

Date: 08.09.2023

The Manager – Listing National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (E), Mumbai -400051  <u>Scrip Code: PNBGILTS</u>	The Manager – Listing DCS- Listing BSE Limited Phiroze JeeJeebhoy Towers Dalal Street, Mumbai- 400 001  <u>Scrip Code: 532366</u>
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**Sub: Voting Results and Scrutinizer's Report for Annual General Meeting**

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Dear Sir / Madam,

In accordance with above referred provisions of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the detailed voting results for the 27th Annual General Meeting (AGM) of the Company held on 8th September, 2023 as Annexure A.

We would like to inform you that all the resolutions set out in such notice of AGM were passed with requisite majority by the members of the Company.

The consolidated scrutinizer's report is also attached herewith as Annexure- B.

You are requested to please take the same on record.

The above is for your information and records.

Thanking You,

Yours faithfully,  
For PNB Gilts Ltd

(Monika Kochar)  
Company Secretary

*Encl: A/a*

## Annexure - A

<b>PNB Gilts Limited</b>								
<b>Voting Results of 27th Annual General Meeting</b>								
<b>Results of Postal Ballot as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:</b>								
Date of AGM								9/8/2023
Total number of shareholders on record date i.e. September 01, 2023								82,990
No. of shareholders present in the meeting either in person or through proxy:								NA
No. of shareholders present in the meeting through video conferencing:								97
<b>Resolution No. 1            To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2023 and the Reports of the Auditors and the Board of Directors thereon</b>								
<b>Resolution Required:            Ordinary</b>								
<b>(Ordinary/Special)</b>								
<b>Whether promoter/ promoter group are interested in the Agenda/resolution</b>							<b>No</b>	
Category	Mode of Voting	No. of shares held	No of Valid 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
		<b>(1)</b>	<b>(2)</b>	<b>(3)=(2)/(1)*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=(4)/(2)*100</b>	<b>(7)=(5)/(2)*100</b>
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	387,417	0.8343	386,712	705	99.8180	0.1820
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>387,417</b>	<b>0.8343</b>	<b>386,712</b>	<b>705</b>	<b>99.8180</b>	<b>0.1820</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,742,953</b>	<b>74.2975</b>	<b>133,742,248</b>	<b>705</b>	<b>99.9995</b>	<b>0.0005</b>

<b>Details of Invalid Votes</b>	
Category	No. of votes
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0

<b>Resolution No. 2</b>	<b>To appoint a Director in place of Sh. Kalyan Kumar (holding DIN: 09631251), who is liable to retire by rotation and being eligible, offers himself for reappointment.</b>							
<b>Resolution Required: (Ordinary/Special)</b>	<b>Ordinary</b>							
<b>Whether promoter/ promoter group are intersted in the Agenda/resolution</b>							<b>No</b>	
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No of Valid Votes Polled</b>	<b>% of Votes Polled on Outstanding Shares</b>	<b>No. of Votes in Favour</b>	<b>No. of Votes Against</b>	<b>% of votes in favour on Votes Polled</b>	<b>% of votes against on Votes Polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=(2)/(1)*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=(4)/(2)*100</b>	<b>(7)=(5)/(2)*100</b>
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	385,922	0.8310	381,489	4,433	98.8513	1.1487
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>385,922</b>	<b>0.8310</b>	<b>381,489</b>	<b>4,433</b>	<b>98.8513</b>	<b>1.1487</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,741,458</b>	<b>74.2966</b>	<b>133,737,025</b>	<b>4,433</b>	<b>99.9967</b>	<b>0.0033</b>

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of votes</b>
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0

<b>Resolution No. 3</b>	<b>To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) of the Company, appointed by the Comptroller and Auditor General of India for the financial year 2023-24</b>							
<b>Resolution Required: (Ordinary/Special)</b>	<b>Ordinary</b>							
<b>Whether promoter/ promoter group are interested in the Agenda/resolution</b>							<b>No</b>	
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No of Valid Votes Polled</b>	<b>% of Votes Polled on Outstanding Shares</b>	<b>No. of Votes in Favour</b>	<b>No. of Votes Against</b>	<b>% of votes in favour on Votes Polled</b>	<b>% of votes against on Votes Polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=(2)/(1)*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=(4)/(2)*100</b>	<b>(7)=(5)/(2)*100</b>
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	381,922	0.8224	379,014	2,908	99.2386	0.7614
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>381,922</b>	<b>0.8224</b>	<b>379,014</b>	<b>2,908</b>	<b>99.2386</b>	<b>0.7614</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,737,458</b>	<b>74.2944</b>	<b>133,734,550</b>	<b>2,908</b>	<b>99.9978</b>	<b>0.0022</b>

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of votes</b>
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0

Resolution No. 4 To re-appoint Sh. Satish Kumar Kalra (DIN: 01952165), as an Independent Director								
Resolution Required: Special								
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	387,372	0.8342	376,951	10,421	97.3098	2.6902
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>387,372</b>	<b>0.8342</b>	<b>376,951</b>	<b>10,421</b>	<b>97.3098</b>	<b>2.6902</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,742,908</b>	<b>74.2974</b>	<b>133,732,487</b>	<b>10,421</b>	<b>99.9922</b>	<b>0.0078</b>

Details of Invalid Votes	
Category	No. of votes
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0

Resolution No. 5 To re-appoint Dr. Tejendra Mohan Bhasin (DIN: 03091429), as an Independent Director								
Resolution Required: Special								
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	385,922	0.8310	376,158	9,764	97.4700	2.5300
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>385,922</b>	<b>0.8310</b>	<b>376,158</b>	<b>9,764</b>	<b>97.4700</b>	<b>2.5300</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,741,458</b>	<b>74.2966</b>	<b>133,731,694</b>	<b>9,764</b>	<b>99.9927</b>	<b>0.0073</b>

Details of Invalid Votes	
Category	No. of votes
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0

<b>Resolution No. 6</b>		<b>To waive the recovery of excess managerial remuneration paid to Sh. Vikas Goel (DIN: 08322541), Managing Director and CEO of the Company for the financial year ended March 31, 2023</b>						
<b>Resolution Required: (Ordinary/Special)</b>		<b>Special</b>						
<b>Whether promoter/ promoter group are interested in the Agenda/resolution</b>							<b>No</b>	
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No of Valid Votes Polled</b>	<b>% of Votes Polled on Outstanding Shares</b>	<b>No. of Votes in Favour</b>	<b>No. of Votes Against</b>	<b>% of votes in favour on Votes Polled</b>	<b>% of votes against on Votes Polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=(2)/(1)*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=(4)/(2)*100</b>	<b>(7)=(5)/(2)*100</b>
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	387,422	0.8343	364,901	22,521	94.1870	5.8130
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>387,422</b>	<b>0.8343</b>	<b>364,901</b>	<b>22,521</b>	<b>94.1870</b>	<b>5.8130</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,742,958</b>	<b>74.2975</b>	<b>133,720,437</b>	<b>22,521</b>	<b>99.9832</b>	<b>0.0168</b>

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of votes</b>
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0

Resolution No. 7 To approve the remuneration of Sh. Vikas Goel (DIN: 08322541), Managing Director and CEO of the Company								
Resolution Required: Special								
(Ordinary/Special)								
Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	Remote E-voting	133,333,333	133,333,333	100	133,333,333	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>133,333,333</b>	<b>100</b>	<b>133,333,333</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	Remote E-voting	237,913	22,203	9.3324	22,203	-	100	-
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>22,203</b>	<b>9.3324</b>	<b>22,203</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	46,438,888	387,422	0.8343	372,656	14,766	96.1887	3.8113
	Venue voting/ Insta Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>387,422</b>	<b>0.8343</b>	<b>372,656</b>	<b>14,766</b>	<b>96.1887</b>	<b>3.8113</b>
<b>Total</b>		<b>180,010,134</b>	<b>133,742,958</b>	<b>74.2975</b>	<b>133,728,192</b>	<b>14,766</b>	<b>99.9890</b>	<b>0.0110</b>

Details of Invalid Votes	
Category	No. of votes
Promoters and Promoter Group	0
Public-Institutions	0
Public-Non Institutions	0



## Annexure - B



### Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To  
The Chairman  
**PNB Gilts Limited**  
CIN: L74899DL1996PLC077120  
5, Sansad Marg, New Delhi- 110001

**Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 27<sup>th</sup> Annual General Meeting ("AGM") of PNB Gilts Limited ("Company"), held on Friday, September 08, 2023, at 11:00 A.M (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")**

Dear Sir,

I, Ankit Singhi, Practicing Company Secretary and Partner of M/s. PI & Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on July 21, 2023, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on **Friday, September 08, 2023, at 11:00 A.M (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 10, 2023 ("**AGM Notice**").



**CORPORATE OFFICE**

D-38, South Extension Part - I, New Delhi - 110049 India | +91 11 40622200 | info@piassociates.co.in

1. My responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set out in the AGM Notice to the chairman of the Company or any person authorised by him.
  
2. I submit my report as under: -
  - i. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year ("F.Y.") 2022-23 was dispatched by the Company on Friday, August 11, 2023 only by electronic mode to all those members, whose e-mail address were registered with the Company/ MCS Share Transfer Agent Limited, Share Transfer Agent of the Company ("MCS")/ Depositories. These were also sent to those members who requested physical copies.
  - ii. The Company engaged National Securities Depository Limited ("NSDL") for providing services related to remote e-voting and e-voting at the AGM.
  - iii. The AGM Notice was simultaneously (i) submitted to the stock exchanges i.e. National Stock Exchange of India Ltd. and BSE Ltd. (ii) posted on the websites of the Company and NSDL.
  - iv. The members of the Company as on the "cut off" date i.e. Friday, September 01, 2023 were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolutions as set out in the AGM Notice.
  - v. The remote e-voting period commenced on Monday, September 04, 2023 at 9.00 A.M. (IST) and ended on Thursday, September 07, 2023 at 5.00 P.M. (IST).
  - vi. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company.
  - vii. The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the Share Transfer Agent of the Company and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.
  - viii. The consolidated summary of results of remote e- voting and e-voting at the AGM is annexed herewith as **Annexure- A**.



**CORPORATE OFFICE**

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- ix. Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 1 to 7 of the AGM Notice of the Company, have been passed with requisite votes.

**Countersigned by  
For PNB Gilts Limited**

**Authorised Signatory  
PNB Gilts Limited**

**Thanking You  
For PI & Associates  
Company Secretaries  
FRN: P2014UP035400  
PR: 1498/2021**



**Ankit Singhi  
Partner  
FCS No. 11685  
CP No. 16274  
UDIN: F011685E000971930**

**Date: 8<sup>th</sup> September, 2023  
Place: New Delhi**

**CORPORATE OFFICE**

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**Item No. 1:**

To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2023 and the Reports of the Auditors and the Board of Directors thereon.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	299	13,37,42,248	99.9995	13	705	0.0005	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>299</b>	<b>13,37,42,248</b>	<b>99.9995</b>	<b>13</b>	<b>705</b>	<b>0.0005</b>			

**Result:** The Ordinary Resolution has been passed with requisite consent.



**Item No. 2:**

To appoint a director in place of Sh. Kalyan Kumar (holding DIN: 09631251), who is liable to retire by rotation and being eligible, offers himself for reappointment.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	290	13,37,37,025	99.9967	22	4,433	0.0033	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>290</b>	<b>13,37,37,025</b>	99.9967	<b>22</b>	<b>4,433</b>	0.0033			

**Result:** The Ordinary Resolution has been passed with requisite consent.



**Item No. 3:**

To authorize Board of Directors to fix remuneration of the Statutory Auditor(s) of the Company, appointed by the Comptroller and Auditor General of India for the financial year 2023-24.

**Type of Resolution:** Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	293	13,37,34,550	99.9978	19	2,908	0.0022	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>293</b>	<b>13,37,34,550</b>	<b>99.9978</b>	<b>19</b>	<b>2,908</b>	<b>0.0022</b>			

**Result:** The Ordinary Resolution has been passed with requisite consent.



**Item No. 4:**

**To re-appoint Sh. Satish Kumar Kalra (DIN: 01952165), as an Independent Director**

**Type of Resolution:** Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	288	13,37,32,487	99.9922	24	10,421	0.0078	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>288</b>	<b>13,37,32,487</b>	99.9922	<b>24</b>	<b>10,421</b>	0.0078			

**Result:** The Special Resolution has been passed with requisite consent.



Item No. 5:

To re-appoint Dr. Tejendra Mohan Bhasin (DIN: 03091429), as an Independent Director

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	289	13,37,31,694	99.9927	23	9,764	0.0073	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>289</b>	<b>13,37,31,694</b>	<b>99.9927</b>	<b>23</b>	<b>9,764</b>	<b>0.0073</b>			

**Result:** The Special Resolution has been passed with requisite consent.





**Item No. 6:**

**To waive the recovery of excess managerial remuneration paid to Sh. Vikas Goel (DIN: 08322541), Managing Director and CEO of the Company for the financial year ended March 31, 2023.**

**Type of Resolution:** Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	264	13,37,20,437	99.9832	49	22,521	0.0168	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>264</b>	<b>13,37,20,437</b>	<b>99.9832</b>	<b>49</b>	<b>22,521</b>	<b>0.0168</b>			

**Result:** The Special Resolution has been passed with requisite consent.



Item No. 7:

To approve the remuneration of Sh. Vikas Goel (DIN: 08322541), Managing Director and CEO of the Company.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	
Remote e-voting	278	13,37,28,192	99.9890	35	14,766	0.0110	Nil		
E-Voting at AGM	NIL								
<b>Total</b>	<b>278</b>	<b>13,37,28,192</b>	<b>99.9890</b>	<b>35</b>	<b>14,766</b>	<b>0.0110</b>			

**Result:** The Special Resolution has been passed with requisite consent.

