## The BSE Ltd.

Department of Corporate Services
Phiroze Jeejeebhoy Tower
Dalai Street, Fort
Mumbai - 400001

## CODE: 500106

Dear Sir/Madam,

## Re:-Disclosure of Voting Results and Scrutinizer's Report of 25 th Annual General Meeting (AGM) of the Members of IFCI Ltd.

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Voting Results is enclosed herewith at Annexure-I. The Scrutinizer's Report is also enclosed herewith at

## Annexure-II.

Kindly acknowledge receipt.

Thanking you,
Yours faithfully,
For IFCI Limited

(Rupa Sarkar)
Company Secretary
Encl.: As above.

आई एफ सी आई लिमिटेड
पंजीकृत कार्यालयः
आईएफसीआई टावर, 61 नेहरु प्लेस, नई दिल्ली - 110019
दूरभाष: +91-11-4173 2000, 41792800
फैक्स: +91-11-2623 0201, 26488471
वेबसाइटः www.ifciltd.com
सीआईएन: L74899DL1993GO1053677
1948 से राष्ट्र के विकास में

## IFCI Limited

Regd. Office:
IFCI Tower, 61 Nehru Place, New Delhi - 110019
Phone: +91-4173 2000, 41792800
Fax: +91-11-2623 0201, 26488471
Website: www.ifciltd.com
CIV: L74899DL1993GOI053677
In Development of the Nation since 1948

## ANMEXURE-S

| Voting Results of AGM |  |  |
| :---: | :---: | :---: |
| Details of poil at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions: |  |  |
| Date of the AGM |  | 28.09.2018 |
| Total number of shareholders on record date i.e 21 September, 2018 |  | 5,50,966.00 |
| No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: <br> Public: |  | $\begin{array}{r}1 \\ 87 \\ \hline\end{array}$ |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public: |  | N.A. |


| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Category | Mode of Voting | No. of shares held | No of Valid 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) $=(4) /(2)^{*} 100$ | $(7)=(5) /(2)^{*} 100$ |
| Promoters and Promoter Group | Remote E-voting | 9569,55,857.00 | (2) - | - | - |  | (6)(2) | (7)(5) 2 ) |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1590,57,004.00 | 48.72 | 863,54,669.00 | 727,02,335.00 | 54.29 | 45.71 |
|  | Poll |  | - | - | - | - | - | - |
|  | Total |  | 1590,57,004.00 | 48.72 | 863,54,669.00 | 727,02,335.00 | 54.29 | 45.71 |
| Public-Non institutions | Remote E-voting | 4125,81,749.00 | 2,04,860.00 | 0.05 | 1,76,679.00 | 28,181.00 | 86.24 | 13.76 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,604.00 | 0.08 | 3,09,923.00 | 28,681.00 | 91.53 | 8.47 |
| Total |  | 16959,93,092.00 | 11163,51,465.00 | 65.82 | 10436,20,449.00 | 727,31,016.00 | 93.48 | 6.52 |

## 2. Ordinary Resolution:To confirm the interim dividend already paid on Preference Shares as Final dividend.

| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter Group |  | (1) | (2) | (3) $=(2) /(1)^{*} 100$ | (4) | (5) | (6) $=(4) /(2) * 100$ | $(7)=(5) /(2)^{*} 100$ |
|  | Remote E-voting | 9569,55,857.00 |  | - | ( | ( | (6) $(4) /(2)$ | (7)(5)/(2) 10 |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 1609,90,367.00 | - | 100.00 | - |
|  | Poll |  | - | - | - | - | - | - |
|  | Total |  | 1609,90,367.00 | 49.31 | 1609,90,367.00 | - | 100.00 | - |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760.00 | 0.05 | 1,76,180.00 | 28,580.00 | 86.04 | 13.96 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,09,424.00 | 29,080.00 | 91.41 | 8.59 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 11182,55,648.00 | 29,080.00 | 100.00 | 0.00 |


| 3. Ordinary Resolution: To appoint a Director in place of Ms Kiran Sandev (DIN: 06718968 ), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment. |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter Group |  | (1) | (2) | (3) $=(2) /(1) * 100$ | (4) | (5) | (6) $=(4) /(2)^{*} 100$ | (7) $=(5) /(2)^{*} 100$ |
|  | Remote E-voting | 9569,55,857.00 |  | $\square-$ | -- | (5) | (6)(4)/2) | (7) |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | $\cdot$ |
| - Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 855,85,487.00 | 754,04,880.00 | 53.16 | 46.84 |
|  | Poll |  | - | - | - | , - | - | - |
|  | Total |  | 1609,90,367.00 | 49.31 | 855,85,487.00 | 754,04,880.00 | 53.16 | 46.84 |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760.00 | 0.05 | 1,74,676.00 | 30,084.00 | 85.31 | 14.69 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,07,920.00 | 30,584.00 | 90.96 | 9.04 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 10428,49,264.00 | 754,35,464.00 | 93.25 | 6.75 |



| 4. Ordinary Resolution: To fix remuneration of the Statutory Auditor(s) of the Company. |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| Category | Mode of Voting | No. of shares held | No of Valid 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) $=(5) /(2)^{*} 100$ |
| Promoters and Promoter Group | Remote E-voting | 9569,55,857.00 | - - | - | - | - | - | (7)(5) $(2) 10$ |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 1609,90,367.00 | - | 100.00 | - |
|  | Poll |  | - | - | - | - | - | - |
|  | Total |  | 1609,90,367.00 | 49.31 | 1609,90,367.00 | - | 100.00 | - |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760.00 | 0.05 | 1,74,536.00 | 30,224.00 | 85.24 | 14.76 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,07,780.00 | 30,724.00 | 90.92 | 9.08 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 11182,54,004.00 | 30,724.00 | 100.00 | 0.00 |


| 5. Ordinary Resolution: Appointment of Prof. N Balakrishnan (DIN: 00181842) as Director of the Company liable to retire by rotation. |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| Category | Mode of Voting | No. of shares held | No of Valid 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) $=(5) /(2)^{*} 100$ |
| Promoters and Promoter Group | Remote E-voting | 9569,55,857.00 | - - | - | - | - | - | (7) |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 |  | 100.00 | - |
|  | rotal |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 867,19,844.00 | 742,70,523.00 | 53.87 | 46.13 |
|  | Poll |  | - | - | - | - | - | - |
|  | Total |  | 1609,90,367.00 | 49.31 | 867,19,844.00 | 742,70,523.00 | 53.87 | 46.13 |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760.00 | 0.05 | 1,72,931.00 | 31,829.00 | 84.46 | 15.54 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,06,175.00 | 32,329.00 | 90.45 | 9.55 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 10439,81,876.00 | 743,02,852.00 | 93.36 | 6.64 |


| 6. Ordinary Resolution: Appointment of Prof Arvind Sahay (DIN:03218334) as Director of the Company liable to retire by rotation |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter Group |  | (1) | (2) | (3) $=(2) /(1)^{*} 100$ | (4) | (5) | $(6)=(4) /(2)^{*} 100$ | $(7)=(5) /(2)^{*} 100$ |
|  | Remote E-voting | 9569,55,857.00 | - | - |  | - | - | (7) |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | $\cdot$ |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 855,85,487.00 | 754,04,880.00 | 53.16 | 46.84 |
|  | Poll |  | - | - | - | - | - | - |
|  | Total |  | 1609,90,367.00 | 49.31 | 855,85,487.00 | 754,04,880.00 | 53.16 | 46.84 |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760,00 | 0.05 | 1,72,994.00 | 31,766.00 | 84.49 | 15.51 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,06,238.00 | 32,266.00 | 90.47 | 9.53 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 10428,47,582.00 | 754,37,146.00 | 93.25 | 6.75 |


| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter Group |  | (1) | (2) | (3) $=(2) /(1) * 100$ | (4) | (5) | $(6)=(4) /(2) * 100$ | (7) $=(5) /(2)^{*} 100$ |
|  | Remote E-voting | 9569,55,857.00 | - | - |  | (5) | (6)(2) | (7) ${ }^{\text {(5) }}$ (2) |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 1584,92,601.00 | 24,97,766.00 | 98.45 | 1.55 |
|  | Poil |  | $\square-$ | - | - | - | - | $-$ |
|  | Total |  | 1609,90,367.00 | 49.31 | 1584,92,601.00 | 24,97,766.00 | 98.45 | 1.55 |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760,00 | 0.05 | 1,74,787.00 | 29,973.00 | 85.36 | 14.64 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,08,031.00 | 30,473.00 | 91.00 | 9.00 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 11157,56,489.00 | 25,28,239.00 | 99.77 | 0.23 |


| Whether promoter/ promoter group are intersted in the Agenda/resolution |  |  |  |  |  |  | NO |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter Group |  | (1) | (2) | $(3)=(2) /(1)^{*} 100$ | (4) | (5) | (6) $=(4) /(2)^{*} 100$ | $(7)=(5) /(2)^{*} 100$ |
|  | Remote E-voting | 9569,55,857.00 | (2) - | - | - - | - | - | (V)(2) |
|  | Poll |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
|  | Total |  | 9569,55,857.00 | 100.00 | 9569,55,857.00 | - | 100.00 | - |
| Public-Institutions | Remote E-voting | 3264,55,486.00 | 1609,90,367.00 | 49.31 | 1609,90,367.00 | - | 100.00 | - |
|  | Poll |  | - | - | - | . | - | - |
|  | Total |  | 1609,90,367.00 | 49.31 | 1609,90,367.00 | - | 100.00 | - |
| Public-Non Institutions | Remote E-voting | 4125,81,749.00 | 2,04,760.00 | 0.05 | 1,76,521.00 | 28,239.00 | 86.21 | 13.79 |
|  | Poll |  | 1,33,744.00 | 0.03 | 1,33,244.00 | 500.00 | 99.63 | 0.37 |
|  | Total |  | 3,38,504.00 | 0.08 | 3,09,765.00 | 28,739.00 | 91.51 | 8.49 |
| Total |  | 16959,93,092.00 | 11182,84,728.00 | 65.94 | 11182,55,989.00 | 28,739.00 | 100.00 | 0.00 |

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# SANJAY GROVER \& ASSOCIATES 

COMPANY SECRETARIES

B-88, $1^{\text {sT }}$ Floor, Defence Colony, New Deihi - 110024
Tel. : (011) 4679 0000, Fax : (011) 46790012 e-mail : contact@cssanjaygrover.in website : www.cssanjaygrover.in

## Consolidated Scrutinizer's Report

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

To,
The Chairman of the Meeting
IFCI LIMITED
(CIN: L74899DL1993GOI053677)
IFCI TOWER 61, NEHRU PLACE
NEW DELHI- 110019

Dear Sir,
I, Sanjay Grover, Managing Partner of M/s Sanjay Grover \& Associates, Practicing Company Secretaries firm having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through poll at Annual General Meeting (AGM) under the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended up to date) on the resolution(s) mentioned in Notice dated July 02, 2018 for $25^{\text {th }}$ AGM of the members of Company held on Friday, September 28, 2018 at 10:30 A.M. at Auditorium, $1^{\text {st }}$ Floor, IFCI Tower, 61 Nehru Place, New Delhi-110019.

I submit my report as under:-

1. The remote e-voting period commenced on Tuesday, September 25, 2018 at 09:00 A.M. and ended on Thursday, September 27, 2018 at 05:00 P.M. via e-voting platform of the designated website of Central Depository Services (India) Limited (CDSL),


## SANJAY GROVER \& ASSOCIATES

2. The Members of the Company as on the "cut off" date i.e. Friday, September 21, 2018 were entitled to avail the facility of remote e-voting as well as voting through poll at the AGM on the proposed resolutions.
3. The total paid up Equity Share Capital of the Company as on Friday, September 21, 2018 was Rs. $16,95,99,30,920 /-$ (Rupees One Thousand Six Hundred Ninety Five Crore Ninety Nine Lakh Thirty Thousand Nine Hundred and Twenty Only) divided into 1,69,59,93,092 (One Hundred Sixty Nine Crore Fifty Nine Lakh Ninety Three thousand and Ninety Two) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolutions stated in the AGM Notice.
5. The Chairman ordered for poll at AGM as per Rule 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
6. 4 (Four) ballot boxes were kept for polling paper and the ballot boxes were locked in my presence.
7. After completion of Poll at the AGM, the ballot boxes were opened in my presence and polling papers were diligently scrutinized. Thereafter, polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and poll at AGM.
8. After completion of poll at the AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr. Lokesh Vats and Mr. Prashant Kishanani who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

9. The consolidated summary of results of poll at the AGM and remote e-voting are as under:

Resolution No. 1- To consider and adopt the Audited Financial Statements and Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Auditors' and Board's thereon.

| Ordinary Resolution |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | Number of Valid Votes |  |  | Percentage |
|  | Poll | e-Votes | Total |  |
|  | $95,70,89,101$ | $8,65,31,348$ | $1,04,36,20,449$ | 93.4849 |
| Dissent | 500 | $7,27,30,516$ | $7,27,31,016$ | 6.5151 |
| Total | $95,70,89,601$ | $15,92,61,864$ | $1,11,63,51,465$ | 100 |

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure- A.

Resolution No. 2- To confirm the interim dividend already paid on Preference Shares as Final dividend.

| Ordinary Resolution |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |
|  | Poll | e-Votes | Total |  |
| Assent | $95,70,89,101$ | $16,11,66,547$ | $1,11,82,55,648$ | 99.9974 |
| Dissent | 500 | 28,580 | 29,080 | 0.0026 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure-B.


Resolution No. 3- To appoint a Director in place of Ms. Kiran Sahdev (DIN:06718968), who retires by rotation at this Annual General Meeting and being eligible, offers herself for reappointment.

| Ordinary Resolution |  |  |  | Percentage |
| :---: | :---: | :---: | :---: | :---: |
| Particulars | Number of Valid Votes |  |  |  |
|  | Poll | e-Votes | Total |  |
|  | $95,70,89,101$ | $8,57,60,163$ | $1,04,28,49,264$ | 93.2544 |
| Dissent | 500 | $7,54,34,964$ | $7,54,35,464$ | 6.7456 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure- C.

Resolution No. 4- To fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section 139(5) and 142 of the Companies Act, 2013.

| Particulars | Number of Valid Votes |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |
|  | Poll | e-Votes | Total |  |
| Assent | $95,70,89,101$ | $16,11,64,903$ | $1,11,82,54,004$ | 99.9973 |
| Dissent | 500 | 30,224 | 30,724 | 0.0027 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure-D.


Resolution No. 5- Appointment of Prof. N Balakrishnan (DIN: 00181842) as Director of the Company liable to retire by rotation.

| Ordinary Resolution |  |  |  | Percentage |
| :---: | :---: | :---: | :---: | :---: |
| Particulars | Number of Valid Votes |  |  |  |
|  | Poll | e-Votes | Total |  |
|  | $95,70,89,101$ | $8,68,92,775$ | $1,04,39,81,876$ | 93.3556 |
| Dissent | 500 | $7,43,02,352$ | $7,43,02,852$ | 6.6444 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

Therefore, the Resolution No. 5 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure-E.

Resolution No. 6- Appointment of Prof Arvind Sahay (DIN: 03218334) as Director of the Company liable to retire by rotation.

| Ordinary Resolution |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| Particulars | Number of Valid Votes |  |  | Percentage |
|  | Poll | e-Votes | Total |  |
|  | $95,70,89,101$ | $8,57,58,481$ | $1,04,28,47,582$ | 93.2542 |
| Dissent | 500 | $7,54,36,646$ | $7,54,37,146$ | 6.7458 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

Therefore, the Resolution No. 6 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure-F.


Resolution No. 7- To authorise Board of Directors for making offer(s) or invitation to subscribe to securities, including but not limited to bonds and non-convertible debentures, by way of private placement in one or more tranches, upto an amount aggregating upto Rs. 5,000/- crore.

| Special Resolution |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
|  | Number of Valid Votes |  |  | Percentage |
|  | Poll | e-Votes | Total |  |
| Assent | $95,70,89,101$ | $15,86,67,388$ | $1,11,57,56,489$ | 99.7739 |
| Dissent | 500 | $25,27,739$ | $25,28,239$ | 0.2261 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

Therefore, the Resolution No. 7 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure-G.

Resolution No. 8 - To authorise the Board of Directors to issue cumulative non-convertible redeemable Preference Shares aggregating to an amount not exceeding Rs. 500/- crore (Rupees Five Hundred Crore) in one or more tranches.

| Special Resolution |  |  |  | Percentage |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |
|  |  |  |  |  |
| Assent | $95,70,89,101$ | $16,11,66,888$ | $1,11,82,55,989$ | 99.9974 |
| Dissent | 500 | 28,239 | 28,739 | 0.0026 |
| Total | $95,70,89,601$ | $16,11,95,127$ | $1,11,82,84,728$ | 100 |

## SANJAY GROVER \& ASSOCIATES

Therefore, the Resolution No. 8 has been approved with requisite majority. Details of poll at AGM \& remote e-voting are given in Annexure-H.
10. The register, polling papers and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I shall hand over the register, polling papers and all other related papers to the Company secretary.

Thanking you,

For SANJAY GROVER \& ASSOCIATES


Countersigned by

September 28,2018


New Delhi

## Annexure-A

Details of poll at AGM \& remote e-voting for Resolution No.-1 are as under:

## A1. VOTING THROUGH POLL:



## A2. VOTING THROUGH REMOTE E-VOTING:




## Annexure - B

Details of poll at AGM \& remote e-voting for Resolution No.-2 are as under:

## B1. VOTING THROUGH POLL:



B2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (ln Rs.) |
| :---: | :---: | :---: | :---: |
| a) Total Votes received | 196 | 16,11,95,127 | 1,61,19,51,270 |
| b) Less: Invalid Votes | 0 | 0 | 0 |
| c) Net Valid Votes | 196 | 16,11,95,127 | 1,61,19,51,270 |
| d) Votes with Assent | 177 | 16,11,66,547 | 1,61,16,65,470 |
| e) Votes with Dissent | 19 | 28,580 | 2,85,800 |
|  |  | $-15-$ |  |

Annexure-C
Details of poll at AGM \& remote e-voting for Resolution No.-3 are as under:

## C1. VOTING THROUGH POLL:



## C2. VOTING THROUGH REMOTE E-VOTING:



## Annexure -D

Details of poll at AGM \&remote e-voting for Resolution No-4 are as under:

## D1. VOTING THROUGH POLL:



## D2. VOTING THROUGH REMOTE E-VOTING:



Details of poll at AGM \& remote e-voting for Resolution No.-5 are as under:

## E1. VOTING THROUGH POLL:



E2. VOTING THROUGH REMOTE E-VOTING:



Annexure -F

Details of poll at AGM \& remote e-voting for Resolution No.-6 are as under:

## FA. VOTING THROUGH POLL:



F2. VOTING THROUGH REMOTE E-VOTING:



Annexure-G
Details of poll at AGM \& remote e-voting for Resolution No.-7 are as under:
G1. VOTING THROUGH POLL:


G2. VOTING THROUGH REMOTE E-VOTING:


Details of poll at AGM \& remote e-voting for Resolution No.-8 are as under:

## Hi. VOTING THROUGH POLL:



H2. VOTING THROUGH REMOTE E-VOTING:



