



VLS FINANCE LTD.

Regd. Office : Ground Floor, 90, Okhla Industrial Estate, Phase III, New Delhi-110020

Tel. : 91-11-46656666

Fax : 91-11-46656699

Email : vls@vlsfinance.com

Web : www.vlsfinance.com

CIN : L65910DL1986PLC023129

October 1, 2024

Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 511333

**Sub: Voting Results in respect of the 37th Annual General Meeting of
the Company.**

Dear Sir/Madam,

This is to inform you that 37th Annual General Meeting ('AGM') of the Company was held on Saturday, 28th September, 2024 at 3:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the business mentioned in the Notice dated 09/08/2024 were transacted.

In this regard, please find enclosed the voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - I (colly.)** alongwith Combined Report of Scrutinizer dated October 1, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you,
for VLS Finance Limited

(H. Consul) ✓
Company Secretary
M. No. - A11183



Encl: a.a.

- Copy to: 1) The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051 *Scrip Code: VLSFINANCE*
- 2) The Calcutta Stock Exchange Association. Ltd., 7, Lyons Range, Kolkata- 700 001 *032019*

VLS Finance Limited
CIN: L65910DL1986PLC023129

Combined Result of voting in 37th Annual General Meeting held on Saturday, 28th September, 2024 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333 (BSE)

Scrip code: 032019 (CSE)

| | |
|--|--|
| Date of AGM/EGM | 28/09/2024 |
| Total number of shareholders on record date | 29230 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 0 0 |
| No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public: | 70 2 including 2 Corporate Member through Authorised Representative 68 including 4 Corporate Members through Authorised Representative |

Agenda wise disclosure (to be disclosed separately for each agenda item)

| Resolution required: (Ordinary/Special) | | | 1. To receive, consider and adopt the audited financial statements of the Company both standalone and the consolidated financial statements for the financial year ended March 31, 2024 and the reports of the Board of Directors ("the Board") and Auditors thereon. | | | | | | |
|--|-------------------------------|------------------------|---|--|------------------------------|----------------------------|---|---|-------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Ordinary Resolution |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | |
| Public- Institutions | E-Voting | 719704 | 500127 | 69.4907 | 500127 | 0 | 100.0000 | 0.0000 | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 500127 | 69.4907 | 500127 | 0 | 100.0000 | 0.0000 | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 550365 | 3.5283 | 549310 | 1055 | 99.8083 | 0.1917 | |
| Total | | 34010241 | 14816998 | 43.5663 | 14815943 | 1055 | 99.9929 | 0.0071 | |

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For VLS Finance Limited

11/09/2024
Company Secretary

| Resolution required: (Ordinary/Special) | | 2. To approve a Final dividend of Rs.1.50 per equity share and additionally a special dividend of Rs.1.00 per equity share for the financial year ended March 31, 2024. | | | | | | | |
|--|-------------------------------|---|-------------------------|--|------------------------------|----------------------------|---|---|-------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Ordinary Resolution |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 550365 | 3.5283 | 549310 | 1055 | 99.8083 | 0.1917 | |
| Total | | 34010241 | 14847864 | 43.6570 | 14846809 | 1055 | 99.9929 | 0.0071 | |

| Resolution required: (Ordinary/Special) | | 3.To appoint a Director in place of Shri Kishan Kumar Soni - (DIN:00106037) who retires by rotation and being eligible, offers himself for re-appointment. | | | | | | | |
|--|-------------------------------|--|-------------------------|--|------------------------------|----------------------------|---|---|-------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Ordinary Resolution |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | |
| | Total | | 550365 | 3.5283 | 549310 | 1055 | 99.8083 | 0.1917 | |
| Total | | 34010241 | 14847864 | 43.6570 | 14846809 | 1055 | 99.9929 | 0.0071 | |



| Resolution required: (Ordinary/Special) | | | 4. To appoint a Director in place of Shri Suresh Kumar Agarwal –(DIN:00106763) who retires by rotation and being eligible, offers himself for re-appointment. | | | | | | | |
|--|-------------------------------|------------------------|---|--|------------------------------|----------------------------|---|---|-------------------------------|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result | |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Ordinary Resolution | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | | |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 388101 | 142892 | 73.0897 | 26.9103 | | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 530993 | 73.7794 | 388101 | 142892 | 73.0897 | 26.9103 | | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 | | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 550365 | 3.5283 | 549310 | 1055 | 99.8083 | 0.1917 | | |
| Total | | 34010241 | 14847864 | 43.6570 | 14703917 | 143947 | 99.0305 | 0.9695 | | |

| Resolution required: (Ordinary/Special) | | | 5. To approve revision in remuneration of Shri Kishan Kumar Soni (DIN: 00106037) – Director-Finance & CFO of the Company. | | | | | | | |
|--|-------------------------------|------------------------|---|--|------------------------------|----------------------------|---|---|------------------------------|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result | |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Special Resolution | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | | |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 456368 | 2307 | 99.4970 | 0.5030 | | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 550365 | 3.5283 | 548058 | 2307 | 99.5808 | 0.4192 | | |
| Total | | 34010241 | 14847864 | 43.6570 | 14845557 | 2307 | 99.9845 | 0.0155 | | |



| Resolution required: (Ordinary/Special) | | | 6.To approve revision in remuneration of Shri Suresh Kumar Agarwal (DIN: 00106763) - Managing Director of the Company. | | | | | | | |
|--|-------------------------------|--------------------|--|--|------------------------------|----------------------------|---|---|------------------------------|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled = [(4)/(2)]* 100 (6) | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result | |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Special Resolution | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | | |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 456368 | 2307 | 99.4970 | 0.5030 | | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 550365 | 3.5283 | 548058 | 2307 | 99.5808 | 0.4192 | | |
| Total | | 34010241 | 14847864 | 43.6570 | 14845557 | 2307 | 99.9845 | 0.0155 | | |

| Resolution required: (Ordinary/Special) | | | 7. To approve revision in remuneration of Shri Keshav Tandan (DIN:10450801) – Executive Director of the Company. | | | | | | | |
|--|-------------------------------|--------------------|--|--|------------------------------|----------------------------|---|---|-------------------------------|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled = [(4)/(2)]* 100 (6) | % of Votes against on votes polled (7) = [(5)/(2)]* 100 | Result | |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | Passed as Ordinary Resolution | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 | | |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | | |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 | | |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 456368 | 2307 | 99.4970 | 0.5030 | | |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. | | |
| | Total | | 550365 | 3.5283 | 548058 | 2307 | 99.5808 | 0.4192 | | |
| Total | | 34010241 | 14847864 | 43.6570 | 14845557 | 2307 | 99.9845 | 0.0155 | | |

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For VLS Finance Limited

11/12/2024
Company Secretary



Scrutinizer's Report
[Combined Report of Remote E-voting & E-voting at AGM]

The Chairman of the 37th Annual General Meeting,
VLS Finance Limited,
Regd. off: Ground Floor, 90, Okhla Industrial Estate, Phase-III,
New Delhi - 110 020

Dear Sir,

Scrutinizer's Report for combined result of Remote E-voting and E- voting at AGM for votes cast at the 37th Annual General Meeting ("AGM") of the Members of VLS Finance Limited held on Saturday, 28th September, 2024 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on agenda items of said Annual General Meeting.

1. I, Ashutosh Aggarwal, practicing Company Secretary had been appointed as the Scrutinizer for conducting the scrutiny in connection with remote e-voting held between 25th September, 2024 to 27th September, 2024 and E-voting at AGM on the items contained in notice convening 37th AGM of the Company on 28/09/2024 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, by the Board of Directors of VLS Finance Limited vide its resolution dated 28/05/2024.

Responsibility as a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions so contained in the notice of the 37th AGM dated 09/08/2024. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the 37th Annual General Meeting, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

2. The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility of remote electronic voting to the members of the Company from 9.00 A.M. on Wednesday, 25th September, 2024 till 5.00 p.m. on Friday, 27th September, 2024. Remote E-voting was disabled by NSDL at 5.00 p.m. on 27th September, 2024.
3. Voting rights were reckoned on the paid-up value of shares registered in the name of the members as on Friday, 20th September, 2024, the cut-off date for votes on the resolutions either by remote e-voting or E-voting at AGM.





A Aggarwal and Associates

Company Secretaries

35, Tyagi Vihar – B,
Dharam Colony, Nangloi
Delhi 110041

Mobile: 9818307204

Mail ID: aaggarwal_cs@yahoo.com

4. The e-voting results were unblocked on September 28, 2024 at around 05.17 p.m. in the presence of two witnesses, for details please refer to scrutinizer's report on Remote e-voting dated October 01, 2024.
5. As the Chairman of the 37th AGM of the Company, you had consented to my appointment as the Scrutinizer for the E-voting at AGM pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the resolutions contained in the Notice dated August 09, 2024. The facility of E-voting at AGM was provided at the said AGM to facilitate members to cast their votes who could not participate in remote e-voting and was available till 15 minutes after conclusion of AGM. The AGM was concluded at 3:58 p.m. on September 28, 2024. For further details please refer to Scrutinizer's Report for the E-voting at AGM in the form MGT-13 dated October 01, 2024.
6. The combined result of Remote E-voting and of voting at AGM is attached as an annexure to this report. There were no invalid or defective votes.
7. All the resolutions proposed in the agenda items of the 37th AGM have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013 as per combined results.

I hereby confirm that I am maintaining the registers received from service provider both electronically and manually in respect of votes cast through e-voting. I shall arrange to hand over these records to you or person authorised by the Company upon receipt of copy of authenticated minutes of said AGM.

Thanking you,
Yours Sincerely,



Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries

ACS 9972 CP No. 7467

P.R. CERTIFICATE NO. 1097/2021

UDIN: A009972F001402176

Place: New Delhi

Date: October 01, 2024

VLS Finance Limited
CIN: L65910DL1986PLC023129

Combined Result of voting in 37th Annual General Meeting held on Saturday, 28th September, 2024 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333 (BSE)

Scrip code: 032019 (CSE)

| | |
|--|--|
| Date of AGM/EGM | 28/09/2024 |
| Total number of shareholders on record date | 29230 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 0 0 |
| No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public: | 70 2 including 2 Corporate Member through Authorised Representative 68 including 4 Corporate Members through Authorised Representative |

Agenda wise disclosure (to be disclosed separately for each agenda item)

| Resolution required: (Ordinary/Special) | | 1. To receive, consider and adopt the audited financial statements of the Company both standalone and the consolidated financial statements for the financial year ended March 31, 2024 and the reports of the Board of Directors ("the Board") and Auditors thereon. | | | | | | |
|---|-------------------------------|--|--------------------------------|---|-------------------------------------|-----------------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 719704 | 500127 | 69.4907 | 500127 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 719704 | 500127 | 69.4907 | 500127 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 15598601 | 550365 | 3.5283 | 549310 | 1055 | 99.8083 |
| Total | | 34010241 | 14816998 | 43.5663 | 14815943 | 1055 | 99.9929 | 0.0071 |

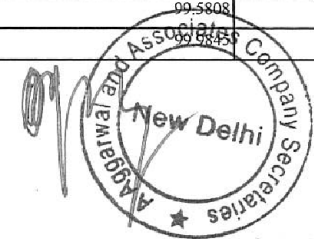


| Resolution required: (Ordinary/Special) | | | 2. To approve a Final dividend of Rs.1.50 per equity share and additionally a special dividend of Rs.1.00 per equity share for the financial year ended March 31, 2024. | | | | | |
|--|-------------------------------|------------------------|---|--|------------------------------|----------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 15598601 | 550365 | 3.5283 | 549310 | 1055 | 99.8083 |
| Total | | 34010241 | 14847864 | 43.6570 | 14846809 | 1055 | 99.9929 | 0.0071 |

| Resolution required: (Ordinary/ Special) | | | 3.To appoint a Director in place of Shri Kishan Kumar Soni - (DIN:00106037) who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|--|-------------------------------|------------------------|--|--|------------------------------|----------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | | 15598601 | 550365 | 3.5283 | 549310 | 1055 | 99.8083 |
| Total | | 34010241 | 14847864 | 43.6570 | 14846809 | 1055 | 99.9929 | 0.0071 |

| Resolution required: (Ordinary/Special) | | | 4. To appoint a Director in place of Shri Suresh Kumar Agarwal –(DIN:00106763) who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|--|-------------------------------|------------------------|---|--|------------------------------|----------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 388101 | 142892 | 73.0897 | 26.9103 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 719704 | 530993 | 73.7794 | 388101 | 142892 | 73.0897 | 26.9103 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 457620 | 1055 | 99.7700 | 0.2300 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 15598601 | 550365 | 3.5283 | 549310 | 1055 | 99.8083 | 0.1917 |
| Total | | 34010241 | 14847864 | 43.6570 | 14703917 | 143947 | 99.0305 | 0.9695 |

| Resolution required: (Ordinary/Special) | | | 5. To approve revision in remuneration of Shri Kishan Kumar Soni (DIN: 00106037) – Director-Finance & CFO of the Company. | | | | | |
|--|-------------------------------|------------------------|---|--|------------------------------|----------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 456368 | 2307 | 99.4970 | 0.5030 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 15598601 | 550365 | 3.5283 | 548058 | 2307 | 99.5808 | 0.4192 |
| Total | | 34010241 | 14847864 | 43.6570 | 14845557 | 2307 | 99.9855 | 0.0155 |



| Resolution required: (Ordinary/Special) | | | 6.To approve revision in remuneration of Shri Suresh Kumar Agarwal (DIN: 00106763) - Managing Director of the Company. | | | | | |
|--|-------------------------------|--------------------|--|--|------------------------------|----------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 456368 | 2307 | 99.4970 | 0.5030 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 15598601 | 550365 | 3.5283 | 548058 | 2307 | 99.5808 | 0.4192 |
| Total | | 34010241 | 14847864 | 43.6570 | 14845557 | 2307 | 99.9845 | 0.0155 |

| Resolution required: (Ordinary/Special) | | | 7. To approve revision in remuneration of Shri Keshav Tandan (DIN:10450801) – Executive Director of the Company. | | | | | |
|--|-------------------------------|--------------------|--|--|------------------------------|----------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)]* 100 | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | E-Voting | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 17691936 | 13766506 | 77.8123 | 13766506 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| | Poll/ Evoting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 719704 | 530993 | 73.7794 | 530993 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 15598601 | 458675 | 2.9405 | 456368 | 2307 | 99.4970 | 0.5030 |
| | Poll/ Evoting at AGM | | 91690 | 0.5878 | 91690 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Total | 15598601 | 550365 | 3.5283 | 548058 | 2307 | 99.5808 | 0.4192 |
| Total | | 34010241 | 14847864 | 43.6570 | 14845557 | 2307 | 99.9845 | 0.0155 |

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