



September 28, 2023

BSE Limited

Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1,
G Block, Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

Scrip Code: 502820

Scrip Code: DCM

Sub: Submission of proceedings of the 133rd Annual General Meeting (AGM) of the Company held on September 28, 2023 through video Conferencing, under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed proceedings of the 133rd Annual General Meeting ("AGM") of the Company held on Thursday, September 28, 2023 at 12.30 P.M. (IST) through Video Conferencing facility provided by National Securities Depository Limited (NSDL) as **Annexure - I**.

This is for your kind information and records.

Thanking you,

Yours Truly,
For DCM LIMITED

Yadvinder Goyal
Company Secretary

Encl - as stated above

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

PROCEEDINGS OF THE 133RD ANNUAL GENERAL MEETING OF THE COMPANY UNDER REGULATION 30 READ WITH PART A OF SCHEDULE III OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The 133rd Annual General Meeting ('AGM') of the Company was held on Thursday, September 28, 2023 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In accordance with Article 50 of the Articles of Association of the Company, Mr. Bipin Maira, Chairman of the Board of Directors Chaired the meeting.

At the commencement of the AGM, Mr. Yadvinder Goyal, Company Secretary of the Company extend warm welcome to the Board of Directors and members to the AGM of the Company. He then introduced the directors attended the meeting through VC / OAVM. He also informed that Mrs. Pragnya Parimita Pradhan proprietor of M/s Pragnya Pradhan and Associates, Secretarial Auditors of the Company as well as Scrutinizer for conducting the e-voting process of this 133rd AGM is attending the AGM through VC/OAVM and Mr. Deepak Gupta, representative of M/s S S Kothari Mehta and Company, Chartered Accountants, Statutory Auditors is also attending the AGM through VC/OAVM.

He further briefed the members on certain points regarding their participation at the AGM through VC/OAVM. Thereafter he requested the Chairman to deliver his speech and proceed with the meeting.

Mr. Bipin Maira, Chairman informed that the requisite quorum is being present and declared the meeting in order. The Chairman then delivered his speech. A copy of the Chairman's Speech is annexed herewith as **Annexure - A**.

The Chairman further informed that the Notice of this 133rd AGM and the Annual Report for the Financial Year 2022-23, have already been sent by email to the Members of the Company and are also available at the websites of the Company, BSE Limited and National Stock Exchange of India Limited, therefore the Notice of 133rd AGM is taken as read with the consent of members. Accordingly the following items of business, as per Notice of the 133rd AGM dated August 11, 2023 were transacted at the AGM:

Item No.	Resolutions	Type of Resolutions (Ordinary/Special)	Mode of Voting
Ordinary Business			
1.	Adoption of : a. the audited standalone	Ordinary	'Remote e-voting' and 'e-voting at AGM'.

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

	financial statements of the Company for the financial year ended March 31, 2023, the reports of the Board of Directors and Auditors thereon; and b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with Report of Auditors thereon.		
2.	Appointment of Mr. Jitendra Tuli (DIN - 00272930), who retires by rotation and being eligible, offers himself for re- appointment	Ordinary	'Remote e-voting' and 'e-voting at AGM'.
Special Business			
3.	Approval pursuant to Regulation 17(IA) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, for continuation of appointment of Mr. Jitendra Tuli (DIN - 00272930), in his capacity as a Director of the Company, whose office of Director is liable to retire by rotation.	Special	'Remote e-voting' and 'e-voting at AGM'.
4.	Ratification of remuneration payable to Cost Auditors for financial year 2023-24.	Ordinary	'Remote e-voting' and 'e-voting at AGM'.

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

5.	Approval for entering into Material Modification(s) in the existing Related Party Transaction(s) with Purearth Infrastructure Limited, a Joint Venture Company promoted by DCM Limited.	Ordinary	'Remote e-voting' and 'e-voting at AGM'.
6.	Approval for entering into Material Related Party Transaction(s) with Purearth Infrastructure Limited, a Joint Venture Company promoted by DCM Limited.	Ordinary	'Remote e-voting' and 'e-voting at AGM'.

The Registers as required under the Companies Act, 2013 were kept open for inspection.

The Chairman then informed that since Auditors Reports on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 and the Secretarial Audit Report of the Company for the financial year ended March 31, 2023 did not contain any qualifications, reservations and adverse remarks, so there is no need to read Auditors Report.

The Chairman then requested Mr. Ashwani Kumar Singhal, Chief Financial Officer of the Company, to answer shareholder queries. Mr. Ashwani Kumar Singhal then informed that some of the shareholders have registered themselves as speakers for the AGM and speakers were invited one by one. Queries/questions of speaker shareholders were responded by him in the meeting.

Thereafter, the Chairman informed that Mrs. Pragnya Parimita Pradhan, Practicing Company Secretary has been appointed as Scrutinizer for conducting the e-voting process. The Company has provided 'Remote e-voting' as well as 'e-voting facility at AGM' to the members to cast their votes, through electronic voting platform of NSDL.

The Chairman further informed that all the resolutions included in the notice of this AGM were put to vote through Remote e-voting. The 'Remote e-voting' was open from Monday, September 25, 2023 (9:00 a.m. IST) and ended on Wednesday, September 27, 2023 (5:00 p.m. IST).

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

The Chairman further informed that those members who have not cast their vote through 'Remote e-voting', have the opportunity to vote now and accordingly they may vote on the resolutions through the e-voting facility provided at AGM by NSDL.

The Chairman further informed that the combined results for 'Remote e-voting' and 'e-voting at AGM' will be placed on the website of the Company. The results will also be submitted to the BSE Limited and National Stock Exchange of India Limited as per the relevant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Thereafter, the Chairman requested the members, who have not cast their vote through 'Remote e-voting', to cast their votes through the e-voting facility provided at this 133rd AGM up to next fifteen (15) minutes. Thereafter, the Chairman concluded the meeting with a vote of thanks to the members. The e-voting module remained opened for 15 minutes for voting for the Members who have not cast their votes.

The details of the voting results ('Remote e-voting' and 'e-voting at AGM') on all the resolutions as set out in the Notice of this 133rd AGM along with Scrutinizer's Report shall be submitted separately in due course.

This is for your information and records.

For DCM Limited



Bipin Maitra
Chairman

Date - 28/09/2023
Place - Delhi

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

CHAIRMAN SPEECH

Dear Shareholders,

It gives me immense pleasure to extend a warm welcome to all of you at the 133rd AGM of DCM Limited, which happens to be the fourth consecutive one in the virtual mode.

I thank you for your presence through Video Conferencing and for your continued support.

I would like to brief you on the economic scenario and your Company's Business performance during the year 2022-23.

ECONOMIC SCENARIO

The global economy faced many challenges during the financial year 2022-23. These were primarily COVID-19 related disruptions, the Russian-Ukraine conflict and its adverse impact along with disruption in supply chain, mainly of food, fuel and fertilizer. The Central Banks across several economies led by the Federal Reserve responding with rate hikes to curb inflation, led to an appreciation of the US Dollar and the widening of the Current Account Deficit (CAD) in net importing economies.

India too like the rest of the world, faced this extraordinary set of challenges but withstood them better than most economies staging a better recovery ahead of many nations. As per the Economic Survey 2022-23, India is expected to witness GDP Growth of 6.0% to 6.8% in the financial year 2023-24, depending on the economic and political developments globally.

There are enough reasons to be optimistic about India's economic outlook in the year 2023-24. The growth in 2023-24 is expected due to solid domestic demand on account of the large and rising share of the upper middle-income population and the Government's thrust on infrastructure spending.

COMPANY'S BUSINESS PERFORMANCE

Let me now take you through the performance of your Company during financial year 2022-23:

Our businesses are broadly classified under three segments- 'Real Estate', 'IT-Infrastructure' and 'Engineering'.

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

Real Estate

The Company has initiated the process of development of its land parcel admeasuring about 68.35 acres situated near Mela Ground, Hisar, Haryana under a joint development agreement with a party. The Director Town and Country Planning, Haryana, granted license for setting up of affordable residential plotted colony under Deen Dayal Jan Awas Yojana-2016 on the Company's said Hisar land.

The Haryana Real Estate Authority, Panchkula has also registered the Company's said Hisar land project.

However, the Director Town and Country Planning, Haryana vide its order dated 18-04- 2023 suspended the said Licence till further orders, taking a note that an enquiry has been initiated against the Company by Deputy Commissioner, Hisar in respect of Company's said Hisar land.

The Company is taking appropriate steps in the matter for revocation of said suspension order. As per the legal advice, the Company has merits in the matter and thus holds the view that the said suspension order is likely to be revoked soon.

IT Infrastructure

The Company is engaged in the business of providing IT Infrastructure services specializing in networking, analytics, cloud and digital technologies through its wholly owned subsidiary namely DCM Infotech Limited.

During the year under review, the sales and other income of DCM Infotech Limited was about Rs. 71 crores as compared to Rs 69.55 crores in previous year and Profit before Tax was Rs. 10 crores as compared to Rs 9 crores in previous year.

Based on market conditions and the growth prospects both in India and the USA, DCM Infotech Limited is consistently investing to build capabilities in new areas in the IT services and related software domain.

Engineering

Since 2016, The Engineering Division of the Company has faced a challenging environment in which production of good quality products in a cost-effective way could not be achieved due to the continued situation of labour unrest. As a result, the Company was forced to declare lockout of the said Engineering Unit w.e.f. 22nd October, 2019, which continues as on date.

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in

The Scheme of Arrangement approved by the Board in its meeting held on 28th November, 2019, to revive and post sustainable profitability in the said Engineering business and restructuring of outstanding loan and liabilities pertaining to the said business, could not be filed with Hon'ble National Company Law Tribunal for seeking their approval, awaiting in principle approval of banks due to default in payment of their dues.

However on payment of dues by the Company of all the creditors including the banks, the section II of the said Scheme relating to restructuring of outstanding loans and liabilities, has become infructuous.

Therefore, the said Scheme was withdrawn by the Board of Directors of the Company in their meeting held on 29th May, 2023. The Board has also decided to formulate a fresh proposal for restructuring of its Engineering Business in consultation with legal and tax consultants

ACKNOWLEDGEMENT

On behalf of your Company's Board, I want to thank all the stakeholders, business associates, employees, banks and the Central and State Governments who have extended their support to the Company. With their cooperation, we are confident to turn around the current Business operation(s) of the Company with the ongoing restructuring exercise and will be able to progress on our growth path.

Let me express our deepest gratitude to each one of you, our shareholders. I look forward to your ongoing support.

.....

Registered office:

Unit Nos. 2050 to 2052, Plaza - II, 2nd Floor, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi - 110006.

Phone: (011) 41539170

CIN: L74899DL1889PLC000004, Website: www.dcm.in, Email Id: investors@dcm.in