



Date: September 01, 2024

To,  
The Listing Department,  
BSE Limited,  
P J Towers, Dalal Street,  
Fort, Mumbai – 400 001

Scrip ID : CRESSAN,  
Scrip Code : 512379

Subject: Submission of Scrutinizer report and voting results.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Voting results and Scrutinizer's report for the e-voting for the 39<sup>th</sup> Annual General Meeting of the company held on Monday, 30<sup>th</sup> September 2024 at 2:00 PM through Video Conferencing ("VC")/Other Audio-Visual Means ("OVAM").

Kindly take the above cited information on your records.

Thanking You,

For CRESSANDA RAILWAY SOLUTIONS LIMITED  
(formerly known as Cressanda Solutions Limited)

Sunilkumar Trivedi  
(Company Secretary)  
Membership No. A55181

**CRESSANDA RAILWAY SOLUTIONS LIMITED**  
*(Formerly known as Cressanda Solutions Limited)*

CIN: L73100MH1985PLC037036

**Registered Office Address:** Flat no.12A, 3rd Floor, Embassy Centre, Jamnalal Bajaj Marg, Plot no 207, Nariman Point, Mumbai, Maharashtra – 400021, India

**Branch Office:** 6th Floor, Crescent Towers, 229, AJC Bose Road, Elgin Rd, Opposite to Minto Park, Kolkata, West Bengal - 700020, India

E-mail: [info@cressanda.com](mailto:info@cressanda.com) ; Contact: + 91-8169245676 ; Website : [www.cressanda.com](http://www.cressanda.com)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March 2024, the Statement of Profit & Loss, Cash Flow, Changes in Equity and notes thereto of the company for the financial year ended 31st March 2024 and the Report of the Board's 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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	308280	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2038500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20878423	23014	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	412929729	20901437	5.0617	20878423	23014	99.8899	0.1101
<b>Total</b>		415276509	20901437	5.0331	20878423	23014	99.8899	0.1101

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 Mr. Arun Kumar Tyagi, Managing Director (DIN: 05195956) who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	308280	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2038500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20879654	21783	99.8958	0.1042
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	412929729	20901437	5.0617	20879654	21783	99.8958	0.1042
<b>Total</b>		415276509	20901437	5.0331	20879654	21783	99.8958	0.1042

Resolution (3)								
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 Mr. Rajkumar Dinesh Masalia, Executive Director (DIN:09772787) who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		308280	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2038500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20878423	23014	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		412929729	20901437	5.0617	20878423	23014	99.8899
<b>Total</b>		415276509	20901437	5.0331	20878423	23014	99.8899	0.1101

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. H Rajen & Co., Chartered Accountants, Mumbai (FRN: 108351W), as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the Forty-Fourth (44th) Annual General Meeting and to fix their remuneration				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		308280	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2038500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20880375	21062	99.8992	0.1008
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		412929729	20901437	5.0617	20880375	21062	99.8992
<b>Total</b>		415276509	20901437	5.0331	20880375	21062	99.8992	0.1008

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve existing as well as new material related party transactions with Mastermind Advertising Private Limited, Subsidiary 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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	308280	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2038500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20880375	21062	99.8992	0.1008
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	412929729	20901437	5.0617	20880375	21062	99.8992	0.1008
<b>Total</b>		415276509	20901437	5.0331	20880375	21062	99.8992	0.1008

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify and approve the variation in the objects of the Rights Issue pursuant to the letter of offer dated June 12, 2023.				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	308280	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2038500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20880440	20997	99.8995	0.1005
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	412929729	20901437	5.0617	20880440	20997	99.8995	0.1005
<b>Total</b>		415276509	20901437	5.0331	20880440	20997	99.8995	0.1005

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in the terms of appointment and remuneration of Mr. Arun Kumar Tyagi (DIN: 05195956), 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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	308280	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2038500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20878421	23016	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	412929729	20901437	5.0617	20878421	23016	99.8899	0.1101
<b>Total</b>		415276509	20901437	5.0331	20878421	23016	99.8899	0.1101



# JCA & Co.

## Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

## **SCRUTINIZER'S REPORT**

*Pursuant to section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014*

To,  
The Board of Directors  
Cressanda Railway Solutions Limited  
Flat No.12A, 3rd Floor, Embassy Centre,  
Jamnalal Bajaj Marg, Plot No. 207, Nariman Point,  
Mumbai (Maharashtra), India – 400021

The 39<sup>th</sup> Annual General Meeting of Cressanda Railway Solutions Limited held on Monday, 30<sup>th</sup> September 2024 at 2:00 P.M. Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

I, CS Chirag Jain, Partner, M/s. JCA & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing the remote E-Voting process and poll process carried out at the 39<sup>th</sup> Annual General Meeting under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 A.M IST on Friday, 27<sup>th</sup> September, 2024 up to 5.00 P.M IST on Sunday, 29<sup>th</sup> September, 2024.
2. Electronic copy of the Annual Report 2023-24 and the Notice of the Annual General Meeting were sent to all members whose email addresses are registered with the Company/depository participant(s).
3. The voting rights were reckoned as on Monday, 23<sup>rd</sup> September, 2024, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on 01<sup>st</sup> October 2024, in the presence of two witnesses.



# JCA & Co.

## Company Secretaries Firm

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Mumbai – 400066

### **Resolution No. 1 : - Ordinary Resolution**

To consider and adopt the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March 2024, the Statement of Profit & Loss, Cash Flow, Changes in Equity and notes thereto of the company for the financial year ended 31st March 2024 and the Report of the Board's and Auditors thereon

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	137	0	96
Number of votes cast by them	19986020	0	46363550
% of Total Number of valid votes cast	95.6203%	0	95.6203%

#### **(ii) Voted against the resolution**

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	4	0	4
Number of votes cast by them	915417	0	915417
% of Total Number of valid votes cast	4.3797%	0	4.3797%

#### **(iii) Invalid Votes – Nil**



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## Company Secretaries Firm

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Mumbai – 400066

### **Resolution No. 2 : - Ordinary Resolution**

To appoint a director in place of Mr. Arun Kumar Tyagi, Managing Director (DIN: 05195956) who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	136	0	136
Number of votes cast by them	20879654	0	20879654
% of Total Number of valid votes cast	99.8959%	0	99.8959%

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	5	0	5
Number of votes cast by them	21783	0	21783
% of Total Number of valid votes cast	0.1042%	0	0.1042%

#### **(iii) Invalid Votes – Nil :**



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## Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

### **Resolution No. 3 : - Ordinary Resolution :**

To appoint a director in place of Mr. Rajkumar Dinesh Masalia, Executive Director (DIN:09772787) who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	134	0	134
Number of votes cast by them	20878423	0	20878423
% of Total Number of valid votes cast	99.8899%	0	99.8899%

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	7	0	7
Number of votes cast by them	23014	0	23014
% of Total Number of valid votes cast	0.1101%	0	0.1101%

#### **(iii) Invalid Votes – Nil**



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## Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

### **Resolution No. 4 : - Ordinary Resolution**

To appoint M/s. H Rajen & Co., Chartered Accountants, Mumbai (FRN: 108351W), as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the Forty-Fourth (44th) Annual General Meeting and to fix their remuneration:

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	137	0	137
Number of votes cast by them	20880375	0	20880375
% of Total Number of valid votes cast	99.8992%	0	99.8992%

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	4	0	4
Number of votes cast by them	21062	0	21062
% of Total Number of valid votes cast	0.1008%	0	0.1008%

#### **(iii) Invalid Votes – Nil**





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## Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

### **Resolution No. 5 : - Ordinary Resolution**

To approve existing as well as new material related party transactions with Mastermind Advertising Private Limited, Subsidiary Company.

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	137	0	137
Number of votes cast by them	20880375	0	20880375
% of Total Number of valid votes cast	99.8992%	0	99.8992%

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	4	0	4
Number of votes cast by them	21062	0	21062
% of Total Number of valid votes cast	0.1008%	0	0.1008%

#### **(iii) Invalid Votes – Nil**



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## Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

### **Resolution No. 6 : - Special Resolution**

To ratify and approve the variation in the objects of the Rights Issue pursuant to the letter of offer dated June 12, 2023.

(i) Voted in favour of resolution:

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	137	0	137
Number of votes cast by them	20880440	0	20880440
% of Total Number of valid votes cast	99.8995%	0	99.8995%

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	4	0	4
Number of votes cast by them	20997	0	20997
% of Total Number of valid votes cast	0.1005%	0	0.1005%

**(iii) Invalid Votes – Nil**



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## Company Secretaries Firm

Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

### **Resolution No. 7 : - Special Resolution**

To approve revision in the terms of appointment and remuneration of Mr. Arun Kumar Tyagi (DIN: 05195956), Managing Director of the company.

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	134	0	134
Number of votes cast by them	20878421	0	20878421
% of Total Number of valid votes cast	99.8899%	0	99.8899%

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

Particulars	Remote Evoting	Poll Form at the AGM	Total
Number of Members voting	7	0	7
Number of votes cast by them	23016	0	23016
% of Total Number of valid votes cast	0.1101%	0	0.1101%

#### **(iii) Invalid Votes – Nil**





Cell: 9892846438  
Email: CHIRAGKCHHABRA@GMAIL.COM

# JCA & Co.

## Company Secretaries Firm


Office No. 23 Ground Floor, Swaymbhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
Mumbai – 400066

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All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 29<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Yours Faithfully,

For M/s. JCA & Co.  
Practicing Company Secretaries



CS Chirag Jain  
Partner  
FCS No: F11127  
C. P. No.: 13687  
Peer Review No.: 4197/2023  
UDIN: F011127F001401824

Place: Mumbai  
Date: 01/10/2024

Cell: 9892846438  
 Email: CHIRAGKCHABRA@GMAIL.COM

# JCA & Co.

Company Secretaries Firm

Office No. 23 Ground Floor, Swayambhu Gaodevi SRA Building, Carter Road No. 2, Borivali East,  
 Mumbai – 400066

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March 2024, the Statement of Profit & Loss, Cash Flow, Changes in Equity and notes thereto of the company for the financial year ended 31st March 2024 and the Report of the Board's 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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		308280	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2038500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20878423	23014	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		412929729	20901437	5.0617	20878423	23014	99.8899
<b>Total</b>		415276509	20901437	5.0331	20878423	23014	99.8899	0.1101



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# JCA & Co.

Company Secretaries Firm

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Mumbai – 400066

## 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 Mr. Arun Kumar Tyagi, Managing Director (DIN: 05195956) who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment						
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		308280	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2038500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20879654	21783	99.8958	0.1042
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		412929729	20901437	5.0617	20879654	21783	99.8958
<b>Total</b>		415276509	20901437	5.0331	20879654	21783	99.8958	0.1042



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Resolution (3)								
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 Mr. Rajkumar Dinesh Masalia, Executive Director (DIN:09772787) who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>308280</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2038500</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20878423	23014	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412929729</b>	<b>20901437</b>	<b>5.0617</b>	<b>20878423</b>	<b>23014</b>	<b>99.8899</b>
<b>Total</b>		<b>415276509</b>	<b>20901437</b>	<b>5.0331</b>	<b>20878423</b>	<b>23014</b>	<b>99.8899</b>	<b>0.1101</b>



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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. H Rajen & Co., Chartered Accountants, Mumbai (FRN: 108351W), as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the Forty-Fourth (44th) Annual General Meeting and to fix their remuneration				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>308280</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2038500</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20880375	21062	99.8992	0.1008
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412929729</b>	<b>20901437</b>	<b>5.0617</b>	<b>20880375</b>	<b>21062</b>	<b>99.8992</b>
<b>Total</b>		<b>415276509</b>	<b>20901437</b>	<b>5.0331</b>	<b>20880375</b>	<b>21062</b>	<b>99.8992</b>	<b>0.1008</b>





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### Resolution (5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve existing as well as new material related party transactions with Mastermind Advertising Private Limited, Subsidiary 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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		308280	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2038500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20880375	21062	99.8992	0.1008
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		412929729	20901437	5.0617	20880375	21062	99.8992
<b>Total</b>		415276509	20901437	5.0331	20880375	21062	99.8992	0.1008



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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify and approve the variation in the objects of the Rights Issue pursuant to the letter of offer dated June 12, 2023.				
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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>308280</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2038500</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20880440	20997	99.8995	0.1005
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412929729</b>	<b>20901437</b>	<b>5.0617</b>	<b>20880440</b>	<b>20997</b>	<b>99.8995</b>
<b>Total</b>		<b>415276509</b>	<b>20901437</b>	<b>5.0331</b>	<b>20880440</b>	<b>20997</b>	<b>99.8995</b>	<b>0.1005</b>



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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve revision in the terms of appointment and remuneration of Mr. Arun Kumar Tyagi (DIN: 05195956), 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	308280	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>308280</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	2038500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2038500</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	412929729	0	0.0000	0	0	0	0
	Poll		20901437	5.0617	20878421	23016	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>412929729</b>	<b>20901437</b>	<b>5.0617</b>	<b>20878421</b>	<b>23016</b>	<b>99.8899</b>
<b>Total</b>		<b>415276509</b>	<b>20901437</b>	<b>5.0331</b>	<b>20878421</b>	<b>23016</b>	<b>99.8899</b>	<b>0.1101</b>

