

Vakrangee Limited "Vakrangee Corporate House", Plot No. 93, Road No. 16, M.I.D.C. Marol, Andheri (East), Mumbai-400093, Maharashtra. W: www.vakrangee.in | L: +91 22 2850 3412 / +91 22 6776 5100 F: +91 22 2850 2017 | CIN : L65990MH1990PLC056669

September 27, 2019

To,

BSE Limited	National Stock Exchange of India Ltd.
Phiroze Jeejeebhoy Towers,	Exchange Plaza, Bandra Kurla Complex,
Dalal Street, Fort,	Bandra (East), Mumbai - 400051
Mumbai - 400001	

Dear Sir/Madam,

Sub.: Voting Results along with Scrutinizer's Report

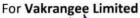
Ref.: Vakrangee Limited – Scrip Code – 511431/VAKRANGEE

In compliance with the requirements of Regulations 44(3) of the Securities Exchange and Board of India (Listing obligations and Disclosure requirements) Regulations, 2015, we enclose herewith voting results in respect of the business conducted at the 29<sup>th</sup> Annual General Meeting (AGM) held on Wednesday, September 25, 2019 as **Annexure – 1**. Also, the report of Scrutinizer is enclosed herewith as **Annexure – 2** for your reference and records. The mode of voting was remote e-voting and through Poll.

Kindly take the above information on your records.

Thanking you,

Yours Faithfully,



Mehul Raval Company Secretary (Mem. No.: A18300)

Encl.: A/a



## Annexure - 1

Sr. No.	Description		Particulars			
1.	Date of the AGM		September 25, 20	19		
2.	Book Closure Date		September 21, 2 (Both Days inclusion	019 to September 25, 2019 ve)		
3.	Total number of Sh	areholders on record date	153919			
4.	No. of Shareholders	s present in the Meeting e	ither in person or through	n proxy:		
	Category of shareholders	In person	Proxy	Total		
	Promoter and Promoter Group	1	0	1		
	Public	117	0	117		
	Total	118	0 118			
5.	No. of Shareholders	attended the Meeting th	rough Video Conference -	- Not Applicable		



To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2019, together with the Report of Board of Directors and Auditors thereon.

Resolution	required:		ORDINARY	RESOLUT	rion					
Whether pr are interes agenda/res		noter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share	No. of Votes – in favour (4)	No. of Votes - agains t	% of Votes in favour on votes polled	% of Votes agains t on votes polled		
				s (3)=[( 2)/(1) ]* 100		(5)	(6)=[(4 )/(2)]* 100	(7)=[(5 )/(2)]* 100		
Promoter and	E-Voting		441784270	99.96	441784270	0	100	0		
	Poll		196000	0.04	196000	0	100	0		
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0		
	Total	441980270	441980270	100	441980270	0	100	0		
Public- Institutio	E-Voting		190073409	88.09	190073409	0	100	0		
ns	Poll		0	0	0	0	0	0		
	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0		
	Total	215792047	190073409	88.09	190073409	0	100	0		
Public- Non	E-Voting		36041827	8.97	36041600	227	99.99	0.01		
Institutio	Poll		5397622	1.34	5397622	0	100	0		
ns	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0		
	Total	401633323	41439449	10.32	41439222	227	99.99	0.01		
Total		1059405640	673493128	63.57	673492901	227	99.99	0.01		



To declare dividend for the financial year ended March 31, 2019.

Resolution	required:		ORDINARY	RESOLUT	TION					
Whether pr are interest agenda/res		oter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share s (3)=[( 2)/(1) ]* 100	No. of Votes – in favour (4)	No. of Vot es – agai nst (5)	% of Votes in favour on votes polled (6)=[(4) /(2)]*1 00	% of Votes against on votes polled (7)=[(5) /(2)]*1 00		
Promoter	E-Voting		441784270	99.96	441784270	0	100	0		
and	Poll		196000	0.04	196000	0	100	0		
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0		
	Total	441980270	441980270	100	441980270	0	100	0		
Public-	E-Voting		190099253	88.09	190099253	0	100	0		
Public- Institution	Poll	]	0	0	0	0	0	0		
s	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0		
	Total	215792047	190099253	88.09	190099253	0	100	0		
Public Non	E-Voting		36041827	8.97	36041700	127	99.99	0.01		
Public- Non Institution s	Poll	1	5397622	1.34	5397622	0	100	0		
	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0		
	Total	401633323	41439449	10.32	41439322	127	99.99	0.01		
Total		1059405640	673518972	63.58	673518845	127	99.99	0.01		



To appoint Mr. Dinesh Nandwana (DIN:00062532), who retires by rotation and being eligible, offers himself for reappointment.

Resolution	required:		ORDINARY	RESOLU'	TION			
	romoter/ pro ted in the	moter group	YES			1		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outst andin g share s	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes agains t on votes polled
	2			(3)=[(2 )/(1)]* 100			(6)=[(4 )/(2)]* 100	(7)=[(5 )/(2)]* 100
Promoter	E-Voting		382050070	86.44	382050070	0	100	0
	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (not applicable )	441980270	0	0	0	0	0	0
	Total	441980270	382050070	86.44	382050070	0	100	0
	E-Voting		190099253	88.09	181383492	8715761	95.42	4.58
Public-	Poll		0	0	0	0	0	0
Institutio ns	Postal Ballot (not applicable )	215792047	0	0	0	0	0	0
	Total	215792047	190099253	88.09	181383492	8715761	95.42	4.58
Public-	E-Voting		36041827	8.97	36038793	3034	99.99	0.01
Non	Poll		5397622	1.34	5397622	0	100	0
Non Institutio ns	Postal Ballot (not applicable	401633323	0	0	0	0	0	0
	Total	401633323	41439449	10.32	41436415	3034	99.99	0.01
Total	and the reserves of the	1059405640	613588772	57.92	604869977	8718795	98.58	1.42

Excluding votes polled by Mr. Dinesh Nandwana being interested Promoter Shareholder.



# Appointment of Mr. Anil Khanna as Director of the Company

Resolution	required:		ORDINARY	RESOLUT	ION					
Whether pr are interes agenda/res		moter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes again st on votes polle d		
				(3)=[(2 )/(1)]* 100			(6)=[(4 )/(2)]* 100 100	(7)=[( 5)/(2) ]*100		
Promoter and	E-Voting		441784270	99.96	441784270	0	100	0		
	Poll		196000	0.04	196000	0	100	0		
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0		
	Total		441980270	100	441980270	0	100	0		
D.11.	E-Voting		190099253	88.09	189351046	748207	99.61	0.39		
Public- Institutio	Poll	]	0	0	0	0	0	0		
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0		
	Total	215792047	190099253	88.09	189351046	748207	99.61	0.39		
D. 1.11.	E-Voting		36041827	8.97	36038997	2830	99.99	0.01		
Public- Non Institutio ns	Poll	1	1506340	0.38	1506340	0	100	0		
	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0		
	Total	401633323	37548167	9.35	37545337	2830	99.99	0.01		
Total		1059405640	669627690	63.21	668876653	751037	99.89	0.11		

\* Excluding votes polled by Mr. Anil Khanna being interested Shareholder.



To approve appointment and remuneration of Mr. Anil Khanna as Managing Director & Group CEO of the Company.

Resolution	required:		SPECIAL RE	SOLUTIO	ON			
	romoter/ pron ted in the	noter group	NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share s (3)=[( 2)/(1) ]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[( 4)/(2) ]*100	% of Vote s agai nst on vote s poll ed (7)=[ (5)/( 2)]*1
	E-Voting		441784270	99.96	441784270	0	100	00
Promoter	Poll	-	196000	0.04	196000	0	100	0
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	0
B 11	E-Voting		190099253	89.09	177315141	12784112	93.28	6.72
Public- Institutio	Poll		0	0	0	0	0	0
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0
	Total	215792047	190099253	89.09	177315141	12784112	93.28	6.72
Public	E-Voting		36041827	8.97	36039117	2710	99.99	0.01
Public- Non nstitutio 18	Poll		1506340	0.38	1506340	0	100	0
	Postal Ballot (not applicable)	401633323	0	0	0	- 0	0	0
	Total	401633323	37548167	9.35	37545457	2710	99.99	0.01
Total		1059405640	669627690	63.21	656840868	12786822	98.09	1.91

\* Excluding votes polled by Mr. Anil Khanna being interested Shareholder.



To approve re-appointment and remuneration of Mr. Dinesh Nandwana as the Executive Director of the Company

Resolution	required:		SPECIAL RE	SOLUTIO	DN							
Whether pr are interes	Whether promoter/ promoter group are interested in the agenda/resolution?		YES	YES								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outst andin g	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled	% of Vote s agai nst on vote				
				share s (3)=[(2 )/(1)]* 100			(6)=[( 4)/(2) ]*100	s poll ed (7)=[ (5)/( 2)]*1 00				
<b>D</b>	E-Voting		382050070	86.44	382050070	0	100	0				
Promoter and	Poll		0	0	0	0	0	0				
anu Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0				
	Total	441980270	382050070	86.44	382050070	0	100	0				
Public-	E-Voting		190099253	88.09	172464536	17634717	90.72	9.28				
Institutio	Poll		0	0	0	0	0	0				
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0				
	Total	215792047	190099253	88.09	172464536	17634717	90.72	9.28				
Public- Non Institutio ns	E-Voting		36041827	8.97	36038498	3329	99.99	0.01				
	Poll		5397622	1.34	5397622	0	100	0				
	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0				
	Total	401633323	41439449	10.32	41436120	3329	99.99	0.01				
Total		1059405640	613588772	57.92	595950726	17638046	97.13	2.87				

Excluding votes polled by Mr. Dinesh Nandwana being interested Promoter Shareholder



Re-appointment of Mr. Avinash Vyas (DIN: 06869633) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution			SPECIAL RE	SOLUTIO	DN		1	
Whether pr are interes agenda/res		noter group	NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outst andin g share s (3)=[(2 )/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[( 4)/(2) ]*100	% of Vot es agai nst on vot es poll ed (7)=[ (5)/(
			441504050	00.00	441504050		100	2)]* 100
Promoter	E-Voting	_	441784270	. 99.96	441784270	0	100	0
and	Poll	-	196000	0.04	196000	0	100	0
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	0
Dettie	E-Voting		190099253	88.09	185639323	4459930	97.65	2.35
Public- Institutio	Poll		0	0	0	0	0	0
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0
	Total	215792047	190099253	88.09	185639323	4459930	97.65	2.35
Public-	E-Voting		36041827	8.97	36038793	3034	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
Non nstitutio 1s	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0
	Total	401633323	41439449	10.32	41436415	3034	99.99	0.01
Total		1059405640	673518972	63.58	669056008	4462964	99.34	0.66



Re-appointment of Mrs. Sujata Chattopadhyay (DIN: 02336683) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIO	DN			
Whether pr are interes agenda/res		noter group	NO				1	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outst andin g	No. of Votes – in favour	No. of Votes – against	% of Votes in favou r on votes polled	% of Vote s agai nst on vote
			(2)	share s	(4)	(5)	poneu	s poll ed
				(3)=[(2 )/(1)]* 100		-	(6)=[( 4)/(2) ]*100	(7)=[ (5)/(
								2)]*1 00
Promoter	E-Voting		441784270	99.96	441784270	0	100	0
and	Poll	- 2 · 2 · 2 · 2 · 2 · 2 · 2 · 2 · 2 · 2	196000	0.04	196000	0	100	0
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	0
Public-	E-Voting		190099253	88.09	174836083	15263170	91.97	8.03
Institutio	Poll		0	0	0	0	0	0
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0
	Total	215792047	190099253	88.09	174836083	15263170	91.97	8.03
Dublic	E-Voting		36041827	8.97	36033241	8586	99.98	0.02
Public- Non Institutio ns	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0
	Total	401633323	41439449	10.32	41430863	8586	99.98	0.02
Total		1059405640	673518972	63.58	658247216	15271756	97.73	2.27



Re-appointment of Mr. Sunil Agarwal (DIN: 00062767) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIO	ON						
Whether pr are interes agenda/res		ioter group	NO								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share s	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled	% of Votes again st on votes polled			
				(3)=[( 2)/(1) ]* 100			(6)=[( 4)/(2) ]*100	(7)=[( 5)/(2) ]*100			
Promoter	E-Voting		441784270	99.96	441784270	0	100	0			
and	Poll		196000	0.04	196000	0	100	0			
anu Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0			
	Total	441980270	441980270	100	441980270	0	100	0			
	E-Voting		190099253	88.09	76915895	113183358	40.46	59.54			
Public- Institutio	Poll		0	0	0	0	0	0			
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0			
	Total	215792047	190099253	88.09	76915895	113183358	40.46	59.54			
Public-	E-Voting		36041827	8.97	36033495	8332	99.98	0.02			
Non Institutio	Poll	401633323	5397622	1.34	5397622	0	100	0			
ns	Postal Ballot (not applicable)		0	0	0	0	0	0			
	Total	401633323	41439449	10.32	41431117	8332	99.98	0.02			
Total		1059405640	673518972	63.58	560131282	113191690	83.19	16.81			



Re-appointment of Mr. Ramesh Joshi (DIN: 00002683) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIO	ON			
Whether pr		noter group are /resolution?	NO				1	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share s (3)=[( 2)/(1) ]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[( 4)/(2) ]*100	% of Vote s agai nst on vote s poll ed (7)=[ (5)/( 2)]*1 00
	E-Voting		441784270	99.96	441784270	0	100	0
Promoter	Poll		196000	0.04	196000	0	100	0
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	0
Public-	E-Voting		190099253	88.09	184722131	5377122	97.17	2.83
Institutio	Poll		0	0	0	0	0	0
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0
	Total	215792047	190099253	88.09	184722131	5377122	97.17	2.83
Dublic	E-Voting		36041827	8.97	36033491	8336	99.98	0.02
Public-	Poll		5397622	1.34	5397622	0	100	0
Non Institutio ns	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0
	Total	401633323	41439449	10.32	41431113	8336	99.98	0.02
Total		1059405640	673518972	63.58	668133514	5385458	99.20	0.80



Re-appointment of Mr. B. L. Meena (DIN: 03281592) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIO	ON			
	romoter/ prom in the agenda,	noter group are /resolution?	NO		1	1		
Category	Mode of Voting	services of the second s	No. of votes polled (2)	% of Votes Polle d on outst andin g share	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled	% of Votes again st on votes polled
				s (3)=[( 2)/(1) ]* 100			(6)=[( 4)/(2) ]*100	(7)=[( 5)/(2) ]*100
Promoter	E-Voting		441784270	99.96	441784270	C	100	0
and	Poll		196000	0.04	196000	0	100	0
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	0
	E-Voting		190099253	88.09	76915895	113183358	40.46	59.54
Public-	Poll	1	0	0	0	0	0	0
Institutio ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0
	Total	215792047	190099253	88.09	76915895	113183358	40.46	59.54
Public-	E-Voting		36041827	8.97	36033371	8456	99.98	0.02
Non	Poll		5397622	1.34	5397622	0	100	0
Non Institutio ns	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0
	Total	401633323	41439449	10.32	41430993	8456	99.98	0.02
Total		1059405640	673518972	63.58	560327158	113191814	83.19	16.81



ANNEXURE-2

# Shubh Karan Jain (Dr.)

M.Com. L.L.B., FCS, Ph.D. MIIA (USA)

**CS** S. K. Jain & Co.

Company Secretaries

#### FORM NO. MGT-13

#### SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4) (xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

#### To, The Chairn

The Chairman,

NAME OF THE COMPANY	VAKRANGEE LIMITED
MEETING	29th Annual General Meeting
DATE & TIME	Wednesday, September 25, 2019 at 10:00 a.m.
VENUE	Courtyard by Marriot, Mumbai International Airport, CTS No. 215, Andheri Kurla Road, Opposite Carnival Cinema, Andheri East, Mumbai, 400059

#### Dcar Sir,

 I, Dr. S. K. Jain, Practicing Company Secretary, at 11, Friends Union Premises Cooperative Society Ltd, 2<sup>nd</sup> Floor, 227, P D Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of Vakrangee Limited (the Company) for the purpose of scrutinizing e-Voting process (remote e-Voting) and voting by use of ballot at the Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015)and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 29<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, September 25, 2019 at 10:00 a.m. at Courtyard by Marriot, Mumbai International Airport, CTS No. 215, Andheri Kurla Road, Opposite Carnival Cinema, Andheri East, Mumbai, 400059, submit my report as under:



1

11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai 400001. Mob.: 96196 43088 / 93206 47478 • Off.: 2269 5288 E-mail : skjaincs1944@gmail.com / csskjain1944@gmail.com

#### 2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., Central Depository Services (India) Limited (CDSL) and National Securities and Depositories Limited (NSDL), the Company completed dispatch of the Notice of the AGM as under;

#### > By Electronic Means:

Notice of the AGM was sent on August 23, 2019 by e-mail to 131956 Shareholders who had registered their email-ids with Depositories. Out of 131956 emails sent to Members, 1069 bounced back and in such cases the Company has sent the Notice of AGM through courier on September 03, 2019.

#### > By Courier:

Notice of AGM to 14935 shareholders were sent through courier, through speed post to 5271 shareholders and through Registered Post to 7 shareholders on August 27, 2019.

#### Newspaper Publication:

The Company had made an advertisement regarding dispatch of Postal Ballot Forms/Notices in Free Press Journal (English Newspaper) and in Navshakti (Marathi Newspaper) on Wednesday, August 28, 2019.

#### 3. Cut-off Date

The Voting rights were reckoned as on Wednesday, 18th September, 2019 being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

#### 4. Remote e-Voting

#### i. Agency:

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Agency for providing the remote e-Voting platform.

#### ii. Remote c-Voting:

The remote e-Voting platform was open from 9.00 a.m. on Sunday, September 22, 2019 upto 5.00 p.m. on Tuesday, September 24, 2019 and shareholders 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 CDSL.



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#### 5. Voting at the AGM

- i. After the time fixed for closing of the poll by the Chairman ballot box kept for polling was locked in my presence with due identification mark placed by mc.
- ii. The locked ballot box was 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.
- 6. 118 members were present in person and there were no Proxy. On opening ballot box 56 Ballot Forms duly signed by the Members present in person and all the Ballot Forms were found valid.
- 7. Counting Process
  - i. After the conclusion of the Annual General Meeting, the votes cast through remote e-Voting were unblocked in presence of two witnesses who were not in the employment of the Company. The ballot box was opened and polling papers were removed and examined.

Name: Ms. Nivyata Batavia

Name: Ms. Khushbu Bohra

- ii. Thereafter, the details of equity shareholders, who voted For or Against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) (https://www.evotingindia.com)
- iii. The combined result of remote e-Voting and poll is as under:



#### VOTING RESULTS

# [Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM/EGM	September 25, 2019	
Total number of shareholders on Cut - off date	. 153919	
No. of Shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group:		·
In Person -	1	
In Proxy -	ο	
Public:		·
In Person –	117	
In Proxy -	۲ <b>0</b>	
No. of Shareholders attended the meeting through Video Conferencing	i	
Promoters and Promoter Group:	0	
Public	0 .	



To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2019, together with the Report of Board of Directors and Auditors thereon..

Resolution	required:	<u> </u>	ORDINARY RESOLUTION								
	omoter/ pron ted in the	noter group	NO	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polle d on outst andin g	No. of Votes – in favour (4)	No. of Votes agains t	% of Votes in favour on votes polled	% of Votes agains t on votes polled			
				share s (3)=[( 2)/(1) ]* 100		(5)	{6)=[(4 )/(2)]* 100	(7)=[(5 )/(2)]* 100			
Promoter	E-Voting	441980270	441784270	99.96	441784270	0	100	· 0			
and	Poll		196000	0.04	196000	0	100	0			
and Promoter Group	Postal Ballot (not applicable)			0	0	0	0	0			
	Total	441980270	441980270	100	441980270	0	100	0			
Public- Institutio	E-Voting		190073409	88.09	190073409	0	100	0			
ns	Poll	1	0	0	0	0	0	0			
	Postal Ballot (not applicable)	215792047	0	0	Ŏ	0	0	0			
	Total	215792047	190073409	88.09	190073409	0	100	0			
Public- Non	E-Voting		36041827	8.97	36041600	227	99.99	0.01			
Institutio	Poll	1	5397622	1.34	5397622	0	100	0			
nstit 4tto	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0			
	Total	401633323	41439449	10.32	41439222	227	99.99	0.01			
Total		1059405640	673493128	63.57	673492901	227	99.99	0.01			



To declare dividend for the financial year ended March 31, 2019.

Resolution	required:		ORDINARY	RESOLUT	TION		•	<u> </u>		
	omoter/ prom ted in the	oter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share s (3)=[( 2)/(1) ]* 100	No. of Votes – in favour (4)	No. of Vot es – agai nst (5)	% of Votes in favour on votes polled (6)=[(4) /(2)]*1 00	% of Votes against on votes polled (7)=[(5) /(2)]*1 00		
	E-Voting		441784270	99.96	441784270	0	100	0		
Promoter	Poll		196000	0.04	196000	0	100	0		
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0		
	Total	441980270	441980270	100	441980270	0	100	0		
~	E-Voting		190099253	88.09	190099253	0	100	0		
Public- Institution	Poll	]	0	0	0	0	0	0		
s	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0		
	Total	215792047	190099253	88.09	190099253	0	100	0.		
B-LU- W	E-Voting		36041827	8.97	36041700	127	99.99	0.01		
Public- Non	Poll	1	5397622	1.34	5397622	0	100	0		
Institution s	Postal Ballot (not applicable)	401633323	0	0	0	Ó	0	0		
	Total	401633323	41439449	10.32	41439322	127	99.99	0.01		
Total		1059405640	673518972	63.58	673518845	127	99.99	0.01		



# To appoint Mr. Dinesh Nandwana (DIN:00062532), who retires by rotation and being eligible, offers himself for reappointment.

Resolution	required:		ORDINARY RESOLUTION							
	romoter/ pro ted in the	moter group	YES							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outst andin g share s	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes agains t on votes polled		
				(3)=[(2 )/(1)]* 100			(6)=[(4 }/(2)]* 100	(7)=[(5 )/(2)]* 100		
Promoter	E-Voting		382050070	86.44	382050070	0	100	0 ·		
and Promoter Group	Poll	. 1	0	0	0	0	0	0		
	Postal Ballot (not applicable }	441980270	0	0	0	0	0	0		
	Total	441980270	382050070	86,44	382050070	0	100	0		
	E-Voting		190099253	88.09	181383492	8715761	95.42	4.58		
Public- Institutio	Poll		0	0	0	0	0	0		
institutio nș	Postal Ballot (not applicable )	215792047	0	0	Ō	0	0	0		
	Total	215792047	190099253	88.09	181383492	8715761	95.42	4.58		
D-bl/-	E-Voting	]	36041827	8.97	36038793	3034	99.99	0.01		
Public-	Poll	]	5397622	1.34	5397622	0	100	<u> </u>		
Non Institutio ns	Postal Ballot (not applicable	401633323	0		0		U			
	Total	401633323	41439449	10.32	41436415	3034	99.99	0.01		
Total		1059405640	613588772	57.92	604869977	8718795	98.58	1.42		

Excluding votes polled by Mr. Dinesh Nandwana being interested Promoter Shareholder.



# Appointment of Mr. Anil Khanna as Director of the Company

Resolution	required:		ORDINARY I	RESOLUT	ION					
Whether pr are interest agenda/res		noter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding 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	% of Votes again st on votes polle d {7}=[(		
							)/(2)]* 100	5)/(2) ]*100		
Promoter	E-Voting		441784270	99.96	441784270	0	100	0		
and	Poll		196000	0.04	196000	0	100	0		
Promoter Group	Postal Ballot (not applicable)	441980270	Ö	Ō	0	0	0	0		
	Total		441980270	100	441980270	0	100	0		
	E-Voting		190099253	88.09	189351046	748207	99.61	0.39		
Public-	Poll		0	0	0	0	0	0		
Institutio ns	Postal Ballot (not applicable)	215792047	0	Ū	0	0	0	0		
	Total	215792047	190099253	88.09	189351046	748207	99.61	0.39		
	E-Voting		36041827	8.97	36038997	2830	99.99	0.01		
Public- Non Institutio ns	Poll	]	1506340	0.38	1506340	0	100	0		
	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0		
	Total	401633323	37548167	9.35	37545337	2830	99.99	0.01		
Total	+	1059405640	669627690	63.21	668876653	751037	99.89	0.11		

• Excluding votes polled by Mr. Anil Khanna being interested Shareholder.



To approve appointment and remuneration of Mr. Anil Khanna as Managing Director & Group CEO of the Company.

Resolution			SPECIAL RE	SOLUTIC	DN			
	comoter/ prom ted in the	oter group	NO					
Catego <del>ry</del>	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polle d on outst andin	No. of Votes – in favour	No. of Votes – against	% of Votes in favou r on votes	% of Vote agai nst on
			(2)	g share s (3)=[( 2)/(1) ]* 100	(4)	(5)	polled (6)=[( 4)/(2) ]*100	vote s poll ed
· ·							,	(7)=[ (5)/( 2)]*1 00
<u> </u>	E-Voting	{	441784270	99.96	441784270	0	100	0
Promoter and	Poll	]	196000	0.04	196000	0	100	Ō
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	Ō
D.111.	E-Voting	[	190099253	89.09	177315141	12784112	93.28	6.72
Public- Institutio	Poll	].	0	0	0	0	0	0
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0.	0
	Total	215792047	190099253	89.09	177315141	12784112	93.28	6.72
<b>D</b> .112.	E-Voting	]	36041827	8.97	36039117	2710	99.99	0.01
Public-	Poll	]	1506340	0.38	1506340	0	100	0
Non Institutio ns	Postal Ballot (not applicable)	401633323	0	0	0			
	Total	401633323	37548167	9.35	37545457	2710	99.99	0.01
Total		1059405640	669627690	63.21	656840868	12786822	98.09	1.91

Excluding votes polled by Mr. Anil Khanna being interested Shareholder.



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To approve re-appointment and remuneration of Mr. Dinesh Nandwana as the Executive Director of the Company

Resolution	required:	······································	SPECIAL RE	SOLUTIC	DN			
	omoter/ prom ted in the	ioter group	YES	······			• •	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outst andin	No. of Votes – in favour	No. of Votes – against	% of Votes in favou r on votes	% of Vote s agai nst on
			(2)	g share s	(4)	(5)	polled	vote s poll
				(3)=[(2 )/(1)]* 100			(6)=[( 4)/(2) ]*100	ed
								(7)=[ (5)/( 2)]*1 00
Promoter	E-Voting		382050070	86.44	382050070	0	100	0
rromoter and	Poll	· ·	0	0	0	0	0	0
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	382050070	86.44	382050070	0	100	0
Public-	E-Voting		190099253	88.09	172464536	17634717	90.72	9.28
rudhe- Institutio	Poll	]	0	0	0	0	0	0
nstitutio	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0
	Total	215792047	190099253	88.09	172464536	17634717	90.72	9.28
D	E-Voting	]	36041827	8,97	36038498	3329	99.99	0.01
Public- Non	Poll		5397622	1.34	5397622	0	100	0
Non Institutio ns	Postal Ballot (not applicable)	401633323	0	0	0	0	0	0
	Total	401633323	41439449	10.32	41436120	3329	99.99	0.01
Total		1059405640	613588772	57.92	595950726	17638046	97.13	2.87

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Excluding votes polled by Mr. Dinesh Nandwana being interested Promoter Shareholder



# <u>Resolution No. 7</u>

Re-appointment of Mr. Avinash Vyas (DIN: 06869633) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIC	)N					
Whether pa are interes agenda/res		noter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outst andin g share s	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled	% of Vot es agai nst on vot		
				(3)=[(2 )/(1)]* 100			(6)=[( 4)/(2) ]*100	es poll ed		
								(7)=[ (5)/( 2)]* 100		
	E-Voting		441784270	99.96	441784270	0	100	0		
Promoter	Poll	1	196000	0.04	196000	0	100	0		
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0		
	Total	441980270	441980270	100	441980270	0	100	0		
n 111.	E-Voting		190099253	88.09	185639323	4459930	97.65	2.35		
Public- Institutio	Poll	]	0	0	0	0	0	0		
nstitutio ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0		
	Total	215792047	190099253	88.09	185639323	4459930	97.65	2.35		
Public- Non	E-Voting		36041827	8.97	36038793	3034	99.99	0.01		
	Poll		5397622	1.34	5397622	0	100	0		
Non Institutio ns	Postal Ballot (not applicable)	401633323	0	0	. 0	0	0	0		
	Total	401633323	41439449	10.32	41436415	3034	99.99	0.01		
Total		1059405640	673518972	63.58	669056008	4462964	99.34	0.66		



Re-appointment of Mrs. Sujata Chattopadhyay (DIN: 02336683) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIO	ON						
Whether pr are interest agenda/res		oter group	NO	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outst andin	No. of Votes – in favour	No. of Votes – against	% of Votes in favou r on votes	% of Vote s agai nst on			
			(2)	g share s (3)=[(2 }/(1)]* 100	(4)	(5)	(6)=[( 4)/(2) ]*100	vote s poll cd			
		· ·	•					(7)=[ (5)/( 2)]*1 00			
	E-Voting		441784270	99.96	441784270	0	100	0			
Promoter and	Poll	1	196000	0.04	196000	0	100	0			
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0			
	Total	441980270	441980270	100	441980270	0	100	.0			
Public-	E-Voting		190099253	88.09	174836083	15263170	91.97	8.03			
Institutio	Poll	1	0	0	0	0	0	0			
ns	Postal Ballot (pot applicable)	215792047	0	0	0	0	0	0			
	Total	215792047	190099253	88.09	174836083	15263170	91.97	8.03			
Dublic	E-Voting		36041827	8.97	36033241	8586	99.98	0.02 ·			
Public- Non Institutio ns	Poll		5397622	1.34	5397622	0	100	0			
	Postal Baliot (not applicable)	401633323	0	0	0	0	0	U			
	Total	401633323	41439449	10.32	41430863	8586	99.98	0.02			
Total		1059405640	673518972	63.58	658247216	15271756	97.73	2.27			



Re-appointment of Mr. Sunil Agarwal (DIN: 00062767) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution	required:		SPECIAL RE	SOLUTIC	DN					
	comoter/ pron ted in the	ioter group	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled	% of Votes again st on votes polled		
				s (3)=[( 2)/(1) ]* 100			(6)=[( 4)/(2) ]*100	(7)=[( 5)/(2) ]*100		
Promoter	E-Voting		441784270	99.96	441784270	0	100	0		
and	Poll	-	196000	0.04	196000	0	100	· 0		
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0·		
	Total	441980270	441980270	100	441980270	0	100	0		
	E-Voting		190099253	88.09	76915895	113183358	40.46	59.54		
Public- Institutio	Poll	7	0	0	0	0	0	0		
ns	Postal Ballot (not applicable)	215792047	0	0	0	. 0	0	0		
	Total	215792047	190099253	88.09	76915895	113183358	40.46	59.54		
Public-	E-Voting		36041827	8.97	36033495	8332	99.98	0.02		
Non Institutio ns	Poll		5397622	1.34	5397622	0	100	0		
	Postal Ballot (not applicable)	401633323	0	0	0	0	· 0	0		
	Total	401633323	41439449	10.32	41431117	8332	99.98	0.02		
Total		1059405640	673518972	63.58	560131282	113191690	83.19	- 16.81		



Re-appointment of Mr. Ramesh Joshi (DIN: 00002683) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution required:		SPECIAL RESOLUTION						
	comoter/ prom in the agenda/	oter group are resolution?	NO	·			** T	<b>1</b>
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polle d on outst andin g share s (3)=[( 2)/(1) ]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favou r on votes polled (6)=[( 4)/(2) ]*100	% of Vote s agai nst on vote s poli ed (7)=[ (5)/(
								2)]*1 00
Promoter	E-Voting		441784270	99.96	441784270	0	100	0
and	Poll		196000	0.04	196000	0	100	0
Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0	0
	Total	441980270	441980270	100	441980270	0	100	0
Public-	E-Voting	]	190099253	88.09	184722131	5377122	97.17	2.83
Institutio	Poll	]	0	0	0	0	0	. 0
ns	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0.
	Total	215792047	190099253	88.09	184722131	5377122	97.17	2.83
Public- Non	E-Voting		36041827	8.97	36033491	8336	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
Institutio ns	Postal Ballot (not applicable)	401633323	0	0	0	0	0	, <b>0</b> .
	Total	401633323	41439449	10.32	41431113	8336	99.98	0.02
Total		1059405640	673518972	63.58	668133514	5385458	99.20	0.80



Re-appointment of Mr. B. L. Meena (DIN: 03281592) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			SPECIAL RESOLUTION   NO						
			(2)	share 8	(4)	(5)			
				(3)=[( 2)/(1) ]* 100			(6)=[( 4)/(2) ]*100	(7)=[( 5)/(2) ]*100	
	E-Voting		441784270	99.96	441784270	0	100	0	
Promoter and	Poll	]	196000	0.04	196000	0	100	0	
and Promoter Group	Postal Ballot (not applicable)	441980270	0	0	0	0	0.	0	
	Total	441980270	441980270	100	441980270	0	100	0	
Public-	E-Voting		190099253	88.09	76915895	113183358	40.46	59.54	
Public- Institutio	Poll	7	0	0	0	0	0	0	
nstitutio	Postal Ballot (not applicable)	215792047	0	0	0	0	0	0	
	Total	215792047	190099253	88.09	76915895	113183358	40.46	59.54	
Public-	E-Voting		36041827	8.97	36033371	8456	99.98	0.02	
Non Institutio ns	Poll		5397622	1.34	5397622	0	100	0 :	
	Postal Ballot (not applicable)	401633323	0	0	0.	0	0	0	
	Total	401633323	41439449	10.32	41430993	8456	99.98	0.02	
Total		1059405640	673518972	63.58	560327158	113191814	83.19	16.81	



# RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2019, together with the Report of Board of Directors and Auditors thereon	Ordinary Resolution	99.99	0.01
2.	To declare dividend for the financial year ended March 31, 2019	Ordinary Resolution	99.99	0.01
3.	To appoint Mr. Dinesh Nandwana (DIN:00062532), who retires by rotation and being eligible, offers himself for reappointment	Ordinary Resolution	98.58	1.42
4.	Appointment of Mr. Anil Khanna as Director of the Company	Ordinary Resolution	99.89	0.11
5.	To approve appointment and remuneration of Mr. Anil Khanna as Managing Director & Group CEO of the Company.	Special Resolution	98.09	1.91
6.	To approve re-appointment and remuneration of Mr. Dinesh Nandwana as the Executive Director of the Company.	Special Resolution	97.13	2.87
7.	Re-appointment of Mr. Avinash Vyas (DIN: 06869633) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.	Special Resolution	99.34	0.66
8.	Re-appointment of Mrs. SujataChattopadhyay (DIN: 02336683) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.	Special Resolution	97.73	2.27
9.	Re-appointment of Mr. Sunil Agarwal (DIN: 00062767) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the	Special Résolution	83.19	16.81



	Companies Act, 2013.		}	
10.	Re-appointment of Mr. Ramosh Joshi (DIN: 00002683) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.	Special Resolution	99.20	0.80
11.	Re-appointment of Mr. B. L. Meena (DIN: 03281592) as an Independent Director for a second term of five consecutive years, in terms of section 149 of the Companies Act, 2013.	Special Resolution	83.19	16.81

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

Yours Faithfully,

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Dr. S.K. Jain (Practicing Company Secretary) C.O.P. - 3076 M.No. - 1473 Place: Mumbai Date: 27/09/2019



0 Mehul Raval



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**Company Secretary**