.K. Gupta & Associates

**Company Secretaries** 

(0) 0161-2407500 0161-5049700 (R) 0161-2303137 (M) 098156-05702 H

#### CONSOLIDATED SCRUTINIZER REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman Vardhman Textiles Limited

45<sup>th</sup>Annual General Meeting of the Equity Shareholders of Vardhman Textiles Limited held on Thursday, the 27<sup>th</sup> day of September, 2018 at 11:00 a.m. at the Registered Office of the Company situated at Chandigarh Road, Ludhiana.

Dear Sir,

- 1. I, Bhupesh Gupta, of B.K. Gupta & Associates, Practicing Company Secretaries at 49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, was appointed as Scrutinizer by the Board of Directors of Vardhman Textiles Limited for the purpose of scrutinizing e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management And Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 45<sup>th</sup>Annual General Meeting of the Equity Shareholders of the Company held on 27.09.2018 at 11:00 a.m.at the Registered Office of the Company situated at Chandigarh Road, Ludhiana, submit our report as under.
- The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper "Business Standard" of wide circulation on 04.09.2018 and a Vernacular Newspaper "DeshSewak" on 04.09.2018.
- 3. The remote e-voting period commenced on 24<sup>th</sup> September, 2018 at 09:00 a.m. and ended on 26<sup>th</sup> September, 2018 at 05:00 p.m., the CDSL Portal was blocked for voting thereafter.
- 4. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remained and your and voting by ballots by the Shareholders on the resolutions proposed in the Norme

Office : 49/65, Harpal Nagar, Near Hotel Gulmor, Ferozepur Road, Ludhiana-141001. E-mail: bkg.majestic@gmail.com Resi-cum-Office : 137-F, Rishi Nagar, Opp. Aaykar Bhawan, Ludhiana-141 001 of the 45<sup>th</sup>Annual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of the ballot at the meeting are conducted in a fair and transparent manner and render Consolidate Scrutinizer Report of the total votes cast in the favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report prepared on the basis of votes casted through ballot process.

- 5. I, hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
- The results of the voting is as under:

#### A. Resolution-1: Ordinary Resolution

Adoption of Financial Statements for the financial year ended 31st March, 2018

#### i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	135		1,44,45,968	99.99%

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes ca by them	st % of the total number of valid votes cast
	2		65	0.01%

#### c) Invalid votes:

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



# ii. Voting through Ballot

#### a) Voted in favour of the resolution:

Number voted		Number of votes cast by them	% of the total number of valid votes cast
	111	35,74, 1,918	100

# b) Voted against the resolution:

Number voted	of	Members	Number of votes of by them	% of the total number of valid votes cast
	Ó		0	0

# c) Invalid votes:

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

# iii. Consolidated E-Voting And Ballot

#### a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	246		5,01,87,886	 99.99%

# b) Voted against the resolution:

Number voted	of	Members	Number of votes by them		% of the total number of valid votes cast
Sec. Stra	2	a that so the	65	1	0.01%



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

#### **RESULT FOR RESOLUTION NO.1**

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the votes cast against it, I report that the Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.

B. Resolution-2: Ordinary Resolution

Declaration of Dividend on equity shares.

- i. Voting through Electronic Means
- a) Voted in favour of the resolution:

Number voted	of	Number of votes of by them	% of the total number of valid votes cast
	137	1,44,86,342	99.99%

b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	2		65	0.01%

#### c) invalid votes:

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



# ii. Voting through Ballot

# a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	111		3,57,41,918	100

# b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	0		0	0

# c) Invalid votes:

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

# iii. Consolidated E-Voting And Ballot

# a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes ca by them	ast % of the total number of valid votes cast
	248		5,02,28,260	99.99%

# b) Voted against the resolution:

Number of Members	Number of votes cast	% of the total number
voted	by them	of valid votes cast
2	65	0.01%

#### c) Invalid votes:

Total Number of m votes are declared inv	Total number of vote	es cast by them
0	0	ALASSO A
	5 15 · · · · ·	3
	1. A . A . A . A . A . A . A . A . A . A	FCS-4590
		* CP.5/00
		Coldon and

#### **RESULT FOR RESOLUTION NO.2**

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the votes cast against it, I report that the Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.

# C. Resolution-3: Ordinary Resolution

Re-appointment of Mr. Sachit Jain as a Director liable to retire by rotation.

#### i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	cast	% of the total number of valid votes cast
	130		1,42,54,531		98.40%

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	9		2,31,876	1.60%

#### c) Invalid votes:

	of members ed invalid	whose	Total number of votes cast by them
	0	0	

#### ii. Voting through Ballot

a) Voted in favour of the resolution:

Number voted	of	Number of votes by them	% of the total number of valid votes cast
100 m	102	3,48,99,878	99.99%



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#### b) Voted against the resolution:

Number voted	of	Members	Number of votes of by them	 % of the total number of valid votes cast
1	1		25	0.01%

#### c) Invalid votes:

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

#### iii. Consolidated E-Voting And Ballot

#### a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	cast	% of the total number of valid votes cast
	232		4,91,54,409		99.49%

b) Voted against the resolution:

Number voted	of	Number of votes by them	% of the total number of valid votes cast
	10	 2,31,901	0.51%

#### c) Invalid votes:

	of members ed invalid	whose	Total number of votes cast by them
	0	0	

#### **RESULT FOR RESOLUTION NO.3**

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the votes cast against it, I report that the Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.



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# D. Resolution-4: Ordinary Resolution

Appointment of Dr. Parampal Singh as a Independent Director

# i. Voting through Electronic Means

# a) Voted in favour of the resolution:

Number	of	Members	Number of votes cas by them	it % of the total number of valid votes cast
	135		1,43,55,557	99.81%

# b) Voted against the resolution:

Number	of	Members	Number of votes cases by them	it % of the total number of valid votes cast
	3		27,898	0.19%

#### c) Invalid votes:

	Number are decla			Total number of votes cast by them	
votes	are decia	C	Invana	0	

# ii. Voting through Ballot

a) Voted in favour of the resolution:

Number	of	Members	Number of votes ca by them	ast	% of the total number of valid votes cast
4	110		3,57,28,118		100

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes of by them	cast	% of the total number of valid votes cast
	0	*	0		0



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	of members red invalid	whose	Total number of votes cast by them
	0	0	

#### iii. Consolidated E-Voting And Ballot

#### a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	245		5,00,83,675	99.94%

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	3		27,898	 0.06%

#### c) Invalid votes:

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

# **RESULT FOR RESOLUTION NO.4**

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the votes cast against it, I report that the Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.



# E. Resolution-5: Special Resolution

Re-appointment of Mr. Davendra Bhushan Jain as an Independent Director.

# i. Voting through Electronic Means

# a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes construction of them	ast % of the total number of valid votes cast
	134		1,43,55,546	99.81%

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes of by them	% of the total number of valid votes cast
	4		27,909	0.18%

# c) Invalid votes:

	ose Total number of votes cast by them
votes are declared invalid 0	0

# ii. Voting through Ballot

# a) Voted in favour of the resolution:

Number	of	Number of votes cast by them	% of the total number of valid votes cast
	110	3,57,28,118	100

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes ca by them	st % of the total number of valid votes cast
	0		0	0

Total Number of members whose votes are declared invalid					Total number of votes cast by them
	and the factor	C		0	

#### iii. Consolidated E-Voting And Ballot

a) Voted in favour of the resolution

Number voted	of	Members	Number of votes of by them	% of the total number of valid votes cast
	244		5,00,83,664	99.81%

#### b) Voted against the resolution:

Number voted	of	Number of votes of by them	% of the total number of valid votes cast
	4	27,909	0.18%

#### c) Invalid votes:

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

#### **RESULT FOR RESOLUTION NO.5**

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the three fourth of votes cast against it, I report that the Special Resolution in respect of the above mentioned business has been passed by the Shareholders as Special Resolution.



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# F. Resolution-6: Ordinary Resolution

Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2019.

# i. Voting through Electronic Means

#### a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
01. 11	137		1,44,86,348	99.99%

# b) Voted against the resolution:

Number voted	of	Number of votes by them	% of the total number of valid votes cast
	2	65	0.01%

# c) Invalid votes:

-

Total	Number	of	members	whose	Total number of votes cast by them
votes	are decla	red	invalid		
	1	0			0

#### ii. Voting through Ballot

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
C. Desk	111		35741918	100

# b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	0		0	0



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

#### iii. Consolidated E-Voting And Ballot

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes of by them	cast	% of the total number of valid votes cast
	248		5,02,28,266		99.99%

#### b) Voted against the resolution:

Number voted	of	Number of votes by them	% of the total number of valid votes cast
	2	65	0.01%

#### c) Invalid votes:

Total	Number	of	members	whose	Total number of votes cast by them
votes	are decla	red	invalid		
	101.000 FC	0			0

# **RESULT FOR RESOLUTION NO.6**

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the votes cast against it, I report that the Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.



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# H. Resolution-8: Special Resolution

Continuation of Directorship of Dr. Subash Khanchand Bijlani as a Non- Executive Director.

# i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes cas by them	t % of the total number of valid votes cast
	128		1,41,09,579	98.14%

# b) Voted against the resolution:

Number voted	of	Members	Number of votes ca by them	ast % of the total number of valid votes cast
-	8		2,66,865	1.86%

#### c) Invalid votes:

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

# ii. Voting through Ballot

a) Voted in favour of the resolution:

Number voted	of	Number of votes cast by them	% of the total number of valid votes cast
1. S.	111	3,57,41,918	100

b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	cast	% of the total number of valid votes cast and as a contract of the second secon
	0		0		0

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

#### v. Consolidated E-Voting And Ballot

#### g) Voted in favour of the resolution:

Number voted	of	Members	Number of votes of by them	% of the total number of valid votes cast
	239		4,98,51,497	99.47%

#### h) Voted against the resolution:

Number voted	of	Number of votes by them	% of the total number of valid votes cast
	8	2,66,865	0.53%

#### i) Invalid votes:

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

#### **RESULT FOR RESOLUTION NO.8**

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the three fourth votes cast against it, I report that the Special Resolution in respect of the above mentioned business has been passed by the Shareholders as Special Resolution Resolution.



# I. Resolution-9: Special Resolution

Continuation of Directorship of Mr. Prafull Anubhai as a Non- Executive Director.

# i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes c by them	% of the total number of valid votes cast
	108		1,29,01,978	89.74%

# b) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	30		14,74,477	10.26%

c) Invalid votes:

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

# ii. Voting through Ballot

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a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them		% of the total number of valid votes cast
	111		3,57,41,918	_	100

#### b) Voted against the resolution:

Number o voted	f Members	Number of votes ca by them	ast % of the total number of valid votes cast
(	)	0	0 Standard
			90°C4.2

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

#### vi. Consolidated E-Voting And Ballot

#### j) Voted in favour of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	219		4,86,43,896	97.06%

# k) Voted against the resolution:

Number voted	of	Members	Number of votes by them	% of the total number of valid votes cast
	30		14,74,477	 2.94%

#### l) Invalid votes:

				Total number of votes cast by them			
votes	are decla	rea	Invalid				
0					0		

#### **RESULT FOR RESOLUTION NO.9**

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the three fourth votes cast against it, I report that the Special Resolution in respect of the above mentioned business has been passed by the Shareholders as Special Resolution.



# J. Resolution-10: Special Resolution

Continuation of Directorship of Mr. Ashok Kumar Kundra as a Non- Executive Director.

# i. Voting through Electronic Means

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes cas by them	t % of the total number of valid votes cast
	132	1 Martinet	1,41,60,001	98.50%

#### b) Voted against the resolution:

Number voted	of	Members	Number of votes c by them	ast % of the total number of valid votes cast
5			2,16,454	1.50%

#### c) Invalid votes:

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

# ii. Voting through Ballot

a) Voted in favour of the resolution:

Number voted	of	Members	Number of votes by them		% of the total number of valid votes cast
	111		3,57,41,918	8-1-1	100

b) Voted against the resolution:

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

#### vii. Consolidated E-Voting And Ballot

#### m) Voted in favour of the resolution:

Number voted	of	Members	Number of votes ca by them	st % of the total number of valid votes cast
	243		4,99,01,919	99.56%

#### n) Voted against the resolution:

Number of Members voted 5		Members	Number of votes by them			Contraction of the			total otes ca	
		2,16,454			0.44%					

#### o) Invalid votes:

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

#### **RESULT FOR RESOLUTION NO.10**

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 45<sup>th</sup> AGM were more than the three fourth votes cast against it, I report that the Special Resolution in respect of the above mentioned business has been passed by the Shareholders as Special Resolution.



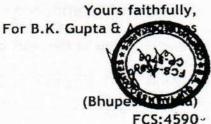
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7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 45<sup>nd</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You.

Place: Ludhiana Dated: 28.09.2018



C.P. NO: 5708 Scrutinizer

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) and also votes polled through ballot were opened and processed in our presence at 12:30 a.m. on 27<sup>th</sup> September, 2018.

(Sahit Khurana)

(Nikita Tayal)

# **Details of Voting Results**

{Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

Date of AGM:	27 <sup>th</sup> September, 2018
Total Number of Shareholders on record date. (Book Closure date - 17.09.2018 to 27.09.2018)	22,064
No. of Shareholders present in the meeting either in person or through proxy:	Carpton - Los Carpones - Los Carpone
a) Promoter and Promoter group:	17
b) Public:	45
No. of Shareholders attended the meeting through video conferencing:	
a) Promoter and Promoter group:	Nil
b) Public:	Nil
Mode of Voting	E-voting and Poll

#### AGENDA WISE DISCLOSURE:

The Agenda wise disclosure of the voting results of the businesses transacted at the 7<sup>th</sup> Annual General Meeting of the members of the Company held on Friday, 22<sup>nd</sup> September, 2017 is enclosed.

Further, a copy of result declared for the 7<sup>th</sup> Annual General Meeting along with Scrutinizer's Report is also being placed on the website of the Company at <u>www.vardhman.com/</u> <u>www.vardhmansteel.com</u> and on the website of Central Depository Services (India) Limited (CDSL) at <u>www.evotingindia.com</u>.

# Adoption of Financial Statements for the financial year ended March 31, 2018.

Resolution R (Ordinary/Sp					Ordinary Resolution					
	moter/promo	ter group are I	nterested in th	ne		No	010			
Category	Mode of Voting		No. of Shares held	No. of Votes Polled	% of Votes Polled on outstandi ng shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes agains t on votes polled	
		(1)	(2)	(3)=[(2)/(1 )]*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5 )/(2)]* 100		
Promoter	E-Voting		· -	-	1990 A	-	1.1.1.	-		
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0		
Promoter Group	Postal Ballot (If Applicable )	3,56,95,692	-	-	-	•	-	-		
	Total	3,56,95,692	3,56,95,692	100	3,56,95,692	0	100	0		
Public-	E-Voting		1,44,33,287	91.28	1,44,33,287	0	100	0		
Institutions	Poll		-	-	-	-	-	-		
n kan an Serie de Serie de Serie Necessarie de Serie de Serie	Postal Ballot (If Applicable )	15,811,237		-	- 	-				
	Total	15,811,237	1,44,33,287	91.28	1,44,33,287	0	100	0		
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51		
	Poli		46,226	100	46,226	0	100	0		
	Postal Ballot (If Applicable )	59,37,331		-	-	-		-		
	Total	59,37,331	58,972	0.99	58907	65	99.89	0.11		
Total		5,74,44,260	5,01,87,951	87.37	5,01,87,886	65	99.99	0.01		

# Declaration of Dividend on Equity Shares

Total		5,74,44,260	5,02,28,325	87.42	5,02,28,260	65	99-99	0.01
	Total	59,37,331	58,972	0.99	58,907	65	99.89	0.11
	Postal Ballot (If Applicabl e)	59,37,331	-	-		-		-
	Poll	1.	46,226	100	46,226	0	100	0
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51
6/3	Total	15,811,237	1,44,73,661	100	1,44,73,661	0	100	0
	Postal Ballot (If Applicabl e)	15,811,237	-	-				
Institutions	Poll		-	-	-	-	-	-
Public-	Total E-Voting	3,56,95,692	<b>3,56,95,69</b> 2 1,44,73,661	100 100	<b>3,56,95,692</b> 1,44,73,661	0	100	<b>0</b>
Promoter Group	Postal Ballot (If Applicabl e)	3,56,95,692		-		-		
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0
Promoter	E-Voting				-		-	-
Borry	Voting	Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outsta nding shares (3)=[(2) /(1)]*10 0	In favor (4)	votes- against (5)	in favor on votes polled (6)=[(4)/(2 )]*100	Votes against on votes polled (7)=[(5)/( 2)]*100
agenda/resol	Mode of	No. of	No. of votes- No. of % of Votes % of					
		oter group are	No					
Ordinary/Spe								

# Re-appointment of Mr. Sachit Jain as a Director liable to retire by rotation.

Resolution Rec (Ordinary/Spec						Ordinary R	esolution		
Whether promoter/promoter group are Interested in the agenda/resolution?					Yes				
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled	
		(;)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4)/( 2)]*100	(7)=[(5)/( 2)]*100	
Promoter	E-Voting		-	-	-	-	-		
and	Poll		3,48,53,677	97.64	3,48,53,677	0	97.64	0.	
Promoter Group	Postal Ballot (If Applicabl e)	3,56,95,692	-		-	-			
	Total	3,56,95,692	3,48,53,677	97.64	3,48,53,677	0	97.64	0	
Public- Institutions	E-Voting Poll		1,44,73,661	91.54	1,42,41,850	2,31,811	98.40	1.60	
	Postal Ballot (If Applicabl e)	15,811,237	-	-	-	-	-	-	
	Total	15,811,237	1,44,73,661	91.54	1,42,41,850	2,31,811	98.40	1.60	
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51	
mstreations	Poll		46,226	0.78	46,201	25	99.95	0.05	
	Postal Ballot (If Applicabl e)	59,37,331	-			-	-	-	
	Total	59,37,331	58,972	0.99	58,882	90	99.85	0.15	
Total		5,74,44,260	4,93,86,310	85.97	4,91,54,409	231901	99.49	0.51	

# Appointment of Dr. Parampal Singh as an Independent Director of the Company

		langust .	1. 90	na wa sede	the second se	Ordinary	Resolution		
(Ordinary/Special)Whether promoter/promoter group are Interested in the agenda/resolution?CategoryMode of VotingNo. of Shares heldNo. of Votes% V Polled% PolledPromoter and Promoter GroupE-Voting Ballot (If Applicabl e)10)3,56,95,6923,56,95,692Public- InstitutionsF-Voting Postal Ballot (If Applicabl e)3,56,95,6923,56,95,6921,43,70,709Public- InstitutionsF-Voting Postal Ballot (If Applicabl e)15,811,2371,43,70,7091Public- Postal Ballot (If Applicabl e)15,811,237111Public- Postal Ballot (If Applicabl e)15,811,237111Public-Non E-VotingE-Voting12,74611				the	No				
Category		and the second sec	Votes	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- agains t	% of Votes in favor on votes polled	% of Votes against on votes polled	
	Netro e	(1)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4)/(2 )]*100	(7)=[(5)/( 2)]*100	
Promoter		3,56,95,692				-	A CONTRACT		
and			3,56,95,692	100	3,56,95,692	0	100	0	
ind Promoter	Ballot (If Applicabl			-		-			
	Total	3,56,95,692	3,56,95,692	100	3,56,95,692	0	100	0	
Public- Institutions			1,43,70,709		1,43,42,875	27,833			
	Postal Ballot (If Applicabl	15,811,237					41. 141.		
	Total	15,811,237	The first states		die die		L. Andrew		
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51	
	Poll		32,426	0.55	32,426	0	100	0	
	The second s	59,37,331	-	-	А	-	n daar tii Gester Seen Maaran Kasen		
	Total	59,37,331	45,172	0.76	45,107	65	99.86	0.14	
Total	1280	5,74,44,260	5,01,11,573	87.24	5,00,83,675	27898	99-94	0.06	

(如本)-4-5(4)

# Re- appointment of Mr. D.B. Jain, Independent Director of the Company

						Special R	esolution	
VotingShares heldVotes PolledVotes Polled2(1)(2)(3)2(1)(2)(3)2(1)(2)(3)2(1)(2)(3)2Poll3,56,95,69212Postal Bailot (If Applicabl e)3,56,95,6923,56,95,69221015,811,2371,43,70,7092Postal Ballot (If Applicabl e)15,811,2371,43,70,709215,811,2371,43,70,7091215,811,2371,2,7461212,74612,74612Postal Ballot (If Applicabl e)59,37,33132,4262Postal Ballot (If Applicabl e)59,37,331-			the	No				
Category			Votes	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- agains t	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4)/(2 )]*100	(7)=[(5)/( 2)]*100
Promoter	E-Voting	3,56,95,692	-	-	-	-		-
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0
Promoter Group	Bailot (If Applicabl		-	-	-		-	-
		3,56,95,692	3,56,95,692	100	3,56,95,692	0	% of Votes in favor on votes polled (6)=[(4)/(2 )]*100	0
Public-	E-Voting	Les and a straight	1,43,70,709	90.89	1,43,42,876	27,833	99.81	0.19
Institutions	Poll		-	-	-	-	-	-
	Ballot (If Applicabl	15,811,237	-	•	-			
		15,811,237	1,43,70,709	90.89	1,43,42,876	27,833	99.81	0.19
Public-Non Institutions	E-Voting		12,746	0.21	12,670	76	99.40	0.60
	Poll		32,426	0.55	32,426	0	100	0
		59,37,331		-		-		-
a start	Total	59,37,331	45,172	0.76	45,096	76	99.83	0.17
Total		5,74,44,260	5,01,11,573	87.24	5,00,83,664	76	99.81	0.18

# Ratification of remuneration payable to Cost Auditors for the financial year ending 31st March, 2019

			Six the		Sec. Sec.	Ordinary	Resolution	
VotingShares heldVotes PolledVotes PolledVotingShares heldVotes PolledPolledon outs ndin shar(1)(2)(3)= /(1)]Promoter and Pormoter GroupE-Voting Ballot (If Applicabl e) $ -$ Postal e) $3,56,95,692$ $ -$ Public- nstitutionsE-Voting Postal Ballot (If Applicabl e) $3,56,95,692$ $100$ Public- nstitutionsFoll $ -$ Postal Ballot (If Applicabl e) $15,811,237$ $1,44,73,661$ $100$ Public- Non InstitutionsE-Voting Poll $15,811,237$ $1,44,73,661$ $100$ Public-Non InstitutionsE-Voting Poll $12,746$ $0.$ Public-Non InstitutionsFoll $50,37,331$ $100$			the	No				
Category	and the second		Votes	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- agains t	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4)/(2 )]*100	(7)=[(5)/( 2)]*100
Promoter	E-Voting	3,56,95,692	-	-			-	-
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0
Promoter Group	Ballot (If Applicabl			-				
	Total	3,56,95,692	3,56,95,692	100	3,56,95,692	0	% of Votes in favor on votes polled (6)=[(4)/(2 )]*100	0
Public-	E-Voting		1,44,73,661	100	1,44,73,661	0	100	0
Institutions	Poll		-	-	- 6	-	7.5	7.4
	Ballot (If Applicabl	15,811,237		-				19 Q.S.
	Total	15,811,237	1,44,73,661	100	1,44,73,661	0	100	0
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
		59,37,331		-	-	-		
	Total	59,37,331	58,972	0.99	58,907	65	99.89	0.11
Total	10.00	5,74,44,260	5,02,28,325	87.42	5,02,28,260	65	99-99	0.01

# Re- appointment of Mr. S.P. Oswal as the Managing Director of the company.

Resolution Re						Special Re	solution	
Ordinary/Spe Whether pron agenda/resolu	noter/prom	oter group are	Interested in	the		Ye	S	an a
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outsta nding shares (3)=[(2) /(1)]*10	No. of votes- In favor (4)	No. of votes- against (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)]*100	% of Votes against on votes polled (7)=[(5)/( 2)]*100
				0				
Promoter	E-Voting		-	-	-		-	-
and	Poll		3,48,53,677	97.64	3,48,53,677	0	100	0
Promoter Group	Postal Ballot (If Applicabl e)	3,56,95,692						
	Total	3,56,95,692	3,48,53,677	97.64	3,48,53,677	0	100	0
Public-	E-Voting		1,44,73,661	91.54	1,44,38,957	34,704	99.76	0.24
Institutions	Poll		-	-	-	-		-
	Postal Ballot (If Applicabl e)	15,811,237	-	-		-	-	-
	Total	15,811,237	1,44,73,661	91.54	1,44,38,957	34,704	99.76	0.24
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51
Institutions	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicabl e)	59,37,331	-	-	-	-		-
	Total	59,37,331	58,972	0.99	58,907	65	99.89	0.11
Total		5,74,44,260	4,93,86,310	85.97	4,93,51,541	34,769	99.93	0.07

# Approval of continuation of directorship of Dr. S.K. Bijlani as Non- Executive Director of the Company.

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						Special Res	olution	
VotingShares heldVotes PolledVo Po on ou nd sha(1)(2)(3) /(1)(1)(2)(3) /(1)(1)(2)(3) /(1)Promoter and Poll Postal Ballot (If Applicabl e)3,56,95,6921Public- InstitutionsE-Voting Postal Ballot (If Applicabl e)3,56,95,6921Public- InstitutionsE-Voting Postal Ballot (If Applicabl e)1,43,63,70994Public- InstitutionsFostal Ballot (If Applicabl e)15,811,2371,43,63,70994Public- InstitutionsE-Voting Poll12,7350Public-Non InstitutionsE-Voting Poll12,7350Postal Ballot (If Applicabl e)59,37,33146,2261Postal Ballot (If Applicabl e)59,37,331-1		the	No					
Category	and the second se		Votes	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2) /(1)]*10 0	(4)		(6)=[(4)/ (2)]*100	(7)=[(5)/( 2)]*100
Promoter	E-Voting		-	-	-	-	-	-
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0
Promoter Group	Ballot (If Applicabl	3,56,95,692	-	-		-		
	Total	3,56,95,692	3,56,95,692	100	3,56,95,692	0	100	0
Public- Institutions			1,43,63,709	90.84	1,40,96,909	2,66,800	98.14	1.86
	Ballot (If Applicabl	15,811,237	-	-		-	2.4.2	-
	Total	15,811,237	1,43,63,709	90.84	1,40,96,909	2,66,800	98.14	1.86
Public-Non Institutions	E-Voting			0.21	12670	65	99.49	0.51
	Poll	$\begin{array}{c c c c c c c c c c c c c c c c c c c $	46,226	0	100	0		
	Ballot (If Applicabl	59,37,331	-	-	-	\$		
	Total	59,37,331	58,961	0.99	58,896	65	99.89	0.11
Total		5,74,44,260	5,01,18,362	87.25	4,98,51,497	2,66,865	99.47	0.53

# Approval of continuation of directorship of Mr. Prafull Anubhai as Non- Executive Director of the Company.

						Special Res	olution		
VotingShares heldVotes PolledVotes PolledVotes PolledPromoter and Promoter GroupE-Voting Postal Ballot (If Applicabl e) $(1)$ $(2)$ $(3)$ Postal Ballot (If Applicabl e) $3,56,95,692$ $3,56,95,692$ $2$ Public- InstitutionsFe-Voting Postal Ballot (If Applicabl e) $3,56,95,692$ $3,56,95,692$ $2$ Public- InstitutionsFootal Ballot (If Applicabl e) $15,891,799$ $1,43,63,709$ $2$ Public-Non InstitutionsE-Voting Poll $15,891,799$ $1,43,63,709$ $2$ Public-Non InstitutionsE-Voting Poll $12,746$ $46,226$ $2$ Public-Non InstitutionsFootal Ballot (If Applicabl e) $59,37,331$ $58,972$ $3$		the	No						
Category				Votes	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4) /(2)]*10 0	(7)=[(5)/( 2)]*100	
Promoter	E-Voting	-	-	-	-		-	-	
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0	
Promoter Group	Ballot (If Applicabl	3,56,95,692			-			-	
	-	3,56,95,692	3,56,95,692	100	3,56,95,692	0	100	0	
Public-	E-Voting		1,43,63,709	90.38	1,28,89,297	14,74,412	89.74	10.26	
Institutions	Poll	1	-	-				-	
	Ballot (If Applicabl	15,891,799	-	-	-			-	
	Total	15,891,799	1,43,63,709	90.38	1,28,89,297	14,74,412	89.74	10.26	
Public-Non Institutions	E-Voting			0.21	12,681	65	99-49	0.51	
1. A.	Poll		46,226	100	46,226	. 0	100	0	
	Ballot (If Applicabl	59,37,331					-		
		59,37,331	58,972	0.99	58,907	65	99.89	0.11	
Total		5,74,44,260	5,01,18,373	87.25	4,86,43,896	14,74,477	97.06	2.94	

Approval of continuation of directorship of Mr. A.K. Kundra as Non- Executive Director of the Company.

Resolution Re			ap	and the same	ing an	Special Re	solution	
(Ordinary/Spe Whether prop agenda/resol	moter/prom	oter group are	Interested in	the		. No		
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outsta nding shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2) /(1)]*10 0	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/( 2)]*100
Promoter	E-Voting	3,56,95,692	-	-	-	-	-	-
and	Poll		3,56,95,692	100	3,56,95,692	0	100	0
and Promoter Group	Postal Ballot (If Applicabl e)		-	-	-	-	-	-
	Total	3,56,95,692	3,56,95,692	100	3,56,95,692	0	% of Votes in favor on votes polled (6)=[(4)/ (2)]*100	0
Public- Institutions	E-Voting Poll		1,43,63,709	90.38 -	1,41,47,320	2,16,389	98.49	1.51
	Postal Ballot (If Applicabl e)	15,891,799	-	-	-	-	-	
	Total	15,891,799	1,43,63,709	90.38	1,41,47,320	2,16,389	98.49	1.51
Public-Non Institutions	E-Voting		12,746	0.21	12,681	65	99.49	0.51
	Poll		46,226	100	46,226	0	100	0
	Postal Ballot (If Applicabl e)		-	-	-		-	
	Total		58,972	0.99	58,907	65	99.89	0.11
Total		5,74,44,260	5,01,18,373	87.25	4,99,01,919	2,16,454	99.56	0.44

All resolutions from Item No. 1 to 10 passed by requisite majority.