

Ref.: ID/AS/AGM_Voting Result

September 4, 2018

The General Manager
Department of Corporate Services
BSE Ltd.
P. J. Towers,
Dalal Street,
Mumbai – 400001.

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.

Dear Sir,

Sub: 79th Annual General Meeting – Voting Result

In terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results of the 79th Annual General Meeting of the Company in prescribed format and report of the Scrutinizer.

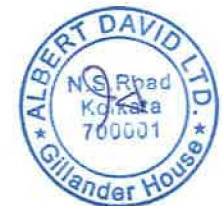
Thanking you,

Yours faithfully,
For **Albert David Limited**



Indrajit Dhar
Associate Vice President (Accounts &
Taxation)-cum-Company Secretary

Date of the AGM	03-Sep-18
Total Number of Shareholders on record date	7887
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	11
Public	142
Total	153
No. of shareholders attended the meeting through Video Conferencing	Not Applicable
Promoter & Promoter group	
Public	
Total	



Agenda- wise disclosure

1 Ordinary Business		Ordinary resolution for adoption of Audited Financial Statements for the financial year ended 31st March, 2018 and the Reports of the Board of Directors 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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0	0.0000
	Poll		3475514	100.0000	3475514	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3475514	100.0000	3475514	0	100.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	3487453	61.1066	3487453	0	100.0000	0.0000



2 Ordinary Business			Ordinary resolution for declaration of dividend for the financial year ended 31st March, 2018.					
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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0	0.0000
	Poll		3475514	100.0000	3475514	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3475514	100.0000	3475514	0	100.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	3487453	61.1066	3487453	0	100.0000	0.0000



3 Ordinary Business			Ordinary resolution for re-appointment of Mrs. Prabhawati Devi Kothari (DIN: 00051860) who retires by rotation, and, being eligible, offer herself for reappointment.					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes					
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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	11939	0.2092	11939	0	100.0000	0.0000



4 Special Business		Special resolution for re-appointment of Mr. A. K. Kothari (DIN: 00051900) as Wholetime Director designated as Executive Chairman of the Company for the period from 1st April, 2018 to 31st March, 2021.						
Whether promoter/promoter group are interested in the agenda/resolution ?		Yes						
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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	11939	0.2092	11939	0	100.0000	0.0000



5 Special Business		Ordinary resolution for appointment of Mr. T. S. Parmar (DIN: 05118311) as a Director of the Company, who was appointed as Additional Director of the Company and holds office upto the date of the AGM.						
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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0	0.0000
	Poll		3475514	100.0000	3475514	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3475514	100.0000	3475514	0	100.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	3487453	61.1066	3487453	0	100.0000	0.0000



6 Special Business		Special resolution for appointment of Mr. T. S. Parmar (DIN: 05118311) as Managing Director & CEO of the Company for the period from 1st April, 2018 to 31st March, 2023.						
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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0	0.0000
	Poll		3475514	100.0000	3475514	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3475514	100.0000	3475514	0	100.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	3487453	61.1066	3487453	0	100.0000	0.0000



7 Special Business			Ordinary resolution for fixing remuneration of Cost Auditors for the financial year ending 31st March, 2019.					
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 & Promoter Group	E-Voting	3475514	0	0.0000	0	0	0	0.0000
	Poll		3475514	100.0000	3475514	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		3475514	100.0000	3475514	0	100.0000	0.0000
Public - Institutional holders	E-Voting	253815	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Non Institution	E-Vote	1977833	241	0.0122	241	0	100.0000	0.0000
	Poll		11698	0.5915	11698	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		11939	0.6037	11939	0	100.0000	0.0000
Total		5707162	3487453	61.1066	3487453	0	100.0000	0.0000





Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

Name of the Company	ALBERT DAVID LIMITED
Meeting	79 th Annual General Meeting
Date & Time	Monday, 03 rd day of September, 2018 at 10.30 a.m.
Venue	Science City, Mini Auditorium, J B S Haldane Avenue, Kokata-700046

To
The Chairman,
79th Annual General Meeting
Albert David Limited
D-Block, 3rd Floor, Gillander House
Netaji Subhas Road, Kolkata-700001

1. APPOINTMENT AS SCRUTINIZER

I was appointed as Scrutinizer for the remote e-voting as well as the voting conducted at the Annual General Meeting (AGM) of the **ALBERT DAVID LIMITED** (herein after referred to as the Company) held on Monday, 03rd day of September, 2018 at 10.30 a.m. at Science City, Mini Auditorium, J B S Haldane Avenue, Kokata-700046.

2. DISPATCH OF NOTICE CONVENING THE MEETING

The Company has informed that, on the Basis of the Register of Members and the list of Beneficiary owners made available by the depositories, the Company completed dispatch of the Notice of the AGM;

- i. By Speed Post to 3115 members
- ii. By Email to 4704 members

3. CUT-OFF DATE

The Voting rights were reckoned as on 27th August, 2018 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

ASHOK KUMAR DAGA
Practising Company Secretary
FCS-2699 & CP-2948

4. Remote E-Voting:

4.1 Agency:

The Company had appointed CDSL as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-voting platform was open from 10.00 a.m. on Friday, 31st August, 2018 to 05.00 p.m. Sunday, 02nd September, 2018 and members were required to cast their vote electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-voting platform provided by CDSL.

5. Voting at the AGM:

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access, after closure of period of remote e-voting and before the start of the general meeting, to only such details relating to members who have cast their vote through remote e-voting, such as their names, folios, number of shares held, but not the manner in which they have voted.

5.2 Accordingly, CDSL provided us with the names, DP Id / folio numbers and the shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company had provided facility of Ballot voting at the venue of the meeting to those members who had not casted their vote through remote e-voting.

6. Counting Process

6.1 On Completion of voting at the meeting, CDSL provided us with the List of Members who had cast their votes, with their holding details and details of the Vote on each of the Resolutions.

6.2 The votes were reconciled with the Records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the company.

6.3 I unblocked the e-voting results on the CDSL E- voting platform before Ms. Rittika Gupta and Ms. Nilu Nigania who are not in employment of the company and downloaded the E-voting results.



ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

7. Results

7.1 I observed that -

- i. 42 members have casted their votes through the Ballot- voting facility provided at the meeting.
- ii. 6 members had cast their votes through remote e- voting.

7.2 The Consolidated Results with respect to each item on the agenda set out in the notice of AGM dated 29th May, 2018 is enclosed.

7.3 Based on aforesaid results, Ordinary Resolutions contained in Ordinary Business in Item No. 1 to Item No. 3 has been passed with the requisite majority & Item No. 5 & Item No. 7 contained in Special Business as Ordinary Resolution has been passed with the requisite majority & Special Resolutions contained in Special Business in Item No. 4 & Item No 6 has been passed with the requisite majority.

7.4 The Registers, all other papers and relevant records relating to e-voting and ballot papers shall be remain in our safe custody till the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Dated: 03.09.2018

Place : Kolkata


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

Item No.1:-

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2018 and the Reports of the Board of Directors and the Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	52	58	241	3487212	3487453	100	61.10
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	52	58	241	3487212	3487453	100	61.10

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 29th May, 2018 has been passed with requisite majority.

Item No.2

To declare dividend.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	52	58	241	3487212	3487453	100	61.10
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	52	58	241	3487212	3487453	100	61.10

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 29th May, 2018 has been passed with requisite majority.


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

Item No.3

To appoint a Director in place of Mrs. Prabhawati Devi Kothari (DIN: 00051860), who retires by rotation, and, being eligible, offer herself for re-appointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	42	48	241	11698	11939	100	0.21
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	42	48	241	11698	11939	100	0.21

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 29th May, 2018 has been passed with requisite majority.


Item No.4

Re-Appointment of Whole-Time Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolutions:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule-V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to applicable clauses of the Articles of Association of the Company and other approvals, if any, and pursuant to recommendation of the Nomination and Remuneration Committee and the Board, consent of members of the Company be and is hereby accorded to the re-appointment of Mr. Arun Kumar Kothari (DIN:00051900) as Wholetime Director designated as Executive Chairman of the Company, for a period of three years from 1st April, 2018 to 31st March, 2021 on the terms and conditions and payment of remuneration, perquisites and benefits set out in the Explanatory Statement attached to this Notice and contained in the Agreement dated 13th April, 2018 entered into by and between the Company and Mr. Arun Kumar Kothari which agreement be and is also hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby empowered to alter and vary the terms and conditions of re-appointment including increasing the remuneration of Mr. Arun Kumar Kothari as set out in the Explanatory Statement during the tenure, i.e. from 1st April, 2018 to 31st March, 2021, within the limits prescribed under Section II of Part-II of Schedule-V of the Companies Act, 2013.


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

RESOLVED FURTHER THAT notwithstanding the above, in the event of any loss or inadequacy of profit during his tenure, Mr. Arun Kumar Kothari, Executive Chairman, will be paid salary and perquisites not exceeding the limits prescribed in terms of Section-II of Part-II of Schedule-V of the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time, as minimum remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	42	48	241	11698	11939	100	0.21
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	42	48	241	11698	11939	100	0.21

Based on aforesaid Results, Special Resolution Contained in Item no. 4 of the Notice dated 29th May, 2018 has been passed with requisite majority.

Item No.5

Appointment of Additional Director of the Company

To appoint Mr. T.S. Parmar (DIN: 05118311) as an Additional Director of the Company

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and the Articles of Association of the Company and on recommendation of the Nomination and Remuneration Committee, Mr. Tarminder Singh Parmar (DIN: 05118311), appointed by the Board as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company with effect from 1st April, 2018 and who holds office up to the date of this Annual General Meeting, and being eligible, offer himself for appointment and in respect of whom the Company has received a notice in writing from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation."


ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	52	58	241	3487212	3487453	100	61.10
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	52	58	241	3487212	3487453	100	61.10

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 5 of the Notice dated 29th May, 2018 has been passed with requisite majority.

Item No.6

Appointment of Managing Director and CEO of the Company

To consider and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to provisions of Section 196, 197, 198 and 203 read with Schedule-V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other sanction and approvals as may be necessary and pursuant to recommendation of the Nomination and Remuneration Committee and the Board, consent of the Members of the Company be and is hereby accorded to the appointment of Mr. Tarminder Singh Parmar (DIN: 05118311) as Managing Director & CEO of the Company, for a period of five years from 1st April, 2018 to 31st March, 2023 not liable to retire by rotation on the terms and conditions and payment of remuneration, perquisites and benefits as set out in the Explanatory Statement attached to this Notice and contained in the Agreement dated 13th April, 2018 entered into by and between the Company and Mr. Tarminder Singh Parmar which agreement be and is also hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall deemed to include any committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby empowered to alter and vary the terms and conditions of appointment including increasing the remuneration of Mr. Tarminder Singh Parmar as set out in the Explanatory Statement during the tenure, i.e. from 1st April, 2018 to 31st March, 2023 and his remuneration shall not be subject to the ceilings provided under Companies Act, 2013 since Mr. T.S. Parmar is a professional within the meaning of Para (B) of Section-II of Part II of Schedule-V of the Companies Act, 2013.


 ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	52	58	241	3487212	3487453	100	61.10
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	52	58	241	3487212	3487453	100	61.10

Based on aforesaid Results, Special Resolution Contained in Item no. 6 of the Notice dated 29th May, 2018 has been passed with requisite majority.

Item No.7

Payment of Remuneration to Cost Auditor

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolutions:

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. S. Gupta & Co., Cost & Management Accountants, Kolkata (Firm Registration No. 000020), Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2019, be paid the remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”



ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	6	52	58	241	3487212	3487453	100	61.10
DISSENT	0	0	0	0	0	0	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	6	52	58	241	3487212	3487453	100	61.10

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 7 of the Notice dated 29th May, 2018 has been passed with requisite majority.


 ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948