



November 28, 2020

To,  
The BSE Limited  
Department of Corporate Services  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001  
**Ref:- Scrip Code:- 500126**

To,  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051  
**Ref:- Scrip Code:- PGHL**

Dear Sir/Madam,

**Sub:- Disclosure of Voting Results of the 53<sup>rd</sup> Annual General Meeting of Shareholders held on November 26, 2020**

We would like to inform you that the 53<sup>rd</sup> Annual General Meeting of the Company was held on November 26, 2020 at 3.30 p.m. through Video Conference / Other Audio Visual Means.

In this respect, please find enclosed below:

1. Voting results in respect of the business conducted at the Annual General Meeting, as required under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015; and
2. Scrutinizer's Report

Kindly take the above on record and oblige.

Thanking you,

***For Procter & Gamble Health Limited  
(Formerly Merck Limited)***

***Flavia Machado  
Authorized Signatory***

**Procter & Gamble Health Limited**

(Formerly known as Merck Limited)

CIN: L99999MH1967PLC013726

Registered Office: Godrej One, 8<sup>th</sup> Floor,

Pirojshanagar, Eastern Express Highway, Vikhroli East,

Mumbai 400 079 | Tel: (91-22) 6210 9800

[www.pghealthindia.com](http://www.pghealthindia.com)

	PROCTER & GAMBLE HEALTH LIMITED
Date of the AGM	26-11-20
Total number of shareholders on record date	51941
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	
Promoters and Promoter Group:	1
Public:	84

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Balance Sheet as at June 30, 2020 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the Reports of the Auditors and Directors thereon									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,530,242	51.7078	1,530,242	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,530,242	51.7078	1,530,242	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,913	0	100.0000	0.0000	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,507	0	100.0000	0.0000	0.0000	0
Total		16,599,382	10,142,820	61.1036	10,142,820	0	100.0000	0.0000	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare Final Dividend for the Financial Year ended June 30, 2020									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,913	0	100.0000	0.0000	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,507	0	100.0000	0.0000	0.0000	0
Total		16,599,382	10,147,333	61.1308	10,147,333	0	100.0000	0.0000	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Amit Gupta (DIN 008295179), 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,517,883	16,872	98.9006	1.0993	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,517,883	16,872	98.9007	1.0993	0	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,838	75	99.1585	0.8414	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,432	75	99.3482	0.6518	0	0
Total		16,599,382	10,147,333	61.1308	10,130,386	16,947	99.8330	0.1670	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Aalok Agrawal as a Non- Executive Director of the Company, liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,504,071	30,684	98.0007	1.9992	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,504,071	30,684	98.0007	1.9992	0	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,838	75	99.1585	0.8414	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,432	75	99.3482	0.6518	0	0
Total		16,599,382	10,147,333	61.1308	10,130,386	16,947	99.8330	0.1670	0	0

Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,504,071	30,684	98.0007	1.9993	0	0
	E-Voting		8,913	0.1769	8,838	75	99.1585	0.8414	0	0
	Poll	5,038,910	2,594	0.0515	2,594	0	100.0000	0.0000	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,432	75	99.3482	0.6518	0	0
	Total	16,599,382	10,147,333	61.1308	10,116,574	30,759	99.6969	0.3031	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Sujay Wasan as a Non- Executive Director of the Company, liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,432,012	102,743	93.3055	6.6944	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,432,012	102,743	93.3056	6.6944	0	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,838	75	99.1585	0.8414	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,432	75	99.3482	0.6518	0	0
	Total	16,599,382	10,147,333	61.1308	10,044,515	102,818	98.9867	1.0133	0	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Variation of terms of remuneration of Mr. Milind Thatte, Managing Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,829	84	99.0575	0.9424	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,423	84	99.2700	0.7300	0	0
	Total	16,599,382	10,147,333	61.1308	10,147,249	84	99.9992	0.0008	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Variation of terms of remuneration of Mr. Amit Gupta, Executive Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	5,038,910	8,913	0.1769	8,825	88	99.0126	0.9873	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,419	88	99.2352	0.7648	0	0
	Total	16,599,382	10,147,333	61.1308	10,147,245	88	99.9991	0.0009	0	0

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Payment of Remuneration to the Cost Auditor for the Financial Year 2019-20									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,601,071	8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,601,071	100.0000	8,601,071	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	2,959,401	1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,534,755	51.8603	1,534,755	0	100.0000	0.0000	0.0000	0

	E-Voting		8,913	0.1769	8,908	5	99.9439	0.0560	0	0
	Poll		2,594	0.0515	2,594	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	5,038,910								
Public- Non Institutions			0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,507	0.2284	11,502	5	99.9565	0.0435	0	0
	Total	16,599,382	10,147,333	61.1308	10,147,328	5	100.0000	0.0000	0	0

**Combined Report of Scrutinizer for Remote e-Voting and e-Voting during the AGM**

To,

**Mr. Suresh N. Talwar**  
**The Chairperson of 53<sup>rd</sup> Annual General Meeting of Procter & Gamble Health Limited**

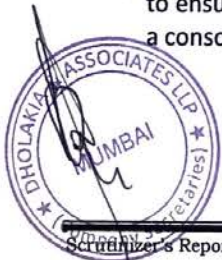
Held on Thursday, 26<sup>th</sup> November, 2020 at 3.30 p.m. (IST) through video conferencing ("VC")/  
other audio visual means (OVAM).

Dear Sir,

Combined Scrutinizer's Report on voting through Remote e-voting and electronic voting during the AGM in terms of provisions of the Companies Act, 2013 (herein after referred to as "Act") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Procter & Gamble Health Limited (formerly known as 'Merck Limited') ("Company")** pursuant to Sections 108 & 109 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting ("Remote e-Voting") and the electronic voting during the Annual General Meeting ("e-Voting") for the resolutions contained in the Notice of 53<sup>rd</sup> Annual General Meeting ("Meeting") of the Company, submit my combined report as under:

1. The AGM was held in pursuant to the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 regarding holding of the "AGM" through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) without the physical presence of the Members at a common venue.
2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the electronic voting during the AGM) to the Members on the resolutions proposed in the Notice calling the 53<sup>rd</sup> AGM of the Company was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the Chairman on the resolutions.



Scrutinizer's Report - Combined (Remote e-Voting and e-Voting at AGM) - Procter & Gamble Health Limited - 53<sup>rd</sup> AGM  
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3. The e-voting facility both for e-voting prior to the AGM and electronic voting during the AGM by electronics means was provided by National Securities Depository Limited ("NSDL").
4. The Members of the Company as on the "cut-off" date i.e. Thursday, November 19, 2020 were entitled to vote on the resolutions.
5. The remote e-voting period commenced on Sunday, November 22, 2020 at 9:00 a.m. (IST) and concluded on Wednesday, November 25, 2020 at 5:00 p.m. (IST).
6. The e-voting during the AGM was conducted online on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
8. After the closure of the e-voting after 15 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) on Thursday, November 26, 2020 in the presence of two witnesses who are not in the employment of the Company.
9. I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 53<sup>rd</sup> AGM based on the scrutiny of remote e-voting and the e-voting during the AGM and votes cast therein based on the basis of the data downloaded from the electronic voting system of NSDL.
10. Members who had exercised their vote through Remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20 (4) (xi) of the Companies (Management and Administration) Rules, 2014.



## 11. The Combined Result (Remote e-Voting + e-voting during the AGM) is as under:

- (a) Item No 1: To receive, consider and adopt the Audited Balance Sheet as at June 30, 2020 and the Statement of Profit and Loss for the Financial Year ended on that date, together with the Reports of the Auditors and Directors thereon.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	193	1,01,40,226
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>193</b>	<b>1,01,40,226</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	204	1,01,42,820
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>204</b>	<b>1,01,42,820</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
193	1,01,40,226	100
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
204	1,01,42,820	100

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
NIL	NIL	NIL
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
NIL	NIL	NIL





**(b) Item No 2: To declare Final Dividend for the Financial Year ended June 30, 2020.**

Particulars	Number of Members who cast	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



## (i) Voted In favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
194	1,01,44,739	100
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
205	1,01,47,333	100

## (ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
NIL	NIL	NIL
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
NIL	NIL	NIL



- (c) Item No 3: To appoint a Director in place of Mr. Amit Gupta (DIN 008295179), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
190	1,01,27,792	99.8329479
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
201	1,01,30,386	99.8329906

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
4	16,947	0.1670521
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
4	16,947	0.1670094



**(d) Item No 4: Appointment of Mr. Aalok Agarwal (DIN 08468145) as a Non-Executive Director of the Company, liable to retire by rotation.**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



## (i) Voted In favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
186	1,01,13,980	99.6967985
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
197	1,01,16,574	99.6968760

## (ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
8	30,759	0.3032015
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
8	30,759	0.3031240



**(e) Item No 5: Appointment of Mr. Sujay Wasan (DIN 08497942) as a Non-Executive Director of the Company, liable to retire by rotation.**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
188	1,00,41,921	98.9864895
<b>B. e-Voting during the AGM</b>		
11	2594	100
<b>C. Combined (A+B)</b>		
199	1,00,44,515	98.9867485

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
6	1,02,818	1.0135105
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
6	1,02,818	1.0132515





(f) Item No 6: Revision of terms of remuneration of Mr. Milind Thatte, Managing Director.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
189	1,01,44,655	99.999172
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
200	1,01,47,249	99.9991722

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
5	84	0.000828
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
5	84	0.0008278



**(g) Item No 7: Revision of terms of remuneration of Mr. Amit Gupta, Executive Director.**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
188	1,01,44,651	99.9991326
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
199	1,01,47,245	99.9991328

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
6	88	0.0008674
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
6	88	0.0008672



**(h) Item No 8: Ratification of payment of Remuneration to the Cost Auditor for the Financial Year 2020-21.**

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received	194	1,01,44,739
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>194</b>	<b>1,01,44,739</b>
<b>B. e-Voting during the AGM</b>		
Total Votes received	11	2,594
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>11</b>	<b>2,594</b>
<b>C. Combined (A+B)</b>		
Total Votes received	205	1,01,47,333
<b>Less:</b> Total Number of Invalid Votes	NIL	NIL
<b>Total Number of Valid Votes</b>	<b>205</b>	<b>1,01,47,333</b>



(i) Voted in favor of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
192	1,01,44,734	99.9999507
<b>B. e-Voting during the AGM</b>		
11	2,594	100
<b>C. Combined (A+B)</b>		
203	1,01,47,328	99.9999507

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
2	5	0.0000493
<b>B. e-Voting during the AGM</b>		
NIL	NIL	NIL
<b>C. Combined (A+B)</b>		
2	5	0.0000493

12. You may accordingly declare the result of the Remote e-Voting and e-Voting during the AGM.

13. All the relevant records of Remote e-Voting and e-Voting during the AGM will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



*[Signature]*  
**CS Bhumitra V. Dholakia**  
 Designated Partner  
 Dholakia & Associates LLP  
 (Company Secretaries)  
 FCS: 977 CP No: 507

UDIN: F000977B001331449

Place: Mumbai

Date: 27<sup>th</sup> November, 2020