

August 14, 2018

The General Manager

Corporate Relations Department Bombay Stock Exchange Limited 1st Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort Mumbai – 400 001 Scrip Code No. 532481 Mr. K Hari

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code No. NOIDA TOLL EQ

Sub: Intimation of Voting Result of 22nd Annual General Meeting of the Company held on August 14, 2018

Dear Sirs,

Pursuant to the applicable provisions of the Companies Act 2013 and the SEBI (Listing Obligations and Disclosure Requirements) 2015 ("Listing Regulations"), we write to inform you that the members of the Company at their 22nd Annual General Meeting ("AGM") held on Tuesday, August 14, 2018 at 9.00 am at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, transacted all the proposed business items as set out in the AGM notice dated May 21, 2018 and passed all the proposed resolutions as set out in the AGM notice with requisite majority except resolution no.2 as Mr. Pradeep Puri has already resigned from Directorship of the Company with effect from August 10, 2018, the agenda item no. 2 relating to his re-appointment in the Notice convening the 22nd Annual General Meeting had no relevance at the said meeting.

In this regard, details of Voting Results as prescribed under Regulation 44 of the Listing Regulations along with Scrutinizer's Report on remote e voting and poll conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 alongwith Rules framed thereunder, are attached.

You are requested to take the same on record.

Sincerely

Dhiraj Gera

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Company Secretary & Compliance Officer

Corporate Off: Toll Plaza, DND Flyway, Noida-201 301, U.P. India Phone: 0120 2516495 Regd. Off: Toll Plaza, Mayur Vihar Link Road, New Delhi - 110091, INDIA

Website: www.ntbcl.com Email: ntbcl@ntbcl.com CIN: L45101DL1996PLC315772

NAME: NOIDA TOLL BRIDGE COMPANY LIMITED

SLNO	DESCRIPTION						
Α	DATE OF AGM			14-08-2	4-08-2018		
В	BOOK CLOSURE DATE			11-08-2018 TO 14-08-2018 (BOTH DAYS INCLUSIVE)			DAYS
С	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			73022			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			200			
	SHAREHOLDERS	PRESENT IN PERSON		SENT OUGH XY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	1	0		1	49095007	26.36752
	PUBLIC	199	0		199	1143417	0.61410
	TOTAL	200	0			50238424	26.98162
E	No. of shareholders attended the meeting through Video conferencing, No video conferencing facility was made available.						





	NOIDA TOLL BRIDGE COMPANY LIMITED
Date of the AGM/EGM	14-08-2018
Total number of shareholders on record date	73022
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	199
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)		eceive, consider and ded March 31, 2018 reon.						***
Whether promoter/ promoter group are								
interested in th∈ agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	TOO TOO SELECTION OF CHARLES THE CONTROL OF CHARLES	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
	E-Voting		C	0.0000	00	0	0.0000	0.0000
	Poll	49095007	49095007	100.0000	49095007	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	49095007	C	0.0000	00	0	0.0000	0.0000
	Total		49095007	100	49095007	0	100	0
· · · · · · · · · · · · · · · · · · ·	E-Voting			0.0000	00	0	0.0000	0.0000
	Poll	1,000,010	C	0.0000	00	0	0.0000	0.0000
Pub ic- Institucions	Postal Ballot (if applicable)	18880139	C	0.0000	00	0	0.0000	0.0000
	Total		C	0	C	0	(0
	E-Voting		437166	0.3698	437166	0	100.0000	0.0000
	Poll	110310056	887174	0.7504	887174	0	100.0000	0.0000
Pub ic- Non Irst tutions	Postal Ballot (if applicable)	118219856	C	0.0000				
	Total		1324340		Company of the Compan			4 Replicate to control of the property and the property of the
计算是不够的,但是不是不是一个,但是不是是一个。	Total	186195002	50419347	27.0788	50419347	CONTRACTOR OF THE CO	100.0000	0.0000





Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To a appointment.	ppoint a Director in	place of Mr Prade	eep Pur (DIN 0005	51987), who retires	by rotation and be	ing eligible offers h	imself for re-
Whether promoter/ promoter group are interested in the agenda/resolution?	No		A 9					
Category	Mode of Voting	No. ⊃f shares helc (1)	No. of votes	% of Vates Polled on outstanding shares (3)=[(2)/(1)]* 100	The state of the s	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
	E-Voting		0	0.0000		C	0.0000	
	Poll	40005007	49095007	100.0000	00	49095007	0.0000	100.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	49095007	С	0.0000	00	C	0.0000	0.0000
	Total		49095007	100	0	49095007	(1.00
	E-Voting		C	0.0000	00	C	0.0000	0.0000
	Poll	40000430	0	0.0000	00	C	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	18880139	C	0.0000	00	C	0.0000	0.0000
	Fotal		, 0	C		0		
a fr =	E-Voting		437166	0.3698	435183	1983	99.5463	0.4536
	Poll	140310050	887174	0.7504	3329	883845	0.3752	99.6247
Public- Non Institutions	Postal Ballot (if applicable)	118219856	C	0.0000	00	C	0.0000	0.0000
	otal		1324340	1.1202	438512	885828	33.1117	66.8883
	otal	186195002	50419347	27.0788	438512	49980835	0.8697	99,1303



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Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mrs. Namita Pradhan (DIN 07194008) as an Independent Director of the Company and in this regard to conthought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:						sider, and if	
Whether promoter/ promoter group are interested in the agenda/resolution?	No							THE REAL PROPERTY.
Category	Mode of Voting	No. of shares held (1)	No. of votes	% 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
	E-Voting		C	0.0000		C	0.0000	0.0000
	Poll	1	49095007	100.0000	49095007	C	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	49095007	C	0.0000	00		0.0000	0.0000
	Total		49095007	100	49095007		100	
	E-Voting		C	0.0000	00	0	0.0000	0.0000
	Poll	10000170	C	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	18880139	C	0.0000	00	C	0.0000	0.0000
	-otal							
	E-Voting		437166	0.3698	435188			
	Poll	118219856	887174	0.7504	87174	800000	9.8260	90,1739
Public- Non Institutions	Posta Ballot (if applicable)	110219830	C	0.0000			0.0000	
	Totál	Town while	1324340					
	Total	186195002	50419347	27.0788	49617369	801978	98,4094	1.590



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REPORT OF NOIDA TOLL BRIDGE COMPANY LIMITED

(AGM HELD ON 14™ DAY OF AUGUST, 2018)



Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Noida Toll Bridge Company Limited

Toll Plaza, Mayur Vihar Link Road,

New Delhi-110091

Reg.: 22nd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held on Tuesday, 14th day of August, 2018 at 09·00 A M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091

- I, Saket Sharma, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and voting at the Annual General Meeting on resolutions contained in the Notice dated 21st May, 2018 for Annual General Meeting of Noida Toll Bridge Company Limited (hereinafter referred to as the Company), held on 14th day of August, 2018 at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, submit my report as under
 - (1) The members of the Company as on the cut-off date i.e. 07^{th} August, 2018 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 & 2 and Special Businesses being Item Nos. 3 & 4 as set out in the Notice of 22^{nd} Annual General Meeting of the Company).

- (ii) The remote e-voting period remained open from 10th August, 2018 (09:00 A.M.) to 13th August, 2018 (05:00 PM). Further, the company provided the facility of voting by poll for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- (III) The locked ballot boxes were subsequently opened in the presence of 2 witnesses and poll papers were diligently scrutinized. They have signed below in confirmation of the box being opened in their presence.

Signature:

Name. Neetika Gupta

R/o: 61/43, Sitaram Mohal,

Kanpur - 208001

Signature.

Name: Pooja Kakrania

R/o: Geeta Bhawan, 128/50, 'Y' Block,

Kıdwaı Nagar, Kanpur – 208011

(iv) The votes cast by remote e-voting were unblocked on 14th August, 2018 at around 10:15 A.M in presence of 2 witnesses, who are not in the employment of the Company They have signed below in confirmation of the e-votes being unblocked in their presence.

Cret Bailor

Signature^{*}

Name Sneha Bajpai

Address: 119/545 Gumti No. 5

Kanpur - 208012

Signature.

Name Monika Agarwal

Quite Garnel

Address: 30/71, Etawah Bazar,

Kanpur – 208001

Below is provided the consolidated summary of results of remote e-voting and voting at Annual General Meeting through poll:

ORDINARY BUSINESS (ES)

Resolution No. 1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.

Method o	of Votes in favour	Votes against	Invalid votes	Percentage
voting	of the	the resolution		of Total
	resolution			favorable
				vote cast
				(valid)
E-voting	437166	0	0	
Ballot	49982181	0	0	999 Apr.
Total	50419347	0	0	100

Resolution No. 2 Appointment of a Director in place of Mr. Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment

Method of	Votes in favour	Votes against	Invalid	Percentage	
voting	of the resolution	the resolution		of Total favorable vote cast	
				(valid)	
E-voting	435183	1983	0		
Ballot	3329	49978852	0		
Total	438512	49980835	0	0.87	

SPECIAL BUSINESS (ES)

Resolution No. 3

Appointment of Mrs. Namita Pradhan (DlN: 07194008) as an Independent Director of the Company.

Method of	Votes in favour	Votes against	Invalid	Percentage
voting	of the resolution	the resolution		of Total favorable
		200		vote cast
		1751		(valid)
E-voting	435188	1978	0	
Ballot	49182181	800000	0	- -
Total	49617369	801978	0	98.41

Resolution No.4

Approval of service of any document through a particular mode to any members upon receipt of request along with fees

Method of	Votes in favour	Votes against	Invalid	Percentage
voting	of the	the resolution		of Total
	resolution			favorable
				vote cast
				(valid)
E-voting	435251	1885	0	
Ballot	49982181	0	0	
Total	50417432	1885	0	99.99

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You

Yours' Faithfully

For GSK & Associates

Company Sources

Saket Sharena

(Partner)

M. No.: F4229

C. P. No.: 2565 Date: 14.08.2018

Place: New Delhi



FORM No. MGT-13 Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Reg.: 22nd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held on Tuesday, 14th day of August, 2018 at 09:00 A.M at Toll Plaza, Mayur Vıhar Link Road, New Delhi-110091

Dear Sir

- I, Saket Sharma, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 22nd Annual General Meeting of Noida Toll Bridge Company Limited, held on Tuesday, 14th day of August, 2018 at 09:00 A.M at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, submit my report as under:
 - After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
 - 2. The locked ballot boxes were 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.
 - 3. The meeting was attended by 200 (Two Hundred) members (including members in person, Authorized Representative and Proxy)
 - 4. I did not find any poll paper invalid
 - 5 The result of the poll is as under



ORDINARY BUSINESS (ES)

(a) Resolution No.1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.

(1) Voted in favour of the resolution.

Number of members	Number of votes cast	% of total number of
present and voting (in	by them	valid votes cast
person or by proxy)		
51	49982181	100

(ii) Voted against the resolution:

Number of members	Number of votes cast	% of total number of
present and voting (in	by them	valid votes cast
person or by proxy)		
0	0	0

(11i) Invalid votes:

Number of members present and voting	Total number of votes cast by
(in person or by proxy) whose votes	them
were declared invalid	
0	0

(b) Resolution No. 2

Appointment of a Director in place of Mr Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment.

(1) Voted in favour of the resolution.

Number of members	Number of votes cast	% of total number of
present and voting (in	by them	valid votes cast
person or by proxy)		
46	3329	0.007

(ii) Voted against the resolution.

Number of members	Number of votes cast	% of total number of
present and voting (in	by them	valid votes cast
person or by proxy)		***************************************
5	49978852	99.993

(iii) Invalid votes:

Number of members present and voting (1n	Total number of votes cast
person or by proxy) whose votes were	by them
declared invalid	
0	0

SPECIAL BUSINESS (ES)

(c) Resolution No. 3

Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

_			
	Number of members	Number of votes cast	% of total number of
	present and voting (in	by them	valid votes cast
	person or by proxy)		
	50	49182181	98.399

(ii) Voted against the resolution:

Number of members	Number of votes cast	% of total number of
present and voting (in	by them	valid votes cast
person or by proxy)		
1	800000	1.601

(iii) Invalid votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them		
0	0		

(d) Resolution No. 4

Approval of service of any document through a particular mode to any members upon receipt of request along with fees

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	49982181	100

(11) Voted against the resolution:

Number of members	Number of votes cast	% of total number of
present and voting (in	by them	valid votes cast
person or by proxy)		
0	0	0

(iii) Invalid votes:

Number of members present and	Total number of votes cast by
voting (in person or by proxy) whose	them
votes were declared invalid	
0	0

- 6. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
- 7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You Yours' Faithfully

For GSK & Associates

Company Secretaries

Saket Sharme

(Partner)

M. No.: F4229

C. P. No.: 2565

Date: 14.08.2018 Place: New Delhi

·····	Ballot Vote Co		esolution No		*	esolution No	2	R	esalution No	3	R	esolution No	0 4
Folia No	Name of Shareholder/Proxy	• "	Mary Resolut	-	(Ordinary Resolution)			(Special Resolution)			(Special Resolution)		
rollo no	Hame of Shareholder/Proxy	To receive, co	neder and add	opt the	Appointment of a Director in place		Appointme	nt of Mrs No	mita	Approval of service of any			
			cisi Statemeni		of Mr. Pradeep Puri (DIM 00051987), who retires by rotation			Pradhan (D	N 0719400	L) as an	document	through a pe	erticuler
	ļ.		luding consolic						nt Director o	fthe			upon receip
		finances state				ligible offers	himself for	Company			of request	along with t	inės
			arch 31, 2018		te appoints	ment		1			1		
			ce Shoet as at with the Rep		l			1					
			ctors and Audi		l								
		100014 01 011	PEOLO MILITA PARAM		I			1					
					<u> </u>			ļ	·			·	
		For	Against	Invalid	For	Against	invalid	For	Against	Invalid	For	Against	invalid
1201410000008655	NARENDER SINGH CHAUHAN	1	0	8	1	·	0	1 1		0	1		0
IN30011810242590	ASHOK KUMAR JAIN	1	0		1 1		0	1	-	0	1		1 0
IN30011811366279	KULDIP PARKASH SOOD	12	0		12		0	12	1	0	12		0
IN30020610907641	MANJIT SINGH	29	0		29		0	29		0	29		0
1201910103078366	SANDEEP SINGH	1	0	6	1		0	1	<u> </u>	0	1		——
IN30020611044542	GAGAN KUMAR	18	0	0	18		0	18		0	18		-
1201910102090517	SARVJEET SINGH	50	0	0	50		0	50		0	50		0
IN30020611044559	SAVITA RANI	2	0	0			0	2		0			0
IN30020610575317	HARJIT KAUR ALAGH	1	0	0			0	1		0	1		0
IN30096610092184	DASHMEET KAUR ALAGH	1		0	1						90		+ · · ·
1203840000114503	INDER MOHAN PANDEY	90	0	0	90		0	90		0			0
IN30236510000789	SWARAN LATA		0	0	2		····			0	2		
1201410000012013	BANSILAL	2	0	C	2					0	2		0
IN30020610489845	SURJIT SINGH ALAGH	2	0	0			0	- 2		0	2		0
IN30226910284493	M L WADHWA	30	0	0	30		0	30		0	1		0
1201410000010225	RAKESH KUMAR						0			·	30		1 0
IN30120910221815	JATINDER KUMAR BHAMBRI	10	0	0	10		0	10		0	10 5		- 0
IN30120910221807	JATINDER KUMAR BHAMBRI		0	0			0						-
IN30120910221831	JATINDER KUMAR BHAMBRI	10	0	0	10		0	10		0	10		
IN30612210028000	SANTOSH SHARMA	1	0	0	1	0	0	1		0	3100		0
IN30290243374136	SIPRA ADHIKARI	2100	0	Ð	2100		0	2100		0	2100	0	******
NFD002028	S P CHAWLA	700	0	0	700		0	700		0	700		0
1205900000004176	ASHUTOSH SHARMA	1	0	0		***************************************	0	<u> </u>	***************************************	0	1		0
IN30226912930328	VISHNU DUTT SHARMA	1	0	O O	1	0	0	1		0	1	***	+
IN30011811529059	VISHNU DUTT SHARMA				 	G		-	0	0	1		1 0
N30612210004802	VISHNU DUTT SHARMA	1 1	0	0	100		0	100		0	100	<u> </u>	0
N30267932235260	BUAY KRISHNA ADHIKARI	100	0	0	100	·	0	100	0	0	***	0	0
IN30011811564431	PUNAM SHARMA	1	0	0	1		0	<u> </u>		0	1	·	1 0
N30612210028042	PUNAM SHARMA	10	0	0	10		0	10		0	10		0
NFD950014	GURU DAYAL UPADHYAY	10	0	0	10	0	0	10		0	10		
IN30135620465778	RAVI KARAN SHARMA	1	- 0	0			0	1		- 0	 		
IN30011811564423	VUAY SHARMA		o C	0			0	1		0	1	0	0
IN30612210028019	VIIAY SHARMA	1	0	Ð		***************************************	0	1		0	1	-	1 0
1201910101582021	KESHAV SHARMA	5	0	0	5		0	<u> </u>	0	0	5		1 0
NFD960060	RASHMI SHARMA			0	1	0	0	1		0			-0
1201410000010109	SURENDER KUMAR ARORA	1 2	0	0	1 2	0	0	1 2	0	0	, , , , , , , , , , , , , , , , , , ,	0	1 0
N30299410048236	PRAVIN SOOD	2	0	0	2	0			0			-	0
N30011811367614	RADHA SOOD	1		0		0	0	ļ -	0	0	1		0
N30011810227960	SHASHI IAIN	2	0	0	2	0	0	2	o o	<u>ö</u>	2	0	o
N30020611015388	ANKIT GUPTA	1	0	0	1		0			0	1	Ö	
IN30114311142981	ASHOK KUMAR GUPTA	1	0	0			0		0	0	1		0
1205900000002335	KRISHNA KANT SHARMA	70	0	0	70	L.	0	70		0	70		1 0
N30133021955925	SURENDRA KUMAR TANGRI	50	0	0	50		0	SO		0	50	۱۰	0
1204630001800472	SURENDRA KUMAR TANGRI	30	- 0	0	1		0	1	0	0	1	0	-
1205900000002316	TUSHAR KANT SHARMA		0	0	1		0	1	0		1	0	0
1205900000002320	RASHMI SHARMA			0	- 4		0	77345	-0-	0	77345	0	
IN30012610061482	RAJ KUMAR BHARGAVA	77345 800600	0	0	0		0	7/343	800000	0	800000		1
N30012610829547	KESHAV MISRA	1500	0	0	0	1500	0	1500	0	0	1500		1 0
N30009511247882	T M SINDHU	5000	0	0	0	5000	0	5000	0	ō	5000	-	0
N30302854014673	RAIIV JAIN IL AND FS TRANSPORTATION NETWORKS LTD	49095007	0	0		49095007	o o	49095007	õ	ŏ	49095007		1 0
IN30009511373165	IL AND 13 TRANSPURIATION NETWORKS LID	49093007		·					·			·	1





REPORT OF SCRUITINIZER
[E-VOTING]

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Reg 22nd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held on Tuesday, 14th day of August, 2018 at 09·00 A M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091

Dear Sir,

- I, Saket Sharma, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the 22nd Annual General Meeting of Noida Toll Bridge Company Limited, held on Tuesday, 14th day of August, 2018 at 09:00 A M at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091 for the purpose of scrutinizing the remote E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on remote E-voting carried out as per the provisions of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolutions, submit my report as under:
 - 1 The remote E-Voting period remained open from 10th August, 2018 at 09·00 A M and ended on 13th August, 2018 at 05·00 P M.
 - 2. The shareholders holding shares either in physical form or in dematerialised form as on the "cut-off" date, i.e. 7th August, 2018 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Annual General Meeting of "Noida Toll Bridge Company Limited"

The votes were unblocked on 14th August, 2018 at around 10:15 A.M in the presence of two witnesses, namely Ms. Sneha Bajpai r/o 119/545 Gumti No 5 Kanpur – 208012 & Ms Monika Agarwal r/o 30/71, Etawah Bazar, Kanpur – 208001 who are not in the employment of Noida Toll Bridge Company Limited They have signed below in confirmation of the votes being unblocked in their presence.

Sneha Bajpai)

(Monika Agarwal)

- 4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from E-voting website of Karvy Computershare Private Limited (https://www.evoting.karvy.com).
- 5. The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off).

ORDINARY BUSINESS (ES)

(a) Resolution No.1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number of members	Number of votes	% of total number of			
	cast by them	valid votes cast			
34	437166	100			

(ii) Voted against the resolution.

	Number of members	Number of votes cast	% of total number of
ĺ		by them	valid votes cast
ľ	0	0	0

(iii) Invalid votes:

Total number of members whose	Total number of votes cast by	
votes were declared invalid	them	
0	0	

(b) Resolution No. 2

Appointment of a Director in place of Mr. Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the resolution:

Number of members Number of votes cast by them		% of total number of valid votes cast
29	435183	99 55

(ii) Voted against the resolution.

Number of members	nbers Number of votes cast % of total n	
	by them	valid votes cast
5	1983	0.45

(111) Invalid votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

SPECIAL BUSINESS (ES)

(c) Resolution No. 3

Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company

(i) Voted in favour of the resolution.

Number of members	Number of votes east % of total number	
	by them	valid votes cast
30	435188	99 55

(ii) Voted against the resolution.

Number of members	Number of votes cast	% of total number of
	by them	valid votes cast
4	1978	0 45

(iii) Invalid votes

Total number of members whose	Total number of votes cast by
votes were declared invalid	them
0	0

(d) Resolution No. 4

Approval of service of any document through a particular mode to any member upon receipt of request along with fees.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
28	435251	99.57

(ii) Voted against the resolution.

Number of members Number of votes cast		% of total number of
	by them	valid votes cast
4	1885	0.43

(iii) Invalid votes:

Total number of members whose	Total number of votes cast by
votes were declared invalid	them
0	0

(i) 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 thereafter the same will be handed over to the Company

Thanking you Yours faithfully

For GSK & Associates

Company Secretaries

Saket Sharma

(Partner)

M. No.: F4229 C. P. No.: 2565

Date: 14.08.2018 Place: New Delhi

Resolution No. 1-To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon

User ID					rough E-	Invalid Votes
	First Holder	Second Holder	Third Holder	For	Against	
IN300 118	PRAVEEN KUMAR			1	0	4
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	{
3320O	KIRTIKUMAR JIVANLAL KANSARA			500	0	(
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	(
3040 0	CONSORT DIAS JACOBS			130	0	
IN300394	PARMOD KUMAR JAIN			101	0	1
IN300484	KAUSHAL BANSAL			200	0	(
N300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	(
81600	MANOJ KUMAR			99709	0	(
IN302365	RAMA JAIN	VIMALJAIN	SWARAN LATA	1	0	
IN300118	VIMALJAIN			2	0	(
24200	GAURAV SACHAR			100	0	1
10600	RAJINDER KUMAR			273	0	
IN303028	VIJAYKUMAR VISHWANATHAN			9000	0	
IN30 2902	AMIT GROVER			200	0	(
IN300484	MAKWANA ANANDKUMAR P			872	0	
IN300214	JAYESH KUMAR			1500	0	(
IN301151	DICK HOSY MODY	ZENOBIA DICK MODY		318095	0	(
64200	JIGNESH PRUTHVIRAI RAUL			15	0	
IN3 O1 549	VINOD NARSHIBHAI MAV			80	0	
41400	SATYAJIT DE			300	0	(
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR		35	0	
12400	TATINENI VENKATADURGAPRASAD			1468	0	(
IN3O2863	KALYANI K			350	0	(
IN3O2863	JAYARAMA RAO NEKKANTI			685	0	(
472 0 0	PAUL FRANCIS			1500	0	(
10600	SRIKANTA GUPTA N			5	0	(
IN300441	SUBRAMANIAM S V			20	0	í
N3 01 549	S JAYACHANDRAN			200	0	
36000	NIRANJAN S			15	0	(
IN3 02951	SOUMITRA DE			300	0	
N3 02814	RAJESH KUMAR SINGH			98	0	
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	0	
IN802437	SATYASWARUP BEHERA			1000	0	
		TOTAL		437166	0	

Resolution No. 2 - Appointment of a Director in place of Mr. Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for reappointment

User ID		Shareholders' name		No of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	Third Holder	For	Against	
N300118	PRAVEEN KUMAR			1	0	(
4140O	LOKESH GUPTA	RAJNI GUPTA		1	0	(
3 3 20 0	KIRTIKUMAR JIVANLAL KANSARA			500	0	(
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	
3040O	CONSORT DIAS JACOBS			130	0	
IN300394	PARMOD KUMAR JAIN			101	0	
IN30O484	KAUSHAL BANSAL			200	0	
N300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	(
8160O	MANOJ KUMAR			99709	0	(
IN302365	RAMAJAIN	VIMAL JAIN	SWARAN LATA	1	0	
N300118	VIMALJAIN			2		
24200	GAURAV SACHAR			100		
10600	RAJINDER KUMAR			273	0	
IN303028	VUAYKUMAR VISHWANATHAN			9000	0	
N302902	AMIT GROVER			200	0	Į i
IN300484	MAKWANA ANANDKUMAR P			872	0	
IN300214	JAYESH KUMAR			0	1500	
IN301151	DICK HOSY MODY	ZENOBIA DICK MODY		318095	0	
64200	JIGNESH PRUTHVIRAJ RAUL			15	0	
N301549	VINOD NARSHIBHAI MAV			0	80	
41400	SATYAJIT DE			300	0	4
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR		35	0	
12400	TATINENI VENKATADURGAPRASAD			1468	0	
IN302863	KALYANI K			350	0	
IN302863	JAYARAMA RAO NEKKANTI	-		685	0	
47200	PAUL FRANCIS			1500		
10600	SRIKANTA GUPTA N			0	5	
IN300441	SUBRAMANIAM S V			20		<u> </u>
IN301549	S JAYACHANDRAN			200	0	
36000	NIRANJAN S			15		····
IN30Z951	SOUMITRA DE			0	300	
IN302814	RAJESH KUMAR SINGH			0	98	4
IN301774	LEKHA PAL	TAPO GOPAL PAL		200		
IN302437	SATYASWARUP BEHERA			1000		
		TOTAL		435183	1983	·

Resolution No. 3 - Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company

UserID	Shareholders' name				No. of Vote cast through E- voting	
	First Holder	Second Holder	Third Holder	For	Against	
IN300118	PRAVEEN KUMAR			1	0	(
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	(
33200	KIRTIKUMAR JIVANLAL KANSARA			500	0	
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	
3040D	CONSORT DIAS JACOBS			130	0	
IN300394	PARMOD KUMAR JAIN			101	0	
IN300484	KAUSHAL BANSAL			200	0	
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	
81600	MANOJ KUMAR			99709	0	
N302365	RAMA JAIN	VIMAL JAIN	SWARAN LATA	1	0	-
N30D118	VIMALJAIN			2	0	
24200	GAURAV SACHAR			100	0	
10600	RAJINDER KUMAR			273	0	
IN303028	VUAYKUMAR VISHWANATHAN			9000	0	
IN302902	AMIT GROVER			200	0	<u> </u>
IN300484	MAKWANA ANANDKUMAR P			872	0	
IN300214	JAYESH KUMAR			0	1500	<u> </u>
N301151	DICK HOSY MDDY	ZENOBIA DICK MODY		318 095	0	ł
64200	JIGNESH PRUTHVIRAJ RAUL			15	0	
IN301549	VINOD NARSHIBHAI MAV			0	80	
41400	SATYAJIT DE			300	0	
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR		35	0	L
12400	TATINENI VENKATADURGAPRASAD			1468	0	<u> </u>
IN302863	KALYANI K			350	0	<u> </u>
IN302863	JAYARAMA RAO NEKKANTI			685	0	1
47200	PAUL FRANCIS			1 500	0	
10600	SRIKANTA GUPTA N			5,	0	
IN300441	SUBRAMANIAM S V			20	0	
IN301549	S JAYACHANDRAN			200	0	
36000	NIRANJAN S			15	0	1
IN302951	SOUMITRA DE			0	300	
IN302814	RAJESH KUMAR SINGH			0	98	
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	0	
IN302437	SATYASWARUP BEHERA			1000	0	
G.C.	TOTAL			435188	1978	

Resolution No. 4 - Approval of service of any document through a particular mode to any members upon receipt of request along with fees

User ID	Shareholders' name			No of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	Third Holder	For	Against	
IN300118	PRAVEEN KUMAR	174		1	0	(
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	
33200	KIRTIKUMAR JIVANLAL KANSARA			500	0	(
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	(
30400	CONSORT DIAS JACOBS			130	0	(
IN300394	PARMOD KUMAR JAIN			101	0	(
IN300484	KAUSHAL BANSAL			200	0	(
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	
81600	MANOJ KUMAR			99709	0	(
IN302365	RAMA JAIN	VIMAL JAIN	SWARAN LATA	1	0	(
IN300118	VIMALJAIN			2	0	
24200	GAURAV SACHAR			100	0	
10600	RAJINDER KUMAR			273	0	
IN303028	VIJAYKUMAR VISHWANATHAN			9000	0	<u> </u>
IN302902	AMIT GROVER			200	0	1
IN300484	MAKWANA ANANDKUMAR P			872	0	1
IN300214	JAYESH KUMAR			0	1500	
IN301151	DICK HOSY MODY	ZENOBIA DICK MODY		318095	C	`l
64200	JIGNESH PRUTHVIRAJ RAUL			0		
IN301549	VINOD NARSHIBHAI MAV			0	80	
41400	SATYAJIT DE			300	C	
47200	MAHESH VASUDED KELKAR	SUNITA MAHESH KELKAR		35)
12400	TATINENI VENKATADURGAPRASAD			1468		
IN302863	KALYANI K			350		
IN302863	JAYARAMA RAO NEKKANTI			685		
47200	PAUL FRANCIS			1500		
10600	SRIKANTA GUPTA N					
IN300441	SUBRAMANIAM S V			20		
IN301549	S JAYACHANDRAN			200		
36000	NIRANJAN S			1		
IN302951	SOUMITRA DE					·
IN302814	RAJESH KUMAR SINGH			98		
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	1	
IN302437	SATYASWARUP BEHERA			1000		
		TOTAL		435251	1885	5