



August 4, 2018

**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400051

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400001

**NSE Scrip Symbol: LEMONTREE**

**BSE Scrip Code: 541233**

**Subject: Voting Results under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

**Dear Sir**

We wish to inform you that the 26<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on August 3, 2018 at 03.00 p.m at Air Force Auditorium, Subroto Park, New Delhi-110010.

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and rules made thereunder, the Company had provided e-voting facility to the members entitled to cast their votes on all resolutions. Further, the Company provided voting facility at the AGM Venue through a Postal Ballot for those who have not exercised e-voting facility.

Mr. Prakash Verma, Company Secretary in whole time practice has been appointed as the scrutinizer for scrutinizing e-voting & postal ballot process and has submitted his report on all the resolutions contained in the Notice of the AGM.

All the resolutions contained in the notice of the above AGM are approved by requisite majority of shareholders through e-voting and ballot voting at the venue of the AGM.

Further in this regard, we enclose the consolidated voting results in the prescribed format alongwith the scrutinizer's report.

Kindly take the above information into record.

Thanking You

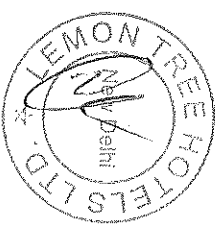
For Lemon Tree Hotels Limited

  
Nikhil Sethi  
Group Company Secretary & GM Legal  
and Compliance Officer



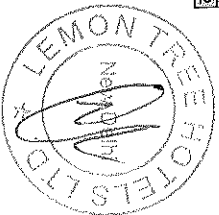
Date of the AGM/EGM	LEMON TREE HOTELS LIMITED
Total number of shareholders on record date	03-08-2018 18631
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	233
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	ORDINARY - To receive, consider and adopt Annual Accounts(Standalone & Consolidated)						
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	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
Public- Institutions	E-Voting	175,800,581	142,775,506	81.2145	142,775,506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	175,800,581	142,775,506	81.2145	142,775,506	0	100.0000	0.0000
Public- Non Institutions	E-Voting	366,256,319	313,466,040	85.5872	313,466,822	1,218	99.9996	0.0004
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	366,256,319	313,466,040	85.5872	313,466,822	1,218	99.9996	0.0004
		786,412,683	700,224,441	89.0403	700,223,223	1,218	99.9998	0.0002



Resolution No.	2	ORDINARY - TO APPOINT A DIRECTOR IN THE PLACE OF MR. RATTAN KESWANI WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT									
Resolution required: (Ordinary/ Special)	ORDINARY										
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		243,980,895	99.8466	243,980,895	0	100.0000	0.0000			
	Postal Ballot (if applicable)	244,355,803	0	0.0000	0	0	0.0000	0.0000			
	Total	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000			
	E-Voting		145,808,793	82.9399	96,189,006	49,619,787	65.9693	34.0307			
Public- Institutions	Postal Ballot (if applicable)	175,800,561	0	0.0000	0	0	0.0000	0.0000			
	Total	175,800,561	0	0.0000	0	0	0.0000	0.0000			
	E-Voting		145,808,793	82.9399	96,189,006	49,619,787	65.9693	34.0307			
Public- Non Institutions	Postal Ballot (if applicable)	366,256,319	0	0.0000	0	0	0.0000	0.0000			
	Total	366,256,319	0	0.0000	0	0	0.0000	0.0000			
	E-Voting		313,460,692	85.5871	313,459,687	1,005	99.9997	0.0003			
Total	366,256,319	313,460,692	85.5871	313,459,687	1,005	99.9997	0.0003				
Total	786,412,683	703,257,704	89.4250	653,636,697	49,621,007	92.9441	7.0559				

Resolution No.	3	ORDINARY - TO APPOINT A DIRECTOR IN THE PLACE OF MR. NITEN MALHAN WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT									
Resolution required: (Ordinary/ Special)	ORDINARY										
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		243,980,895	99.8466	243,980,895	0	100.0000	0.0000			
	Postal Ballot (if applicable)	244,355,803	0	0.0000	0	0	0.0000	0.0000			
	Total	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000			
	E-Voting		145,808,793	82.9399	145,808,793	0	100.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)	175,800,561	0	0.0000	0	0	0.0000	0.0000			
	Total	175,800,561	0	0.0000	0	0	0.0000	0.0000			
	E-Voting		145,808,793	82.9399	145,808,793	0	100.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)	366,256,319	0	0.0000	0	0	0.0000	0.0000			
	Total	366,256,319	0	0.0000	0	0	0.0000	0.0000			
	E-Voting		313,460,692	85.5871	313,459,687	1,080	99.9997	0.0003			
Total	366,256,319	313,460,692	85.5871	313,459,687	1,080	99.9997	0.0003				
Total	786,412,683	703,257,704	89.4250	653,636,697	1,295	99.9998	0.0004				



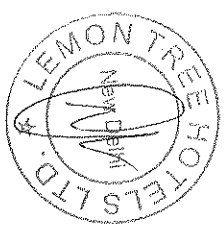
Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in Favour (4)	No. of Votes - against (5)	% of Votes in Favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
4	ORDINARY - TO APPOINT A DIRECTOR IN THE PLACE OF MR. RAVI KANT JAIPURIA WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT	No										
5	ORDINARY -TO CONSIDER AND APPROVE APPOINTMENT OF MR. PRADEEP MATHUR AS AN INDEPENDENT DIRECTOR OF THE COMPANY	No	Public- Non Institutions	Total	366,256,319	313,468,016	85.5871	313,466,719	1,297	99.9996	0.0004	
				E-Voting								
				Poll								
				Postal Ballot (if applicable)								
			Public- Institutions	Total	175,800,561	145,808,793	82.9399	96,189,006	49,619,787	65.9693	34.0307	
				E-Voting								
				Poll								
				Postal Ballot (if applicable)								
			Promoter and Promoter Group	Total	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000	
				E-Voting								
	Poll											
	Postal Ballot (if applicable)											
Public- Institutions	Total	175,800,561	145,808,793	82.9399	145,808,793	0	100.0000	0.0000				
	E-Voting											
	Poll											
	Postal Ballot (if applicable)											
Public- Non Institutions	Total	366,256,319	313,468,131	85.5871	313,466,533	1,598	99.9995	0.0005				
	E-Voting											
	Poll											
	Postal Ballot (if applicable)											
	Total	736,412,683	705,257,819	89.4261	703,256,221	1,598	99.9998	0.0002				



Resolution No.	6	ORDINARY - TO CONSIDER AND APPROVE CONTRIBUTION TO CHARITABLE OR OTHER FUNDS/INSTITUTIONS IN TERMS OF SECTION 181 OF THE ACT						
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	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	175,800,561	145,808,793	82.9399	90,705,321	55,103,472	62.2084	37.7916
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Total		419,156,364	389,789,688	92.9999	334,686,216	155,106,944	77.2084	50.2084
Resolution No.	7	SPECIAL - TO CONSIDER AND APPROVE PAYMENT OF REMUNERATION TO MR. PATANJALI GOVIND KESWANI, CHAIRMAN & MANAGING DIRECTOR						
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	175,800,561	145,808,793	82.9399	145,808,793	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Total		419,156,364	389,789,688	92.9999	389,789,688	0	100.0000	0.0000

Resolution No.	6	ORDINARY - TO CONSIDER AND APPROVE CONTRIBUTION TO CHARITABLE OR OTHER FUNDS/INSTITUTIONS IN TERMS OF SECTION 181 OF THE ACT						
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	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	244,355,803	243,980,895	99.8466	243,980,895	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	175,800,561	145,808,793	82.9399	145,808,793	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
Total		419,156,364	389,789,688	92.9999	389,789,688	0	100.0000	0.0000

Note: \* Total no of share doesnot include 5833781 equity shares allotted on July 19, 2018 to the Kizim Hotels Private Limited Employee Welfare Trust as the shares have not been credited in the NSDL and CDSL.





**PRAKASH VERMA & ASSOCIATES**  
(Company Secretaries in Practice)  
709, 7<sup>th</sup> Floor, Vikram Tower,  
Rajendra Place, New Delhi - 110  
008, India (Near Rajendra Place  
Metro Station)

Tel: +91-11-25760007  
Off: +91-9990-709170  
Mob: +91-9990-379137  
Email: info@TGLadvisors.com  
office@TGLadvisors.com  
Unique Code: I2013DE1000600

**Consolidated Report of Scrutinizer on Remote E-voting  
and Voting through Polling Paper**

*[Pursuant to Section 108,109 of the Companies Act, 2013 and Rule 20, 21 of the  
Companies (Management and Administration) Rules, 2014 and  
Regulation 44 of the SEBI (LODR) Regulations, 2015]*

To,

**The Chairman of Annual General Meeting,**  
Held on Friday, the 3<sup>rd</sup> day of August, 2018,  
At 03:00 P.M.,  
At Air Force Auditorium, Subroto Park,  
New Delhi – 110 010

**Report on e-voting and voting by Poll at the Annual General Meeting (“the AGM/AGM”) of  
the Members of Lemon Tree Hotels Limited (“the Company/Company”) held on Friday, the  
3<sup>rd</sup> day of August, 2018, at 03:00 P.M., at Air Force Auditorium, Subroto Park, New Delhi -  
110010**

**1. Appointment as Scrutinizer:**

I, CS Prakash Verma, Proprietor of Prakash Verma & Associates, Company Secretaries, was appointed as the Scrutinizer for conducting the remote e-voting process and voting through polling papers, in pursuance of the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management And Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, at the AGM of Lemon Tree Hotels Limited, held on Friday, the 3<sup>rd</sup> day of August, 2018, at 03:00 P.M., at Air Force Auditorium, Subroto Park, New Delhi - 110010.

**2. Agency:**

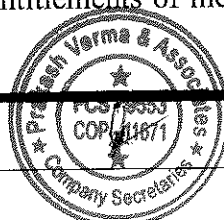
The Company had appointed Karvy Computershare Private Limited (“Karvy”) as the agency for providing the remote e-Voting platform. The service provider accordingly has set up e-voting facility on their website [evoting.karvy.com](http://evoting.karvy.com).

**3. Dispatch of Notice convening the Meeting:**

The Company has completed on 09<sup>th</sup> day of July, 2018 the dispatch of Notice of AGM along with details of Login ID and password to its members through Courier and through mail by Karvy to members whose email id was registered with the Company or with the Depository Participant(s).

**4. Cut- off date:**

The voting rights were reckoned as on Friday, the 27<sup>th</sup> day of July, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.





## 5. Remote E-voting:

Remote e-Voting platform was opened from Tuesday, the 31<sup>st</sup> day of July, 2018 at 9:00 A.M. (IST) and ended on Thursday, the 02<sup>nd</sup> day of August, 2018 at 5:00 P.M. (IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by Karvy.

## 6. Voting at the AGM:

6.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details related to members who have cast their votes through remote e-Voting, such as their names, DP Id/Client Id, folios, number of shares held but not the manner in which they have voted.

6.2 Accordingly, Karvy, the remote e-Voting Agency provided us with the names, DP Id/Client Id, folios, shareholding of the members who had cast their votes through remote e-Voting.

6.3 In line with the provisions of the Companies Act, 2013 and in term of the clarification issued by MCA, voting by show of hands was not conducted at the General Meeting as e-voting has been offered to the Members. Therefore, at the AGM of the Company, voting was conducted by means of poll under Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.

6.4 At the AGM, after the declaration of Poll by the Chairman, One (1) ballot box which was kept for polling was locked in my presence with due identification marks placed by me.

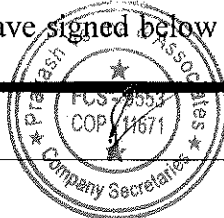
6.5 Considering the aforesaid, ballot papers has issued to the members who attended the meeting.

## 7. Counting Process:

7.1 On Completion of voting at the meeting, M/s. Karvy Computershare Private Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolution.

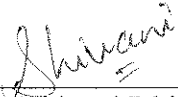
7.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorization/ proxies lodged with the Company.


7.3 The locked ballot box was subsequently opened in my presence along with two (2) witness a) Ms. Shivani Dhingra, R/o RZF 95, Sadh Nagar-2, Palam, New Delhi - 110045 and b) Ms. Shweta Sharma, R/o D Block, House No - 58, Laxmi Nagar, Delhi - 110092, who are not in the employment of the Company and poll papers were diligently scrutinized. The Witnesses have signed below in confirmation of the Ballot Boxes being






unlocked in my presence. The Poll papers have been reconciled with the records maintained by the Company and RTA of the Company and the authorization / proxies lodged with the Company.


  
\_\_\_\_\_  
(Shivani Dhingra)

  
\_\_\_\_\_  
(Shweta Sharma)

7.4 The polling papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

7.5 After counting the votes casted by the members and proxy holders present at the AGM through polling papers the votes casted through remote e-voting by the members were unblocked on Friday, the 03<sup>rd</sup> day of August, 2018 at 03:43 P. M. (IST) in the presence of two (2) witnesses namely Ms. Shivani Dhingra and Ms. Shweta Sharma, who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

  
\_\_\_\_\_  
(Shivani Dhingra)

  
\_\_\_\_\_  
(Shweta Sharma)

7.6 Thereafter, the details containing, inter-alia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of Karvy.

## 8. Results:

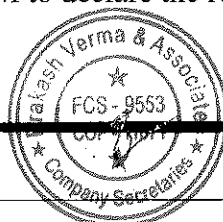
8.1 I observed that:

- a) 54 members in total had casted their votes at the meeting and out of which vote of 6 members were found as invalid.
- b) 204 members had cast their votes through remote e-Voting.

8.2 Based on the reports generated from the e-voting system provided by Karvy and votes casted on Poll, we submit the consolidated results of e-voting and Poll herewith, in respect to each item on the agenda as set out in the Notice of the AGM.

9. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of AGM. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice.

10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the AGM to declare the result of the meeting.







**PRAKASH VERMA & ASSOCIATES**  
(Company Secretaries in Practice)  
709, 7<sup>th</sup> Floor, Vikram Tower,  
Rajendra Place, New Delhi - 110  
008, India (Near Rajendra Place  
Metro Station)

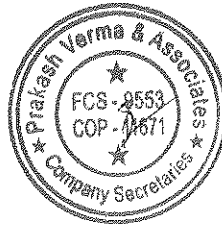
Tel: +91-11-25760007  
Off: +91-9990-709170  
Mob: +91-9990-379137  
Email: info@TGLadvisors.com  
office@TGLadvisors.com  
Unique Code: I2013DE1000600

11. The Register, all other papers and relevant records relating to remote e-voting and voting by poll (Polling Paper) at the AGM shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the aforesaid Annual General Meeting; and thereafter, the same will be handed over to the Company Secretary of the Company for safe keeping.

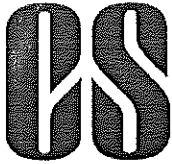
Thanking You,

Yours faithfully,  
For and on behalf of  
**Prakash Verma & Associates**  
(Company Secretaries in Practice)

**Prakash Verma**  
Proprietor (Scrutinizer)  
FCS No. 9553  
COP No. 11671



**Date:** 03<sup>rd</sup> August, 2018  
**Place:** New Delhi



**“Annexure to Scrutinizer’s Report”**

**RESOLUTION 01: (ORDINARY RESOLUTION)**

- a) To Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the period ended March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss and Cash Flow Statements for the year ended March 31, 2018 and the Reports of the Auditors and Board of Directors in respect thereof.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	7	3033667	196	700216114	3	1003
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>8</b>	<b>3033668</b>	<b>241</b>	<b>700223223</b>	<b>5</b>	<b>1218</b>

Total Valid Shares (Total Shares) = 703258220  
Votes in Favour (% of Total Valid Shares) = 99.99%  
Votes in Against (% of Total Valid Shares) = 0.01%

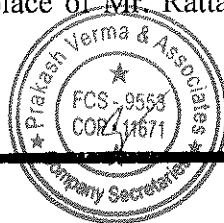
- b) To Receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the period ended March 31, 2018 and report of the Auditors in respect thereof.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	7	3033667	196	700216114	3	1003
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>8</b>	<b>3033668</b>	<b>241</b>	<b>700223223</b>	<b>5</b>	<b>1218</b>

Total Valid Shares (Total Shares) = 703258220  
Votes in Favour (% of Total Valid Shares) = 99.99%  
Votes in Against (% of Total Valid Shares) = 0.01%

**RESOLUTION 02: (ORDINARY RESOLUTION)**

For appointment of a director in the place of Mr. Rattan Keswani who retires by rotation and is eligible for re-appointment.





**PRAKASH VERMA & ASSOCIATES**  
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 Unique Code: I2013DE1000600

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	2	405	188	653629588	15	49620792
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>3</b>	<b>406</b>	<b>233</b>	<b>653636697</b>	<b>17</b>	<b>49621007</b>

Total Valid Shares (Total Shares) = 703258220  
 Votes in Favour (% of Total Valid Shares) = 92.94%  
 Votes in Against (% of Total Valid Shares) = 07.06%

**RESOLUTION 03: (ORDINARY RESOLUTION)**

For appointment of a director in the place of Mr. Niten Malhan who retires by rotation and is eligible for re-appointment.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	2	405	200	703249300	2	1080
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>3</b>	<b>406</b>	<b>245</b>	<b>703256409</b>	<b>4</b>	<b>1295</b>

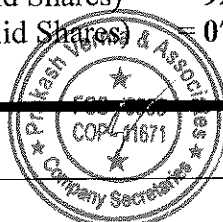
Total Valid Shares (Total Shares) = 703258220  
 Votes in Favour (% of Total Valid Shares) = 99.99%  
 Votes in Against (% of Total Valid Shares) = 0.01%

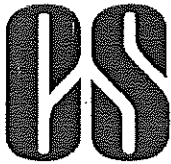
**RESOLUTION 04: (ORDINARY RESOLUTION)**

For appointment of a director in the place of Mr. Ravi Kant Jaipuriya who retires by rotation and is eligible for re-appointment.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	2	405	187	653629511	16	49620869
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>3</b>	<b>406</b>	<b>232</b>	<b>653636620</b>	<b>18</b>	<b>49621084</b>

Total Valid Shares (Total Shares) = 703258220  
 Votes in Favour (% of Total Valid Shares) = 92.94%  
 Votes in Against (% of Total Valid Shares) = 07.06%





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**RESOLUTION 05: (ORDINARY RESOLUTION)**

For appointment of Mr. Pradeep Mathur (DIN: 05198770) as an Independent Director of the Company for a period of 5(Five) Years w.e.f. December 05, 2017.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	2	290	199	703249112	3	1383
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>3</b>	<b>291</b>	<b>244</b>	<b>703256221</b>	<b>5</b>	<b>1598</b>

Total Valid Shares (Total Shares) = 703258220  
Votes in Favour (% of Total Valid Shares) = 99.99%  
Votes in Against (% of Total Valid Shares) = 0.01%

**RESOLUTION 06: (ORDINARY RESOLUTION)**

For contribution to Charitable or other funds/institutions in terms of Section 181 of the Companies Act, 2013.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
E-voting	204	703250785	4	805	176	648143784	24	55106196
Poll	48	7435	1	1	45	7109	2	215
<b>Total</b>	<b>252</b>	<b>703258220</b>	<b>5</b>	<b>806</b>	<b>221</b>	<b>648150893</b>	<b>26</b>	<b>55106411</b>

Total Valid Shares (Total Shares) = 703258220  
Votes in Favour (% of Total Valid Shares) = 92.16%  
Votes in Against (% of Total Valid Shares) = 07.84%

**RESOLUTION 07: (SPECIAL RESOLUTION)**

For approval of payment of remuneration to Mr. Patanjali Govind Keswani, Chairman & Managing Director of the Company.

Mode	Total Voters	Total Shares	No Voting/Invalid Poll		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes

