

**VLS FINANCE LTD.**

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East of Kailash,
New Delhi - 110065, India
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Fax : +91-11-46656699
Email : vls@vlsfinance.com
Web : www.vlsfinance.com
CIN : L65910DL1986PLC023129

October 1, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Code: 511333
Sub: 34th Annual General Meeting ('AGM') and voting results.

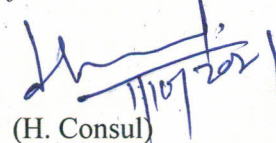
Dear Sir/Madam,

This is to inform you that 34th Annual General Meeting ('AGM') of the Company was held on Thursday, 30th September, 2021 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the businesses mentioned in the Notice dated 26/07/2021 were transacted.

In this regard, please find enclosed the voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I (colly.)** alongwith Consolidated Report of Scrutinizer dated October 1, 2021, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you,
for VLS Finance Ltd.



(H. Consul)
Company Secretary
M. No A11183

- Copy to: 1) The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051 *Scrip Code: VLSFINANCE*
- 2) The Calcutta Stock Exchange Association. Ltd., 7, Lyons Range, Kolkata- 700 001 *032019*

VLS Finance Limited
CIN: L65910DL1986PLC023129

Combined Results of voting in 34th Annual General Meeting held on Thursday, 30th September, 2021 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333 (BSE)

Scrip code: 032019 (CSE)

Date of AGM/EGM	30/09/2021
Total number of shareholders on record date	31137
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	59
Promoters and Promoter Group:	2 including 1 Corporate Member through Authorised Representative
Public:	57 including 4 Corporate Members through Authorised Representative

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/Special)			1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2021, the statement of Profit & Loss for the year ended on that date, the enclosures thereto together with the report of Auditors and Directors thereon and the consolidated Financial Statements for the said period.						
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	Result
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		16736233	94.82	16736233	0	100.0000	0.0000	
Public- Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	204105	1.04	202451	1654	99.1896	0.8104	
	Poll/ Evoting at AGM		765	0.00	765	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		204870	1.04	203216	1654	99.1927	0.8073	
Total		38662017	17089098	44.20	17087444	1654	99.9903	0.0097	



Resolution required: (Ordinary/Special)			2. To approve dividend of Rs.1.50 per equity share.						
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	Result
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	204105	1.04	202441	1664	99.1847	0.8153	
	Poll/ Evoting at AGM		765	0.00	765	0	100.0000	0.0000	
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	19657698	204870	1.04	203206	1664	99.1878	0.8122	
Total		38662017	17089098	44.20	17087434	1664	99.9903	0.0097	

Resolution required: (Ordinary/ Special)			3. To appoint a Director in place of Shri Kishan Kumar Soni (DIN: 00106037) who retires by rotation 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 (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	Result
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	200943	1.02	197204	3739	98.1393	1.8607	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	19657698	201608	1.03	197869	3739	98.1454	1.8546	
Total		38662017	17085836	44.19	17082097	3739	99.9781	0.0219	

Resolution required: (Ordinary/Special)			4. To appoint a Director in place of Shri Vikas Mehrotra (DIN: 06476150) who retires by rotation 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 (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	Result
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	200943	1.02	185534	15409	92.3317	7.6683	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19657698	201608	1.03	186199	15409	92.3570	7.6430	
Total		38662017	17085836	44.19	17070427	15409	99.9098	0.0902	

Resolution required: (Ordinary/Special)			5.To approve the appointment of Shri Deepak Kumar Chatterjee (DIN: 03379600) 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	Result
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	200943	1.02	197615	3328	98.3438	1.6562	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19657698	201608	1.03	198280	3328	98.3493	1.6507	
Total		38662017	17085836	44.19	17082508	3328	99.9805	0.0195	



Resolution required: (Ordinary/Special)			6. To approve the appointment of Shri Dinesh Kumar Mehrotra (DIN: 00142711) as an Independent Director of the Company.							
Whether promoter/promoter group are interested in the agenda/			No							
Category	Mode of Voting	No. of shares held	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	Result	
Promoter and	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Special Resolution	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		17650225	16736233	94.82	16736233	0	100.0000		0.0000
Public- Institu	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000		
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		1354094	147995	10.93	147995	0	100.0000		0.0000
Public- Non In	E-Voting	19657698	200943	1.02	185995	14948	92.5611	7.4389		
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		19657698	201608	1.03	186660	14948	92.5856		7.4144
Total		38662017	17085836	44.19	17070888	14948	99.9125	0.0875		

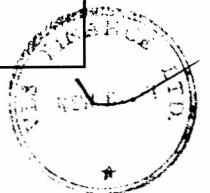
Resolution required: (Ordinary/Special)			7. To approve revision of remuneration of Shri Mahesh Prasad Mehrotra (DIN: 00016768) - Executive Vice-Chairman of the Company.							
Whether promoter/promoter group are interested in the agenda/			No							
Category	Mode of Voting	No. of shares held	No. of 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	Result	
Promoter and	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Special Resolution	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		17650225	16736233	94.82	16736233	0	100.0000		0.0000
Public- Institu	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000		
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		1354094	147995	10.93	147995	0	100.0000		0.0000
Public- Non In	E-Voting	19657698	203943	1.04	185205	18738	90.8121	9.1879		
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		19657698	204608	1.04	185870	18738	90.8420		9.1580
Total		38662017	17088836	44.20	17070098	18738	99.8903	0.1097		



Resolution required: (Ordinary/Special)			8. To approve revision of remuneration of Shri Suresh Kumar Agarwal (DIN: 00106763) - Managing Director of the Company and continuation of employment.						
Whether promoter/promoter group are interested in the agenda/			No						
Category	Mode of Voting	No. of shares held	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	Result
Promoter and	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Special Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		17650225	16736233	94.82	16736233	0	100.0000	
Public- Institu	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1354094	147995	10.93	147995	0	100.0000	
Public- Non In	E-Voting	19657698	201543	1.03	182055	19488	90.3306	9.6694	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		19657698	202208	1.03	182720	19488	90.3624	
Total		38662017	17086436	44.19	17066948	19488	99.8859	0.1141	

Resolution required: (Ordinary/Special)			9. To approve revision of remuneration of Shri Kishan Kumar Soni (DIN: 00106037) – Director-Finance & CFO 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	Result
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		17650225	16736233	94.82	16736233	0	100.0000	
Public- Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1354094	147995	10.93	147995	0	100.0000	
Public- Non Institutions	E-Voting	19657698	200943	1.02	182095	18848	90.6202	9.3798	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		19657698	201608	1.03	182760	18848	90.6512	
Total		38662017	17085836	44.19	17066988	18848	99.8897	0.1103	

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Scrutinizer's Report
[Combined Report of Remote E-voting & E-voting at AGM]

October 01, 2021

The Chairman of the 34th Annual General Meeting ("AGM"),
VLS Finance Limited,
Regd.. Off.: 2nd Floor, 13, Sant Nagar,
East of Kailash, New Delhi-110 065

Dear Sir,

Scrutinizer's Report for combined result of Remote E-voting and E- voting at AGM conducted at the 34th Annual General Meeting ("AGM") of the Members of VLS Finance Limited held on Thursday, 30th September, 2021 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on agenda items of said Annual General Meeting.

1. I, Ashutosh Aggarwal, practicing Company Secretary had been appointed as the Scrutinizer for conducting the scrutiny in connection with remote e-voting held from 27th September, 2021 to 29th September, 2021 and E- voting at AGM on the items contained in notice convening 34th AGM of the Company on 30/09/2021 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, by the Board of Directors of VLS Finance Limited vide its resolution dated 29/06/2021.

Responsibility as a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions so contained in the notice of the 34th AGM dated 26/07/2021. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the 34th Annual General Meeting, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

2. The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of remote electronic voting to the members of the Company from 9.00 A.M. on Monday, 27th September, 2021 till 5.00 p.m. on Wednesday, the 29th September, 2021. Remote E-voting was disabled by NSDL at 5.00 p.m. on 29th September, 2021.
3. Voting rights was reckoned on the paid-up value of shares registered in the name of the member as on Thursday, 23rd September, 2021, the cut-off date for votes on the resolutions either by remote e-voting or E-voting at AGM.

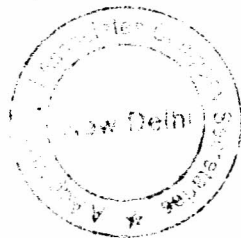




4. The e-voting was unblocked on September 30, 2021 around 05.27 p.m. in the presence of two witnesses, for details please refer to scrutinizer's report on Remote e-voting dated 01/10/2021.
5. As the Chairman of the 34th AGM of the Company, you had consented to my appointment as the Scrutinizer for the E-voting at AGM pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the resolutions contained in the Notice dated July 26, 2021. The facility of E-voting at AGM was provided at the said AGM to facilitate members to cast their votes who could not participate in remote e-voting and was available till 15 minutes after conclusion of AGM. The AGM was concluded at about 4.05 p.m. on 30/09/2021. For further details please refer to Scrutinizer's Report for the E-voting at AGM in the form MGT-13 dated October 1, 2021.
6. The combined result of Remote E-voting and of E-voting at AGM is attached as an annexure to this report. There were no invalid or defective votes.
7. All the resolutions proposed in the agenda items of the 34th AGM have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013 as per combined results.

I hereby confirm that I am maintaining the registers received from service provider both electronically and manually in respect of votes cast through e-voting. I shall arrange to handover these records to you or person authorised by the Company upon receipt of copy of authenticated minutes of said AGM.

Thanking you,
Yours faithfully,



Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries
ACS 9972 CP No. 7467
P.R. Certificate No.-1097/2021
UDIN: A009972C001067701
Place: New Delhi
Date: October 01, 2021

VLS Finance Limited
CIN: L65910DL1986PLC023129

Combined Results of voting in 34th Annual General Meeting held on Thursday, 30th September, 2021 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333 (BSE)

Scrip code: 032019 (CSE)

Date of AGM/EGM	30/09/2021
Total number of shareholders on record date	31137
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	59
Promoters and Promoter Group:	2 including 1 Corporate Member through Authorised Representative
Public:	57 including 4 Corporate Members through Authorised Representative

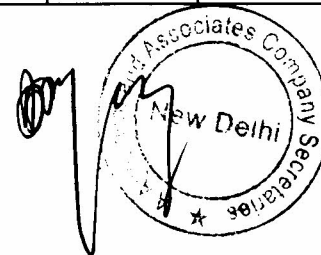
Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/Special)			1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2021, the statement of Profit & Loss for the year ended on that date, the enclosures thereto together with the report of Auditors and Directors thereon and the consolidated Financial Statements for the said period.					
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
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		16736233	94.82	16736233	0	100.0000	0.0000
Public- Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		147995	10.93	147995	0	100.0000	0.0000
Public- Non Institutions	E-Voting	19657698	204105	1.04	202451	1654	99.1896	0.8104
	Poll/ Evoting at AGM		765	0.00	765	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		204870	1.04	203216	1654	99.1927	0.8073
Total		38662017	17089098	44.20	17087444	1654	99.9903	0.0097



Resolution required: (Ordinary/Special)			2. To approve dividend of Rs.1.50 per equity share.						
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	
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	204105	1.04	202441	1664	99.1847	0.8153	
	Poll/ Evoting at AGM		765	0.00	765	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19657698	204870	1.04	203206	1664	99.1878	0.8122	
Total		38662017	17089098	44.20	17087434	1664	99.9903	0.0097	

Resolution required: (Ordinary/ Special)			3. To appoint a Director in place of Shri Kishan Kumar Soni (DIN: 00106037) who retires by rotation 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 (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	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	19657698	200943	1.02	197204	3739	98.1393	1.8607	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19657698	201608	1.03	197869	3739	98.1454	1.8546	
Total		38662017	17085836	44.19	17082097	3739	99.9781	0.0219	



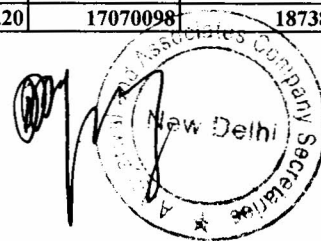
Resolution required: (Ordinary/Special)			4. To appoint a Director in place of Shri Vikas Mehrotra (DIN: 06476150) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (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	17650225	16736233	94.82	16736233	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		16736233	94.82	16736233	0	100.0000	0.0000
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		147995	10.93	147995	0	100.0000	0.0000
Public- Non Institutions	E-Voting	19657698	200943	1.02	185534	15409	92.3317	7.6683
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		201608	1.03	186199	15409	92.3570	7.6430
Total		38662017	17085836	44.19	17070427	15409	99.9098	0.0902

Resolution required: (Ordinary/Special)			5.To approve the appointment of Shri Deepak Kumar Chatterjee (DIN: 03379600) 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
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		16736233	94.82	16736233	0	100.0000	0.0000
Public-Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		147995	10.93	147995	0	100.0000	0.0000
Public- Non Institutions	E-Voting	19657698	200943	1.02	197615	3328	98.3438	1.6562
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		201608	1.03	198280	3328	98.3493	1.6507
Total		38662017	17085836	44.19	17082508	3328	99.9805	0.0195



Resolution required: (Ordinary/Special)			6. To approve the appointment of Shri Dinesh Kumar Mehrotra (DIN: 00142711) as an Independent Director of the Company.						
Whether promoter/promoter group are interested in the agenda/			No						
Category	Mode of Voting	No. of shares held	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	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		17650225	16736233	94.82	16736233	0	100.0000	0.0000
Public- Institu	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1354094	147995	10.93	147995	0	100.0000	0.0000
Public- Non In	E-Voting	19657698	200943	1.02	185995	14948	92.5611	7.4389	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		19657698	201608	1.03	186660	14948	92.5856	7.4144
Total		38662017	17085836	44.19	17070888	14948	99.9125	0.0875	

Resolution required: (Ordinary/Special)			7. To approve revision of remuneration of Shri Mahesh Prasad Mehrotra (DIN: 00016768) - Executive Vice-Chairman of the Company.						
Whether promoter/promoter group are interested in the agenda/			No						
Category	Mode of Voting	No. of shares held	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	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		17650225	16736233	94.82	16736233	0	100.0000	0.0000
Public- Institu	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		1354094	147995	10.93	147995	0	100.0000	0.0000
Public- Non In	E-Voting	19657698	203943	1.04	185205	18738	90.8121	9.1879	
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		19657698	204608	1.04	185870	18738	90.8420	9.1580
Total		38662017	17088836	44.20	17070098	18738	99.8903	0.1097	



Resolution required: (Ordinary/Special)			8. To approve revision of remuneration of Shri Suresh Kumar Agarwal (DIN: 00106763) - Managing Director of the Company and continuation of employment.					
Whether promoter/promoter group are interested in the agenda?			No					
Category	Mode of Voting	No. of shares held	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	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000
Public- Institu	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000
Public- Non In	E-Voting	19657698	201543	1.03	182055	19488	90.3306	9.6694
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19657698	202208	1.03	182720	19488	90.3624	9.6376
Total		38662017	17086436	44.19	17066948	19488	99.8859	0.1141

Resolution required: (Ordinary/Special)			9. To approve revision of remuneration of Shri Kishan Kumar Soni (DIN: 00106037) – Director-Finance & CFO 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
Promoter and Promoter Group	E-Voting	17650225	16736233	94.82	16736233	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17650225	16736233	94.82	16736233	0	100.0000	0.0000
Public- Institutions	E-Voting	1354094	147995	10.93	147995	0	100.0000	0.0000
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1354094	147995	10.93	147995	0	100.0000	0.0000
Public- Non Institutions	E-Voting	19657698	200943	1.02	182095	18848	90.6202	9.3798
	Poll/ Evoting at AGM		665	0.00	665	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19657698	201608	1.03	182760	18848	90.6512	9.3488
Total		38662017	17085836	44.19	17066988	18848	99.8897	0.1103

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