



September 30, 2020

BSE Limited.

Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street. Mumbai-400001

Scrip code : 500350

National Stock Exchange of India Limited,

Listing Department,

Exchange Plaza, C-1, Block -G,

Bandra -Kurla Complex.

Bandra (East),

MUMBAI-400051

Scrip code: MARAOOVER

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the details of the voting results along with Scrutinizer's Report of the Annual General Meeting of the Company attached as Annexures.

We would like to inform you that all the Resolutions set out in the Notice were passed with requisite majority by the shareholders.

You are requested to please take the same on record.

Thanking you,

Yours faithfully,

For MARAL OVERSEAS LIMITED

VIRENDRA KUMAR GARG COMPANY SECRETARY

FCS-7321

maral.investor@lnjbhilwara.com

Encl.: As above

Maral Overseas Limited

Corporate Office:

Bhilwara Towers, A-12, Sector-1 Noida - 201 301 (NCR-Delhi), India Tel.: +91-120-4390300 (EPABX)

Fax: +91-120-4277841

Website: www.maraloverseas.com GSTIN: 09AACCM0230B1Z8

Regd. Office & Works:

Maral Sarovar, V. & P. O. Khalbujurg Tehsil Khasrawad, Distt. Khargone - 451 660, (M.P.)

Phones: +91-7285-265401-265405

Fax: +91-7285-265406 Website: www.lnibhilwara.com

GSTIN: 23AACCM0230B1ZI

Corporate Identification No: L17124MP1989PLC008255

Compliance Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 31st Annual General Meeting of Equity Shareholders of Maral Overseas Limited

Date of the AGM	29th September, 2020
Total number of shareholders on record date	15561
Cut-off date for e-voting.	22nd September, 2020
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	11
Public:	59

Agenda-wise

Item No.1	To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st Ma Directors and Auditors thereon.							the Report of
Resolution require: (Ordinary/Special)							Ordinary	
Whether promoter/promoters group are interested in the agenda/resolution?							No	
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
	Remote E-Voting	31108829	31104629	99,9865	31104629	0	100,0000	0.0000
Promoters and Promoter Group	E-Voting at AGM							
r romoter Group	Total	31108829	31104629	99.9865	31104629	0	100,0000	0.0000
Public -	Remote E-Voting	7200	0	0,0000	0	0	0.0000	0.0000
Institutionals	E-Voting at AGM	7300	0	0,0000	0	0	0.0000	0.0000
Holders	Total	7300	0	0.0000	0	0	0.0000	0.0000
	Remote E-Voting	10391871	688671	6.6270	687671	1000	99.8548	0.1452
Public- Non Institutions	E-Voting at AGM	10391871	1200	0.0115	1200	0	100.0000	0.0000
matitations	Total	10391871	689871	6,6386	688871	1000	99,8550	0.1450
	Grand Total	41508000	31794500	76.5985	31793500	1000	99.9969	0.0031

Item No.2	Re-appointment of Shri Ravi Jhunjhunwala (DIN:00060972) who retires by rotation and being eligible, offers himself for re- appointment.							or re-			
Resolution require: (Ordinary/Special)							Ordinary				
Whether promoter/promoters group are Interested in the agenda/resolution?							No.				
Category	Mode of Voting	No. of Shares held	No. of Shares No. of Votes	% of votes casted on outstanding shares	casted on I	casted on outstanding	casted on outstanding	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100			
	Remote E-Voting	31108829	31104629	99,9865	31104629	0	100.0000	0.0000			
Promoters and Promoter Group	E-Voting at AGM										
	Total	31108829	31104629	99.9865	31104629	0	100.0000	0.0000			
Public -	Remote E-Voting	7300	0	0.0000	0	0	0.0000	0.0000			
Institutionals	E-Voting at AGM	7300	0	0.0000	0	0	0.0000	0.0000			
Holders	Total	7300	0	0.0000	0	0	0.0000	0.0000			
	Remote E-Voting	10391871	688671	6,6270	687446	1225	99.8221	0.1779			
Public- Non Institutions	E-Voting at AGM	103918/1	1200	0.0115	1200	0	100.0000	0.0000			
	Total	10391871	689871	6.6386	688646	1225	99.8224	0.1776			
	Grand Total	41508000	31794500	76.5985	31793275	1225	99.9961	0.0039			



Item No.3	Re-appointment of Mrs. A consecutive years starting			as an Independe	nt Director of th	e Company	for a second te	rm of five
Resolution require	: (Ordinary/Special)						Special	
Whether promotes	/promoters group are intere	sted in the agenda	/resolution?				No	
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
Promoters and Promoter Group	E-Voting at AGM	31108829						
Tromoter Group	Total	31108829	31104629	99,9865	31104629	0	100.0000	0.0000
Public -	Remote E-Voting	7700	0	0.0000	0	0	0.0000	0.0000
Institutionals	E-Voting at AGM	7300	0	0.0000	0	0	0.0000	0.0000
Holders	Total	7300	0	0.0000	0	0	0.0000	0,000
	Remote E-Voting	10201071	688671	6.6270	687446	1225	99.8221	0.1779
Public- Non Institutions	E-Voting at AGM	10391871	1200	0,0115	1200	0	100.0000	0.0000
Institutions	Total	10391871	689871	6.6386	688646	1225	99.8224	0.1776
	Grand Total	41508000	31794500	76.5985	31793275	1225	99,9961	0.0039
Item No.4 Resolution require	Appointment of Shri Shand period of Five years w.e.f. (Ordinary/Special)			a Joint Managir	ng Director of th	e Company	Special	ieration for a
Whether promoter	/promoters group are intere	sted in the agenda	/resolution?				Yes	
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
	Remote E-Voting		31104629	99.9865	31104629	0	100.0000	0.0000
Promoters and	E-Voting at AGM	31108829						
Promoter Group	Total	31108829	31104629	99,9865	31104629	0	100,0000	0,0000
	Remote E-Voting		0	0.0000	0	0	0.0000	0.0000
Public - Institutionals	E-Voting at AGM	7300	0	0.0000	0	0	0.0000	0.0000
Holders	Total	7300	0	0.0000	0	0	0.0000	0.0000
		/300						
Public- Non	Remote E-Voting	10391871	688671	6.6270	687446	1225	99,8221	0.1779
Institutions	E-Voting at AGM		1200	0.0115	1200	0	100.0000	0.0000
	Total	10391871	689871	6.6386	688646	1225	99.8224	0.1776
	Grand Total	41508000	31794500	76.5985	31793275	1225	99,9961	0.0039
Item No.5	Approval of an extension each issued to the promote							
	(Ordinary/Special)						Special	
Resolution require		sted in the agenda	/resolution?				Yes	
	promoters group are intere			04 6 .				
	promoters group are intere	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
Whether promoter		No. of Shares	2002 750 0 10	casted on outstanding	275	Votes	favour on	against on

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Remote E-Voting

E-Voting at AGM

Remote E-Voting

E-Voting at AGM

Remote E-Voting

E-Voting at AGM

Grand Total

Total

Total

Promoters and

Promoter Group

Public -

Institutionals

Holders

Public- Non

Institutions



Item No.6	Approval of the remuner financial year ending the) Cost Auc	litor of the Con	npany for the				
Resolution require: (Ordinary/Special)							Ordinary	
Whether promoter	Whether promoter/promoters group are interested in the agenda/resolution?						No.	
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100,0000	0.0000
Promoters and Promoter Group	E-Voting at AGM		0					
	Total	31108829	31104629	99,9865	31104629	0	100.0000	0.0000
Public -	Remote E-Voting	7300	0	0.0000	0	0	0.0000	0.0000
Institutionals	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
Holders	Total	7300	0	0,0000	0	0	0.0000	0.0000
	Remote E-Voting	10391871	688671	6.6270	687446	1225	99.8221	0.1779
Public- Non Institutions	E-Voting at AGM	10391871	1200	0.0115	1200	0	100,0000	0.0000
	Total	10391871	689871	6,6386	688646	1225	99.8224	0.1776
	Grand Total	41508000	31794500	76.5985	31793275	1225	99.9961	0.0039

For Maral Overseas Limited

ERSEA

Virendra Kumar Gara Company Secretary M. No. FCS-7321 maral.investor@Injbhhware.com





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REPORT OF SCRUTINIZER

To,
The Chairman of
31st Annual General Meeting of
Maral Overseas Limited,
Maral Sarovar V& P.O., Khalbujurg Tehsil,
Kasrawad District Khargone- 451660
Madhya Pradesh, India

Dear Sir,

Ref: 31st Annual General Meeting of Maral Overseas Limited

Consolidated Scrutinizer's Report on remote e-voting carried out during Saturday, 26th September, 2020 (9:00 A.M.) to Monday, 28th September, 2020 (5:00 P.M.) and E-Voting at the 31st Annual General Meeting held through Video Conferencing ("VC") or -/ other audio-visual means ('OAVM') pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We, Pranav Kumar & Associates, Company Secretaries have been appointed as the Scrutinizer by the Board of Directors of Maral Overseas Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing the process of voting through electronic means held between 9:00 a.m. on Saturday, 26th September, 2020 to 5:00 p.m. on Monday, 28th September, 2020 as well as for Evoting at the Annual General Meeting for resolutions contained in the notice dated 07th August, 2020 ("notice") of the 31st Annual General Meeting ("AGM") of the Maral overseas Limited held on Tuesday, 29th September, 2020 at 02:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without physical presence of the members at the AGM Venue in compliance with MCA Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020. The deemed venue of the AGM had been the Registered Office of the Company at Maral Sarovar, V. & P. O. Khalbujurg, Tehsil Kasrawad, District Khargone-451660, Madhya Pradesh, India.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system. As the Scrutinizer, we have to scrutinize:

 process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote evoting"); and

ii. process of e-voting during the AGM through electronic voting system ("e-voting")

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Pursuant to General Circulars No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12,2020 an advertisement was published in Financial Express (English) and Nava Bharat (Hindi), having electronic editions on 28th August,2020 respectively specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & Demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

As confirmed by the Company, the Notice dated 07th August, 2020 convening Annual General Meeting (AGM) containing the statement setting out material facts under Section 102 of the Act along with the Annual report of the Company for the Financial year 2019-20 was sent in electronic form only to those members whose email addresses are registered with the Company /depositories. The notice of AGM had been uploaded on the website of the Company at www.maraloverseas.com and also intimated to respective stock exchanges on BSE Limited at www.bseindia.com , National Stock Exchange of India Limited at www.nseindia.com .

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Notice of the Company was also hosted on the website of NSDL at www evoting nsdl.com.

Since the AGM was held pursuant to the MCA circulars through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of above-mentioned MCA circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through electronic means on the resolution contained in the Notice to 31st Annual General Meeting of the members of the company.

Our responsibility as a scrutinizer for the e-voting process and voting at Annual General Meeting is restricted to make a Scrutinizer's Report of the votes casts "in favor" or "against" the resolution based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the company for providing remote e-voting facilities and e-voting at the AGM through VC/OAVM.

Further, we submit our report as under:

The Shareholders of the Company holding shares as on the "cut- off" date i.e. 22nd September, 2020, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 6 in the Notice of the AGM of Maral Overseas Limited by remote e-voting and e-voting at AGM through VC/OAVM.

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2. At the AGM, the Chairperson announced that the facility for e-voting is available to facilitate the Members attending the Meeting through VC/OAVM and who did not participate in the remote e-voting to cast their votes.

- 3. The voting period for remote e-voting commenced at 9:00 a.m. on Saturday, 26th September, 2020 and ended at 5:00 p.m. on Monday, 28th September, 2020 and E-voting at the AGM on dated 29th September, 2020 and the National Securities Depository Limited (NSDL) remote e-voting platform was blocked thereafter.
- 4. The votes cast under remote e-voting and e-voting facility were then unblocked after conclusion of AGM in the presence of following two witnesses not being in the employment of the Company:

Name of the 1st Witness-CS Divya Panchal and Name of the 2nd Witness-CS Arpita Saxena

5. The consolidated results of the remote e- voting and e-voting at the AGM on each resolution, based on the reports generated by NSDL are as under:

Item No.1: Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st March, 2020 and the Report of Directors and Auditors thereon.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	86	3,17,92,300	
E-Voting at AGM	2	1,200	
Total	88	3,17,93,500	99.997

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	3	1,000	
E-Voting at AGM	0	0	
Total	3	1,000	0.003

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iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	
E-Voting at AGM	0	0	
Total	0	0	0

Item No.2: Ordinary Resolution

To appoint a Director in place of Shri Ravi Jhunjhunwala (DIN: 00060972) who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	85	3,17,92,075	
E-Voting at AGM	2	1,200	
Total	87	3,17,93,275	99.996

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	1,225	
E-Voting at AGM	-	-	
Total	4	1,225	0.004

iii. Invalid Votes:

Mode of Voting	Number of members	Number of votes cast	% of total number of
	voted	(Shares)	valid votes cast
Remote e-voting	0	0	
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E-Voting at AGM	0	0	
Total	0	0	

Item No.3: Special Resolution

Re-appointment of Mrs. Archana Capoor, (DIN: 01204170) as an Independent Director of the Company for a second term of five consecutive years starting from 6th November, 2020.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	85	3,17,92,075	
E-Voting at AGM	2	1,200	
Total	87	3,17,93,275	99.996

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	1,225	
E-Voting at AGM	0	0	
Total	4	1,225	0.004

iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	
E-Voting at AGM	0	0	
Total	0	0	0





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Item No.4: Special Resolution

Appointment of Shri Shantanu Agarwal (DIN: 02314304) as a Joint Managing Director of the Company without remuneration for a period of Five years w.e.f. from 19th June, 2020.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	85	3,17,92,075	
E-Voting at AGM	2	1,200	
Total	87	3,17,93,275	99.996

ii. Voted against the resolution:

Mode of Voting	Number of members	Number of votes cast	% of total number
	voted	(Shares)	of valid votes cast
Remote e-voting	4	1,225	
E-Voting at AGM	0	0	
Total	4	1,225	0.004

iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	
E-Voting at AGM	0	0	
Total	0	0	0

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Website: www.cspka.com

Item No.5: Special Resolution

Approval of an extension of period of redemption of 6,00,000 3% Cumulative Redeemable Preference Shares (CRPS) of Rs.100/- each issued to the promoters, which are due for redemption on 31st March, 2021, for a period of one year i.e.31st March, 2022.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	85	3,17,92,290	
E-Voting at AGM	2	1,200	
Total	87	3,17,93,490	99.997

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	1010	
E-Voting at AGM	0	0	
Total	4	1,010	0.003

iii. Invalid Votes:

Mode of Voting	Number of members	Number of votes cast	% of total number of
	voted	(Shares)	valid votes cast
Remote e-voting	0	0	
E-Voting at AGM	0	0	
Total	0	0	0

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Item No.6: Ordinary Resolution

Approval of the remuneration payable to M/s. K. G. Goyal & Co. (Firm Reg. No. 000017) Cost Auditor of the Company for the financial year ending 31st March, 2021.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	85	3,17,92,075	
E-Voting at AGM	2	1,200	
Total	87	3,17,93,275	99.996

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	1,225	
E-Voting at AGM	0	0	
Total	4	1,225	0.004

iii. Invalid Votes:

Mode of Voting	Number of members	Number of votes cast	% of total number of
	voted	(Shares)	valid votes cast
Remote e-voting	0	0	
E-Voting at AGM	0	0	
Total	0	0	0
		CONTRACT NO.	

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3F CS-70,3RD Floor, Ansal Plaza, Sector-1, Vaishali Ghaziabad (U.P.) Pin – 201010 (India)

Tel: +91-120-4126564, Mob: +91-9716050088 Email: services@pkacs.in

Website: www.cspka.com

remain in our safe custody until the Chairman of the meeting considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter it will be handed over to the company

The electronic data and e-voting registers including other related papers / registers and records shall

Secretary as authorised by the Board of Directors for safe keeping

Thanking you,

Yours faithfully,

For Pranav Kumar & Associates

Company Secretaries

ICSI unique code-P2005BI010400

(Pranav Kumar)

Partner FCS-5013 COP-3429

Date: 30/09/2020 Place: Ghaziabad

UDIN: F005013B000823039