

Date: 23rd August, 2018

To,
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No.C/1, 'G'Block,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051

To,
The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400001

Sub: Voting Results of 38th Annual General Meeting of GPT Infraprojects Limited held on 21st August, 2018.

Dear Sir,

In continuation to our letter dated 21st August, 2018, we would like to inform you that the Scrutinizer Mr. Jitendra Patnaik, (COP No. 3102), Practicing Company Secretary, Kolkata has submitted his report on Wednesday, 22nd August, 2018.

We are enclosing herewith the following:

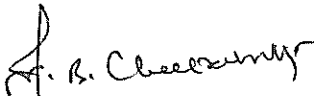
- ❖ Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ❖ Report of the Scrutinizer dated August 22, 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

Kindly take the information on record and oblige.

Thanking You

Yours faithfully

For GPT Infraprojects Limited



A.B. Chakrabarty (Membership No. ECS 7184)
(Company Secretary)



Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.

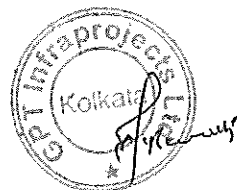
Serial No.	Particulars	Details
1	Date of AGM	Tuesday, 21 st August, 2018
2	Total No. of shareholders as on record / cut off date	3180
3	No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group Public	501 12 513
4	No. Of shareholders attended the meeting through video conferencing: Promoter and Promoter Group Public	Not Applicable

Details of Agenda:

Ordinary Business

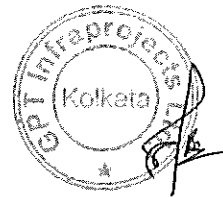
Resolution No. 01: Adoption of the Financial Statements for the year ended March 31, 2018 together with Reports of Board of Directors and Auditors thereon.

Resolution required (Ordinary/Special)		Ordinary.								
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Ordinary Resolution.								
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	No. of Invalid Votes	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)	
Promoter and Promoter Group	E-Voting	21747560	21747560	100.00	21747560	0	100.00	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		21747560	100.00	21747560	0	100	0	0	
Public Institutions	E-Voting	1600171	947539	59.2149	947539	0	100	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		947539	59.2149	947539	0	100	0	0	
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0	
	Poll		266	0.0046	262	4	98.4962	1.5038	20	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		2595	0.0452	2591	4	99.8459	0.1541	0	
TOTAL		29086000	22697694	78.0365	22697690	4	100.00	0.00	20	



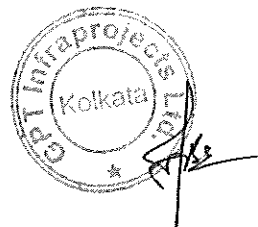
Resolution No. 02: Confirmation of the payment of 1st and 2nd Interim dividends on equity shares for the financial year ended 31 March, 2018 as final dividend.

Resolution required (Ordinary/Special)		Ordinary.								
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Ordinary Resolution.								
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	No. of Invalid Votes	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)	
Promoter and Promoter Group	E-Voting	21747560	21747560	100.00	21747560	0	100.00	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		21747560	100.00	21747560	0	100	0	0	
Public Institutions	E-Voting	1600171	990539	61.9021	990539	0	100	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		990539	61.9021	990539	0	100	0	0	
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0	
	Poll		266	0.0046	262	4	98.4962	1.5038	20	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		2595	0.0452	2591	4	99.8459	0.1541	0	
TOTAL		29086000	22740694	78.1843	22740690	4	100.00	0.00	20	



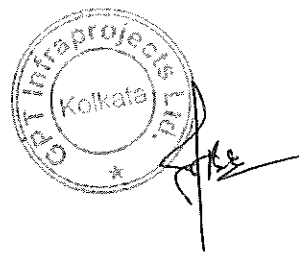
Resolution No. 03: Appointment of a Director in place of Mr. Atul Tantia (DIN 00001238), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required (Ordinary/Special)		Ordinary.							
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Ordinary Resolution.							
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	No. of Invalid Votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
Promoter and Promoter Group	E-Voting	21747560	21747560	100.00	21747560	0	100.00	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		21747560	100.00	21747560	0	100	0	0
Public Institutions	E-Voting	1600171	990539	61.9021	990539	0	100	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		990539	61.9021	990539	0	100	0	0
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0
	Poll		266	0.0046	262	4	98.4962	1.5038	20
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		2595	0.0452	2591	4	99.8459	0.1541	0
TOTAL		29086000	22740694	78.1843	22740690	4	100.00	0.00	20



Resolution No. 04: Appointment of M/s. SN Khetan & Associates, Chartered Accountants (Firm Registration No. 325653E) as joint statutory auditors of the Company for a continuous period of 5 years

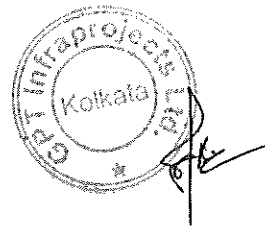
Resolution required (Ordinary/Special)		Ordinary.							
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Ordinary Resolution.							
Category	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	No. of Invalid Votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
Promoter and Promoter Group	E-Voting	21747560	21747560	100.00	21747560	0	100.00	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		21747560	100.00	21747560	0	100	0	0
Public Institutions	E-Voting	1600171	990539	61.9021	947539	43000	95.6589	4.3411	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		990539	61.9021	947539	43000	95.6589	4.3411	0
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0
	Poll		266	0.0046	260	6	97.7444	2.2556	20
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		2595	0.0452	2589	6	99.7688	0.2312	0
TOTAL		29086000	22740694	78.1843	22697688	43006	99.8109	0.1891	20



Special Business

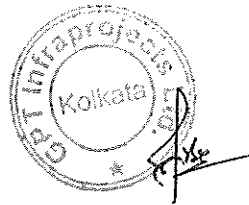
Resolution No. 05: Ratification of Remuneration payable to the Cost Auditors of the Company for the Financial year ended March 31, 2019.

Resolution required (Ordinary/Special)		Ordinary.							
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Ordinary Resolution.							
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	No. of Invalid Votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
Promoter and Promoter Group	E-Voting	21747560	21747560	100.00	21747560	0	100.00	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		21747560	100.00	21747560	0	100	0	0
Public Institutions	E-Voting	1600171	990539	61.9021	990539	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		990539	61.9021	990539	0	100	0	0
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0
	Poll		264	0.0046	260	4	98.4848	1.5152	20
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		2593	0.0452	2589	4	99.8457	0.1543	0
TOTAL		29086000	22740692	78.1843	22740688	4	100.00	0	20



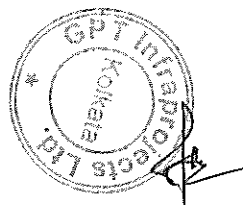
Resolution No. 06: Approval of the Remuneration payable to Mr. Amrit Jyoti Tantia, Vice President (Operations) of the Company.

Resolution required (Ordinary/Special)		Ordinary.								No. of Invalid Votes
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Ordinary Resolution.								
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	No. of Invalid Votes	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)	
Promoter and Promoter Group	E-Voting	21747560	18247608	83.9065	18247608	0	100.00	0	3499952	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		18247608	83.9065	18247608	0	100	0	0	
Public Institutions	E-Voting	1600171	990539	61.9021	947539	43000	95.6589	4.3411	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		990539	61.9021	947539	43000	95.6589	4.3411	0	
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0	
	Poll		264	0.0046	258	6	97.7273	2.2727	20	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		2593	0.0452	2587	6	99.7688	0.2314	0	
TOTAL		29086000	19240740	66.1512	19197734	43006	99.7765	0.2235	3499972	



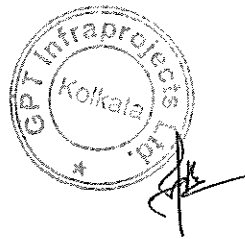
Resolution No. 07: Reappointment of Mr. Shree Gopal Tantia as the Managing Director for period of 3 years.

Resolution required (Ordinary/Special)		Special.							
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Special Resolution.							
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	No. of Invalid Votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
Promoter and Promoter Group	E-Voting	21747560	20115936	92.4974	20115936	0	100.00	0	1631624
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		20115936	92.4974	20115936	0	100	0	0
Public Institutions	E-Voting	1600171	990539	61.9021	990539	0	100	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		990539	61.9021	990539	0	100	0	0
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0
	Poll		264	0.0046	260	4	98.4848	1.5152	20
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		2593	0.0452	2589	4	99.8457	0.1543	0
TOTAL		29086000	21109068	72.5747	21109064	4	100	0	1631644



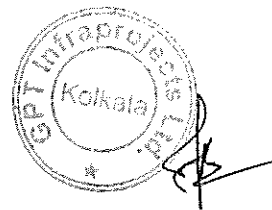
Resolution No. 08: Reappointment of Mr. Atul Tantia as Whole Time Director for period of 3 years.

Resolution required (Ordinary/Special)		Special.							
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Special Resolution.							
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	No. of Invalid Votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
Promoter and Promoter Group	E-Voting	21747560	19762796	90.8736	19762796	0	100.00	0	1984764
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		19762796	90.8736	19762796	0	100	0	0
Public Institutions	E-Voting	1600171	990539	61.9021	990539	0	100	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		990539	61.9021	990539	0	100	0	0
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0
	Poll		264	0.0046	260	4	98.4848	1.5152	20
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA
	Total		2593	0.0452	2589	4	99.8457	0.1543	0
TOTAL		29086000	20755928	71.3605	20755924	4	100	0	1984784



Resolution No. 09: Reappointment of Mr. Vaibhav Tantia as Whole Time Director for period of 3 years.

Resolution required (Ordinary/Special)		Special.							
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Special Resolution.							
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	No. of Invalid Votes
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)
Promoter and Promoter Group	E-Voting	21747560	19762796	90.8736	19762796	0	100.00	0	1984764
	Poll		0	0	0	0	0		
	Postal Ballot		NA	NA	NA	NA	NA		
	Total		19762796	90.8736	19762796	0	100	0	
Public Institutions	E-Voting	1600171	990539	61.9021	990539	0	100	0	0
	Poll		0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		990539	61.9021	990539	0	100	0	0
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0
	Poll		264	0.0046	260	4	98.4848	1.5152	20
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		2593	0.0452	2589	4	99.8457	0.1543	0
TOTAL		29086000	20755928	71.3605	20755924	4	100	0	1984784



Resolution No. 10: Increase of Borrowing Powers of the Company from Rs.700 Crores to Rs. 1000 Crores.

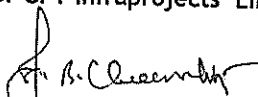
Resolution required (Ordinary/Special)		Special.								
Whether promoter/promoter group interested in the Agenda/Resolution		The Promoter/Promoter Group of the Company to the extent of their respective shareholding are deemed to be interested or concerned in the said Special Resolution.								
Category	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	No. of Invalid Votes	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	(8)	
Promoter and Promoter Group	E-Voting	21747560	21747560	100	21747560	0	100.00	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		21747560	100	21747560	0	100	0	0	
Public Institutions	E-Voting	1600171	990539	61.9021	947539	43000	95.6589	4.3411	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		990539	61.9021	947539	43000	95.6589	4.3411	0	
Public Non-Institutions	E-Voting	5738269	2329	0.0406	2329	0	100	0.00	0	
	Poll		264	0.0046	260	4	98.4848	1.5152	20	
	Postal Ballot		NA	NA	NA	NA	NA	NA	NA	
	Total		2593	0.0452	2589	4	99.8457	0.1543	0	
TOTAL		29086000	22740692	78.1843	22697688	43004	99.8109	0.1891	20	

You are requested to please take this information on record.

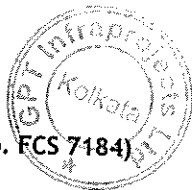
Thanking You,

Yours faithfully,

For GPT Infraprojects Limited



A.B. Chakrabarty (Membership No. FCS 7184)
Company Secretary



Encl : a/a.

JITENDRA PATNAIK

Company Secretary

Kolkata-700001

Mobile: 9831079953

Email: jpatnaikassociates@gmail.com

To
The Chairman
GPT Infraprojects Limited
GPT Centre, JC-25, Sector-III, Salt Lake
Kolkata - 700098

Dear Sir,

At the outset, we would like to thank you for appointing us as the Scrutinizer to scrutinize the postal ballot papers and remote e-voting.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respect.

Thanking you,

J. Patnaik
FCS 5045

Date: 22nd August, 2018

Place: Kolkata



SCRUTINIZER'S REPORT

NAME OF THE COMPANY	GPT Infraprojects Limited
RESULT DATE	Tuesday, 21 st August,2018
VENUE	Rabindra Okakura Bhawan DD-27A/1, Salt Lake Kolkata - 700 064

1. Appointment as Scrutinizer:

We are appointed as the Scrutinizer to scrutinize the postal ballot papers and remote e-voting of the Company.

2. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Shareholders and the list of Beneficiary Owners made available by the depository, Central Depository Services Limited (CDSL), the complete dispatch of the Notice of the postal ballotis as under:-

- On 28.07.2018 by e-mail to 2534 Shareholders who had registered their e-mail ids/ addresses with the Company/ Depository.
- On 28.07.2018 by registered post to 358 Shareholders.
- On 30.07.2018 by speed post to 243 Shareholders.

3. Cut-off date:

The Voting rights were reckoned as on August14, 2018, being the Cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-voting and at the Meeting.

4. Remote e - voting:

4.1 Agency:

The Company had appointed Central Depository Services Limited (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. onFriday, August 17, 2018 to 5:00 P.M. on Monday, August 20, 2018 and the shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the e-voting platform provided by Central Depository Services Limited (CDSL).




5. Counting Process:

- 5.1 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the Company.
- 5.2 We unblocked the remote e-voting results on the remote e-voting platform in presence of Ms. Sweta Gupta and Ms. Jayeeta Sarkar and downloaded the remote e-voting results.

6. Results

- 6.1 We observed that
- (a) 30 Shareholders had cast their votes through remote e-voting.
- (b) 110 Shareholders had cast their votes through postal ballot out of which 20 votes were declared as invalid.
- 6.2 The Consolidated Results with respect to the itemson the agenda as set out in the Notice of the Annual General Meeting dated 1st June, 2018 is enclosed.
- 6.3 The Company may accordingly consider the result for ballots and e-voting.

Resolution No.	Type of Resolution	Result
1.	Ordinary	Passed by majority
2.	Ordinary	Passed by majority
3.	Ordinary	Passed by majority
4.	Ordinary	Passed by majority
5.	Ordinary	Passed by majority
6.	Ordinary	Passed by majority
7.	Special	Passed by majority
8.	Special	Passed by majority
9.	Special	Passed by majority
10.	Special	Passed by majority


J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

Item No. 1: ADOPTION OF THE FINANCIAL STATEMENTS

To receive, consider and adopt the audited financial statements (Standalone & Consolidated) of the Company as at and for the year ended 31st March, 2018 together with Reports of Board of Directors and Auditors thereon.

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	29	22697428	89	262	118	22697690	100
Dissent	0	0	1	4	1	4	0.00
Total	29	22697428	90	266	119	22697694	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No.1 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018

Place: Kolkata

Consolidated Results

ITEM NO.2: PAYMENT OF INTERIM DIVIDEND

To confirm the payment of 1st and 2nd Interim dividends on equity shares for the financial year ended 31st March, 2018 as final dividend.

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	22740428	89	262	119	22740690	100
Dissent	0	0	1	4	1	4	0
Total	30	22740428	90	266	120	22740694	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 2 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.3: APPOINTMENT OF DIRECTOR

To appoint a Director in place of Mr. Atul Tantia (DIN 00001238), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	22740428	89	262	119	22740690	100
Dissent	0	0	1	4	1	4	0
Total	30	22740428	90	266	120	22740694	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 3 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.4: APPOINTMENT OF JOINT STATUTORY AUDITORS


To consider and, if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139,142 and other applicable provisions, if any, of the Companies Act, 2013 as amended read with Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. SN Khetan & Associates, Chartered Accountants (Firm Registration No. 325653E) who were appointed as joint auditors for the financial year 2017-18 by the shareholders' resolution through postal ballot dated 15th January, 2018, to hold office up to the date of this Annual General Meeting be and are hereby appointed as the Joint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the Conclusion of 43rd Annual General Meeting, on such remuneration plus other applicable expenses in connection with Statutory Audit and/or continuous audit and such other remuneration, as shall be fixed by the Board/Committee of the Board for performing duties, if any, other than those referred to hereinabove and the remuneration so fixed shall be paid at such intervals during the year as may be decided by the Board/Committee of the Board."

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as maybe necessary, expedient and desirable for the purpose of giving effect to this resolution".

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	29	22697428	88	260	117	22697688	99.81
Dissent	1	43000	2	6	3	43006	0.19
Total	30	22740428	90	266	120	22740694	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 4 of the Notice dated 1st June, 2018, has been passed with requisite majority.


J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.5: TO RATIFY THE REMUNERATION OF COST AUDITOR

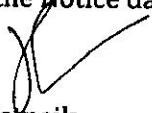
To consider and, if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 60,000 (Rupees Sixty Thousand only) plus taxes as may be applicable and reimbursement of reasonable out of pocket expenses as may be actually incurred by the firm, payable to M/s. S. K. Sahu & Associates, Cost Accountants (Membership No.28234) of Kolkata appointed by the Board as Cost Auditors of the Company for the financial year 2018-19 be and is hereby ratified."

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

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	22740428	88	260	118	22740688	100
Dissent	0	0	1	4	1	4	0
Total	30	22740428	89	264	119	22740692	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 5 of the Notice dated 1st June, 2018, has been passed with requisite majority.


J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.6: PAYMENT OF REMUNERATION TO MR. AMRIT JYOTI TANTIA, VICE PRESIDENT (OPERATIONS) OF THE COMPANY

To consider and, if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188(1) (f) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary and pursuant to the recommendations of Audit Committee, Nomination & Remuneration Committee ("NRC") and Board of Directors ("Board") of the Company, the consent of Company be and is hereby accorded to the revision of remuneration of Mr. Amrit Jyoti Tania, Vice President (Operations), a relative (son) of Mr. Shree Gopal Tania, Managing Director of the Company, for holding an office or place of profit in the Company with effect from 1st August, 2018 at a monthly remuneration as detailed in the explanatory statement attached to this notice, with liberty to the Board of Directors / Committees thereof to vary, amend or revise the remuneration and the terms and conditions of his appointment in accordance with the provisions of the Companies Act, 2013, and as may be agreed to between the Board of Directors and Mr. Amrit Jyoti Tania."

"RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto".

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	25	19197476	87	258	112	19197734	99.78
Dissent	1	43000	2	6	3	43006	0.22
Total	26	19240476	89	264	115	19240740	100



Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 6 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018

Place: Kolkata

Consolidated Results

ITEM NO.7: REAPPOINTMENT OF MR. SHREE GOPAL TANTIA AS THE MANAGING DIRECTOR

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary and as per the recommendations of Nomination & Remuneration Committee ("NRC") and Board of Directors ("Board") of the Company, the consent of Company be and is hereby accorded to the reappointment of Mr. Shree Gopal Tantia (DIN 00001346), as the Managing Director of the Company for a further period of three (3) years commencing from 1st August, 2018 to 31st July, 2021 upon such terms and conditions including remuneration, perquisites, allowances, benefits and amenities as set out herein below:

1. Salary : Rs. 8,00,000/- per month with effect from 1st August, 2018 with such increments as the Board may approve on the recommendation of Nomination and Remuneration Committee from time to time, subject however to a ceiling of Rs. 12,00,000/- per month as Basic Salary.
2. Perquisites:
 - a) Wellness Allowance & Medi-claim Group Insurance: As per the rules of the Company.
 - b) Leave travel concession/allowance: As per the rules of the Company.
 - c) Club Fees payable subject to maximum of two clubs.
 - d) Personal Accident Insurance: As per the rules of the Company.
 - e) Leave: As per the rules of the Company.
 - f) Gratuity: As per the rules of the Company.
 - g) Bonus: As per the rules of the Company.
 - h) Performance Linked Incentive (PLI): As may be decided by NRC & the Board from time to time.
 - i) Company Car and Telephone: Use of Company's Car along with driver and telephone at the residence and Mobile phone for official use purposes.
3. Other terms & Conditions:
 - a) Period of appointment: Form 1st August, 2018 to 31st July, 2021.
 - b) The terms of appointment may be terminated by either party by giving three months' notice in writing.
 - c) Mr. Shree Gopal Tantia shall perform such duties as shall from time to time be entrusted to him subject to superintendence, guidance and control of Board of Directors."

"RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, the remuneration as stated above, shall be paid as minimum remuneration to Mr. Shree Gopal Tantia, where in any financial year during the currency of tenure of Mr. Shree Gopal Tantia, the Company has no profits or its profits are inadequate."



"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/ or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, allowances, benefits and amenities payable to Mr. Shree Gopal Tantia in the light of further progress of the Company which shall be in accordance with the prescribed provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force)."

"RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto".

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	29	21108804	88	260	117	21109064	100
Dissent	0	0	1	4	1	4	0
Total	29	21108804	89	264	118	21109068	100

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 7 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.8: REAPPOINTMENT OF MR. ATUL TANTIA AS WHOLE-TIME DIRECTOR

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary and as per the recommendations of Nomination & Remuneration Committee (“NRC”) and Board of Directors (“Board”) of the Company, the consent of Company be and is hereby accorded to the reappointment of Mr. Atul Tantia (DIN 00001238), as Whole Time Director designated as Executive Director of the Company for a further period of three (3) years commencing from 1st August, 2018 to 31st July, 2021 upon such terms and conditions including remuneration, perquisites, allowances, benefits and amenities as set out herein below:

1. Salary : Rs. 5,00,000/- per month with effect from 1st August, 2018 with such increments as the Board may approve on the recommendation of Nomination and Remuneration Committee from time to time, subject however to a ceiling of Rs. 10,00,000/- per month as Basic Salary.
2. House Rent Allowance: Rs. 1, 50,000/- per month.
3. Perquisites:
 - a) Wellness Allowance & Medi-claim Group Insurance: As per the rules of the Company.
 - b) Leave travel concession/allowance: As per the rules of the Company.
 - c) Club Fees payable subject to maximum of two clubs.
 - d) Personal Accident Insurance: As per the rules of the Company.
 - e) Leave: As per the rules of the Company.
 - f) Gratuity: As per the rules of the Company.
 - g) Bonus: As per the rules of the Company.
 - h) Performance Linked Incentive (PLI): As may be decided by NRC & the Board from time to time.
 - i) Company Car and Telephone: Use of Company’s Car along with driver and telephone at the residence and Mobile phone for official use purposes.
4. Other terms & Conditions :
 - a) Period of appointment: Form 1st August, 2018 to 31st July, 2021.
 - b) The terms of appointment may be terminated by eitherparty by giving three months’ notice in writing.
 - c) Mr. Atul Tantia shall perform such duties as shall from timeto time be entrusted to him subject to superintendence, guidance and control of Board of Directors.”



“RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, the remuneration as stated above, shall be paid as minimum remuneration to Mr. Atul Tantia, where in any financial year during the currency of tenure of Mr. Atul Tantia, the Company has no profits or its profits are inadequate.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/ or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, allowances, benefits and amenities payable to Mr. Atul Tantia in the light of further progress of the Company which shall be in accordance with the prescribed provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).”

“RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto”.

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	20755664	88	260	115	20755924	100
Dissent	0	0	1	4	1	4	0
Total	27	20755664	89	264	116	20755928	100

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 8 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.9: Reappointment of Mr. Vaibhav Tantia as Whole-Time Director

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company and all applicable guidelines issued by the Central Government from time to time and subject to such other approvals, as may be necessary and as per the recommendations of Nomination & Remuneration Committee ("NRC") and Board of Directors ("Board") of the Company, the consent of Company be and is hereby accorded to the reappointment of Mr. Vaibhav Tantia (DIN 00001345), as Whole Time Director designated as Director & COO of the Company for a further period of three (3) years commencing from 1st August, 2018 to 31st July, 2021 upon such terms and conditions including remuneration, perquisites, allowances, benefits and amenities as set out herein below;

1. Salary : Rs. 5,00,000/- per month with effect from 1st August, 2018 with such increments as the Board may approve on the recommendation of Nomination and Remuneration Committee from time to time, subject however to a ceiling of Rs. 10,00,000/- per month as Basic Salary.
2. House Rent Allowance: Rs. 1, 50,000/- per month.
3. Perquisites:
 - a) Wellness Allowance Medi-claim Group Insurance: As per the rules of the Company.
 - b) Leave travel concession/allowance: As per the rules of the Company.
 - c) Club Fees payable subject to maximum of two clubs.
 - d) Personal Accident Insurance: As per the rules of the Company.
 - e) Leave: As per the rules of the Company.
 - f) Gratuity: As per the rules of the Company.
 - g) Bonus: As per the rules of the Company.
 - h) Performance Linked Incentive (PLI): As may be decided by NRC & the Board from time to time.
 - i) Company Car and Telephone: Use of Company's Car along with driver and telephone at the residence and Mobile phone for official use purposes.
4. Other terms & Conditions:
 - a) Period of appointment: Form 1st August, 2018 to 31st July, 2021.
 - b) The terms of appointment may be terminated by either party by giving three months' notice in writing.
 - c) Mr. Vaibhav Tantia shall perform such duties as shall from time to time be entrusted to him subject to superintendence, guidance and control of Board of Directors."




"RESOLVED FURTHER THAT pursuant to the provisions of Section II of Part II of Schedule V of the Companies Act, 2013, the remuneration as stated above, shall be paid as minimum remuneration to Mr. Vaibhav Tantia, where in any financial year during the currency of tenure of Mr. Vaibhav Tantia, the Company has no profits or its profits are inadequate."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, allowances, benefits and amenities payable to Mr. Vaibhav Tantia in the light of further progress of the Company which shall be in accordance with the prescribed provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force)."

"RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto".

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	20755664	88	260	115	20755924	100
Dissent	0	0	1	4	1	4	0
Total	27	20755664	89	264	116	20755928	100

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 9 of the Notice dated 1st June, 2018, has been passed with requisite majority.


J. Patnaik
FCS 5045

Date: 22nd August, 2018
Place: Kolkata

Consolidated Results

ITEM NO.10: REVISION OF THE BORROWING POWER OF THE COMPANY

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

"RESOLVED, in supersession of the resolution No. 5 passed at the 34th Annual General Meeting of the Company held on 29th August, 2014 and pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and the Articles of Association of the Company and subject to such other approvals as may be necessary, **THAT** consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow money from time to time from anyone or more of the Company's Bankers and/or from anyone or more Firms, Bodies Corporate, Financial Institutions, Non-Banking Financial Companies, Mutual Funds, Foreign Bankers, Foreign Financial Institutions, Foreign Institutional Investors, Overseas Corporate Bodies, Overseas Mutual Funds, Trusts or such other bodies or entities whether by way of cash credit, loans, advances, deposits, loans or bills discounting, Bank Guarantees, Letter of Credit, Letter of Comfort, deferred payment guarantees, issue of debentures, external commercial borrowings or otherwise, in any other mode or form, and whether unsecured or secured by mortgage, charge, hypothecation, lien, or pledge of the Company's assets and properties, whether immovable or movable or stock in trade (including raw materials, spare parts and components in stock or in transit and work in progress) or by any kind of guarantees and all or any of the undertakings of the Company, notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose but so however that the total amount upto which the monies may be borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of Rs. 1000 Crore (Rupees One Thousand crores only) exclusive of interest and charges and that the Board of Directors is hereby further authorized and empowered to arrange or settle or execute such deeds of debenture trust and deeds of mortgage, charge, hypothecation, lien, promissory notes, deposit receipts, guarantees/assurance deeds and other deeds and instruments or writings containing such conditions and covenants as the Board of Directors in its absolute discretion may think fit."

Particulars	Remote e-votes		Voting through ballots		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	29	22697428	88	260	117	22697688	99.81
Dissent	1	43000	1	4	2	43004	0.19
Total	30	22740428	89	264	119	22740692	100



Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 10 of the Notice dated 1st June, 2018, has been passed with requisite majority.



J. Patnaik
FCS 5045

Date: 22nd August, 2018

Place: Kolkata