

September 27, 2019

To,

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

For **Vakrangee Limited**

*Mehul Raval*

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



Encl.: A/a

**Annexure - 1**

<b>Sr. No.</b>	<b>Description</b>	<b>Particulars</b>		
1.	Date of the AGM	September 25, 2019		
2.	Book Closure Date	September 21, 2019 to September 25, 2019 (Both Days inclusive)		
3.	Total number of Shareholders on record date	153919		
4.	No. of Shareholders present in the Meeting either in person or through proxy:			
	<b>Category of shareholders</b>	<b>In person</b>	<b>Proxy</b>	<b>Total</b>
	Promoter and Promoter Group	1	0	1
	Public	117	0	117
	<b>Total</b>	<b>118</b>	<b>0</b>	<b>118</b>
5.	No. of Shareholders attended the Meeting through Video Conference – Not Applicable			



**Resolution No. 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.

Resolution required:			ORDINARY RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190073409	88.09	190073409	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190073409</b>	<b>88.09</b>	<b>190073409</b>	<b>0</b>	<b>100</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36041600	227	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41439222</b>	<b>227</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>673493128</b>	<b>63.57</b>	<b>673492901</b>	<b>227</b>	<b>99.99</b>	<b>0.01</b>



**Resolution No. 2**

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

Resolution required:			ORDINARY RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	190099253	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>190099253</b>	<b>0</b>	<b>100</b>
Public- Non Institutions	E-Voting	401633323	36041827	8.97	36041700	127	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41439322</b>	<b>127</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>673518845</b>	<b>127</b>	<b>99.99</b>	<b>0.01</b>



**Resolution No. 3**

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

Resolution required:			ORDINARY RESOLUTION					
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	441980270	382050070	86.44	382050070	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>382050070</b>	<b>86.44</b>	<b>382050070</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	181383492	8715761	95.42	4.58
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>181383492</b>	<b>8715761</b>	<b>95.42</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038793	3034	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41436415</b>	<b>3034</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>613588772</b>	<b>57.92</b>	<b>604869977</b>	<b>8718795</b>	<b>98.58</b>	<b>1.42</b>

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



**Resolution No. 4****Appointment of Mr. Anil Khanna as Director of the Company**

Resolution required:			ORDINARY RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	189351046	748207	99.61	0.39
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>189351046</b>	<b>748207</b>	<b>99.61</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038997	2830	99.99	0.01
	Poll		1506340	0.38	1506340	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>37548167</b>	<b>9.35</b>	<b>37545337</b>	<b>2830</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>669627690</b>	<b>63.21</b>	<b>668876653</b>	<b>751037</b>	<b>99.89</b>	<b>0.11</b>

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



**Resolution No. 5**

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

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	89.09	177315141	12784112	93.28	6.72
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>89.09</b>	<b>177315141</b>	<b>12784112</b>	<b>93.28</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36039117	2710	99.99	0.01
	Poll		1506340	0.38	1506340	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>37548167</b>	<b>9.35</b>	<b>37545457</b>	<b>2710</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>669627690</b>	<b>63.21</b>	<b>656840868</b>	<b>12786822</b>	<b>98.09</b>	<b>1.91</b>

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



**Resolution No. 6**

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

Resolution required:			SPECIAL RESOLUTION					
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	441980270	382050070	86.44	382050070	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>382050070</b>	<b>86.44</b>	<b>382050070</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	172464536	17634717	90.72	9.28
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>172464536</b>	<b>17634717</b>	<b>90.72</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038498	3329	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41436120</b>	<b>3329</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>613588772</b>	<b>57.92</b>	<b>595950726</b>	<b>17638046</b>	<b>97.13</b>	<b>2.87</b>

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





**Resolution No. 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.**

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	185639323	4459930	97.65	2.35
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>185639323</b>	<b>4459930</b>	<b>97.65</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038793	3034	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41436415</b>	<b>3034</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>669056008</b>	<b>4462964</b>	<b>99.34</b>	<b>0.66</b>



**Resolution No. 8**

**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 RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	174836083	15263170	91.97	8.03
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>174836083</b>	<b>15263170</b>	<b>91.97</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033241	8586	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41430863</b>	<b>8586</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>658247216</b>	<b>15271756</b>	<b>97.73</b>	<b>2.27</b>



**Resolution No. 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 Companies Act, 2013.**

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	76915895	113183358	40.46	59.54
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>76915895</b>	<b>113183358</b>	<b>40.46</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033495	8332	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41431117</b>	<b>8332</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>560131282</b>	<b>113191690</b>	<b>83.19</b>	<b>16.81</b>



**Resolution No. 10**

**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					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	184722131	5377122	97.17	2.83
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>184722131</b>	<b>5377122</b>	<b>97.17</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033491	8336	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41431113</b>	<b>8336</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>668133514</b>	<b>5385458</b>	<b>99.20</b>	<b>0.80</b>



**Resolution No. 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.**

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	76915895	113183358	40.46	59.54
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>76915895</b>	<b>113183358</b>	<b>40.46</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033371	8456	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41430993</b>	<b>8456</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>560327158</b>	<b>113191814</b>	<b>83.19</b>	<b>16.81</b>



**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**

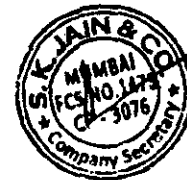
[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4) (xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,

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

Dear Sir,

1. I, **Dr. S. K. Jain**, Practicing Company Secretary, at 11, Friends Union Premises Co-operative 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 e-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.




## 5. Voting at the AGM

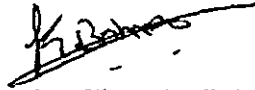
- i. After the time fixed for closing of the poll by the Chairman ballot box kept for polling was locked in my presence with due identification mark placed by me.
  - ii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled 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]

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



**Resolution No. 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..

Resolution required:			ORDINARY RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190073409	88.09	190073409	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190073409</b>	<b>88.09</b>	<b>190073409</b>	<b>0</b>	<b>100</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36041600	227	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41439222</b>	<b>227</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>673493128</b>	<b>63.57</b>	<b>673492901</b>	<b>227</b>	<b>99.99</b>	<b>0.01</b>



**Resolution No. 2**

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

Resolution required:			ORDINARY RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public- Institutions	E-Voting	215792047	190099253	88.09	190099253	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>190099253</b>	<b>0</b>	<b>100</b>
Public- Non Institution s	E-Voting	401633323	36041827	8.97	36041700	127	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41439322</b>	<b>127</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>673518845</b>	<b>127</b>	<b>99.99</b>	<b>0.01</b>



**Resolution No. 3**

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

Resolution required:			ORDINARY RESOLUTION					
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	441980270	382050070	86.44	382050070	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>382050070</b>	<b>86.44</b>	<b>382050070</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	181383492	8715761	95.42	4.58
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>181383492</b>	<b>8715761</b>	<b>95.42</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038793	3034	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41436415</b>	<b>3034</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>613588772</b>	<b>57.92</b>	<b>604869977</b>	<b>8718795</b>	<b>98.58</b>	<b>1.42</b>

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



**Resolution No. 4**

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

Resolution required:			ORDINARY RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		441980270	100	441980270	0	100	0
Public-Institutions	E-Voting	215792047	190099253	88.09	189351046	748207	99.61	0.39
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		215792047	190099253	88.09	189351046	748207	99.61
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038997	2830	99.99	0.01
	Poll		1506340	0.38	1506340	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		401633323	37548167	9.35	37545337	2830	99.99
<b>Total</b>		<b>1059405640</b>	<b>669627690</b>	<b>63.21</b>	<b>668876653</b>	<b>751037</b>	<b>99.89</b>	<b>0.11</b>

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

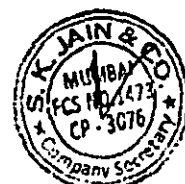


**Resolution No. 5**

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

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	89.09	177315141	12784112	93.28	6.72
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>89.09</b>	<b>177315141</b>	<b>12784112</b>	<b>93.28</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36039117	2710	99.99	0.01
	Poll		1506340	0.38	1506340	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>37548167</b>	<b>9.35</b>	<b>37545457</b>	<b>2710</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>669627690</b>	<b>63.21</b>	<b>656840868</b>	<b>12786822</b>	<b>98.09</b>	<b>1.91</b>

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



**Resolution No. 6**

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

Resolution required:			SPECIAL RESOLUTION					
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	441980270	382050070	86.44	382050070	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>382050070</b>	<b>86.44</b>	<b>382050070</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	172464536	17634717	90.72	9.28
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>172464536</b>	<b>17634717</b>	<b>90.72</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038498	3329	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41436120</b>	<b>3329</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>613588772</b>	<b>57.92</b>	<b>595950726</b>	<b>17638046</b>	<b>97.13</b>	<b>2.87</b>

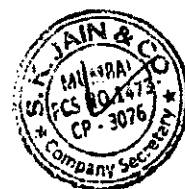
❖ Excluding votes polled by Mr. Dinesh Nandwana being interested Promoter Shareholder



**Resolution No. 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.**

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	185639323	4459930	97.65	2.35
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>185639323</b>	<b>4459930</b>	<b>97.65</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36038793	3034	99.99	0.01
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41436415</b>	<b>3034</b>	<b>99.99</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>669056008</b>	<b>4462964</b>	<b>99.34</b>	<b>0.66</b>





**Resolution No. 8**

**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 RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	174836083	15263170	91.97	8.03
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>174836083</b>	<b>15263170</b>	<b>91.97</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033241	8586	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41430863</b>	<b>8586</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>658247216</b>	<b>15271756</b>	<b>97.73</b>	<b>2.27</b>



**Resolution No. 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 Companies Act, 2013.**

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	76915895	113183358	40.46	59.54
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>76915895</b>	<b>113183358</b>	<b>40.46</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033495	8332	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41431117</b>	<b>8332</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>560131282</b>	<b>113191690</b>	<b>83.19</b>	<b>16.81</b>



**Resolution No. 10**

**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					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	184722131	5377122	97.17	2.83
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>184722131</b>	<b>5377122</b>	<b>97.17</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033491	8336	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41431113</b>	<b>8336</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>668133514</b>	<b>5385458</b>	<b>99.20</b>	<b>0.80</b>



**Resolution No. 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.**

Resolution required:			SPECIAL RESOLUTION					
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	441980270	441784270	99.96	441784270	0	100	0
	Poll		196000	0.04	196000	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>441980270</b>	<b>441980270</b>	<b>100</b>	<b>441980270</b>	<b>0</b>	<b>100</b>
Public-Institutions	E-Voting	215792047	190099253	88.09	76915895	113183358	40.46	59.54
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>215792047</b>	<b>190099253</b>	<b>88.09</b>	<b>76915895</b>	<b>113183358</b>	<b>40.46</b>
Public-Non Institutions	E-Voting	401633323	36041827	8.97	36033371	8456	99.98	0.02
	Poll		5397622	1.34	5397622	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>401633323</b>	<b>41439449</b>	<b>10.32</b>	<b>41430993</b>	<b>8456</b>	<b>99.98</b>
<b>Total</b>		<b>1059405640</b>	<b>673518972</b>	<b>63.58</b>	<b>560327158</b>	<b>113191814</b>	<b>83.19</b>	<b>16.81</b>



**RESULT SUMMARY**

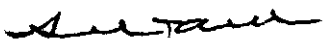
<b>SR. NO.</b>	<b>RESOLUTION</b>	<b>TYPE OF RESOLUTION</b>	<b>FAVOUR (%)</b>	<b>AGAINST (%)</b>
1.	To receive, consider, approve and adopt the Audited (Standalone & Consolidated) Financial Statements of the company for the financial year ended March 31, 2019, together with the Report of Board of Directors 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. 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.	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 Resolution	83.19	16.81



Companies Act, 2013.				
10.	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.	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

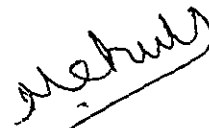
The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.  
Thanking You,

Yours Faithfully,



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





Mehul Ravai  
Company Secretary

