

ONMOBILE GLOBAL LIMITED,
Tower #1, 94/1 C & 94/2,
Veerasandra Village, Attibele Hobli,
Anekal Taluk, Electronic City Phase-1,
Bangalore - 560100, Karnataka,
India

P: +91 80 4009 6000 | F: +91 80 4009 6009
CIN - L64202KA2000PLC027860
Email - investors@onmobile.com

www.onmobile.com

September 19, 2018

To,
The Listing Dept.
National Stock Exchange of India Ltd
Bandra Kurla Complex,
Bandra (E)
Mumbai - 400 051
NSE Symbol: ONMOBILE

To,
The Listing Manager
BSE Limited
P J Towers, Dalal Street, Fort,
Mumbai - 400 001
BSE Symbol: 532944

Dear Sir,

Sub: Disclosure of voting results of the 18th Annual General Meeting held on September 18, 2018 as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above, we hereby enclose the voting results referring to the 18th Annual General Meeting of the Company.

The details on each of the agenda items, mode of voting and the report of scrutinizer for E-Voting and Poll are attached below.

We request you to kindly take the same on record.

Thanking you,

Yours sincerely,
For OnMobile Global Limited

P. V. Varaprasad

P V Varaprasad
Company Secretary



Encl: a/a

Format for Voting Results

| Sl. No | Description | Details |
|--------|--|---|
| A | Date of AGM | 18-09-2018 |
| B | Total number of shareholders on record date (September 11, 2018) | 37438 |
| C | No of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 1 129 |
| D | No. of shareholders attended the meeting through Video conferencing Promoters and Promoter Group: Public: | Nil, No video conferencing facility was made available. |



Resolution as per Agenda Item No. 1 - Adoption of the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors ('Board's Report') and auditors thereon

| Resolution required: (Ordinary/ Special) | | | | Ordinary Resolution | | | | |
|---|-------------------------------|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | None of the Promoters/Promoter Groups are interested | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 50,923,703 | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 3,338,041 | 1,553,284 | 46.53 | 1,553,284 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,553,284 | 46.53 | 1,553,284 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 51,434,458 | 1,564,022 | 3.04 | 1,563,122 | 900 | 99.94 | 0.06 |
| | Poll | | 106,445 | 0.21 | 106,445 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,670,467 | 3.25 | 1,669,567 | 900 | 99.95 | 0.05 |
| Total | | 105,696,202 | 54,147,454 | 51.23 | 54,146,554 | 900 | 99.99 | 0.01 |

Resolution as per Agenda Item No. 2 – Declaration of Dividend

| Resolution required: (Ordinary/ Special) | | | | Ordinary Resolution | | | | |
|---|-------------------------------|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | None of the Promoters/Promoter Groups are interested | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 50,923,703 | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 3,338,041 | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 51,434,458 | 1,564,022 | 3.04 | 1,563,422 | 600 | 99.96 | 0.04 |
| | Poll | | 106,445 | 0.21 | 106,445 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,670,467 | 3.25 | 1,669,867 | 600 | 99.96 | 0.04 |
| Total | | 105,696,202 | 54,246,564 | 51.32 | 54,245,964 | 600 | 99.99 | 0.01 |



Resolution as per Agenda Item No. 3 - Appointment of François-Charles Sirois as a Director liable to retire by rotation

| Resolution required: (Ordinary/ Special) | | | | Ordinary Resolution | | | | |
|---|-------------------------------|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Other than François-Charles Sirois, no Promoters, Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 50,923,703 | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 3,338,041 | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 51,434,458 | 1,564,016 | 3.04 | 1,218,928 | 345,088 | 77.94 | 22.06 |
| | Poll | | 106,445 | 0.21 | 106,445 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,670,461 | 3.25 | 1,325,373 | 345,088 | 79.34 | 20.66 |
| Total | | 105,696,202 | 54,246,558 | 51.32 | 53,901,470 | 345,088 | 99.36 | 0.64 |

Resolution as per Agenda Item No. 4 - Appointment of Gianluca D'Agostino as an Independent Director

| Resolution required: (Ordinary/ Special) | | | | Ordinary Resolution | | | | |
|---|-------------------------------|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Other than Gianluca D'Agostino, no Promoters, Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 50,923,703 | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 3,338,041 | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 51,434,458 | 1,564,016 | 3.04 | 1,219,115 | 344,901 | 77.95 | 22.05 |
| | Poll | | 106,445 | 0.21 | 106,445 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,670,461 | 3.25 | 1,325,560 | 344,901 | 79.35 | 20.65 |
| Total | | 105,696,202 | 54,246,558 | 51.32 | 53,901,657 | 344,901 | 99.36 | 0.64 |



| Resolution as per Agenda Item No. 5- Re-appointment of Sanjay Baweja as an Independent Director | | | | | | | | |
|--|-------------------------------|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | | | | Special Resolution | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Other than Sanjay Baweja, no Promoters, Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 50,923,703 | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 3,338,041 | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,652,394 | 49.50 | 1,652,394 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 51,434,458 | 1,564,022 | 3.04 | 1,563,121 | 901 | 99.94 | 0.06 |
| | Poll | | 106,445 | 0.21 | 106,445 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,670,467 | 3.25 | 1,669,566 | 901 | 99.95 | 0.05 |
| Total | | 105,696,202 | 54,246,564 | 51.32 | 54,245,663 | 901 | 99.99 | 0.01 |
| Resolution as per Agenda Item No. 6- Payment of remuneration to non-executive directors of the Company | | | | | | | | |
| Resolution required: (Ordinary/ Special) | | | | Special Resolution | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | All non-executive directors of the Company, as the resolution relates to payment of remuneration to them, may be concerned or interested in the resolution. No other Director, Promoters and Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution. | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 50,923,703 | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 50,923,703 | 100.00 | 50,923,703 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 3,338,041 | 1,652,394 | 49.50 | 0 | 1,652,394 | 0.00 | 100.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,652,394 | 49.50 | 0 | 1,652,394 | 0.00 | 100.00 |
| Public- Non Institutions | E-Voting | 51,434,458 | 1,564,022 | 3.04 | 1,563,121 | 901 | 99.94 | 0.06 |
| | Poll | | 106,445 | 0.21 | 106,445 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 1,670,467 | 3.25 | 1,669,566 | 901 | 99.95 | 0.05 |
| Total | | 105,696,202 | 54,246,564 | 51.32 | 52,593,269 | 1,653,295 | 96.95 | 3.05 |



REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii)
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

18th (Eighteenth) Annual General Meeting (AGM) of the Equity Shareholders of ONMOBILE GLOBAL LIMITED held on Tuesday, September 18, 2018 at 11:00 AM at Hotel Royal Orchid, adjoining KGA Golf Course, HAL Airport Road, Bangalore-560 008, Karnataka, India.

Dear Sir,

I, Parameshwar G. Hegde, Practicing Company Secretary, at # 34, "Ganesh Krupa", 1st Main Road, Gandhinagar, Bangalore, 560009, was appointed as Scrutinizer by the Board of Directors of **ONMOBILE GLOBAL LIMITED** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of electronic means (Insta Poll) at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 18th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, September 18, 2018 at 11:00 AM at Hotel Royal Orchid, adjoining KGA Golf Course, HAL Airport Road, Bangalore-560008, Karnataka, India, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of electronic means (Insta Poll) at the AGM by the shareholders on the resolutions proposed in the Notice of the 18th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of electronic means (Insta Poll) at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the

resolutions. I have rendered the Report based on the reports generated from the electronic voting system / Insta Poll facility provided by Karvy Computershare private Limited (Karvy) the Registrar and Share Transfer Agent (R&TA) of the Company.

2. In accordance with the Notice of the 18th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on August 25, 2018, the remote e-voting opened at 9:00 AM on September 14, 2018 and remained open up to 5:00 PM on September 17, 2018.
3. The Equity Shareholders holding shares as on September 11, 2018, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 18th Annual General Meeting of the Company.
4. After declaration of voting by use of electronic voting (Insta Poll) by the Chairman at the meeting, the electronic devices namely tablets, were activated and circulated to the shareholders for recording their votes. The electronic voting facility / devices were provided by Karvy.
5. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by Karvy had been blocked and numerical One Time Password (OTP) was issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting. The OTP was issued on registration of the attendance after verifying shareholder's Folio, DPID, specimen signature and number of shares held by the member, comparing with Register of Members / Register of Beneficial owners as on cut off date.
6. The votes on Insta poll were unblocked at 12:40 PM after the close of voting hours, and downloaded in the presence of two witnesses who are not the employees of the company, and the summary of votes polled on all resolutions was downloaded.
7. The votes on remote e-voting were unblocked at around 12:45 PM, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy (<https://www.evoting.karvy.com>) and the same are being handed over to the Chairman.



8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) **Resolution-1: Ordinary Resolution**

To consider and adopt the audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors' and Auditors' thereon.

- (i) Voted **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22 | 5,40,40,109 | |
| Voting at AGM by Insta Poll | 99 | 1,06,445 | |
| Total | 121 | 5,41,46,554 | 99.99 |

- (ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 2 | 900 | |
| Voting at AGM by Insta Poll | 0 | 0 | |
| Total | 2 | 900 | 0.01 |

- (iii) **Invalid/Abstain** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 1 | 99,110 |

b) **Resolution-2: Ordinary Resolution**

To declare a dividend of Rs. 1.50 per equity share for the financial year ended March 31, 2018.

(i) Voted **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 24 | 5,41,39,519 | |
| Voting at AGM by Insta Poll | 99 | 1,06,445 | |
| Total | 123 | 5,42,45,964 | 99.99 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 1 | 600 | |
| Voting at AGM by Insta Poll | 0 | 0 | |
| Total | 1 | 600 | 0.01 |

(iii) **Invalid/Abstain** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

c) **Resolution-3: Ordinary Resolution**

To appoint a director in place of Francois-Charles Sirois who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 20 | 5,37,95,025 | |
| Voting at AGM by Insta Poll | 99 | 1,06,445 | |
| Total | 119 | 5,39,01,470 | 99.36 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 4 | 3,45,088 | |
| Voting at AGM by Insta Poll | 0 | 0 | |
| Total | 4 | 3,45,088 | 0.64 |

(iii) **Invalid/Abstain** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 1 | 6 |

d) **Resolution-4: Ordinary Resolution**

Appointment of Gianluca D’Agostino as an Independent Director.

(i) Voted **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 20 | 5,37,95,212 | |
| Voting at AGM by Insta Poll | 99 | 1,06,445 | |
| Total | 119 | 5,39,01,657 | 99.36 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 4 | 3,44,901 | |
| Voting at AGM by Insta Poll | 0 | 0 | |
| Total | 4 | 3,44,901 | 0.64 |

(iii) **Invalid/ Abstain** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 1 | 6 |



e) **Resolution-5: Special Resolution**

Re-appointment of Sanjay Baweja as an Independent Director.

(i) Voted **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 22 | 5,41,39,218 | |
| Voting at AGM by Insta Poll | 99 | 1,06,445 | |
| Total | 121 | 5,42,45,663 | 99.99 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 3 | 901 | |
| Voting at AGM by Insta Poll | 0 | 0 | |
| Total | 3 | 901 | 0.01 |

(iii) **Invalid/Abstain** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |



f) **Resolution-6: Special Resolution**

Payment of remuneration to non-executive directors of the Company.

(i) Voted **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 17 | 5,24,86,824 | |
| Voting at AGM by Insta Poll | 99 | 1,06,445 | |
| Total | 116 | 5,25,93,269 | 96.95 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 8 | 16,53,295 | |
| Voting at AGM by Insta Poll | 0 | 0 | |
| Total | 8 | 16,53,295 | 3.05 |

(iii) **Invalid/Abstain** votes:


| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 18th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Place: Bengaluru
Dated: September 19, 2018

Yours faithfully,


Parameshwar G. Hegde
FCS 1325, CP No. 640
Scrutinizer