

DHYAANI INC

DHYAANI TILE AND MARBLEZ LIMITED

(Formerly known as Dhyaani Tile And Marblez Private Limited)

CIN: U51900GJ2014PLC081004

Regd. Office: 420, Times Square Arcade, Opp. Rambaug, Thaltej-Shilaj Road, Ahmedabad – 380059,
Gujarat, India

Tel: 079-35334673 **Email:** cs@dhyaaniinc.com **Website:** www.dhyaaniinc.com

Date: 01.10.2022

REF: DHYAANI/BSE-SME/2022

To,
The Manager,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai: 400 001
Scrip code: 543516

Dear Sir/Madam,

Sub: Submission of voting results pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Report of Scrutinizer

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Voting Results of the businesses transacted at the 8th Annual General Meeting of Dhyaani Tile and Marblez Limited.

Further, Pursuant to the provisions of the Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, Report of the Scrutinizer dated October 01, 2022 is also enclosed herewith.

Kindly take the same on record.

Thanking You,

Yours Faithfully,
For Dhyaani Tile And Marblez Limited,

CHINTAN NAYAN BHAI RAJYAGURU
MANAGING DIRECTOR
DIN: 08091654

ENCL A/A

Voting results	
Record date	23-09-2022
Total number of shareholders on record date	99
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	3
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



Chintan

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider, approve and adopt the Audited Financial Statement of the Company comprising the Balance Sheet as on March 31, 2022, Statement of Profit & Loss and Notes thereto for the financial year ended on March 31, 2022 together with the Report of the Board of Directors and Auditors' thereon.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1008000	1008000	100	1008000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1008000	1008000	100	1008000	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	512000	46000	8.9844	46000	0	100	0
	Poll		4000	0.7813	4000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		512000	50000	9.7656	50000	0	100
Total		1520000	1058000	69.6053	1058000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



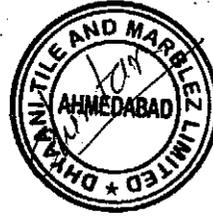
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Nayankumar Labhshanker Rajyagru, (DIN: 08997548) who retires by rotation and being eligible, offers himself for reappointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1008000	1000000	99.2063	1000000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1008000	1000000	99.2063	1000000	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	512000	46000	8.9844	46000	0	100	0
	Poll		4000	0.7813	4000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		512000	50000	9.7656	50000	0	100
Total		1520000	1050000	69.0789	1050000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1
Public Insitutions	
Public - Non Insitutions	



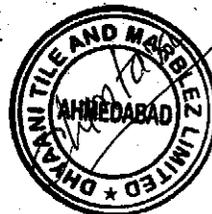
Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Keval Dipakkumar Dave (DIN: 08631601) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1008000	1008000	100	1008000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1008000	1008000	100	1008000	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	512000	46000	8.9844	46000	0	100	0
	Poll		4000	0.7813	4000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		512000	50000	9.7656	50000	0	100
Total		1520000	1058000	69.6053	1058000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ashish Agarwal (DIN: 06904914) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1008000	1008000	100	1008000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1008000	1008000	100	1008000	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	512000	46000	8.9844	46000	0	100	0
	Poll		4000	0.7813	4000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		512000	50000	9.7656	50000	0	100
Total		1520000	1058000	69.6053	1058000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Thakrar & Associates

CS Viral H. Thakrar
B. Com. ACS

CONSOLIDATED REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014, as amended]*

To
The Chairman
8th Annual General Meeting of the Shareholders of
DHYAANI TILE AND MARBLEZ LIMITED
(CIN: U51900GJ2014PLC081004)

Regd. Office:

420 Time Square Arcade
Opp. Rambaug, Nr Rajiv Plaza
Thaltej-Shilaj Road
Ahmedabad- 380059

Dear Sir,

I, CS Viral Thakrar, Proprietor of Thakrar & Associates, Practicing Company Secretary, have been appointed as scrutinizer of DHYAANI TILE AND MARBLEZ LIMITED (for the brevity purpose, hereinafter referred as "**the Company**") for the purpose of scrutinizing the remote e-voting process and voting through polling paper in pursuance of provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to seek the approval of shareholders for passing through remote e-voting/ polling paper received in respect of Seven Resolutions as per Notice of 8th Annual General Meeting of the Shareholders of the Company, held on Friday, September 30, 2020 at 5.00 p.m. at the registered office of the Company situated at 420 Time Square Arcade, Opp. Rambaug, Nr Rajiv Plaza, Thaltej-Shilaj Road, Ahmedabad-380059.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act. 2013 and Rules relating to voting through electronic means and polling paper received on the resolutions contained in the Notice of Annual General Meeting. My responsibility as a scrutinizer is to make a Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions stated above based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) the authorized agency appointed by the Company for providing remote e-voting facilities and polling paper received by the company.



Office No. 401, 4th Floor, Shyamal Plaza, Near Raiya Cross Road, Off 150 Feet Ring Road, Rajkot - 360 005.

+91 92286 25542 thakrarassociates@yahoo.com, csviralthakrar@gmail.com

I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:

1. The Company has engaged the services of by National Securities Depository Limited (NSDL) as the Authorized Agency to provide secured system for remote e-voting process. The shareholders of the Company had been provided facility to vote on all resolutions through the remote e-voting facility. Shareholders opting for remote e-voting facility, cast their votes on designated website: <https://eservices.nsd.com>
2. The e-voting period remained open from Tuesday, September 27, 2022 at 9.00 a.m. (IST) to Thursday, September 29, 2022 at 5:00 p.m. (IST).
3. The shareholders holding shares as on the cut-off date i.e. Tuesday, September 23, 2022 were entitled to vote on the proposed resolutions contained in the notice convening of the 8th Annual General Meeting of the Company;
4. At the 8th AGM, after the declaration of Poll by the Chairman, a ballot box kept for polling was locked in my presence with due identification mark placed by me.
5. The locked ballot box was subsequently opened in my presence along with two witnesses Rajdipsinh Chudasama and Vishvjeetsinh Jadeja who are not in the employment of the Company and poll papers were diligently scrutinized.
6. Thereafter the details containing inter-alia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of National Securities Depository Limited (NSDL).
7. Based on report generated from the e-voting website of NSDL and voting through polling paper at 8th AGM, the consolidated report on the result of voting on each resolution are given hereunder:



ORDINARY BUSINESSES:

Item No. 1: Ordinary Resolution:

To receive, consider, approve and adopt the Audited Financial Statement of the Company for the financial year ended on 31st March, 2022 and the Report of the Board of Directors' and Auditors' thereon.

(i) Voted in favour of Resolution

Mode of voting	Number of Members voted	Number of votes cast by the Members	% of total number of valid votes cast
Remote e-voting	11	10,54,000	100
Voting through Polling Paper (In Person or through Proxy)	1	4,000	
Total	12	10,58,000	100.00

(ii) Voted against the resolution

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through Polling Paper (In Person or through Proxy)	0	0	
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 2: Ordinary Resolution:

To appoint a Director in place of Mr. Nayakumar Labhshanker Rajyaguru (DIN: 08997548) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of Resolution

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	10,46,000	99.24
Voting through Polling Paper (In Person or through Proxy)	1	4,000	
Total	11	10,50,000	99.24

(ii) Voted against the resolution

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through Polling Paper (In Person or through Proxy)	0	0	
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	8,000



SPECIAL BUSINESSES:

Item No. 3: Ordinary Resolution:

To Appoint of Mr. Keval Dipakkumar Dave (DIN: 08631601) as an Independent Director of the company.

Voted in favour of Resolution

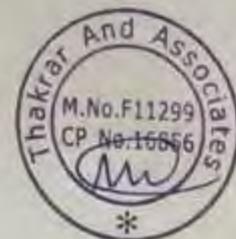
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	10,54,000	100
Voting through Polling Paper (In Person or through Proxy)	1	4,000	
Total	12	10,58,000	100

(i) Voted against the resolution

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through Polling Paper (In Person or through Proxy)	0	0	
Total	0	0	0

(ii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 4: Ordinary Resolution:

To Appoint Mr. Ashish Agarwal (DIN: 06904914) as an Independent Director of the company.

Voted in favour of Resolution

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	10,54,000	100
Voting through Polling Paper (In Person or through Proxy)	1	4,000	
Total	12	10,58,000	100

(i) Voted **against** the resolution

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through Polling Paper (In Person or through Proxy)	0	0	
Total	0	0	0

(ii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are hand over to the Company Secretary of the Company.

Thanking You,
Yours faithfully,

**For Thakrar and Associates,
Practicing Company Secretary**

Thakrar..

**CS Viral H Thakrar
Proprietor**

Membership No: F11299 CP No.: 16856

UDIN: F011299D001114676



Signed on October 01, 2022 at Rajkot