# ASTRA MICROWAVE PRODUCTS LIMITED



Regd. Office : ASTRA Towers, Survey No. 12(P), Kothaguda Post, Kondapur, Hitechcity, Hyderabad, Telangana, INDIA - 500084 Tel: +91 40 30618000, 30618001, Fax: +91 40 30618048 Email : info@astramwp.com, website : www.astramwp.com CIN: L29309TG1991PLC013203

August 14, 2019

То

The General Manager Department of Corporate Relations **BSE Limited** Sir Phiroze Jeejeebhoy Towers, Dalal Street, Fort. Mumbai -400 001

То

The Vice President, Listing Department The National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex, Bandra (East) Mumbai 400 051

## Scrip code: 532493

## Scrip code: ASTRAMICRO

Dear sir.

Sub: Details of voting Results of the 28<sup>th</sup> Annual General Meeting of the Company held on August 14, 2019.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details regarding the voting results of the business transacted at the 28th Annual General Meeting (AGM) of the Members of the Company held on Wednesday, August 14, 2019, in the prescribed format.

The highlights of voting results are enumerated below:

S.No	Details of Agenda	Resoluti on required	Mode of voting	Remarks
1	Adoption of Financial statement (standalone and consolidated) for the year ended 31 <sup>st</sup> March, 2019	Ordinary	E-voting & Poll	Passed with requisite majority
2	Declaration of dividend on equity shares	Ordinary	E-voting & Poll	Passed with requisite majority
3	Appointment of Mr. M.V.Reddy, who retires by rotation and being eligible offers himself for reappointment.	Ordinary	E-voting & Poll	Passed with requisite majority
4	Appointment of Mr. Sunil Kumar Sharma as an Independent Director.	Ordinary	E-voting & Poll	Passed with requisite majority
5	Appointment of Ms. Kiran Dhingra as an Independent Director	Ordinary	E-voting & Poll	Passed with requisite majority





Works : Unit 1 : Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., Telangana State - 502 325 Unit 2 : Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., Telangana State - 502 325 Unit 3 : Sy. No. 1/1. Imarath Kancha, Raviryala (Vil), Maheshwaram (Mdl) R.R. Dist., Telangana State - SD

Unit 4 : Sy. No. 1/1, Plot No. 18 to 21, Imarath Kancha, Hardware Park, Raviryala (V), Maheshwaram (M) R.R. Dist., T.S. - 500 005 R&D Centre : Plot No. 51 P. Bengaluru Aerospace Park(KIADB), Survey Nos Parts of 36 to 40, Bengaluru North, K.S. - 562 149.



6	Appointment of Mr. Atim Kabra as a Non-Executive Director.	Ordinary	E-voting & Poll	Passed with requisite majority
7	Authorisation to the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013	Ordinary	E-voting & Poll	Passed with requisite majority
8	Reclassification of Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category.	Ordinary	E-voting & Poll	Passed with requisite majority
9	Promotion and re-designation of Mr. S.Gurunatha Reddy as the Managing Director of the company.	Special	E-voting & Poll	Passed with requisite majority
10	Promotion and re-designation of Mr. M.V.Reddy, as the Joint Managing Director of the Company	Special	E-voting & Poll	Passed with requisite majority
11	Ratification of Cost Auditor's remuneration	Ordinary	E-voting & Poll	Passed with requisite majority

A copy of detailed results along with copy of Scrutinizer's report is also attached herewith.

This is for your information and records.

Thanking you,

Yours truly, For Astra Microwave Products Ltd.

T. Azaryl

T.Anjaneyulu Dy.G.M - Company Secretary



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Scrip code	532493
NSE Symbol	ASTRAMICRO
MSEI Symbol	NOTLISTED
ISIN	INE386C01029
Name of the company	STRA MICROWAVE PRODUCTS
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-08-2019
Start time of the meeting	12:30 PM
End time of the meeting	01:15 PM



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Votingresults	
Record date	07-08-2019
Total number of shareholders on record date	39111
No, of shareholders present in the meeting either in person or through pro	XV ***
a) Promoters and Promoter group	1
b) Public	109
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	11
Disclosure of notes on voting results	Add Notes





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			Total	Postal Ballot (if applicable)		E-Vating	Total	Postal Ballot (if applicable)		E-Voting	Total (Sector Sector	Postal Ballot (if applicable)		E-Voting		A Mode of votine		Whether promoter/promoter group are interested in the agenda/resolution?	Res	
		86611675	61964346		61964346		13533348		13533348		11113981		11113981			No. of shares held	Description of resolution considered	interested in the age	Resolution required: (Ordinary / Special)	
		17802033	6372935	0	1544	6371391	2889208	0	0	2889208	8539830	0	0	0686538		No. of votes)	tion considered	nda/resolution?	dinary / Special)	Resolu
	10 E E	20.5538	10.2848	0.000	10,0025	2 	21.3438	0000	00000 ¥	213488	768392	0.0000	Å 0.0000	76.8392	(3)=((2)/(1))*100	% of Votes polled on outstanding shares		0000000000 - BANNON - BANNON - ANNO		Resolution (11)
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L.D. Reddy & Co

Company Secretaries Insolvency Professionals

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana E-mail: l.d.reddy@gmail.com, ldreddy2016@gmail.com

L. Dhanajay Reddy

B.Com.LL.B., ACS.

To, **The Chairman ASTRA MICROWAVE PRODUCTS LIMITED** ASTRA TOWERS, Survey No:12 (Part), Opp. CII Green Building, Hitech City, Kondapur Hyderabad -500084

Dear Sir,

# Sub: CONSOLIDATED REPORT OF THE RESULTS OF 28<sup>TH</sup> ANNUAL GENERAL MEETING

I L. Dhanamjaya Reddy, Proprietor of L.D.Reddy & Co., Practicing Company Secretary appointed as Scrutinizer for the purpose of the e-voting and poll taken on the below mentioned resolution(s), at the Twenty Eighth Annual General Meeting of the Equity Shareholders of Astra Microwave Products Limited, held on Wednesday, 14<sup>th</sup> August, 2019 at 12.30 P.M at Swagath-De Royal Hotel, 2-36, Kothaguda X Roads, Kondapur, Hyderabad submit our Consolidated report as under:

Item	E-Voting In	E-Voting	Poll –In	Poll –		Total No of	Total No
No	Favour	Against	favour	Against		Shares In	of Shares
	(Shares)	(Shares)	(Shares)	(Shares)		Favour	Against
1	17784093	3195	1551		0	17785644	3195
2	17800489	10	1393		0	17801882	10
3	17797243	3246	1549		0	17798792	3246
4	17797243	3246	1543		0	17798786	3246
5	17797238	3251	1543		0	17798781	3251
6	17797243	3246	1542		0	17798785	3246
7	17797110	3379	1542		0	17798652	3379
8	9191412	4246	1544		0	9192956	4246
9	17797110	3379	1550	1	0	17798660	3379
10	17797155	3334	1542		0	17798697	3334
11	17800378	111	1544		0	17801922	111

Date : 14.08.2019 Place: Hyderabad.



For L D REDDY & CO., Company Secretaries

2 Mu

L. Dhahamjay Reddy C.P.No. 3752 M.No- 13104



L.D. Reddy & Co

Company Secretaries Insolvency Protessionals

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana E-mail: I.d.reddy@gmail.com, Idreddy2016@gmail.com

L. Dhanajay Reddy B.Com.LL.B., ACS,

# Report of Scrutinizer

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

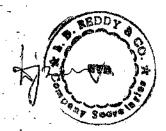
To,

The Chairman ASTRA MICROWAVE PRODUCTS LIMITED ASTRA TOWERS, Survey No: 12 (Part) Opp. CII Green Building, Hitech City, Kondapur Hyderabad -500084

Dear Sir,

I, L Dhanamjay Reddy, Proprietor of L.D.Reddy & Co., Practicing Company Secretary, have been appointed by the Board of Directors of **M/s. Astra Microwave Products Limited** (CIN: L29309TG1991PLC013203) as Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e- voting carried as per the Provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 in a fair and transparent manner for the resolutions as contained in the notice of the Twenty Eighth Annual General Meeting of the Company held on Wednesday, 14th August, 2019 at 12.30 P.M. hereby submit my report as under:

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the notice to the Twenty Eighth Annual General Meeting of the Company. My responsibility as a scrutinizer for the e- voting process is restricted to make a scrutinizer's report of the votes cast "in favor" "against" or remain "abstain/invalid" on the resolutions stated below, based on the reports generated from the e- voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e- voting facility engaged by the company.



1. The e-voting period begins on 11.08.2019 at 10.00 A.M.(IST) and ends on 13.08.2019 at 5.00 P.M (IST) on www.evotingindia.com

2. The share holders holding shares as on the cut-off i.e., 07.08.2019 were entitled to vote on the proposed resolutions stated in the Notice of Twenty Eighth Annual General Meeting of the Company.

3. The Votes were unblocked on 14.08.2019 at 01.30 P.M in the presence of two witnesses Mr. Amarnath and Mr. Radheshyam who are not in the Employment of the company, being unblocked at their presence.

4. The details containing interalia, list of Equity share holders, who voted "for", "against" or "abstain" on each of the resolution that were put to vote, were generated from the e-voting website of CDSL.

5. Based on the aforesaid the results of the e-voting are as under:

#### E-Voting (Ballot Details)

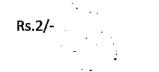
EVSN

ISIN

Nominal Value (Face Value)

Voting Rights (No. of shares equalling to a vote)

**Total Folios Voted** 



60

1(One )



190705009 for ASTRA MICROWAVE PRODUCTS LIMITED

INE386C01029 -ASTRA MICROWAVE PRODUCTS LIMITED

EQUITY SHARES OF RS.2/- AFTER SPLIT

#### Item No.1

Ordinary Resolution, To receive, consider and adopt:

a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.
b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Auditors thereon.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17784093	99.98%
Voted Against	3195	0.02%
Abstain from Voting	0	0.00%
Total	17787288	100.00%

#### Item No.2

Ordinary Resolution, To declare a dividend on Equity Shares.

(i) Voted in favour / Against /Abstain the resolution:

No. Shares Voted	% of Shares Voted
17800489	100%
10	0.00%
0	0.00%
17800499	100.00%
	17800489 10 0

#### Item No.3

Ordinary Resolution, To appoint Mr. M.V.Reddy (DIN: 00421401), who retires by rotation as a Director and being eligible, offers himself for re-appointment.

(i) Voted in favour / Against /Abstain the resolution:



No. Shares Voted	% of Shares Voted
17797243	99.98%
3246	0.02%
0	0.00%
17800489	100.00%
	17797243 3246 0

## Item No.4

Ordinary Resolution, To appoint Mr. Sunil Kumar Sharma (DIN: 03614952) as an Independent Director.

# Voted in favour / Against / Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797243	99.98%
Voted Against	3246	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%

### Item No.5

Ordinary Resolution, To appoint Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797238	99.98%
Voted Against	3251	0.02%
Abstain from Voting	0	0.00%



		• .
Total	17800489	100.00%

#### Item No.6

Ordinary Resolution, To appoint Mr. Atim Kabra (DIN: 00003366) as a Non-Executive Director.

(i) Voted in favour / Against /Abstain the resolution:

No. Shares Voted	% of Shares Voted
17797243	99.98%
3246	0.02%
0	0.00%
17800489	100.00%
	17797243 3246 0

## Item No.7

Ordinary Resolution, To authorise the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

(i) Voted in favour / Against /Abstain the resolution:

No. Shares Voted	% of Shares Voted
17797110	99.98%
3379	0.02%
0	0.00%
17800489	100.00%
	17797110 3379 0

#### Item No 8:

Ordinary Resolution, To re-classify Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category:

(i) Voted in favour / Against /Abstain the resolution:



	No. Shares Voted	% of Shares Voted
Voted in favour	9191412	99.95%
Voted Against	4246	0.05%
Abstain from Voting	0	0.00%
Total	9195658	100.00%
		·

#### Item No 9:

Special Resolution, Promotion and re-designation of Mr. S.Gurunatha Reddy, (DIN: 00003828) as the Managing Director of the company.

(i) Voted in favour / Against /Abstain the resolution:

No. Shares Voted	% of Shares Voted
17797110	99.98%
3379	0.02%
0	0.00%
17800489	100.00%
	17797110 3379 <b>0</b>

# Item No 10:

Special Resolution, Promotion and re-designation of Mr. M.V.Reddy (DIN: 00421401), as the Joint Managing Director of the Company:

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17797155	99.98%
Voted Against	3334	0.02%
Abstain from Voting	0	0.00%
Total	17800489	100.00%
	1	

6

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# Item No 11:

Ordinary Resolution, Ratification of fixation of remuneration to the Cost Auditors.

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	17800378	100%
Voted Against	111	0.00%
Abstain from Voting	0	0.00%
Total	17800489	100%

Date: 14.08.2019 Place: Hyderabad.



For L D REDDY & CO., Company Secretaries

L. Dhananijaya Reddy C.P. No: 3752 M. No: 13104

We the Undersigned witness that the votes were unblock from e-voting website of CDSL (www.evotingindia.com) in our Presence on 14th August, 2019.

Amarnath 504, Afzal Commerical Complex, Lakdikapool, Hyderabad-500004

Radheshyam 504, Afzal Commerical Complex, Lakdikapool, Hyderabad-500004



L.D. Reddy & Co

Company Secretaries Insolvency Professionals

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana E-mail: l.d.reddy@gmail.com, ldreddy2016@gmail.com

L. Dhanajay Reddy B.Com. LL.B., ACS.

#### FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman ASTRA MICROWAVE PRODUCTS LIMITED ASTRA TOWERS, Survey No: 12 (Part) Opp. Cll Green Building, Hitech City, Kondapur Hyderabad -500084

Twenty Eighth Annual General Meeting of the Equity Shareholders of Astra Microwave Products Limited

Held On Wednesday, 14th August, 2019 at 12.30 P.M

Dear Sir,

I L. Dhanamjaya Reddy, Proprietor of L.D.Reddy & Co., Practicing Company Secretaries appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Twenty Eighth Annual General Meeting of the Equity Shareholders of **Astra Microwave Products Limited**, held on Wednesday, 14th August, 2019 at 12.30 P.M. at Swagath-De Royal Hotel, 2-36, Kothaguda X Roads, Kondapur, Hyderabad submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my/our presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:



Item No 1: Ordinary Resolution, To receive, consider and adopt:

a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.

b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast by them	% of total number of valid
voting (in person or by proxy)		votes cast
53	1551	100%

### (ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

#### (iii) Invalid votes:

Total number of members (in person or by proxy)	Total number of votes cast by them
whose votes were declared invalid	
7	508

Item No 2: Ordinary Resolution, To declare a dividend on Equity Shares.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	1393	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	.0

Total number of members (in person or by proxy whose votes were declared invalid	) Total number of votes cast by them
7	508
	to an a

**Item No 3:** Ordinary Resolution, To appoint Mr. M.V.Reddy (DIN: 00421401), who retires by rotation as a Director and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	1549	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
. 7	508

item No 4: Ordinary Resolution, To appoint Mr. Sunil Kumar Sharma (DIN: 03614952) as an independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	1543	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Total number of members (in person or by proxy)	Total number of votes cast by them	
whose votes were declared invalid	-	
7	508	



**Item No 5:** Ordinary Resolution, To appoint Ms. Kiran Dhingra (DIN: 00425602) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	1543	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy)	Total number of votes cast by them
whose votes were declared invalid	
7	508

Item No 6: Ordinary Resolution, To appoint Mr. Atim Kabra (DIN: 00003366) as a Non-Executive Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	1542	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
· 0	0	. 0

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508



**Item No 7:** Ordinary Resolution, To authorise the Board of Directors to pay Commission to the Non-Executive Directors of the Company under Section 197 and 198 of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	1542	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

**Item No 8:** Ordinary Resolution; To re-classify Persons/Entities forming part of the Promoter Group from 'Promoter & Promoter Group Category' to 'Public Category:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	1544	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	· 0

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508



**Item No 9:** Special Resolution, Promotion and re-designation of Mr. S.Gurunatha Reddy, (DIN: 00003828) as the Managing Director of the company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid - votes cast
52	1550	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

#### (iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	508

**Item No 10:** Special Resolution, Promotion and re-designation of Mr. M.V.Reddy (DIN: 00421401), as the Joint Managing Director of the Company:

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	1542	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total-number of votes cast by them
7	508

Item No 11: Ordinary Resolution, Ratification of fixation of remuneration to the Cost Auditors.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	1544	100%
· · · · · · · · · · · · · · · · · · ·	-	to the total

(ii) Voted against the resolution:

Number of members present and	Number of votes cast by	% of total number of valid
voting (in person or by proxy)	them	votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
. 7	508

5. A Statement containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Date: 14.08.2019 Place: Hyderabad.



For L D REDDY & CO., Company Secretaries

L. Dhanamjaya Reddy C.P. No. 3752 M. No- 13104