

Form No. MGT-13

Report of Scrutinizer(s) on Poll at EGM

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

To

**The Chairman**

First Extra Ordinary General Meeting ("EGM") of Financial Year 2025-26 of Members of DMI Finance Private Limited ("the Company") [CIN: U64990DL2008PTC182749] held on Wednesday, June 25, 2025 at 5:00 PM (IST) at Express Building, 4th Floor, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002 pursuant to the provisions of Section 100 of Companies Act 2013 read with Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended.

Dear Sir,

We, M/s VLA & Associates, Delhi (Proprietor: Vishal Lochan Aggarwal, Practicing Company Secretary having Membership No. FCS 7241 and C.P. No. 7622) was appointed as Scrutinizer for the purpose of the Poll taken on the resolutions mentioned in the notice of the EGM of the Company, which was held on Wednesday, June 25, 2025 at 5:00 PM (IST) onwards.

1. We submit our report on the basis of Poll papers submitted after scrutinizing the voting at the EGM in the fair and transparent manner under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21(2) of Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the EGM of the Members of the Company, held on Wednesday, June 25, 2025 at 5:00 PM (IST) onwards.
2. Ballot box kept for polling was locked with due identification marks placed by us in the presence of the members and proxies.
3. The locked ballot box was subsequently opened by us in the presence of two persons as witnesses after the voting process was over. The poll papers were reconciled with the records maintained by the Company / and the authorizations lodged with the Company.
4. There were 11 polling papers covering 72,76,46,618 equity shares of a face value of Rs. 10 each constituting 97.98% of the paid-up equity share capital of the Company. We did not find any invalid poll paper.
5. The Result of the Poll is as under with brief description of resolution. Kindly refer to the notice of the Extra Ordinary General Meeting for complete resolution:



**ORDINARY RESOLUTION:**

**APPOINTMENT OF MR. MASASHIGE NAKAZONO (DIN: 11009991) AS NOMINEE DIRECTOR OF THE COMPANY:**

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

Number of members present and voting (in person or by proxy, if applicable)	Number of votes cast by them	% of total number of valid votes cast
11	72,76,46,618	100

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

Number of members present and voting (in person or by proxy, if applicable)	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, if applicable) whose votes were declared invalid	Total number of votes cast by them
0	0

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the EGM dated May 23, 2025 has been passed with requisite majority.

6. A list of equity shareholders who voted "For" the resolution is enclosed as Annexure-A.
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,  
Yours faithfully

*Vishal Aggarwal*  
**CS Vishal Lochan Aggarwal**  
(Scrutinizer)  
C.P. No.7622  
Membership No. FCS 7241  
UDIN: F007241G000687151



Date: 01.07.2025  
Place: Delhi

Countersigned by the Chairman of the meeting  
For DM Financial Private Limited

*Gurcharan Das*  
**Gurcharan Das**  
Chairman of Extra Ordinary General Meeting  
DIN: 00100011  
Date: 01.07.2025  
Place: Delhi



**Annexure A:**

S. No.	Name of the Shareholder	Number of Shares	Amount (INR)	% holding based on share cap
1.	DMI Limited	51,07,92,426	5,10,79,24,260	68.78%
2.	NIS Ganesha S.A.	6,47,35,441	64,73,54,410	8.72%
3.	Shivashish Chatterjee & Yuvraja Chanakya Singh (K2VZ Partnership Firm)	16,22,138	1,62,21,380	0.22%
4.	DMI Income Fund Pte. Ltd	3,69,85,984	36,98,59,840	4.98%
5.	Windy Investment Private Limited	1,39,76,517	13,97,65,170	1.88%
6.	Ganesha Direct Limited	1,04,91,852	10,49,18,520	1.41%
7.	Windy Securities Private Limited	33,65,005	3,36,50,050	0.45%
8.	Yuvraja Chanakya Singh	13,11,221	1,31,12,210	0.18%
9.	Shivashish Chatterjee	10,53,340	1,05,33,400	0.14%
10.	Sumitomo Mitsui Trust Bank Limited	94,82,251	9,48,22,510	1.28%
11.	MUFG Bank Limited	7,38,30,443	73,83,04,430	9.94%
	<b>Total</b>	<b>72,76,46,618</b>	<b>7,27,64,66,180</b>	<b>97.98%</b>

