



ICRA

July 30, 2021

ICRA Limited

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001, India  
Scrip Code: 532835

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Plot no. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai - 400 051, India  
Symbol: ICRA

Dear Sir/Madam,

**Sub: Compliance under regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details regarding the voting results at the 30<sup>th</sup> Annual General Meeting of ICRA Limited**

Please find enclosed details in compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding the resolutions approved by the Members at the 30<sup>th</sup> Annual General Meeting of the Company held on July 29, 2021, at 3:30 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the Ministry of Corporate Affairs ("MCA") circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India circular dated May 12, 2020 and January 15, 2021 (collectively referred to as "SEBI Circulars"), to transact the businesses as contained in the notice of the Annual General Meeting of the Company:-

S.No.	Particulars	Details
1.	<b>Date of the AGM</b>	July 29, 2021
2.	<b>Total number of shareholders on record date</b> (cut-off date for e-voting: July 23, 2021)	16,603
3.	<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not applicable
4.	<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	2 140

The mode of voting on resolutions was by way of remote e-voting and e-voting. The Scrutinizer report is enclosed.

This is for your kind perusal and record.

Regards,

Sincerely,

(S. Shakeb Rahman)  
Company Secretary & Compliance Officer

Encl.: As Above

Building No. 8, 2<sup>nd</sup> Floor, Tower A  
DLF Cyber City, Phase II  
Gurugram - 122002, Haryana

Tel. : +91.124.4545300  
CIN : L74999DL1991PLC042749

Website : www.icra.in  
Email : info@icraindia.com  
Helpdesk : +91.9354738909

Registered Office : B - 710, Statesman House, 148, Barakhamba Road, New Delhi - 110001. Tel. : +91.11.23357940-45

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**124409**



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Details in compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of the Agenda: Item No. 1- To receive, consider and adopt:

- the audited standalone financial statements of the Company for the financial year ended March 31, 2021 and the report of the Board of Directors and Auditors thereon; and
- the audited consolidated financial statements of the Company and its Subsidiaries for the financial year ended March 31, 2021 and the report of the Auditors thereon.

Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100	No. of invalid / abstained votes
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-	-
	E-voting at the AGM		-	-	-	-	-	-	
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-	-
	E-voting at the AGM		-	-	-	-	-	-	
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,779	15	99.8468	0.1532	-
	E-voting at the AGM		31	0.0035	31	-	100.0000	-	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1234</b>	<b>9,810</b>	<b>15</b>	<b>99.8473</b>	<b>0.1527</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,648</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>	<b>-</b>

\*excludes Non Promoter-Non Public shareholding

Details of the Agenda: Item No. 2-To declare dividend of Rs. 27 per share on the equity shares for the financial year ended March 31, 2021.

Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100	No. of invalid / abstained votes
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-	-
	E-voting at the AGM		-	-	-	-	-	-	
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-	-
	E-voting at the AGM		-	-	-	-	-	-	
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,779	15	99.8468	0.1532	-
	E-voting at the AGM		31	0.0035	31	-	100.0000	-	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1234</b>	<b>9,810</b>	<b>15</b>	<b>99.8473</b>	<b>0.1527</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,648</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>	<b>-</b>

\*excludes Non Promoter-Non Public shareholding



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Details of the Agenda: Item No. 3- To appoint a Director in place of Mr. David Brent Platt (DIN: 08424532), who retires by rotation, and being eligible, offers himself for reappointment.

Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) =[(2)/(1)]*100	No. of votes -in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	No. of invalid / abstained votes
Promoter and Promoter Group	Remote e-Voting		5,005,622	100.0000	5,005,622	-	100.0000	-	-
	E-voting at the AGM	5,005,622	-	-	-	-	-	-	-
	<b>Total</b>	<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Institutions	Remote e-Voting		2,763,216	73.8998	2,763,216	-	100.0000	-	-
	E-voting at the AGM	3,739,139	-	-	-	-	-	-	-
	<b>Total</b>	<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Non Institutions*	Remote e-Voting		9,794	1.1199	9,759	35	99.6426	0.3574	-
	E-voting at the AGM	874,520	31	0.0035	31	-	100.0000	-	-
	<b>Total</b>	<b>874,520</b>	<b>9,825</b>	<b>1.1234</b>	<b>9,790</b>	<b>35</b>	<b>99.6438</b>	<b>0.3562</b>	<b>-</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,628</b>	<b>35</b>	<b>99.9996</b>	<b>0.0004</b>	<b>-</b>

\*excludes Non Promoter-Non Public shareholding

Details of the Agenda: Item No. 4 - To appoint Ms. Wendy Huay Huay Cheong (DIN: 08927070) as a Non-Executive and Non-Independent Director of the Company.

Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) =[(2)/(1)]*100	No. of votes -in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	No. of invalid / abstained votes
Promoter and Promoter Group	Remote e-Voting		5,005,622	100.0000	5,005,622	-	100.0000	-	-
	E-voting at the AGM	5,005,622	-	-	-	-	-	-	-
	<b>Total</b>	<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Institutions	Remote e-Voting		2,763,216	73.8998	2,763,163	53	99.9981	0.0019	-
	E-voting at the AGM	3,739,139	-	-	-	-	-	-	-
	<b>Total</b>	<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,163</b>	<b>53</b>	<b>99.9981</b>	<b>0.0019</b>	<b>-</b>
Public-Non Institutions*	Remote e-Voting		9,794	1.1199	9,736	58	99.4078	0.5922	-
	E-voting at the AGM	874,520	31	0.0035	31	-	100.0000	-	-
	<b>Total</b>	<b>874,520</b>	<b>9,825</b>	<b>1.1234</b>	<b>9,767</b>	<b>58</b>	<b>99.4097</b>	<b>0.5903</b>	<b>-</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,552</b>	<b>111</b>	<b>99.9986</b>	<b>0.0014</b>	<b>-</b>

\*excludes Non Promoter-Non Public shareholding





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Details of the Agenda: Item No. 5- To approve the continuation of Mr. Arun Duggal (DIN: 00024262) as a Non-Executive and Independent Director of the Company.

Resolution required: (Ordinary / Special)				Special					
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	No. of invalid / abstained votes
Promoter and Promoter Group	Remote e-Voting		5,005,622	100.0000	5,005,622	-	100.0000	-	-
	E-voting at the AGM	5,005,622	-	-	-	-	-	-	-
	<b>Total</b>	<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Institutions	Remote e-Voting		2,763,216	73.8998	2,763,216	-	100.0000	-	-
	E-voting at the AGM	3,739,139	-	-	-	-	-	-	-
	<b>Total</b>	<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Non Institutions*	Remote e-Voting		9,794	1.1199	9,758	36	99.6324	0.3676	-
	E-voting at the AGM	874,520	31	0.0035	31	-	100.0000	-	-
	<b>Total</b>	<b>874,520</b>	<b>9,825</b>	<b>1.1234</b>	<b>9,789</b>	<b>36</b>	<b>99.6336</b>	<b>0.3664</b>	<b>-</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,627</b>	<b>36</b>	<b>99.9995</b>	<b>0.0005</b>	<b>-</b>

\*excludes Non Promoter-Non Public shareholding

Details of the Agenda: Item No. 6- To pay Commission and/or remuneration to Non-Executive Directors, including Independent Directors of the Company.

Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) =[(2)/(1)]*100	No. of votes -in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100	No. of invalid / abstained votes
Promoter and Promoter Group	Remote e-Voting		5,005,622	100.0000	5,005,622	-	100.0000	-	-
	E-voting at the AGM	5,005,622	-	-	-	-	-	-	-
	<b>Total</b>	<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Institutions	Remote e-Voting		2,763,216	73.8998	2,763,216	-	100.0000	-	-
	E-voting at the AGM	3,739,139	-	-	-	-	-	-	-
	<b>Total</b>	<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>	<b>-</b>
Public-Non Institutions*	Remote e-Voting		9,794	1.1199	9,167	627	93.5981	6.4019	-
	E-voting at the AGM	874,520	31	0.0035	31	-	100.0000	-	-
	<b>Total</b>	<b>874,520</b>	<b>9,825</b>	<b>1.1234</b>	<b>9,198</b>	<b>627</b>	<b>93.6183</b>	<b>6.3817</b>	<b>-</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,036</b>	<b>627</b>	<b>99.9919</b>	<b>0.0081</b>	<b>-</b>

\*excludes Non Promoter-Non Public shareholding

**Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman of the Meeting  
**ICRA Limited**  
B-710, Statesman House,  
148, Barakhamba Road,  
New Delhi – 110001

**Sub: Remote e-voting and e-voting at the Annual General Meeting (“AGM”) held through Video Conferencing (“VC”)/Other Audio Visual Means (“OVAM”)**

Dear Sir,

I, Sachin Agarwal, a company secretary in practice, have been appointed by the Board of Directors of ICRA Limited (the “Company”) as a scrutinizer for the purpose of remote e-voting and e-voting during the AGM and ascertaining the requisite majority on voting carried out as per 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 the General Circulars No.14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively issued by the Ministry of Corporate Affairs, Government of India (“MCA Circulars”) on the resolutions proposed and considered at the AGM of the Company held on July 29, 2021 through VC/OVAM.

**Management's Responsibility**

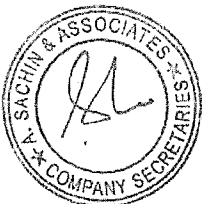
The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and rules made thereunder; (ii) the MCA Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to e-voting on the resolutions contained in the notice of the AGM.

**Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and submit a consolidated scrutinizer's report on the total votes cast 'in favour/voted with assent' or 'against/voted with dissent' on the resolutions along with 'abstained' votes, based on the reports generated from the e-voting platform provided by National Securities Depository Limited (“NSDL”).

**Cut-off date**

Voting rights were reckoned as at close of business hours on Friday, July 23, 2021, being the cut-off date for the purpose of deciding the entitlements of shareholders for remote e-voting and e-voting during the AGM.





### Remote e-voting period

The remote e-voting platform remained open from 9:00 a.m. (IST) on Monday, July 26, 2021 till 5:00 p.m. (IST) on Wednesday, July 28, 2021.

### E-voting at the annual general meeting

The Company had provided the facility of e-voting during the AGM to enable those members to cast their votes who had not cast votes through remote e-voting.

### Unblocking of votes

On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

### Voting results

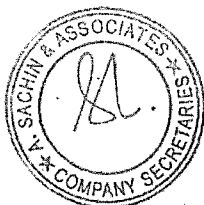
I note that (i) 241 (two hundred and forty one) members had cast their votes through remote e-voting; and (ii) 31 (thirty-one) members had cast their votes through e-voting during the AGM.

Thereafter, considering the votes cast through remote e-voting and e-voting during the AGM, the consolidated result of the voting is as under:

- a) To receive, consider and adopt (i) the audited financial statements of the Company for the financial year ended March 31, 2021 and the report of the Board of Directors and the Auditors thereon; (ii) the audited consolidated financial statements of the Company and its Subsidiaries for the financial year ended March 31, 2021 and the report of Auditors thereon.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage
	Number of shareholders	Votes	Number of shareholders	Votes	Number of shareholders	Votes	
Assent votes	238	7,778,617	31	31	269	7,778,648	99.9998
Dissent votes	3	15	0	0	3	15	0.0002

Particulars of abstained votes	
Number of shareholders	-
Votes	-





The summary of voting result on the above referred business item (ordinary resolution), as per shareholding pattern of the Company on cut-off date, is as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6)=[(4)/(2)] *100	% of votes against on votes cast (7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,779	15	99.8468	0.1532
	E-voting at the AGM		31	0.0035	31	-	100.0000	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1235</b>	<b>9,810</b>	<b>15</b>	<b>99.8473</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,648</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>

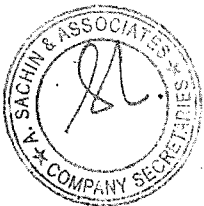
\*excludes Non Promoter-Non Public shareholding

*Based on the foregoing, I hereby report that the ordinary resolution in respect of business item as set out above has been passed with the requisite majority.*

b) To declare dividend on the equity shares for the financial year ended March 31, 2021.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent votes	238	7,778,617	31	31	269	7,778,648	99.9998
Dissent votes	3	15	0	0	3	15	0.0002

Particulars of abstained votes	
Number of shareholders	-
Votes	-





The summary of voting result on the above referred business item (ordinary resolution), as per shareholding pattern of the Company on cut-off date, is as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6)=[(4)/(2)] * 100	% of votes against on votes cast (7)=[(5)/(2)] * 100
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,779	15	99.8468	0.1532
	E-voting at the AGM		31	0.0035	31	-	100.0000	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1235</b>	<b>9,810</b>	<b>15</b>	<b>99.8473</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,648</b>	<b>15</b>	<b>99.9998</b>	<b>0.0002</b>

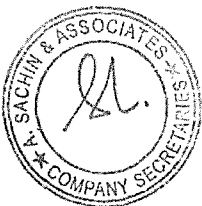
\*excludes Non Promoter-Non Public shareholding

*Based on the foregoing, I hereby report that the ordinary resolution in respect of business item as set out above has been passed with the requisite majority.*

- c) To appoint a Director in place of Mr. David Brent Plat (DIN: 08424532), who retires by rotation, and being eligible, offers himself for reappointment.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent votes	237	7,778,597	31	31	268	7,778,628	99.9996
Dissent votes	4	35	0	0	4	35	0.0004

Particulars of abstained votes	
Number of shareholders	-
Votes	-





The summary of voting result on the above referred business item (ordinary resolution), as per shareholding pattern of the Company on cut-off date, is as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes – against (5)	% of votes in favour on votes cast (6)=[(4)/(2)] * 100	% of votes against on votes cast (7)=[(5)/(2)] * 100
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,759	35	99.6426	0.3574
	E-voting at the AGM		31	0.0035	31	-	100.0000	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1235</b>	<b>9,790</b>	<b>35</b>	<b>99.6438</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,628</b>	<b>35</b>	<b>99.9996</b>	<b>0.0004</b>

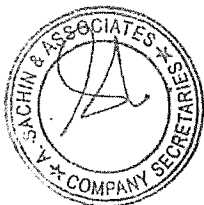
\*excludes Non Promoter-Non Public shareholding

*Based on the foregoing, I hereby report that the ordinary resolution in respect of business item as set out above has been passed with the requisite majority.*

d) To appoint Ms. Wendy Huay Huay Cheong (DIN: 08927070) as a Non-Executive and Non-Independent Director of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent votes	234	7,778,521	31	31	265	7,778,552	99.9986
Dissent votes	7	111	0	0	7	111	0.0014

Particulars of abstained votes	
Number of shareholders	-
Votes	-





The summary of voting result on the above referred business item (ordinary resolution), as per shareholding pattern of the Company on cut-off date, is as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6)=[(4)/(2)] * 100	% of votes against on votes cast (7)=[(5)/(2)] * 100
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,163	53	99.9981	0.0019
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,163</b>	<b>53</b>	<b>99.9981</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,736	58	99.4078	0.5922
	E-voting at the AGM		31	0.0035	31	-	100.0000	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1235</b>	<b>9,767</b>	<b>58</b>	<b>99.4097</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,552</b>	<b>111</b>	<b>99.9986</b>	<b>0.0014</b>

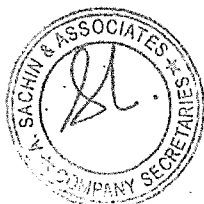
\*excludes Non Promoter-Non Public shareholding

*Based on the foregoing, I hereby report that the ordinary resolution in respect of business item as set out above has been passed with the requisite majority.*

e) To approve the continuation of Mr. Arun Duggal (DIN: 00024262) as a Non-Executive and Independent Director of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent votes	236	7,778,596	31	31	267	7,778,627	99.9995
Dissent votes	5	36	0	0	5	36	0.0005

Particulars of invalid / abstained votes	
Number of shareholders	-
Votes	-





The summary of voting result on the above referred business item (special resolution), as per shareholding pattern of the Company on cut-off date, is as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6)=[(4)/(2)] * 100	% of votes against on votes cast (7)=[(5)/(2)] * 100
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,758	36	99.6324	0.3676
	E-voting at the AGM		31	0.0035	31	-	100.0000	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1235</b>	<b>9,789</b>	<b>36</b>	<b>99.6336</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,627</b>	<b>36</b>	<b>99.9995</b>	<b>0.0005</b>

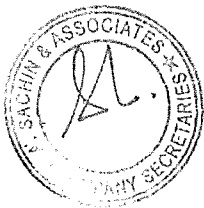
\*excludes Non Promoter-Non Public shareholding

Based on the foregoing, I hereby report that the special resolution in respect of business item as set out above has been passed with the requisite majority.

f) To pay commission and/or remuneration to Non-Executive Directors, including Independent Directors of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent votes	226	7,778,005	31	31	257	7,778,036	99.9919
Dissent votes	15	627	0	0	15	627	0.0081

Particulars of invalid / abstained votes	
Number of shareholders	-
Votes	-





The summary of voting result on the above referred business item (ordinary resolution), as per shareholding pattern of the Company on cut-off date, is as under:

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)] * 100	No. of votes -in favour (4)	No. of votes - against (5)	% of votes in favour on votes cast (6) = [(4)/(2)] * 100	% of votes against on votes cast (7) = [(5)/(2)] * 100
Promoter and Promoter Group	Remote e-Voting	5,005,622	5,005,622	100.0000	5,005,622	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>5,005,622</b>	<b>5,005,622</b>	<b>100.0000</b>	<b>5,005,622</b>	<b>-</b>	<b>100.0000</b>
Public-Institutions	Remote e-Voting	3,739,139	2,763,216	73.8998	2,763,216	-	100.0000	-
	E-voting at the AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,739,139</b>	<b>2,763,216</b>	<b>73.8998</b>	<b>2,763,216</b>	<b>-</b>	<b>100.0000</b>
Public-Non Institutions*	Remote e-Voting	874,520	9,794	1.1199	9,167	627	93.5981	6.4019
	E-voting at the AGM		31	0.0035	31	-	100.0000	-
	<b>Total</b>		<b>874,520</b>	<b>9,825</b>	<b>1.1235</b>	<b>9,198</b>	<b>627</b>	<b>93.6183</b>
<b>Total</b>		<b>9,619,281</b>	<b>7,778,663</b>	<b>80.8653</b>	<b>7,778,036</b>	<b>627</b>	<b>99.9919</b>	<b>0.0081</b>

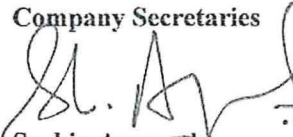
\*excludes Non Promoter-Non Public shareholding

Based on the foregoing, I hereby report that the ordinary resolution in respect of business item as set out above has been passed with the requisite majority.

All the relevant records of voting will remain in my safe custody and will be handed over to the company secretary of the Company for preserving safely after the Chairman of the meeting considers, approves and signs minutes of the AGM.

Thanking you,

For A. Sachin & Associates  
Company Secretaries

  
Sachin Agarwal  
M. No. FCS 7715  
C.P. No. 7787  
UDIN: F007715C000709152



Place: Noida  
Date: July 30, 2021

  
ARUN DUGGAL  
CHAIRMAN  
ICRA LIMITED  
