,
D. S. Kulkarni Developers Limited
Pune

Sub: Report in respect of voting at Twenty Third Annual General Meeting (the "Meeting") of the Equity Shareholders of D. S. Kulkarni Developers Limited (the "Company") held on Tuesday, the 30th day of September, 2014, at S. M. Joshi Socialist Foundation Auditorium, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune – 411 030 at 9.30 A.M.

Dear Sir,

I, CS Mahesh Athavale, Partner of M/s KANJ & Associates, Pune was appointed as a Scrutinizer for the following purposes:

1. The e-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 24th September, 2014 and 26th September, 2014.
2. The poll taken for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Meeting of the Company.

I submit a consolidated report as under:

1. After the time fixed for closing of the e-Voting process, i.e. 26th September, 2014 at 6.00 p.m., a final electronic report of the e-Voting process was generated by me by accessing the data available on the website of Central Depository Services Limited (CDSL), i.e. "<https://www.evotingindia.com>". The final report was tabulated by me and the data regarding the final e-Votes was diligently scrutinized and reconciled with the data available on the above mentioned website.
2. Similarly with respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Chairman, Shri D. S. Kulkarni, ballot box kept for polling was locked in my presence with due identification marks placed by me. Subsequently, after the closing of the poll, the locked ballot box was opened in my presence and poll papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



3. The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:

a) As an Ordinary Resolution- Item No. 1 passed with requisite majority

Receiving, considering and adopting the Audited Standalone and Consolidated Balance Sheets as at 31st March 2014 and the Profit and Loss Account and Cash Flow Statement for the Year ended on that date and the Reports of the Directors and Auditors thereon.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
30	16198496	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
1	5	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
43	6371	100.00

(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
0	0	0.00



(III) Invalid votes:

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

13

988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204867	5	988
% of Total number	99.9999	0.0000	0.0001

b) As an Ordinary Resolution- Item No. 2 passed with requisite majority

Declaration of dividend.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total-votes cast	Number of votes cast	% of total number of valid votes cast
30	16198496	99.9999%

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
1	5	0.0001

(iii) Abstained from Voting:

Total E-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
38	5712	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
0	0	0.0000

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
18	1647

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204208	5	1647
% of Total number	99.9999	0.0000	0.0001

c) As an Ordinary Resolution- Item No. 3 passed with requisite majority

Appointment of Mr. D. S. Kulkarni (DIN 00394027), Chairman and Managing Director

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00



- **Poll taken at the Meeting:**

(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
43	6371	100.00

(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
0	0	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
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998%	0.0001	0.0001

d) As an ordinary resolution- Item No. 4 passed with requisite majority

Appointment of M/s Gokhale, Tanksale & Ghatpande, Chartered Accountants having Firm Registration Number 103277W as Statutory Auditors .

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
30	16198496	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
	5	0.0001



(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
43	6371	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
0	0	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
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204867	5	988
% of Total number	99.9999%	0.0000%	0.0001

e) **As an Ordinary Resolution - Item No. 5 passed with requisite majority**

Appointment of Mr. V. C. Joshi (DIN 00549735) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999



(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
43	6371	100.00

(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
0	0	0.0000

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998%	0.0001%	0.0001



f) As an ordinary resolution - Item No. 6 passed with requisite majority

Appointment of Mr. M. K. P. Setty (DIN 00151350) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

E-Voting process:

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

Poll taken at the Meeting:

(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
43	6371	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
0	0	0.000

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

✓



Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998	0.0001	0.0001

g) As an ordinary resolution - Item No. 7 passed with requisite majority

Appointment of Mr. R. D. Kharosekar (DIN 03075915) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
42	6121	96.0759

(I) 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
1	250	3.9240



(II) **Invalid votes:**

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

13

988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204597	275	988
% of Total number	99.9983	0.0017	0.0060

b) As an ordinary resolution - Item No. 8 passed with requisite majority

Appointment of Mr. K. K. Taparia (DIN 01829829) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
43	6371	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
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998	0.0000	0.0002

i) **As an ordinary resolution - Item No. 9 passed with requisite majority**

Re-appointment of Mr. Shirish Kulkarni as Whole Time Director of the Company, designated as Executive Director, for a period of One year from 27th July, 2014 to 26th July, 2015.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00



- **Poll taken at the Meeting:**

(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
43	6371	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
0	0	0

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998	0.0000	0.0002

j) As an ordinary resolution - Item No. 10 passed with requisite majority

According consent to the Board of Directors to borrow money that may exceed the aggregate for the time being, of the paid-up capital of the Company and its free reserves but not to exceed at any time the limit of Rupees 2000 Crores.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
	25	0.0001



(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00%

• **Poll taken at the Meeting:**

(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
42	6286	98.6658

(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
1	85	1.3342

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204762	110	988
% of Total number	99.9993	0.0001	0.0006

k) As special resolution- Item No. 11 passed with requisite majority

Consent granted to the Board of Directors to create mortgage(s)/ Charge(s) and/or Hypothecation on all or any part of the immovable and/or movable properties and assets of all kinds of the Company, both present and future and/or the whole or any part of the undertaking(s) of the company.



• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
42	6286	98.6658

(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
1	85	1.3342

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204762	110	988
% of Total number	99.9993	0.0001	0.0006



l) As special resolution- Item No. 12 passed with requisite majority

To accord consent to the Board of Directors to invite, accept or renew fixed deposits from public and members, within limits prescribed in the Act and overall borrowing limits of the Company, as approved by the Members, from time to time.

• **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

• **Poll taken at the Meeting:**

(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
42	6286	98.6658

(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
1	85	1.3342

(III) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988



Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204762	110	988
% of Total number	99.9993	0.0001	0.0006

Note: The figures in percentage have been calculated and rounded off.

1. A Compact Disc (CD) containing a list of equity shareholders/custodians/proxies who voted "FOR", "AGAINST" and those who "ABSTAINED FROM VOTING" for each resolution is enclosed.
2. The electronic data, Ballot Papers and other relevant records related to this e-Voting & Poll process were handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

Place: Pune

Date: 30th September, 2014



CS Mahesh Athavale
Partner
Kanj & Associates, Practicing Company Secretaries
Scrutinizer