

24<sup>th</sup> September, 2018

1) Manager-CRD,  
BSE Limited,  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Re: Jagran Prakashan Limited  
Scrip Code: 532705  
ISIN: INE199G01027

2) Listing Manager,  
National Stock Exchange of India Ltd.,  
'Exchange Plaza', C-1, Block G  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai-400051

Re: Jagran Prakashan Limited  
Symbol: JAGRAN  
ISIN: INE199G01027

Dear Sir/Madam,

**Sub: Submission of Summary of Proceedings, Voting Results and Scrutinizers Report of 42<sup>nd</sup> Annual General Meeting (AGM) of Jagran Prakashan Limited held on 24<sup>th</sup> September, 2018**

This is to inform you that the 42<sup>nd</sup> AGM of the Company was held on Monday, 24<sup>th</sup> September, 2018 at Jalsaa Banquet Hall, 4<sup>th</sup> Floor, Rave @ Moti, 117/K/13, Gutaiya, Kanpur- 208025 at 12:00 Noon.

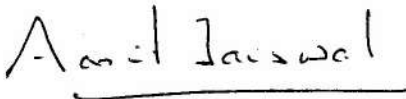
In this regard, please find enclosed herewith the following:

- 1) Summary of the proceedings of the 42<sup>nd</sup> AGM pursuant to the Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") as **Annexure-A**.
- 2) Voting results pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 as **Annexure-B**.
- 3) Combined Scrutinizer's Report on Remote E-Voting conducted at the AGM through Ballot papers, pursuant to Section 108 and 109 of the Companies Act, 2013 read with rules made thereunder as **Annexure-C**.

Kindly, take the same in your records.

Thanking You,

For Jagran Prakashan Limited



(AMIT JAISWAL)  
Company Secretary & Compliance Officer



Encl.: As Above

# ANNEXURE - A

**PROCEEDINGS OF THE 42<sup>nd</sup> ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF JAGRAN PRAKASHAN LIMITED HELD ON MONDAY THE 24<sup>TH</sup> DAY OF SEPTEMBER, 2018 COMMENCED AT 12:00 NOON AND CONCLUDED AT 1:00 P.M. AT JALSAA BANQUET HALL, 4<sup>TH</sup> FLOOR, RAVE@MOTI, 117/K/13, GUTAIYA, KANPUR-208025**

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## **PRESENT:**

Mr. Mahendra Mohan Gupta	: Chairman and Managing Director
Mr. Vijay Tandon	: Independent Director & Chairman of the Audit Committee
Mr. Rajendra Kumar Jhunjhunwala	: Independent Director & Chairman of the Stakeholders Relationship Committee
Mr. Sanjay Gupta	: Whole Time Director & CEO
Mr. Sunil Gupta	: Whole Time Director
Mr. Shailesh Gupta	: Whole Time Director
Mr. Satish Chandra Mishra	: Whole Time Director
Mr. Devendra Mohan Gupta	: Director
Mr. Shailendra Mohan Gupta	: Director
Mr. Rajendra Kumar Agarwal	: Chief Financial Officer
Mr. Amit Jaiswal	: Company Secretary

## **ATTENDANCE:**

Members/Authorised Representatives Present: 55

Proxies Present: 05

Members voted through e-voting process: 138

The Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors present at the meeting.

The representatives of the Statutory Auditors and Secretarial Auditors were also present in the meeting.

The Members were informed by the Company Secretary that the Company had received 8 valid proxy for 36,271 equity shares.

The Company Secretary informed the members that all the requisite Statutory Registers, Proxy Registers and other documents were available for inspection of the Members.

The Chairman briefed about the performance and achievements of the Company and thereafter took up agenda items.

With the consent of the Members, the notice calling 42<sup>nd</sup> AGM, Annual Report including Annual Accounts and Directors' Report, having already been circulated to members, were taken as read.

The report of the Statutory Auditors and the report of the Secretarial Auditors of the Company for the financial year ended 31<sup>st</sup> March, 2018, which had also been circulated to the Members containing no audit qualifications were read by the Company Secretary.

The Company Secretary apprised the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 & Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, the Company has extended to its members the undernoted facility to exercise their

*Amit Jaiswal*



right to vote on all the items set-out in the notice dated 25<sup>th</sup> May, 2018 convening this AGM:

- Remote E-voting by electronic means, in proportion to their shareholding as on the cut-off date i.e. Tuesday, 18<sup>th</sup> September, 2018 and
- in the meeting through ballot papers in a Poll at the venue of this AGM, in proportion to their shareholding, to those members present in person and through proxies, who did not have access to remote e-voting or who did not cast their vote by remote e-voting.

and therefore, the facility to vote by show of hands was not required at the AGM.

The Members were also informed that remote e-voting facility was extended to the Members through Karvy Computershare Private Limited and it was available from Thursday, 20<sup>th</sup> September, 2018 (9:00 A.M. onwards) till Sunday, 23<sup>rd</sup> September, 2018 (till 5:00 P.M.). Mr. Adesh Tandon, a Practising Company Secretary was appointed as Scrutinizer to scrutinize the remote e-voting process and voting by poll in a fair and transparent manner.

The Chairman invited the Members for comments, if any, on the Annual Accounts. Queries received from the shareholders, were replied satisfactorily.

The Chairman then requested the Members to propose and second the following resolutions as contained in the notice convening the 42<sup>nd</sup> AGM:

Sl. No.	Details of Agenda	Type of Resolution
1.	Consideration and adoption of Standalone and Consolidated Audited Balance Sheet as at 31 <sup>st</sup> March, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and Auditors Report thereon.	Ordinary Resolution
2.	Declaration of dividend of Rs. 3 (Rupees Three) per share for the Financial Year ended 31 <sup>st</sup> March, 2018.	Ordinary Resolution
3.	Re-appointment of Mr. Dharendra Mohan Gupta (DIN: 01057827), as a Director of the Company, liable to retire by rotation.	Ordinary Resolution
4.	Re-appointment of Mr. Shailendra Mohan Gupta (DIN: 00327249), as Director of the Company, liable to retire by rotation.	Ordinary Resolution

The Chairman then formally requested Poll on all the resolutions of ordinary businesses set out in item nos. 1 to 4 of the notice convening the 42<sup>nd</sup> AGM. The Chairman requested members and proxies present, who had not voted electronically to participate in the Poll to be taken. The poll process, including manner of casting of vote, was explained in detail to the Members and proxies present at the AGM.

Thereafter, the Chairman initiated the process of voting through ballot paper. The Scrutinizer requested the Members to fill up their ballot paper as per the instructions contained therein, sign and drop the same in the ballot box maintained for this purpose. The Chairman requested to the Scrutinizer to submit his report on remote e-voting and voting through ballot papers as soon as possible to enable declaration of the voting results within the prescribed timelines.

*Amit Lalwani*



The Chairman informed the Members that subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed as on date of the AGM.

He, further informed that on receipt of the Combined Scrutinizer's report, the result of voting through the Poll taken at the AGM and votes cast through remote e-voting on all the resolutions, would be declared within 48 hours of the conclusion of AGM and the voting results would be hosted on the Company's website viz. [www.jplcorp.in](http://www.jplcorp.in) and informed to the Stock exchanges (i.e. National Stock Exchange of India Limited and BSE Limited). The voting result and the Combined Scrutinizer's Report will also be hosted on the website of Karvy Computershare Private Limited, Authorised Agency engaged for providing remote e-voting facility.

The Chairman then declared the Meeting as concluded and thanked the Members for participating in the Meeting.

The meeting concluded at 1:00 P.M. with a vote of thanks to the chair.

**Based on the Scrutinizer's Report dated 24<sup>th</sup> September, 2018 all the resolutions as set out in the Notice of 42<sup>nd</sup> AGM were declared as passed with requisite majority.**

Amal Jaiswal



# ANNEXURE - B

General information about company	
Scrip code	532705
NSE Symbol	JAGRAN
MSEI Symbol	NOT LISTED
ISIN	INE199G01027
Name of the company	JAGRAN PRAKASHAN LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	24-09-2018
Start time of the meeting	12:00 PM
End time of the meeting	01:00 PM

Amal Jaiswal



Scrutinizer Details	
Name of the Scrutinizer	ADESH TANDON
Firms Name	ADESH TANDON & ASSOCIATES
Qualification	CS
Membership Number	2253
Date of Board Meeting in which appointed	25-05-2018
Date of Issuance of Report to the company	24-09-2018

Amul Jaiswal



<b>Voting results</b>	
Record date	18-09-2018
Total number of shareholders on record date	44832
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	53
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	Textual Information(1)

Amit Lalwani



**Text Block**

Textual Information(1)

18th September, 2018 i.e. cut-off date for determining the eligibility for voting.

A. M. Jaiswal





Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors' and Auditors' thereon.				
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	181735591	181735591	100	181735591	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		181735591	181735591	100	181735591	0	100
Public-Institutions	E-Voting	66804582	55416734	82.9535	55416734	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total		66804582	55416734	82.9535	55416734	0	100
Public-Non Institutions	E-Voting	47871656	11966394	24.9968	11966232	162	99.9986	0.0014
	Poll		57723	0.1206	57723	0	100	0
	Postal Ballot (if applicable)							
	Total		47871656	12024117	25.1174	12023955	162	99.9987
Total		296411829	249176442	84.0643	249176280	162	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Amit Jaiswal



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Amal Kishore



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Rs. 3 (Rupees Three) per share for the Financial Year ended 31st March, 2018.				
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	181735591	181735591	100	181735591	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		181735591	181735591	100	181735591	0	100
Public- Institutions	E-Voting	66804582	56223608	84.1613	56223608	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		66804582	56223608	84.1613	56223608	0	100
Public- Non Institutions	E-Voting	47871656	26729459	55.8357	26729297	162	99.9994	0.0006
	Poll		57723	0.1206	57673	50	99.9134	0.0866
	Postal Ballot (if applicable)							
	Total		47871656	26787182	55.9562	26786970	212	99.9992
Total		296411829	264746381	89.3171	264746169	212	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Amit Kumar



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Anil Dasgupta



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Dharendra Mohan Gupta (DIN-01057827), who retires by rotation and being eligible, offers himself for re-appointment				
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	181735591	181735591	100	181735591	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		181735591	181735591	100	181735591	0	100
Public- Institutions	E-Voting	66804582	56223608	84.1613	56223608	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		66804582	56223608	84.1613	56223608	0	100
Public- Non Institutions	E-Voting	47871656	26729459	55.8357	26729297	162	99.9994	0.0006
	Poll		57723	0.1206	57720	3	99.9948	0.0052
	Postal Ballot (if applicable)							
	Total		47871656	26787182	55.9562	26787017	165	99.9994
Total		296411829	264746381	89.3171	264746216	165	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

*Amal Jaiswal*



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

*Anand Jaiswal*



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Shailendra Mohan Gupta (DIN-00327249), who retires by rotation and being eligible, offers himself for re-appointment.				
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	181735591	181735591	100	181735591	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		181735591	181735591	100	181735591	0	100
Public-Institutions	E-Voting	66804582	56223608	84.1613	52939377	3284231	94.1586	5.8414
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		66804582	56223608	84.1613	52939377	3284231	94.1586
Public- Non Institutions	E-Voting	47871656	26729459	55.8357	26729268	191	99.9993	0.0007
	Poll		57723	0.1206	57723	0	100	0
	Postal Ballot (if applicable)							
	Total		47871656	26787182	55.9562	26786991	191	99.9993
Total		296411829	264746381	89.3171	261461959	3284422	98.7594	1.2406
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

*Amal Jaiswal*



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Amal Dasgupta





**Adesh Tandon**

FCS, LLB, B.Com, AAIMA

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, KANPUR - 208 001 (U. P.)  
Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date.....

**SCRUTINIZER'S REPORT - COMBINED**

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rules 20 & 21(2) of the Companies (Management & Administration) Rules, 2015, as amended]**

To,

The Chairman,

**42<sup>nd</sup> (Forty Second)** Annual General Meeting ("AGM") of the members of **Jagran Prakashan Limited** (hereinafter referred as "the Company") held on **Monday, September 24, 2018** at 12:00 Noon at Jalsaa Banquet Hall, 4<sup>th</sup> Floor, Rave@Moti, 117/K/13, Gutaiya, Kanpur-208025 (UP).

Dear Sir,

1. I, **Adesh Tandon**, Proprietor of Adesh Tandon & Associates, Kanpur have been appointed as scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Remote e-voting process and Voting through poll at the AGM under the provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the 42<sup>nd</sup> AGM of the members of the Company, held on Monday, September 24, 2018 at Jalsaa Banquet Hall, 4<sup>th</sup> Floor, Rave@Moti, 117/K/13, Gutaiya, Kanpur-208025 (UP).
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 42<sup>nd</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report (Combined) of the votes casted 'in favour' or 'against' the resolutions stated below, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ("Karvy"), the authorized agency engaged by the Company to provide e-voting and also based on the poll conducted at the AGM.
3. The Company has engaged the services of Karvy as the Authorized Agency to provide Secured E-Voting process.



**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**  
FCS, LLB, B.Com, AAIMA

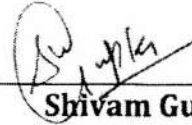
811, 8th Floor, KAN Chambers  
14/113, Civil Lines, KANPUR - 208 001 (U.P.)  
Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date.....

4. The E-Voting period remained open from 09:00 A.M. (IST) on Thursday, September 20, 2018 upto 05:00 P.M. (IST) on Sunday, September 23, 2018.
5. The Cut-off date for the purpose of determining the entitlement for remote E-Voting on the proposed resolution was Tuesday, September 18, 2018.
6. The votes casted electronically were unblocked on Monday, September 24, 2018 around 1:00 P.M., in the presence of two witness Mr. Awashesh Dixit R/o 30/6, Vishnupuri Colony, Nawabganj, Kanpur-208002 (UP) and Shivam Gupta, R/o 46/45, Rajgaddi, Hatiya, Kanpur-208001 (UP) who are not in the employment of the Company. They have signed below in Confirmation of the E-Voting being unblocked in their presence.



\_\_\_\_\_  
**Awashesh Dixit**



\_\_\_\_\_  
**Shivam Gupta**

7. The poll facility has been provided to all the shareholders who attended the AGM to vote at the Resolutions as contained in the Notice to the 42<sup>nd</sup> AGM but not to those shareholders who have opted the facility to vote through remote E-Voting.
8. Thereafter, the details containing, inter alia, the information about shareholders voting 'In Favour' and 'Against' the resolution, were generated from the E-Voting website of Karvy and based on such reports the results of Remote E-Voting and Poll on each resolution are given hereunder:

**Resolution No. 1: Ordinary Resolution:-**

Consideration and adoption of the Standalone and Consolidated Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and Auditors thereon.

Voted in 'FAVOUR' of the resolution:



**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**  
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E-mail : adesh.tandon11@gmail.com

Date.....

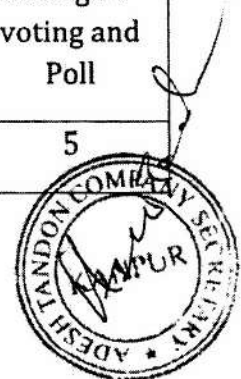
Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
132	24,91,18,557	40	57,723	24,91,76,280	99.9999%

**Voted 'AGAINST' the resolution:**

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members / Proxies Voted by Poll	Number of Votes cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
2	162	0	0	162	0.0001%

**'INVALID' votes:**

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
0	0	1	5	5



**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**

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E-mail : adesh.tandon11@gmail.com

Date: .....

**Result:**

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 1. Hence, the ordinary resolution was passed with requisite majority. However, four shareholders whose aggregate shareholding is 1,55,69,939 has abstained their voting rights.

**Resolution No. 2: Ordinary Resolution**

Declaration of Dividend of Rs. 3 (Rupees Three) per share for the financial year ended March 31, 2018.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and poll	% of total number of valid votes cast
136	26,46,88,496	39	57,673	26,47,46,169	99.9999%

Voted '**AGAINST**' the resolution:

Number of Members Voted through electronic voting system	Number of vote cast 'Against' the resolution by e-voting	Number of Members /Proxies Voted by Poll	Number of votes cast 'Against' the resolution by poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
2	162	1	50	212	0.0001%



# ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

**Adesh Tandon**

FCS, LLB, B Com, AAIMA

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Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date .....

## 'INVALID' votes:

Number of Members voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
0	0	1	5	5

## Result:

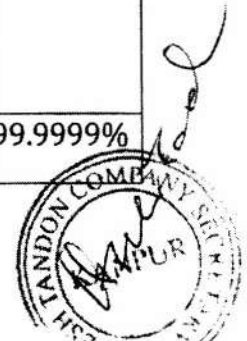
As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 2. Hence, the ordinary resolution was passed with requisite majority.

## **Resolution No. 3: Ordinary Resolution**

Appointment of Director in place of Mr. Dharendra Mohan Gupta (DIN: 01057827), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
136	26,46,88,496	39	57,720	26,47,46,216	99.9999%



**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**  
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811, 8th Floor, KAN Chambers  
14/113, Civil Lines, KANPUR - 208 001 (U. P.)  
Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date: .....

**Voted 'AGAINST' the resolution:**

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
2	162	1	3	165	0.0001%

**'INVALID' votes:**

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
0	0	1	5	5

**Result:**

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as item No. 3. Hence, the ordinary resolution was passed with requisite majority.



# ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

**Adesh Tandon**

FCS, LLB, B Com, AAIMA

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, KANPUR - 208 001 (U. P.)  
Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date: \_\_\_\_\_

## **Resolution No. 4: Ordinary Resolution**

**Appointment of Director in place of Mr. Shailendra Mohan Gupta (DIN: 00327249), who retires by rotation and being eligible, offers himself for re-appointment.**

Voted in '**FAVOUR**' of the resolution:

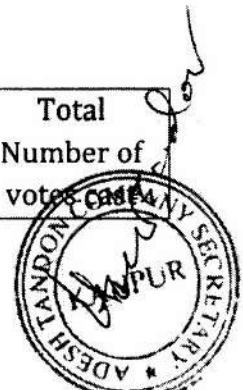
Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
133	26,14,04,236	40	57,723	26,14,61,959	98.7594%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
5	32,84,422	0	0	32,84,422	1.2406%

'**INVALID**' votes:

Number of Members Voted	Number of votes cast 'Invalid' by	Number of Members/ Proxies Voted	Number of votes cast	Total Number of votes cast



**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**

FCS, LL.B, B.Com, AAIMA

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Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date: .....

through electronic voting system	e-voting	by Poll	'Invalid' by Poll	through e-voting and Poll
0	0	1	5	5

**Result:**

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 4. Hence, the ordinary resolution was passed with requisite majority.

9. The poll papers and all other relevant records were sealed and are being handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

**For Adesh Tandon & Associates**  
**Company Secretaries**

For ADESH TANDON & ASSOCIATES  
COMPANY SECRETARIES

*Adesh Tandon*

PROPRIETOR  
C.P. No. 1121

**Adesh Tandon**

Proprietor  
FCS No. 2253  
C.P. No. 1121

Place: Kanpur

Date: September 24, 2018

