



**ENDURANCE**  
**ENDURANCE TECHNOLOGIES LIMITED**

2nd Floor, Kumar Solitaire, S. No. 216B/218A/215A,  
Near Agha Khan Palace, Shastri Nagar,  
Nagar Road, Pune-411 006 (M.S.), India  
Tel: +91-20-26680892 / 93  
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Website: [www.endurancegroup.com](http://www.endurancegroup.com)  
CIN No. : L34102MH1999PLC123296

25<sup>th</sup> August, 2021

The Manager – Listing,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

The Manager – Listing,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E),  
Mumbai – 400 051

**Sub.: Summary of proceedings of the Twenty Second Annual General Meeting (“AGM”) of the Company held on 25<sup>th</sup> August, 2021 and voting results together with Consolidated Report of Scrutiniser on votes cast through remote e-voting and e-voting at the AGM.**

**Ref.: Regulation 30 (read with Part A of Schedule III) and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).**

Dear Sir/ Madam,

We inform you that the AGM of Members of the Company was held today i.e. 25<sup>th</sup> August, 2021 at 3.00 p.m. through Video Conferencing or Other Audio Visual Means (“VC” / “OAVM”). The registered office of the Company situated at E-92, MIDC Industrial Area, Waluj, Aurangabad - 431 136, Maharashtra was the deemed venue of the meeting.

In this regard, we are enclosing the following:

1.	Proceedings of AGM pursuant to Regulation 30 [read with Part A (13) of Schedule III] of the Listing Regulations.	<b>Annexure-I</b>
2.	Voting Results of the AGM pursuant to Regulation 44(3) of the Listing Regulations.	<b>Annexure-II</b>
3.	Consolidated Report of the Scrutiniser, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, dated 25 <sup>th</sup> August, 2021, on remote e-voting and e-voting at the AGM.	<b>Annexure-III</b>

The above information will be made available on the website of the Company [www.endurancegroup.com](http://www.endurancegroup.com) and the voting results will be made available on the website of Link Intime India Private Limited, Registrar and Transfer Agent at <https://instavote.linkintime.co.in>. Voting results shall also be displayed at the Registered Office of the Company.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,  
For **Endurance Technologies Limited**

  
Sanjit Lalai

Company Secretary and Executive Vice President – Legal

Encl.: As above.



**Proceedings of Twenty Second Annual General Meeting held on 25<sup>th</sup> August, 2021**

The Twenty Second Annual General Meeting (“AGM”) of the Members of Endurance Technologies Limited (“Company”) was held through Video Conferencing or Other Audio Visual Means (“VC” / “OAVM”) on Wednesday, 25<sup>th</sup> August, 2021. The registered office of the Company at E-92, MIDC Industrial Area, Waluj, Aurangabad - 431 136, Maharashtra was the deemed venue of the meeting. The AGM commenced at 3.00 p.m.

- A. Mr. Soumendra Basu, Chairman of the Board of Directors, presided as Chairman of the meeting.
- B. It was informed that in view of the restrictions due to outbreak of COVID- 19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. The meeting had been convened and conducted in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.
- C. Mr. Roberto Testore and Mr. Anant Talaulicar, independent directors on the Board of the Company, were unable to attend the AGM due to personal exigencies.
- D. The Chairman welcomed the Members at the AGM.
- E. After ascertaining that requisite quorum was present, the Chairman called the meeting to order.
- F. Thereafter, the Board members, present from their respective locations, introduced themselves. These included presence of:
  - Mr. Indrajit Banerjee, Independent Director and Chairman of the Audit Committee; and
  - Ms. Anjali Seth, Independent Director and Chairperson of the Stakeholders’ Relationship Committee and Nomination & Remuneration Committee;amongst other directors on the Board.

The Chairman confirmed the presence of representatives of Statutory Auditors, M/s. S R B C & Co. LLP, Chartered Accountants, and Secretarial Auditor, Mr. Sachin Bhagwat, Practicing Company Secretary.

He further informed the Members that Mrs. Sarika Kulkarni, Practicing Company Secretary, was appointed as the Scrutiniser to ensure that the remote e-voting and e-voting at the AGM was conducted in accordance with law and in a fair and transparent manner.

- G. Thereafter, the Company Secretary and Executive Vice President – Legal informed the procedural and technical aspects for participating in the AGM and e-voting during the AGM.

He informed the Members that the statutory registers and other records of the Company viz. Register of Directors & Key Managerial Personnel and their shareholding, Register of Contracts, Memorandum & Articles of Association, and the other documents referred in the Notice of AGM, were available for electronic inspection by the Members.



- H. Considering that the Notice of AGM had been sent to all Members within the statutory period, the same was taken as read with the permission of Members present.
- I. Since there were no qualifications, observations or comments in the Statutory Auditors' report and in the Secretarial Auditor's report, for the financial year ended 31<sup>st</sup> March, 2021, the reports were not read in terms of Section 145 of the Companies Act, 2013.
- J. It was also informed that the Company had provided the Members the facility to cast their vote(s) electronically on all the resolutions set forth in the Notice of AGM. Members, who were present at the meeting and had not cast their vote(s) through remote e-voting, and were otherwise not barred from doing so were eligible to vote through e-voting during the AGM.
- K. The Members were apprised about the matters recommended in the Notice of AGM for their approval.
- L. Thereafter, Mr. Anurang Jain, Managing Director of the Company gave an overview on the automotive industry scenario, the Company's performance for the year ended 31<sup>st</sup> March, 2021 as well as for the quarter ended 30<sup>th</sup> June, 2021.
- M. The Chairman then moved all the resolutions as set out in the Notice of AGM giving brief on each item.
- N. The Chairman requested the Members, who had not opted for remote e-voting, to cast their votes on all resolutions through e-voting at the AGM.
- O. The following items of business as set out in the Notice of AGM, were transacted and approved by the Members with requisite majority:

**Ordinary Business:**

1. (a) Adoption of the audited standalone financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the reports of the Board of Directors and Auditors thereon; and  
(b) Adoption of the audited consolidated financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the report of Auditors' thereon.
2. Declaration of Dividend at the rate of Rs. 6 per equity share of face value of Rs. 10 each (60%) fully paid up for the financial year ended 31<sup>st</sup> March, 2021.
3. Re-appointment of Mr. Ramesh Gehaney (DIN 02697676) as a Director liable to retire by rotation.

**Special Business:**

4. Ratification of remuneration of Rs. 400,000 (Rupees Four Hundred Thousand only) payable to Mr. Jayant B. Galande, Cost Auditor for audit of cost records for the FY 2021-22.



**Annexure - I**



5. Revision in remuneration of Mr. Rohan Jain, General Manager – Products and Strategy, a related party, who was appointed to office or place of profit.
  6. Appointment of Mr. Anant Talaulicar (DIN 00031051) as an Independent Director of the Company.
- P. The Chairman authorised the Company Secretary and Executive Vice President – Legal to accept, acknowledge and countersign the scrutiniser’s report and declare the consolidated results of remote e-voting and e-voting conducted at the AGM.
- Q. The Chairman, thereafter, thanked all the Members for their participation.

The meeting concluded at 3.40 p.m. with vote of thanks to the Chair.



**Annexure – II**

Resolution Required : (Ordinary)			1 (a). To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2021, together with 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	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.0000	10,54,97,136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,54,97,136</b>	<b>100.0000</b>	<b>10,54,97,136</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,38,844	65.2375	2,15,38,844	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,38,844</b>	<b>65.2375</b>	<b>2,15,38,844</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	21,49,666	5,370	0.2498	5,210	160	97.0205	2.9795
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,160</b>	<b>0.2865</b>	<b>6,000</b>	<b>160</b>	<b>97.4026</b>	<b>2.5974</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>12,70,42,140</b>	<b>90.3168</b>	<b>12,70,41,980</b>	<b>160</b>	<b>99.9999</b>	<b>0.0001</b>

**Annexure – II**

Resolution Required : (Ordinary)		1 (b). To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2021, together with the report of Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.0000	10,54,97,136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,54,97,136</b>	<b>100.0000</b>	<b>10,54,97,136</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,38,844	65.2375	2,15,38,844	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,38,844</b>	<b>65.2375</b>	<b>2,15,38,844</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	21,49,666	5,370	0.2498	5,210	160	97.0205	2.9795
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,160</b>	<b>0.2865</b>	<b>6,000</b>	<b>160</b>	<b>97.4026</b>	<b>2.5974</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>12,70,42,140</b>	<b>90.3168</b>	<b>12,70,41,980</b>	<b>160</b>	<b>99.9999</b>	<b>0.0001</b>

**Annexure – II**

Resolution Required : (Ordinary)			2 - To declare dividend on 140,662,848 equity shares of the Company at the rate of Rs. 6 per equity share of face value Rs. 10 each (60%) fully paid up for the financial year ended 31 <sup>st</sup> March, 2021.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.0000	10,54,97,136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,54,97,136</b>	<b>100.0000</b>	<b>10,54,97,136</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,38,844	65.2375	2,15,38,844	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,38,844</b>	<b>65.2375</b>	<b>2,15,38,844</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	21,49,666	5,370	0.2498	5,207	163	96.9646	3.0354
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,160</b>	<b>0.2865</b>	<b>5,997</b>	<b>163</b>	<b>97.3539</b>	<b>2.6461</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>12,70,42,140</b>	<b>90.3168</b>	<b>12,70,41,977</b>	<b>163</b>	<b>99.9999</b>	<b>0.0001</b>

**Annexure – II**

Resolution Required : (Ordinary)			3 - To appoint a director in place of Mr. Ramesh Gehaney (DIN 02697676), who retires by rotation, in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.0000	10,54,97,136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,54,97,136</b>	<b>100.0000</b>	<b>10,54,97,136</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,38,844	65.2375	1,81,25,823	34,13,021	84.1541	15.8459
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,38,844</b>	<b>65.2375</b>	<b>1,81,25,823</b>	<b>34,13,021</b>	<b>84.1541</b>	<b>15.8459</b>
Public Non Institutions	E-Voting	21,49,666	5,361	0.2494	5,110	251	95.3180	4.6820
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,151</b>	<b>0.2861</b>	<b>5,900</b>	<b>251</b>	<b>95.9194</b>	<b>4.0806</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>12,70,42,131</b>	<b>90.3168</b>	<b>12,36,28,859</b>	<b>34,13,272</b>	<b>97.3133</b>	<b>2.6867</b>



**Annexure – II**

Resolution Required : (Ordinary)			4 - Ratification of remuneration to Cost Auditor					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.0000	10,54,97,136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,54,97,136</b>	<b>100.0000</b>	<b>10,54,97,136</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,38,844	65.2375	2,15,38,844	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,38,844</b>	<b>65.2375</b>	<b>2,15,38,844</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	21,49,666	5,361	0.2494	5,033	328	93.8817	6.1183
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,151</b>	<b>0.2861</b>	<b>5,823</b>	<b>328</b>	<b>94.6675</b>	<b>5.3325</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>12,70,42,131</b>	<b>90.3168</b>	<b>12,70,41,803</b>	<b>328</b>	<b>99.9997</b>	<b>0.0003</b>

**Annexure – II**

Resolution Required : (Ordinary)			5 - Revision in remuneration of Mr. Rohan Jain, a related party, who was appointed to office or place of profit					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	10,54,97,136	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,19,910	65.1802	1,31,33,377	83,86,533	61.0290	38.9710
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,19,910</b>	<b>65.1802</b>	<b>1,31,33,377</b>	<b>83,86,533</b>	<b>61.0290</b>	<b>38.9710</b>
Public Non Institutions	E-Voting	21,49,666	5,361	0.2494	4,285	1,076	79.9291	20.0709
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,151</b>	<b>0.2861</b>	<b>5,075</b>	<b>1,076</b>	<b>82.5069</b>	<b>17.4931</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>2,15,26,061</b>	<b>15.3033</b>	<b>1,31,38,452</b>	<b>83,87,609</b>	<b>61.0351</b>	<b>38.9649</b>

**Annexure – II**

Resolution Required : (Ordinary)			6 - Appointment of Mr. Anant Talaulicar (DIN 00031051) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	10,54,97,136	10,54,97,136	100.0000	10,54,97,136	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,54,97,136</b>	<b>100.0000</b>	<b>10,54,97,136</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3,30,16,046	2,15,38,844	65.2375	1,61,23,066	54,15,778	74.8558	25.1442
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,15,38,844</b>	<b>65.2375</b>	<b>1,61,23,066</b>	<b>54,15,778</b>	<b>74.8558</b>	<b>25.1442</b>
Public Non Institutions	E-Voting	21,49,666	5,361	0.2494	4,495	866	83.8463	16.1537
	Poll		790	0.0367	790	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,151</b>	<b>0.2861</b>	<b>5,285</b>	<b>866</b>	<b>85.9210</b>	<b>14.0790</b>
<b>Total</b>		<b>14,06,62,848</b>	<b>12,70,42,131</b>	<b>90.3168</b>	<b>12,16,25,487</b>	<b>54,16,644</b>	<b>95.7363</b>	<b>4.2637</b>



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# SARIKA KULKARNI & ASSOCIATES

## COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

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### Scrutinizer's Report – Combined

To,

The Chairman of Twenty-second Annual General Meeting  
of the Equity Shareholders of Endurance Technologies Limited  
held on 25<sup>th</sup> August 2021 through Video Conferencing (“VC”)

Dear Sir,

1. We, Sarika Kulkarni & Associates, Company Secretaries, were appointed as the Scrutinizer by the Board of Directors of Endurance Technologies Limited (“the Company”) for the purpose of:

(a) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) for all the resolutions contained in the notice of the Annual General Meeting (“AGM”);

And

(b) Scrutinizing the e-voting process conducted at the AGM for all the resolutions contained in the notice of the AGM.

2. As required, we submit herewith a **combined report** on the results of remote e-voting together with that of e-voting at the AGM as under: -



# SARIKA KULKARNI & ASSOCIATES

## COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

### ORDINARY BUSINESS

#### Item No. 1 – Ordinary Resolution

- (a) To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31<sup>st</sup> March 2021, together with the reports of the Board of Directors and Auditors thereon

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in <b>favour</b> of the resolution	325	12,70,41,980	99.999 %	<b>Passed with requisite majority</b>
Votes <b>against</b> the resolution	3	160	Negligible	
<b>Total</b>	<b>328</b>	<b>12,70,42,140</b>	<b>100 %</b>	

#### **Abstained e-votes**

Number of ballots	Number of e-vote(s)
0	0

- (b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31<sup>st</sup> March 2021 together with the report of the Auditors thereon.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in <b>favour</b> of the resolution	325	12,70,41,980	99.999 %	<b>Passed with requisite majority</b>
Votes <b>against</b> the resolution	3	160	Negligible	
<b>Total</b>	<b>328</b>	<b>12,70,42,140</b>	<b>100 %</b>	



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# SARIKA KULKARNI & ASSOCIATES

## COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

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### Abstained e-votes

Number of ballots	Number of e-vote(s)
0	0

### Item No. 2 – Ordinary Resolution

To declare dividend on 140,662,848 equity shares of the Company at the rate of Rs. 6 per equity share of face value Rs. 10 each (60%) fully paid up for the financial year ended 31<sup>st</sup> March 2021.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in <b>favour</b> of the resolution	324	12,70,41,977	99.999 %	<b>Passed with requisite majority</b>
Votes <b>against</b> the resolution	4	163	Negligible	
<b>Total</b>	<b>328</b>	<b>12,70,42,140</b>	<b>100 %</b>	

### Abstained e- votes

Number of ballots	Number of e-vote(s)
0	0

### Item No. 3 – Ordinary Resolution

To appoint a director in place of Mr. Ramesh Gehaney (DIN 02697676), who retires by rotation, in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.



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# SARIKA KULKARNI & ASSOCIATES

## COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

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	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in <b>favour</b> of the resolution	270	12,36,28,859	97.313 %	<b>Passed with requisite majority</b>
Votes <b>against</b> the resolution	57	34,13,272	2.687 %	
<b>Total</b>	<b>327</b>	<b>12,70,42,131</b>	<b>100 %</b>	

### Abstained e- votes

Number of ballots	Number of e-vote(s)
1	9

### SPECIAL BUSINESS:

#### Item No. 4 – Ordinary Resolution

To ratify the remuneration payable to Mr. Jayant B. Galande, Cost Accountant (Registration no. M-5255), appointed as the Cost Auditor of the Company for the Financial Year ending 31<sup>st</sup> March 2022.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in <b>favour</b> of the resolution	318	12,70,41,803	99.999 %	<b>Passed with requisite majority</b>
Votes <b>against</b> the resolution	9	328	Negligible	
<b>Total</b>	<b>327</b>	<b>12,70,42,131</b>	<b>100 %</b>	



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# SARIKA KULKARNI & ASSOCIATES

## COMPANY SECRETARIES

FCS NO. 8478 | CERTIFIED CSR PROFESSIONAL | CERTIFIED FEMA CONSULTANT | PEER REVIEW CERTIFICATE NO. 1370/2021

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### Abstained e-votes

Number of ballots	Number of e-vote(s)
1	9

### Item No. 5 – Ordinary Resolution

To approve revision of remuneration of Mr. Rohan Jain, General Manager – Products and Strategy and a related party who was appointed to office or place of profit.

	Number of ballots	Number of e-votes	Percentage of total e-votes	Result
Votes in <b>favour</b> of the resolution	207	1,31,38,452	61.035 %	<b>Passed with requisite majority</b>
Votes <b>against</b> the resolution	113	83,87,609	38.965 %	
<b>Total</b>	<b>320</b>	<b>2,15,26,061</b>	<b>100 %</b>	

### Abstained e-votes

Number of ballots	Number of e-vote(s)
8	10,55,16,079

### Item No. 6 – Ordinary Resolution

To appoint Mr. Anant Talaulicar (DIN: 00031051) as an Independent Director of the Company for a period of five consecutive years, effective from 12<sup>th</sup> July 2021 up to and including 11<sup>th</sup> July 2026.



