

To,

Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	Department of Corporate Services - Listing BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001
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Re: Scrip Symbol: CENTUM/ Scrip Code: 517544

Dear Sir/ Madam,

Sub: Proceedings, Voting Results & Scrutinizer's Report of the Twenty Eighth Annual General Meeting

The Twenty Eighth Annual General Meeting of the Company was held as scheduled on Thursday, August 12, 2021 at 4:00 p.m. through Video Conferencing mode.

Mr. S. P. Nagarajan, Practicing Company Secretary was the scrutinizer for the E-voting and Instapoll and based on his report, all the resolutions were duly passed with requisite majority.

We are enclosing the following relating to the Twenty Eighth Annual General Meeting:

- Proceedings of the Annual General Meeting.
- Voting results (E-voting & Instapoll) of the Resolutions passed pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The report of the Scrutinizer on the voting results (E-voting & Instapoll) pursuant to provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014.

Kindly acknowledge the receipt of the same.

Yours faithfully,
For **Centum Electronics Limited**



Nagaraj K V
Company Secretary & Compliance Officer



Encl: as above

CENTUM ELECTRONICS LIMITED

SUMMARY OF THE PROCEEDING OF THE 28TH ANNUAL GENERAL MEETING HELD ON THURSDAY, 12TH AUGUST, 2021 FROM 4:00 P.M TO 5:15 P.M. THROUGH VIDEO CONFERENCING FACILITY

Present:

SI No.	Name	Designation	Participated in the Video Conferencing from
1.	Mr. Apparao V Mallavarapu	Chairman & Managing Director	Registered and Corporate Office, Bangalore
2.	Mr. Nikhil Mallavarapu	Executive Director	
3.	Mr. Manoj Nagrath	Independent Director and Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee	
4.	Mr. S. Krishnan	Independent Director	Residence, Bangalore
5.	Mr. Rajiv C Mody	Independent Director	Residence, Bangalore
6.	Mr. Pranav Kumar N Patel	Independent Director	Residence- Cincinnati United States
7.	Dr. Swarnalatha Mallavarapu	Executive Director	Registered & Corporate office, Bangalore
8.	Mr. Thiruvengadam P	Independent Director and Chairman of Corporate Social Responsibility Committee	Residence, Bangalore
9.	Ms. Kavitha Dutt	Independent Director	Office of KCP Limited, Chennai

In Attendance – Key Managerial Personnel

SI. No	Name	Designation	Participated in the Video Conferencing from
1.	Mr. Desikan K S	Chief Financial Officer	Registered & Corporate office, Bangalore
2.	Mr. Nagaraj K V	Company Secretary	



By Invitation

Sl. No	Name	Designation	Remarks
1.	Mr. Sandeep Karnani	Partner of S.R. Batliboi & Associates LLP, Statutory Auditors	Participated through Video Conferencing
2.	Ms. Aarthi G Krishna	Secretarial Auditor	
3	representative of M/s. K.S. Kamalakara & Co., Cost Auditors	Cost Auditors	

Shareholder Present at the Meeting:

A total of 54 Shareholders were present at the meeting through Video Conferencing facility.

The Company Secretary welcomed the members to the Meeting which was held through Video Conferencing as permitted by the Ministry of Corporate Affairs and Securities & Exchange Board of India. He then requested the Board of Directors and Chief Financial Officer to introduce themselves to the Shareholders.

He then briefed the Shareholders regarding the arrangements made for the meeting.

The Company Secretary further informed that the facility of remote e-voting and e-voting at the Annual General Meeting is provided in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations. The Company has appointed Mr. S P Nagarajan, Practicing Company Secretary, as the Scrutinizer to report on the combined voting results of remote e-voting and the instapoll for each of the items as per the Notice of the AGM.

He then requested the Chairman of the Meeting to conduct the further proceedings of the meeting.

Mr. Apparao V Mallavarapu, Chairman and Managing Director of the Company Chaired the meeting and welcomed the Members to the 28th Annual General Meeting of the Company.

The Chairman has informed the members that the requisite quorum for the meeting is present and further declared that the meeting is in order.

He then briefed the members that the Statutory Registers as required under the provisions of the Companies Act, 2013 are available for electronic inspection during the meeting. The Annual Report for the financial year 2020-21 has been circulated to all the members by email who have registered their email address.

The Chairman then delivered his speech.



Further, the Chairman invited the speaker shareholders and other members to raise their queries, if any and the requested the moderator from KFin Technologies to keep the floor open for the speaker Shareholders.

He then listed down the queries sought by the Shareholders including the queries received by email and answered them together. The Chairman also requested Mr. K. S. Desikan, Chief Financial Officer and Mr. Nikhil Mallavarapu, Executive Director to provide their inputs to the Shareholders.

The Chairman ensured that all the queries are suitably responded to the Shareholders.

He then thanked all the Shareholders for taking initiative to join the meeting through video conferencing. The Chairman also thanked the Board of Directors for their participation.

The Chairman has authorized Nagaraj K V, Company Secretary to conduct the voting procedure and conclude the meeting. He has informed the members that the e-voting facility will be open for the next 15 minutes to enable those members who had not exercised their votes in the remote e-voting facility to cast their vote electronically which was provided through Instapoll during the course of the Meeting.

He has also informed the members that the results would be announced within two working days and the same will be filed with the Stock Exchanges and uploaded on the website of the Company.

The following resolutions were transacted in the meeting:

DETAILS OF RESOLUTIONS PASSED AS PER THE AGM NOTICE:

Resolution No	Description of the Resolutions passed	Mode of Voting	Result of Voting
1	Adoption of Financial Statements and Reports thereon for the financial year ended 31 st March, 2021. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
2	Declaration of Dividend. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
3	Re-appointment of Dr. Swarnalatha Mallavarapu, as a Director liable to retire by rotation. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority



4	Approval of remuneration payable to M/s K.S. Kamalakara & Co., Cost Accountants, appointed as Cost Auditors for the financial year 2021-22. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
5	Reappointment of Mr. Thiruvengadam P (DIN: 00016375) as an Independent Director of the Company. (Special Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority

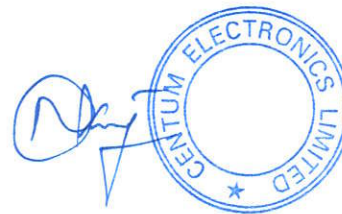
For CENTUM ELECTRONICS LIMITED



Nagaraj K V
Company Secretary

DETAILS OF RESOLUTIONS PASSED THROUGH E-VOTING & INSTAPOLL

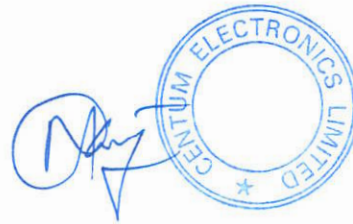
Date of the AGM/EGM		12-08-2021								
Total number of shareholders on record date		8723								
No. of shareholders present in the meeting either in person or through										
Promoters and Promoter Group:		3								
Public:		51								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		Not Applicable								
Public:		Not Applicable								
Resolution No.		1								
Resolution required: (Ordinary/ Special)		ORDINARY - Adoption of Financial Statements								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,78,952	7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	45,29,351	1,84,150	4.0657	1,84,150	0	100.0000	0.0000	0	0
	Poll		59,910	1.3227	59,910	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,44,060	5.3884	2,44,060	0	100.0000	0.0000	0	0
Total		1,28,84,781	85,99,390	66.7407	85,99,390	0	100.0000	0.0000	0	0



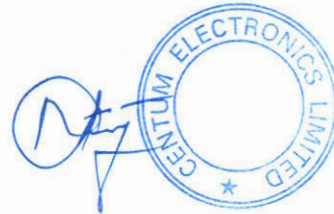
Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	7,78,952	7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	45,29,351	1,84,150	4.0657	1,84,150	0	100.0000	0.0000	0	0	
	Poll		59,910	1.3227	59,910	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,44,060	5.3884	2,44,060	0	100.0000	0.0000	0.0000	0	0
Total		1,28,84,781	85,99,390	66.7407	85,99,390	0	100.0000	0.0000	0	0	



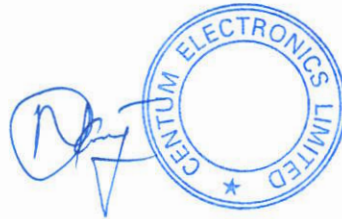

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement of Director by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	7,78,952	7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	45,29,351	1,84,150	4.0657	1,84,150	0	100.0000	0.0000	0	0
	Poll		59,910	1.3227	59,910	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,44,060	5.3884	2,44,060	0	100.0000	0.0000	0.0000	0
Total		1,28,84,781	85,99,390	66.7407	85,99,390	0	100.0000	0.0000	0	0



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Remuneration payable to the Cost Auditors									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	7,78,952	7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	45,29,351	1,84,150	4.0657	1,84,150	0	100.0000	0.0000	0	0
	Poll		59,910	1.3227	59,910	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,44,060	5.3884	2,44,060	0	100.0000	0.0000	0.0000	0
Total		1,28,84,781	85,99,390	66.7407	85,99,390	0	100.0000	0.0000	0	0



Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Thiruvengadam P (DIN 00016375) 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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	7,78,952	7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,78,852	99.9872	7,78,852	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	45,29,351	1,84,150	4.0657	1,84,148	2	99.9989	0.0010	0	0
	Poll		59,910	1.3227	59,910	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,44,060	5.3884	2,44,058	2	99.9992	0.0008	0	0
Total		1,28,84,781	85,99,390	66.7407	85,99,388	2	100.0000	0.0000	0	0



S.P. NAGARAJAN M.Com., A.C.S., L.L.B.
Company Secretary in Wholetime Practice

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Bangalore - 560 042
Telefax: 080- 41136320, 41141544
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www.spncs818.com

Consolidated Scrutinizer's Report

(Pursuant to the provisions of Companies Act, 2013 read with Companies
(Management and Administration) Rules, 2014 and Companies (Management and
Administration) Amendment Rules, 2015]

To,
The Chairman of 28th Annual General Meeting (AGM) of the Equity Shareholders of
Centum Electronics Limited held on Thursday, 12th August 2021 at 4:00 P.M. (IST)
through Video Conferencing ("VC")

Dear Sir,

I, S P Nagarajan, Company Secretary in Wholetime Practice, have been appointed as
the Scrutinizer by the Board of Directors of Centum Electronics Limited ("the
Company") for the purpose of scrutinizing the electronic voting (e-voting) process
provided to the members of the Company at the 28th Annual General Meeting (AGM) in
compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the
Companies (Management and Administration) Rules, 2014, as amended by the
Companies (Management and Administration) Amendment Rules, 2015 and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 through:

- i) 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) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing
Obligations and Disclosures Requirements) Regulations 2015;
- ii) e-voting process during the AGM (voting during the 28th AGM) pursuant to the
provisions of Companies Act, 2013 read with Companies (Management and
Administration) Rules, 2014 as amended;

in a fair and transparent manner and ascertaining the requisite majority on remote e-
voting, and e-voting (voting during the 28th AGM) as per the provisions of the
Companies Act, 2013 and rules made thereunder (including any statutory
modification(s) or re-enactment thereof, for the time being in force) and as per the
provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the
Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the
Companies Act, 2013, on the resolutions set out in the Notice under Items numbered
1 to 5 of the Notice of the 28th AGM of the members of the Company dated 15th June
2021.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) with regard to voting through electronic means (by remote e-voting prior to the AGM and e-voting during the AGM) on the resolutions proposed in the Notice of the 28th AGM of the Company is the responsibility of the management.

The e-voting facility for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by KFin Technologies Private Limited (KFin) (Formerly Karvy Fintech Private Limited).

My responsibility as a Scrutinizer is to render Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained/invalid" votes, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the remote e- voting system and e-voting system during the AGM provided by KFin and the authorizations lodged with the Company, in tandem with the reconciliation of the records maintained by the Company / KFin Technologies Private Limited (KFin) (Registrar and Share Transfer Agent (RTA) of the Company).

DISPATCH OF NOTICE CONVENING THE MEETING THROUGH ELECTRONIC MODE:

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") dated 13th January 2021 read with circulars dated 8th April 2020, 13th April 2020 and 5th May 2020 and SEBI Circular dated 12th May 2020 and 15th January 2021, Notice of the AGM dated 15th June 2021 was sent through electronic mode to the members whose e-mail addresses were registered with the Company/ Depositories. The Notice of the AGM was also made available on the Company's website, websites of the Stock Exchanges and on the website of KFin.

CUT-OFF DATE:

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Thursday, 5th August 2021, were entitled to vote on the resolutions as set out in the Notice of the 28th AGM of the Company. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, 5th August 2021.

REMOTE E-VOTING:

The remote e-voting facility for e-voting prior to the AGM was provided by KFin Technologies Private Limited (KFin).

The remote e-voting period was open for three days which commenced on Monday, 9th August 2021 at 9:00 A.M. and concluded on Wednesday, 11th August 2021 at 5:00 P.M. on <https://evoting.kfintech.com/>.

E-VOTING AT THE 28TH AGM:

The facility for e-voting at the AGM was provided by KFin Technologies Private Limited (KFin).

Members present at the AGM held through VC facility and who had not cast their vote on the resolutions through remote e-voting and were otherwise not barred from doing so, were eligible to vote through e-voting system during the AGM.

In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circulars dated 13th January 2021 read with circulars dated 8th April 2020 and 13th April 2020 permitted convening the AGM through VC. Accordingly, in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 28th AGM of the Company was held through VC. As the AGM was held through VC and physical attendance of members was dispensed with, the facility for appointment of proxies by the members was not made available for the AGM.

COUNTING PROCESS:

After closure of voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM and the votes cast through e-voting at the AGM were unblocked and downloaded from the e-voting website of KFin (<https://evoting.kfintech.com/>) in the presence of two witnesses present through virtual means, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.

I have issued separate Scrutinizer's Report dated 12th August 2021 on the results of remote e- voting and e-voting during the 28th AGM on the resolutions contained in the Notice to the 28th AGM of the members of the Company.

I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and e- voting during the AGM as detailed hereunder:-

Item 1: Ordinary Resolution

1. To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2021, including the audited Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and notes to financial statements for the year ended on that date along with the reports of the Board of Directors and Auditor's thereon.

Total Number of members voted	Total Number of votes cast
41	85,99,390

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	85,39,480	99.30	0	-	-
E-voting during the AGM	59,910	0.70	0	-	-
Total	85,99,390	100	0	-	-

The Resolution as mentioned in Item 1 of the Notice of the 28th AGM stands passed with requisite majority as an Ordinary Resolution.

Item 2: Ordinary Resolution

2. To declare a final Dividend of Rs.2.00 per equity share (i.e. 20%) of Rs.10/- each and to confirm the payment of interim Dividend of Rs.2.00 per equity share (i.e. 20%) of Rs.10/- each paid during the financial year 2020-21.

Total Number of members voted	Total Number of votes cast
41	85,99,390

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	85,39,480	99.30	0	-	-
E-voting during the AGM	59,910	0.70	0	-	-
Total	85,99,390	100	0	-	-

The Resolution as mentioned in Item 2 of the Notice of the 28th AGM stands passed with requisite majority as an Ordinary Resolution.

Item 3: Ordinary Resolution

3. To appoint a director in place of Dr. Swarnalatha Mallavarapu (DIN: 00288771) who retires by rotation and being eligible, offers herself for re-appointment.

Total Number of members voted	Total Number of votes cast
41	85,99,390

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	85,39,480	99.30	0	-	-
E-voting during the AGM	59,910	0.70	0	-	-
Total	85,99,390	100	0	-	-

The Resolution as mentioned in Item 3 of the Notice of the 28th AGM stands passed with requisite majority as an Ordinary Resolution.

Item 4: Ordinary Resolution

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

Remuneration payable to M/s. K.S. Kamalakara & Co., Cost Accountants of the Company for the financial year 2021-22.

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. K.S. Kamalakara & Co., Cost Accountants (Registration No. 10625), appointed as Cost Auditors by the Board of Directors to audit the cost records of the Company for the financial year 2021-22, be paid a remuneration of Rs.1,00,000/- (Rupees One Lakh) per annum plus applicable taxes and out-of-pocket expenses that may be incurred during the course of audit.

Total Number of members voted	Total Number of votes cast
41	85,99,390

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	85,39,480	99.30	0	-	-
E-voting during the AGM	59,910	0.70	0	-	-
Total	85,99,390	100	0	-	-

The Resolution as mentioned in Item 4 of the Notice of the 28th AGM stands passed with requisite majority as an Ordinary Resolution.

Item 5: Special Resolution

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

Re-appointment of Mr. Thiruvengadam P (DIN: 00016375) as an Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Act and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Thiruvengadam P (DIN: 00016375), Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for second term commencing from February 8, 2021 to December 27, 2025 or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

Total Number of members voted	Total Number of votes cast
41	85,99,390

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	85,39,478	99.30	2	-	-
E-voting during the AGM	59,910	0.70	0	-	-
Total	85,99,388	100	0	-	-

The Resolution as mentioned in Item 5 of the Notice of the 28th AGM stands passed with requisite majority as a Special Resolution.

I hereby confirm that the relevant records in respect of the votes cast through remote e-voting and e-voting during the 28th AGM by the members of the Company shall remain in my safe custody until the Chairman or a director authorized in this regard considers, approves and signs the minutes of the said AGM and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

Thanking you,
 Yours faithfully

Place: Bangalore	Signature : SUBRAMANIAM <small>Digitally signed by SUBRAMANIAM PARASURAMAN NAGARAJAN Date: 2021.08.12 20:05:19 +05'30'</small> Name of the Company Secretary: S.P.NAGARAJAN
Date: 12th August 2021	ACS Number : 10028 CP Number : 4738 UDIN : A010028C000775254
Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400	