

DISHA RESOURCES LIMITED

REGD. OFFICE: 3, Rajesh Apartment, B/h, Ajanta Comm. Estate Off Ashram Road, Ahmedabad-380014

PHONE: (OFF). 2754-0790, 27543060 **E-MAIL:** info@aacl.co.in

CIN: L74110GJ1995PLC024869

Website: www.aacl.co.in

DRL/SE/2020-21/P43

December 26, 2020

To,
The Manager, Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Sub: Proceedings of 25th Annual General Meeting of the Company held on Friday, 25th December, 2020 at 11:30 a.m. at the registered office of the company situated at 3, Rajesh Apartment, B/h, Ajanta Comm. Estate Off Ashram Road, Ahmedabad-380014.

Ref: Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation")

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the proceedings of the 25th Annual General Meeting of the Company held on Friday 25th December, 2020 at the Registered office of the company situated at 3, Rajesh Apartment, B/h, Ajanta Comm. Estate Off Ashram Road, Ahmedabad-380014.

This is to inform you that the 25th Annual General Meeting ("AGM") of the Company was held on Friday, 25th December, 2020 at 11:30 a.m. at the registered office of the Company and business(es) mentioned in the Notice dated 9th November, 2020, convening the AGM were transacted thereat.

In this regard, please find the following:

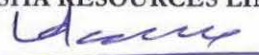
1.	Summary of AGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.	Annexure-I
2.	Voting Results of the AGM pursuant to Regulation 44(3) of the SEBI Listing Obligation and Disclosure Requirement), Regulations 2015.	Annexure-II
3.	Scrutinizers Report, pursuant to Section 108 of the Companies Act, 2013 on remote e voting.	Annexure-III

Request you to kindly take the same on record and acknowledge the receipt of the same.

Thanking You

Yours Faithfully,

FOR DISHA RESOURCES LIMITED



KRISHNA AWTAR KABRA
MANAGING DIRECTOR
(DIN: 00650817)

Encl: As Stated

DISHA RESOURCES LIMITED

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Annexure – I

Summary of the Proceeding of the 25th Annual General Meeting of the Company

The 25th Annual General Meeting (AGM) of the Members of Disha Resources Limited ('the Company') was held on Friday, 25th December, 2020 at 11:30 A.M. (IST) at the Registered office of the Company situated at 3, Rajesh Apartment, B/h, Ajanta Comm. Estate Off Ashram Road, Ahmedabad-380014. The meeting commenced at 11:30 A.M.

Mr. Krishna Awatar Kabra, Chairman of the meeting, chaired the proceedings of the meeting.

He welcomed all the Members, Directors, Auditors and Company Officials to the AGM.

The Chairman informed the Members that the Company has taken all requisite safety steps in view of the COVID – 19 pandemic to enable Members to participate and vote at the AGM.

The requisite quorum being present at the meeting, the Chairman called the meeting to order. Mr. Mukta Maheshwari, Mr. Jagdish Prasad Kabra and Mr. Vipul Rameshbhai Vashi, Director of the company could not attend the Annual General Meeting due to personal reason, and other Directors were present. The Secretarial Auditor was also present. Thereafter, the Chairman called upon the names of the Directors who have attended the meeting to introduce themselves. The following directors and Senior Management were present in the meeting:

Sr. No	Particulars	Designation
1.	Mr. Krishna Awtar Kabra	Chairman of the Meeting
2.	Mr. Neeraj Maheshwari	Non Executive Director
3.	Mr. Naveen Ashok Kumar Maheshwari	Independent Director
4.	Mr. Pradeep Kumar Dad	Independent Director
5.	Mr. Vijaybhai Vrajlal Mehta	Chief Financial Officer
6.	Mr. Pankti Thakkar	Company Secretary

The Chairman informed the Members that the necessary Registers and documents referred to in the Notice of the 25th AGM were available for inspection as stated in the said Notice.

With the consent of the members present, the Notice convening the 25th AGM forming part of the Annual Report was taken as read. The members also consented to take the Reports of Auditors and Secretarial Auditor taken as read.

The Chairman informed the Members that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, the company had provided remote e-voting facility to all shareholders for casting vote through electronic means. The Members who were present at the AGM and has not cast their votes electronically were provided an opportunity to cast their votes during the meeting through Ballot.

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The Chairman informed the Members that Mr. Umesh Ved (Membership No. 4411), Practicing Company Secretary has been appointed as scrutinizer to scrutinize the vote cast through the remote e-voting platform and poll voting at the AGM. The Chairman declared that results of remote e-voting and Poll voting at the AGM would be announced after the AGM and the Results along with the Scrutinizer's report would be uploaded on website of the Company and on the website of BSE Limited and the same shall also be intimated to the Stock Exchange.

Thereafter the queries raised by the members were duly replied by the Chairman.

On completion of the voting process, the meeting concluded at 12:45 p.m.

17 numbers of shareholders were present in the AGM.

The following items of businesses, as per the Notice convening the 25th of AGM dated 25th December, 2020, were transacted at the meeting.

Sr. No	Details of Resolution	Resolution required (Ordinary/ Special)	Mode of Voting	Remarks
1.	Adoption of the Audited Financial Statements for the Financial Year ended on 31st March, 2020, together with the Auditors' Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority
2.	Appointment of a Director in place of Mrs. Mukta Maheshwari (DIN: 00194635), Director of the Company who retires by rotation and being eligible offers herself for reappointment.	Ordinary Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority
3.	Appointment of Mr. Jagdish Prasad Kabra (DIN:00482014) as Non-Executive Independent Director of the Company	Ordinary Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority

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4.	Re-appointment of Mr. Krishna Awtar Kabra (DIN: 000650817) as the Managing Director of the Company.	Special Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority
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This is for your information and records.

Thank you,

Yours Sincerely,

FOR DISHA RESOURCES LIMITED



KRISHNA AWTAR KABRA
MANAGING DIRECTOR
(DIN: 00650817)

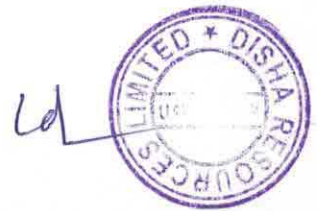
General information about company	
Scrip code	531553
NSE Symbol	
MSEI Symbol	
ISIN	INE193D01019
Name of the company	Disha Resources Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-12-2020
Start time of the meeting	11:30 AM
End time of the meeting	12:45 PM



Scrutinizer Details	
Name of the Scrutinizer	Umesh Ved
Firms Name	Umesh Ved & Associates
Qualification	CS
Membership Number	4411
Date of Board Meeting in which appointed	09-11-2020
Date of Issuance of Report to the company	25-12-2020



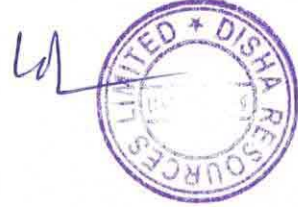
Voting results	
Record date	18-12-2020
Total number of shareholders on record date	2541
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	5
b) Public	12
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the Audited Financial Statements for the Financial year ended on 31st March, 2020, together with the Auditors' Reports 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	3518800	2990800	84.9949	2990800	0	100	0
	Poll		328000	9.3214	328000	0	100	0
	Postal Ballot (if applicable)							
	Total		3518800	3318800	94.3162	3318800	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3796700	785358	20.6853	785358	0	100	0
	Poll		507400	13.3642	507400	0	100	0
	Postal Ballot (if applicable)							
	Total		3796700	1292758	34.0495	1292758	0	100
Total		7315500	4611558	63.0382	4611558	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?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Mukta Maheshwari (DIN: 00194635), Director of the Company who retires by rotation and being eligible offers herself 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	3518800	2990800	84.9949	2990800	0	100	0
	Poll		328000	9.3214	328000	0	100	0
	Postal Ballot (if applicable)							
	Total		3518800	3318800	94.3162	3318800	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3796700	785358	20.6853	785358	0	100	0
	Poll		507400	13.3642	507400	0	100	0
	Postal Ballot (if applicable)							
	Total		3796700	1292758	34.0495	1292758	0	100
Total		7315500	4611558	63.0382	4611558	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(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Appoint Mr. Jagdish Prasad Kabra (DIN:00482014) as Non-Executive 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	3518800	2990800	84.9949	2990800	0	100	0
	Poll		328000	9.3214	328000	0	100	0
	Postal Ballot (if applicable)							
	Total		3518800	3318800	94.3162	3318800	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3796700	785358	20.6853	785358	0	100	0
	Poll		507400	13.3642	507400	0	100	0
	Postal Ballot (if applicable)							
	Total		3796700	1292758	34.0495	1292758	0	100
Total		7315500	4611558	63.0382	4611558	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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint Mr. Krishna Awtar Kabra (DIN: 000650817) as the Managing 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	3518800	2990800	84.9949	2990800	0	100	0
	Poll		328000	9.3214	328000	0	100	0
	Postal Ballot (if applicable)							
	Total	3518800	3318800	94.3162	3318800	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	3796700	785358	20.6853	785358	0	100	0
	Poll		507400	13.3642	507400	0	100	0
	Postal Ballot (if applicable)							
	Total	3796700	1292758	34.0495	1292758	0	100	0
Total		7315500	4611558	63.0382	4611558	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	

Adarsh





FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Disha Resources Limited.
3, Rajesh Apartment,
B/h, Ajanta Comm. Estate,
Off Ashram Road,
Ahmedabad -380014
Gujarat, India.

Dear Sir,

Sub: 25th Annual General Meeting (AGM) of Disha Resources Limited held on Friday, the 25th December, 2020 at 11:30 A.M. at 3, Rajesh Apartment, B/h. Ajanta Comm. Estate off Ashram Road, Ahmedabad – 380014.

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the 25th Annual General Meeting (“AGM”) pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 25th AGM of the Members of "Disha Resources Limited" (the Company) held on Friday, the 25th December, 2020 at 11:30 a.m. at 3, Rajesh Apartment, B/h. Ajanta Comm. Estate Off Ashram Road, Ahmedabad – 380014.

My responsibility as scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote casted “in favour” or “against” the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services (India) Limited (the Agency/ service provider) and the Polling at the AGM.



I submit my report as under:

- i. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- ii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date 18th December, 2020, were entitled to vote on the proposed resolutions as set out in item no. 1 to 4 in the Notice of the 25th AGM of Disha Resources Limited.
- iv. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 22nd December, 2020 and ended on 5.00 P.M. on Thursday, the 24th December, 2020. The Remote E-voting facility was blocked thereafter.
- v. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes casted through Remote E-voting were unblocked by me in the presence of two witnesses, namely, Ms. Richa Maheta and Ms. Pooja Soni who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Richa Maheta



Pooja Soni

- vi. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.
- vii. The result of the Remote e-voting as well as Polling at the AGM is as under:

- (1) **ORDINARY RESOLUTION** for adoption of the Audited Financial Statements for the Financial Year ended on 31st March, 2020, together with the Auditors' Reports of the Board of Directors and Auditors thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	20	3776158	100.00%
Poll	12	835400	100.00%
Total	32	4611558	100.00%



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

- (2) **ORDINARY RESOLUTION** for appointment of a Director in place of Mrs. Mukta Maheshwari (DIN: 00194635), Director of the Company who retires by rotation and being eligible offers herself for reappointment.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	20	3776158	100.00%
Poll	12	835400	100.00%
Total	32	4611558	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

SPECIAL BUSINESSES:

- (3) **ORDINARY RESOLUTION** for Appointment of Mr. Jagdish Prasad Kabra (DIN:00482014) as Non-Executive Independent Director of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	20	3776158	100.00%
Poll	12	835400	100.00%
Total	32	4611558	100.00%



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

- (4) **SPECIAL RESOLUTION** for Re-appointment of Mr. Krishna Awtar Kabra (DIN: 000650817) as the Managing Director of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	20	3776158	100.00%
Poll	12	835400	100.00%
Total	32	4611558	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

viii. No polling papers were found Invalid.

ix. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.

x. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM is under my safe custody and all will be handed over to the Chairman for preserving safely, approval and signing the minutes of AGM.

Thanking You,

Yours faithfully,

Umesh H. Ved

Umesh Ved
Umesh Ved & Associates
FCS No: 4411
CP No: 2924
UDIN: F004411B001659328



Mr. Krishna Awtar Kabra

Mr. Krishna Awtar Kabra
Chairman and Managing Director

Date: 25/12/2020
Place: Ahmedabad