

Coffee Day Enterprises Limited
CIN No: L55101KA2008PLC046866
23/2, Coffee Day Square, Vittal Mallya Road, Bangalore-560001
Email ID: investors@coffeeday.com

To,
National Stock Exchange of India Limited
Manager-Listing
Exchange Plaza,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051
Tel. No. 022-2659 8237/38
Symbol: COFFEEDAY

BSE Limited
General Manager- DSC
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Tel No. 022-2272 2039
Scrip Code:539436

Dear Sir/Madam,

Date: 2nd January 2021

Sub: Voting results and Scrutinizer's report on the resolutions as set out in the Notice of the 12th Annual General Meeting of Coffee Day Enterprises Limited.

Re: Regulation 44 and 30 of the Securities and Exchange Board of India (Listing and Disclosures Requirements) Regulations, 2015 ('Listing Regulations')

In furtherance to our letter dated December 31, 2020, please find attached herewith voting results of Remote e-voting and E-voting conducted as per the Notice of 12th Annual General Meeting of the Company held on December 31, 2020 and we have also enclosed the Consolidated Scrutinizers Report dated December 31, 2020 issued by the Scrutinizer Mr. Harshvardhan Boratti, Practicing Company Secretary, (Mem No. F9490) Bangalore, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

All resolutions were passed with the requisite majority.

This report is filed as per the regulation 44 and 30 of the Listing Regulations.

Kindly take the same on record.

Thank you,

Yours Faithfully,

For Coffee Day Enterprises Limited

SADANANDA
THIMMA
POOJARY

 Digitally signed by SADANANDA THIMMA POOJARY
DN: cn=Personal, title=3091,
pseudoym=403ca29f2ca76a21d88ba705e4d1978
1582f34c1c7058f85a9f706014e,
postalCode=560076, st=Karnataka,
serialNumber=02039c3c323c2042309d5567a924c6
18B8B5dc55190b11c44cc0f4b2a00,
cn=SADANANDA THIMMA POOJARY
Date: 2021.01.02 14:19:56 +05'30'

Sadananda Poojary

Company Secretary & Compliance Officer

Encl: As above

DETAILS OF THE PROCEEDINGS OF THE MEETING

Sl. NO	Particulars	Details
1	Type of Meeting	Annual General Meeting
2	Day and Date of the meeting	Thursday, 31 st December 2020
3	Cut-off Date	24 th December 2020
4	Total number of shareholders as on cut off date	67,988
5	No. of shareholders present	64
6	No. of resolution passed in the meeting	Eight

RESULTS OF THE MEETING

Sl. NO	Agenda	Resolution	Mode of voting	Remarks
1	To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 st March 2020, together with the reports of the Board of Directors and Auditors thereon.	Ordinary	E-Voting	Passed with requisite majority.
2	To re-appoint Director in place of Mrs. Malavika Hegde (DIN: 00136524) who retires by rotation and being eligible offers herself for re-appointment.	Ordinary	E-Voting	Passed with requisite majority.
3	Appointment of M/s. Venkatesh & Co., as Statutory Auditors of the Company	Ordinary	E-Voting	Passed with requisite majority.
4	Appointment of Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director of the Company.	Ordinary	E-Voting	Passed with requisite majority.
5	Re-appointment of Mr. Albert Josef Hieronimus (DIN: 00063759) as Independent Director of the Company	Special	E-Voting	Passed with requisite majority.
6	Appointment of Mrs. C. H. Vasundhara Devi (DIN: 07789047) as Woman Independent Director of the Company	Special	E-Voting	Passed with requisite majority.
7	Appointment of Mr. Giri Devanur (DIN: 00125603) as Independent Director of the Company	Special	E-Voting	Passed with requisite majority.
8	Appointment of Mr. Mohan Raghavendra Kondi (DIN: 01718628) as Independent Director of the Company	Special	E-Voting	Passed with requisite majority.

Coffee Day Enterprises Limited

Resolution Required : (Ordinary)		1 -To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March 2020, together with the reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	8834	6738698	0.13%	99.87%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	8834	6738698	0.13%	99.87%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35449983	1680	100.00%	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35449983	1680	100.00%	0.00%
Total		211251719	74362611	35.20%	67622233	6740378	90.94%	9.06%

Coffee Day Enterprises Limited

Resolution Required : (Ordinary)		2. To re-appoint Director in place of Mrs. Malavika Hegde (DIN: 00136524) who retires by rotation and being eligible offers herself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	480448	6267084	7.12%	92.88%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	480448	6267084	7.12%	92.88%
Public Non Institutions	E-Voting	159919999	35452248	22.17%	35448973	3275	99.99%	0.0001
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35452248	22.17%	35448973	3275	99.99%	0.01%
Total		211251719	74363196	35.20%	68092837	6270359	91.57%	8.43%

Coffee Day Enterprises Limited

Resolution Required : (Ordinary)		3: Appointment of M/s. Venkatesh & Co., as Statutory Auditors of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	6747532	0	100.00%	0.00%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	6747532	0	100.00%	0.00%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35449936	1727	100.00%	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35449936	1727	100.00%	0.00%
Total		211251719	74362611	35.20%	74360884	1727	100.00%	0.00%

Coffee Day Enterprises Limited

Resolution Required : (Ordinary)		4: Appointment of Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	480448	6267084	7.12%	92.88%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	480448	6267084	7.12%	92.88%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35418388	33275	99.91%	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35418388	33275	99.91%	0.09%
Total		211251719	74362611	35.20%	68062252	6300359	91.53%	8.47%

Coffee Day Enterprises Limited

Resolution Required : (Special)		5: Re-appointment of Mr. Albert Josef Hieronimus (DIN: 00063759) as Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	8834	6738698	0.13%	99.87%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	8834	6738698	0.13%	99.87%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35418063	33600	99.91%	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35418063	33600	99.91%	0.09%
Total		211251719	74362611	35.20%	67590313	6772298	90.89%	9.11%

Coffee Day Enterprises Limited

Resolution Required : (Special)		6: Appointment of Mrs. C. H. Vasundhara Devi (DIN: 07789047) as Woman Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	6747532	0	100.00%	0.00%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	6747532	0	100.00%	0.00%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35418788	32875	99.91%	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35418788	32875	99.91%	0.09%
Total		211251719	74362611	35.20%	74329736	32875	99.96%	0.04%

Coffee Day Enterprises Limited

Resolution Required : (Special)		7: Appointment of Mr. Giri Devanur (DIN: 00125603) as Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	6747532	0	100.00%	0.00%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	6747532	0	100.00%	0.00%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35418813	32850	99.91%	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35418813	32850	99.91%	0.09%
Total		211251719	74362611	35.20%	74329761	32850	99.96%	0.04%

Coffee Day Enterprises Limited								
Resolution Required : (Special)			8: Appointment of Mr. Mohan Raghavendra Kondi (DIN: 01718628) as Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	32163416	32163416	100.0000	32163416	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		32163416	100.0000	32163416	0	100.0000	0.0000
Public Institutions	E-Voting	19168304	6747532	35.2006	6747532	0	100.00%	0.00%
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6747532	35.2006	6747532	0	100.00%	0.00%
Public Non Institutions	E-Voting	159919999	35451663	22.17%	35418788	32875	99.91%	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		35451663	22.17%	35418788	32875	99.91%	0.09%
Total		211251719	74362611	35.20%	74329736	32875	99.96%	0.04%

SADANANDA
THIMMA
POOJARY

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pseudonym=b03ca29e2c2a16a21d86bb7f05e4d1978
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cn=SADANANDA THIMMA POOJARY
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REPORT OF THE SCRUTINIZER ON E-VOTING

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule 2014 and SEBI - (Listing Obligation and Disclosure Requirement) Regulation 2015]

To,
Mr. S.V Ranganath,
The Chairman of 12th Annual General Meeting (AGM)
Of the Equity Shareholders of
Coffee Day Enterprises Limited,
held on Thursday, 31st December, 2020
at Coffee Day Square, 23/1,
Vittal Mallya Road, Bengaluru- 560 001.

Dear Sir,

Ref: 12th Annual General Meeting.

Sub: Scrutinizer's Report on e-voting conducted pursuant to provisions of section 108 of the companies Act 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rule, 2014 and pursuant to the Circular No. 20/2020 dated May 05, 2020 (i.e holding of AGM through Video Conference (VC) or other audio visual means(OAVM)).

We, HRB & Co., Company Secretaries, Bengaluru, have been appointed as scrutinizer by the Board of Coffee Day Enterprises Limited vide resolution dated 7th December, 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to the Circular No. 20/2020 dated May 05, 2020 (i.e holding of AGM through Video Conference (VC) or other audio visual means(OAVM)), and pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the 'remote e-voting' process and voting done through 'electronic means' at the Annual General Meeting of Coffee Day Enterprises Limited, held on Thursday 31st December, 2020 at Coffee Day Square, 23/1, Vittal Mallya Road, Bengaluru- 560 001.

The Notice dated on December, 7th, 2020 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under section 102 of the





Companies Act 2013 was sent to the Shareholders in respect of the below mentioned resolution(s) passed at the said Annual General Meeting of the Company held on Thursday 31st December, 2020 at Coffee Day Square, 23/1, Vittal Mallya Raod, Bengaluru- 560 001.

The Company has availed e-voting facility from M/s National Securities Depository Limited ("NSDL") for enabling the shareholders to vote electronically at the Annual General Meeting.

Based on the data downloaded from the Official website of the NSDL for the remote e-Voting process, we now submit report as under:

Relating to Remote e-Voting:

1. The remote e-Voting period remained open from 9 A.M. of December 28th, 2020 up to 5 P.M. of December 30th, 2020.
2. The Annual Report and the Notice of Annual General Meeting was sent by electronic mode to those members whose email ids were registered with the Depository Participants.
3. After the conclusion of the Annual General Meeting, the shareholders were allowed to cast their votes through electronic means.
4. The votes casted were reconciled with the records maintained by the NSDL / Company / Registrar and Transfer Agents of the Company.
5. There was no polling paper circulated at the AGM.
6. The voting rights were reckoned as on December 24th, 2020, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting at the AGM.
7. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on December 31st, 2020 in presence of two witnesses namely **Mr. Prashant Telugar**, S/o. Lakshmana Telugar, presently residing at No.20, 3rd Floor, 3rd cross, 4th Main, Gayatri Nagar, Bangalore - 560021 and **Ms. Pooja P**





D/o. Pradeep residing at 50/A, 13th cross, Ragavendra Swamy Mata, Sree nagar, Bangalore – 560050, Karnataka and who are not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:


(Mr. Prashant Telugar)


(Ms. Pooja P)

8. Thereafter, the details of equity shareholders, who voted “For” or “Against” were downloaded from the e-Voting website of NSDL (<https://www.evoting.nsdl.com>).
9. The result of remote e-voting is as follows:

Item No: 1

To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2020, together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).

(i) Voted ‘in favour’ of Resolution

Particulars	Remote e-voting
Number of Members voted	165
Number of votes cast by them	6,76,22,233
% of Total Number of valid votes cast	90.94%

(ii) Voted ‘against’ the resolution

Particulars	Remote e-voting
Number of Members voted	14
Number of votes cast by them	67,40,378
% of Total Number of valid votes cast	9.06%





Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No. 1 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.

Item No: 2

To re-appoint Mrs. Malavika Hegde (DIN: 00136524) as Director liable to retire by rotation.
(Ordinary Resolution)

(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	165
Number of votes cast by them	6,80,92,837
% of Total Number of valid votes cast	91.57%

(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	15
Number of votes cast by them	62,70,359
% of Total Number of valid votes cast	8.43%

Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No. 2 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.





Item No: 3

Appointment of M/s. Venkatesh & Co., as Statutory Auditors of the Company (Ordinary Resolution)

(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	167
Number of votes cast by them	7,43,60,884
% of Total Number of valid votes cast	99.99%

(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	12
Number of votes cast by them	1,727
% of Total Number of valid votes cast	Negligible

Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No. 3 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.

Item No: 4

Appointment of Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director of the Company. (Ordinary Resolution)



(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	163
Number of votes cast by them	6,80,62,252
% of Total Number of valid votes cast	91.53%

(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	16
Number of votes cast by them	63,00,359
% of Total Number of valid votes cast	8.47%

Result:

As the number of votes passed in favour of the resolution was more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No. 4 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.

Item No: 5

Re-appointment of Mr. Albert Josef Hieronimus (DIN: 00063759) as Independent Director of the Company. (Special Resolution)

(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	158
Number of votes cast by them	6,75,90,313
% of Total Number of valid votes cast	90.89%





(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	21
Number of votes cast by them	67,72,298
% of Total Number of valid votes cast	9.11%

Result:

As the number of votes passed in favour of the resolution was more than **three times** the number of votes cast against, we report that the 'Special resolution' with regard to Item No. 5 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.

Item No: 6

Appointment of Mrs. C. H. Vasundhara Devi (DIN: 07789047) as Woman Independent Director of the Company. (Special Resolution)

(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	165
Number of votes cast by them	7,43,29,736
% of Total Number of valid votes cast	99.96%

(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	14
Number of votes cast by them	32,875
% of Total Number of valid votes cast	0.04%





Result:

As the number of votes passed in favour of the resolution was more than three times the number of votes cast against, we report that the 'Special resolution' with regard to Item No. 6 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.

Item No: 7

**Appointment of Mr. Giri Devanur (DIN: 00125603) as Independent Director of the Company.
(Special Resolution)**

(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	166
Number of votes cast by them	7,43,29,761
% of Total Number of valid votes cast	99.96%

(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	13
Number of votes cast by them	32,850
% of Total Number of valid votes cast	0.04%

Result:

As the number of votes passed in favour of the resolution was more than three times the number of votes cast against, we report that the 'Special resolution' with regard to Item No. 7 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.





Item No: 8

Appointment of Mr. Mohan Raghavendra Kondi (DIN: 01718628) as Independent Director of the Company. (Special Resolution)

(i) Voted 'in favour' of Resolution

Particulars	Remote e-voting
Number of Members voted	165
Number of votes cast by them	7,43,29,736
% of Total Number of valid votes cast	99.96%

(ii) Voted 'against' the resolution

Particulars	Remote e-voting
Number of Members voted	14
Number of votes cast by them	32,875
% of Total Number of valid votes cast	0.04%

Result:

As the number of votes passed in favour of the resolution was more than three times the number of votes cast against, we report that the 'Special resolution' with regard to Item No. 8 as set out in the notice of the Annual General Meeting (AGM) is passed in favour of the resolution with requisite majority.





The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company secretary for safe keeping.

For HRB & Co.,

Company Secretaries

Firm's Registration Number: S2014KR261500

CS Harshavardhan R Boratti

Proprietor

C. P. No. : 11444

Membership No. FCS 9490



UDIN No: F009490B001827713

Place: Bengaluru

Date: 02.01.2020