

VLS FINANCE LTD.

Regd. Office: First Floor, 90, Okhla

Industrial Estate, Phase III, New Delhi-110020

Fax: 91-11-46656666
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Email: vls@vlsfinance.com
Web: www.vlsfinance.com

CIN : L65910DL1986PLC023129

October 3, 2022

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

Scrip Code: 511333
Sub: 35th Annual General Meeting ('AGM') and voting results.

Dear Sir/Madam,

This is to inform you that 35th Annual General Meeting ('AGM') of the Company was held on Thursday, 30th September, 2022 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the businesses mentioned in the Notice dated 13/08/2022 were transacted.

In this regard, please find enclosed the voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I (colly.)** alongwith Combined Report of Scrutinizer dated October 1, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you, for VLS Finance Ltd.

(H. Consul)
Company Secretary
M. No A11183 \

Copy to:

1) The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor Plot No. C/I, G-Block, Bandra Kurla VLSFINANCE Complex, Bandra (E), Mumbai-400051

 The Calcutta Stock Exchange Association. Ltd., 7, Lyons Range, Kolkata- 700 001

032019

VLS Finance Limited CIN: L65910DL1986PLC023129

Combined Result of voting in 35th Annual General Meeting held on Friday, 30th September, 2022 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333 (BSE)

SE)

(CSE)

Scrip code: 032019

Date of AGM/ EGM	30/09/2022
otal number of shareholders on record date	
No. of shareholders present in the meeting either in person or through proxy:	30214
Promoters and Promoter Group: Public:	0 0
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	76 5 including 2 Corporate Member through Authorised Representative 71 including 7 Corporate Members through Authorised Representative

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution req	quired: (Ordinary/ Special)		1. To receive, consi Loss for the year e	der and adopt the Audi nded on that date, the e cial Statements for the s	iciosures therefor	et of the Compar together with t	ny as at 31st March, 2022 he report of Auditors and	the statement of Profit & Directors thereon and the	
agenda/resolu		rested in the	No	ciai statements for the s	aid period.				
Category	Mode of Voting	No. of shares held (1)	(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)	votes polled (7) =	Result
Promoter and			16777945	94.83	16777945	0	= [(4)/(2)]* 100 100.0000	[(5)/(2)]* 100	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00	0	0		0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000	
	Total	17691936	16777945	94.83			N.A.	N.A.	
Public-	E-Voting		139876	13.38		0	100.0000	0,0000	
Institutions	Poll/ Evoting at AGM	1045506	0	0.00		0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000 N.A.		Passed a
Public- Non	Total	1045506	139876	13.38	139876	0	100.0000	N.A. 0.0000	Ordinary
	E-Voting	-	1045940	5.25	1041746	4194		010000	Resolution
Institutions	Poll/ Evoting at AGM	19924575	803	0.00	803	0	100.0000	0.4010	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.		0.0000	
	Total	19924575	1046743	5.25	1042549		N.A.	N.A.	
	Total	38662017	17964564	46,47	17960370	4194 4194	99.5993 99.9767	0.4007 0.0233	



Resolution rec	quired: (Ordinary/ Special)		2. To approve divid	lend of Rs.1.50 per equi	ty share.				T
Whether pron agenda/resolu	noter/promoter group are inte	rested in the	No		a Lucia				
Category	Mode of Voting	No. of shares held (1)	(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	Result
Promoter and			16777945	94.83	16777945	0	-	28 2 8 8 .	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00		0	100.0000	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	NI A	0.0000	0.0000	
	Total	17691936	16777945	94.83		N.A.	N.A.	N.A.	
Public-	E-Voting		139876			U	100.0000	0.0000	
Institutions	Poll/ Evoting at AGM	1045506	0	15.50	139876	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	0.00	0	0	0.0000	0.0000	Passed as
	Total	1045506		N.A.	N.A.	N.A.	N.A.	N.A.	Ordinary
Public- Non	E-Voting	1043300	139876	10.00		0	100.0000		Resolutio
Institutions	Poll/ Evoting at AGM	19924575	1045940	5.25	1044237	1703	99.8372	0.1628	resolutio
	Postal Ballot (if applicable)	19924373	803	0.00	803	0	100.0000		
			N.A.	N.A.	N.A.	N.A.	N.A.	0.0000	
	Total	19924575	1046743	5.25	1045040	1703	99.8373	N.A.	
	Total	38662017	17964564	46.47	17962861	1703	99.9905	0.1627 0.0095	

Resolution red	quired: (Ordinary/ Special)		3. To appoint a Dir offers himself for r	rector in place of Shri M	ahesh Prasad M	lehrotra (DIN: 0	0016768) who retires by	rotation and being eligible,	
agenda/resolu	moter/promoter group are inte ition?	rested in the	No No	e-appointment.					
Category	Mode of Voting	No. of shares held (1)	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	Page 201	No. of Votes - against (5)		% of Votes against on votes polled (7) =	Result
Promoter and Promoter	E-Voting Poll/ Evoting at AGM	17691936	16777945	94.83	(4) 16777945	0	= [(4)/(2)]* 100 100.0000	[(5)/(2)]* 100	
	Postal Ballot (if applicable)		0 N.A.	0.00 N.A.	0 N.A.	0 N.A.	0.0000 N.A.	0.0000	
Public-	Total E-Voting	17691936	16777945	94.83	16777945		100.0000	N.A. 0.0000	
Institutions	Poll/ Evoting at AGM	1045506	139876	13.38	0	139876	0.0000	0.0000	
	Postal Ballot (if applicable) Total	1045504	N.A.	N.A.	N.A.	N.A.	0.0000 N.A.	0.0000 N.A.	Passed as Ordinary
Public- Non	E-Voting	1045506	139876 1045940	13.38 5.25	0 1042687	139876	0.0000	0.0000	
nstitutions	Poll/ Evoting at AGM Postal Rallet (if applicable)	19924575	803	0.00	803	3253 0	99.6890 100.0000	0.5110	
	Postal Ballot (if applicable) Total	19924575	N.A. 1046743	N.A.	N.A.	N.A.	N.A.	0.0000 N.A.	
	Total	38662017	17964564	5.25 46.47	1043490 17821435	3253 143129	99.6892 99. 2033	0.3108 0.7967	



	quired: (Ordinary/ Special)		4. To appoint a Dir himself for re-appo	ector in place of Shri K	ishan Kumar So	ni (DIN: 001060	37) who retires by rotatio	n and being eligible, offers	
Whether pron agenda/resolu	noter/promoter group are inte	rested in the	No No	intinent.					
Category Promoter and	Mode of Voting	No. of shares held (1)	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)		% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result
Promoter	Poll/ Evoting at AGM	17691936	16777945 0	94.83 0.00	16777945	0	100.0000	0.0000	
Group	Postal Ballot (if applicable) Total	17691936	N.A.	N.A.	N.A.	N.A.	0.0000 N.A.	0.0000 N.A.	
Public- Institutions	E-Voting		16777945 139876	71.00	20111712	139876	100.0000 0.0000	0.0000	1)
institutions	Poll/ Evoting at AGM Postal Ballot (if applicable)	1045506	0 N.A.	0.00 N.A.	0 N.A.	0	0.0000	0.0000 0.0000	Passed as
Public- Non	Total E-Voting	1045506	139876	13.38		N.A. 139876	N.A. 0,0000	N.A. 0.0000	Ordinary Resolution
Institutions	Poll/ Evoting at AGM	19924575	1045940 803	5.25	1042987 803	=,00	99.7177	0.2823	resolution
	Postal Ballot (if applicable) Total	19924575	N.A. 1046743	N.A.	N.A.	N.A.	100.0000 N.A.	0.0000 N.A.	
	Total	38662017	17964564	5.25 46.47	1043790 17821735		99.7179 99.2049	0.2821	

Resolution rec	quired: (Ordinary/ Special)		5. To appoint the a	uditors and to fix their i	remuneration.				T .
Whether pron agenda/resolu	noter/promoter group are inte tion?	rested in the	No						
Category	Mode of Voting	No. of shares held (1)	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)		votes polled	Result
Promoter and			16777945			-		(7) = [(5)/(2)] * 100	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00		0	100.0000	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000	
	Total	17691936	16777945				N.A.	N.A.	
Public-	E-Voting	17	139876	13.38			100.0000	0.0000	
Institutions	Poll/ Evoting at AGM	1045506	0	0.00	139870	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N A	0.0000	0.0000	Passed a
	Total	1045506	139876	13.38		N.A.	N.A.	N.A.	Ordinary
Public- Non	E-Voting		1045940	5.25		0	100.0000	0.0000	Resolutio
Institutions	Poll/ Evoting at AGM	19924575	803	0.00	1043187	2753	99.7368	0.2632	
Ñ	Postal Ballot (if applicable)	1 1	N.A.	0.00 N.A.	803	0	100.0000	0.0000	
	Total	19924575	1046743		N.A.	N.A.	N.A.	N.A.	
	Total	38662017	17964564	5.25	1043990	2753	99.7370	0.2630	
		1	17704304	46.47	17961811	2753	99.9847	0.0153	



Resolution red	quired: (Ordinar y/Special)		6. To approve the i	e-appointment of Shri S	Suresh Kumar A	garwal (DIN: 00	106763) as Managing Dir	ector of the Company	T
Whether pron agenda/resolu	noter/promoter group are inte tion?	rested in the	No					company.	
Category	ntegory Mode of Voting No. of omoter and E-Voting		(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled	Result
			16777945	94.83	(4) 16777945	-		(7) = [(5)/(2)] * 100	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00		0	100.0000	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.) NA	0.0000	0.0000	
D 11	Total	17691936	16777945			N.A.	N.A.	N.A.	
Public- Institutions	E-Voting		139876				100.0000	010000	
institutions	Poll/ Evoting at AGM	1045506	0	0.00	10,010	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000	Passed as
D. L.11 N.	Total	1045506	139876	13.38			N.A.	N.A.	Special
	E-Voting		1045940	5.25	1042487	- 0	100.0000	0.0000	Resolution
nstitutions	Poll/ Evoting at AGM	19924575	803	0.00	803	3453	99.6699	0.3301	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.		100.0000	0.0000	
	Total	19924575	1046743	5.25	1043290	N.A.	N.A.	N.A.	
	Total	38662017	17964564	46.47	17961111	3453	99.6701	0.3299	
				10.47	1/701111	3453	99.9808	0.0192	

	quired: (Ordinary /Special)		7. To approve re-a	ppointment of Shri Kish	an Kumar Soni	(DIN:00106037)	as Director- Finance & C	CFO of the Company.	T
Whether pron agenda/resolu	noter/promoter group are intention?	rested in the	No						-
Category	Mode of Voting	No. of shares held	(2)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled	Result
Promoter and			16777945	$\frac{(3) = [(2)/(1)] * 100}{94.83}$	16777045		= [(4)/(2)]* 100	(7) = [(5)/(2)] * 100	resur
Promoter	Poll/ Evoting at AGM	17691936	0	0.00		0	100.0000	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	0	0.0000	0.0000	
	Total	17691936	16777945	94.83		N.A.	N.A.	N.A.	
	E-Voting		139876	13.38			100.0000	0.0000	
	Poll/ Evoting at AGM	1045506	0	0.00	0	139876	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	0	0.0000	0.0000	Passed as
	Total	1045506	139876	13.38		N.A.	N.A.	N.A.	Special
Public- Non	E-Voting		1045940	5.25	v	139876	0.0000	0.0000	Resolutio
nstitutions	Poll/ Evoting at AGM	19924575	803		1042787	3153	99.6985	0.3015	1
	Postal Ballot (if applicable)	1,50,000,00,000,000,000	N.A.	0.00	803	0	100.0000	0.0000	
	Total	19924575	1046743	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	38662017		5.25	1043590	3153	99.6988	0.3012	
		30002017	17964564	46.47	17821535	143029	99.2038	0.7962	



	equired: (Ordinary/ Special)		8. To approve mo Operations of the O	dification of remunerat	ion of Shri Vik	as Mehrotra (D	IN: 06476150) - Managi	ng Director- International	I
agenda/resoli	moter/promoter group are inte ution?	rested in the	No No	ompany.					
Category	Mode of Voting	No. of shares held	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)		% of Votes against on votes polled	Result
Promoter and Promoter	Poll/ Evoting at AGM	17(0100)	16777945	94.83		0	= [(4)/(2)]* 100 100.0000	(7) = [(5)/(2)] * 100	
Group	Postal Ballot (if applicable)	17691936	0 N.A.	0.00	0	0	0.0000	0.0000	
	Total	17691936	16777945	N.A. 94.83	N.A. 16777945	N.A.	N.A.	N.A.	
Public-	E-Voting		139876	74.03		0	100.0000	0.0000	
Institutions	Poll/ Evoting at AGM	1045506	0	0.00	139870	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000	Passed a
Darlette Nie	Total	1045506	139876	13.38			N.A.	N.A.	Ordinar
Public- Non	E-Voting		1045940	5.25	1042055	3885	100.0000	0.0000	Resolutio
Institutions	Poll/ Evoting at AGM	19924575	803	0.00	803	3663	99.6286	0.3714	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	100.0000	0.0000	
	Total	19924575	1046743	5.25	1042858	3885	N.A.	N.A.	
	Total	38662017	17964564		17960679		99.6288 99.9784	0.3712 0.0216	

XXXXXXXXX



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35, Tyagi Vihar – B, Dharam Colony, Nangloi Delhi 110041

Mobile: 9818307204

Mail ID: aaggarwal_cs@yahoo.com

Scrutinizer's Report [Combined Report of Remote E-voting & E-voting at AGM]

October 01, 2022

The Chairman of the 35th Annual General Meeting ("AGM"), VLS Finance Limited, Regd. off: First Floor, 90, Okhla Industrial Estate, Phase-III, New Delhi-110 020

Dear Sir,

Scrutinizer's Report for combined result of Remote E-voting and E- voting at AGM for votes cast at the 35th Annual General Meeting ("AGM") of the Members of VLS Finance Limited held on Friday, 30th September, 2022 at 3.30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on agenda items of said Annual General Meeting.

1. I, Ashutosh Aggarwal, practicing Company Secretary had been appointed as the Scrutinizer for conducting the scrutiny in connection with remote e-voting held between 27th September, 2022 to 29th September, 2022 and E- voting at AGM on the items contained in notice convening 35th AGM of the Company on 30/09/2022 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, by the Board of Directors of VLS Finance Limited vide its resolution dated 28/05/2022.

Responsibility as a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions so contained in the notice of the 35th AGM dated 13/08/2022. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the 35th Annual General Meeting, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

- 2. The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility of remote electronic voting to the members of the Company from 9.00 A.M. on Tuesday, 27th September, 2022 till 5.00 p.m. on Thursday, the 29th September, 2022. Remote E-voting was disabled by NSDL at 5.00 p.m. on 29th September, 2022.
- 3. Voting rights was reckoned on the paid-up value of shares registered in the name of the member as on Thursday, 22nd September, 2022, the cut-off date for votes on the resolutions either by remote e-voting or E-voting at AGM.



ciates (

35, Tyagi Vihar – B, Dharam Colony, Nangloi Delhi 110041

Mobile: 9818307204

Mail ID: aaggarwal_cs@yahoo.com

- 4. The e-voting results were unblocked on September 30, 2022 at around 05.06 p.m. in the presence of two witnesses, for details please refer to scrutinizer's report on Remote e-voting dated 01/10/2022.
- 5. As the Chairman of the 35th AGM of the Company, you had consented to my appointment as the Scrutinizer for the E-voting at AGM pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the resolutions contained in the Notice dated August 13, 2022. The facility of E-voting at AGM was provided at the said AGM to facilitate members to cast their votes who could not participate in remote e-voting and was available till 15 minutes after conclusion of AGM. The AGM was concluded at 4:21 p.m. on 30/09/2022. For further details please refer to Scrutinizer's Report for the E-voting at AGM in the form MGT-13 dated October 1, 2022.
- 6. The combined result of Remote E-voting and of voting at AGM is attached as an annexure to this report. There were no invalid or defective votes.
- 7. All the resolutions proposed in the agenda items of the 35th AGM have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013 as per combined results.

I hereby confirm that I am maintaining the registers received from service provider both electronically and manually in respect of votes cast through e-voting. I shall arrange to handover these records to you or person authorised by the Company upon receipt of copy of authenticated minutes of said AGM.

Thanking you,

Yours Sincerely,

Ashutosh Aggarwal

A Aggarwal and Associates

Company Secretaries

ACS 9972 CP No. 7467

P.R. CERTIFICATE NO. 1097/2021

UDIN:A009972D001117661

Place: New Delhi

Date: October 01, 2022

VLS Finance Limited CIN: L65910DL1986PLC023129

Combined Result of voting in 35th Annual General Meeting held on Friday, 30th September, 2022 at 3:30 p.m. through Video Conference.

Scrip code: VLSFINANCE (NSE)

Scrip code: 511333

(BSE)

Scrip code: 032019

(CSE)

ate of AGM/ EGM	30/09/2022
otal number of shareholders on record date	30214
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group: Public:	0 0
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	76 5 including 2 Corporate Member through Authorised Representative 71 including 7 Corporate Members through Authorised Representative

Agenda wise disclosure (to be disclosed separately for each agenda item)

Resolution req	uired: (Ordinary/ Special)		1. To receive, const Loss for the year e	der and adopt the Audi nded on that date, the er cial Statements for the s	iciosures therei	et of the Compar together with t	ny as at 31st March, 2022 the report of Auditors and	, the statement of Profit & Directors thereon and th
Whether prom agenda/resolut	noter/promoter group are inte	rested in the	No	cial statements for the s	alu periou.			
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
Promoter and			16777945	94.83	16777945	0	100.0000	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00		0		0.0000
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000
	Total	17691936	16777945	94.83			N.A.	N.A.
	E-Voting		139876	13.38			100.0000	0,0000
Institutions	Poll/ Evoting at AGM	1045506	0	0.00		0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	V.00 N.A.	N.A.	N.A.	0.0000	0.0000
2.131.31	Total	1045506	139876			1N.A.	N.A.	N.A.
	E-Voting		1045940	5.25	1041746	4194	100.0000	0.0000
nstitutions	Poll/ Evoting at AGM	19924575	803	0.00		4194	99.5990	0.4010
1	Postal Ballot (if applicable)	1	N.A.	N.A.		0	100.0000	0.0000
	Total	19924575	1046743		N.A.	N.A.	N.A.	N.A.
	Total	38662017		5.25	1042549	4194	99.5993	0.4007
		30002017	17964564	46.47	17960370	4194	99.9767	0.0233



Resolution req	quired: (Ordinary/ Special)		2. To approve divid	lend of Rs.1.50 per equit	y share.			
Whether prom agenda/resolut	noter/promoter group are intertion?	rested in the	No					
Category	Mode of Voting	No. of shares held (1)	(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
Promoter and Promoter	Poll/ Evoting at AGM	17691936	16777945	94.83		0	100.0000	
	Postal Ballot (if applicable)	17091930	N.A.	0.00 N.A.	N.A.	0 N.A.	0.0000	0.0000
	Total	17691936	16777945	94.83	16777945		N.A.	N.A.
Public- Institutions	E-Voting	4045504	139876	13.38	139876		100.0000 100.0000	0.0000 0.0000
institutions	Poll/ Evoting at AGM Postal Ballot (if applicable)	1045506	0 N.A.	0.00 N.A.	0 N.A.	0	0.0000	
D 111 N	Total	1045506	139876			N.A. 0	N.A. 100.0000	N.A. 0.0000
Public- Non Institutions	E-Voting Poll/ Evoting at AGM	19924575	1045940	0.20	1044237	1703	99.8372	0.1628
	Postal Ballot (if applicable)	15524575	803 N.A.	0.00 N.A.	803 N.A.	0 N.A.	100.0000	0.0000
	Total	19924575	1046743	5.25	1045040		N.A.	N.A.
	Total	38662017	17964564	46.47	17962861	1703 1703	99.8373 99 .9905	0.1027

Resolution required: (Ordinary/ Special)			3. To appoint a Director in place of Shri Mahesh Prasad Mehrotra (DIN: 00016768) who retires by rotation and being eligible offers himself for re-appointment.						
agenda/resolut	noter/promoter group are inte	rested in the	No	с-аррошенен.					
-	Mode of Voting	No. of shares held (1)	(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)	votes polled (7) =	
Promoter and Promoter	E-Voting Poll/ Evoting at AGM	17691936	16777945	94.83	16777945	0	100.0000	[(5)/(2)]* 100 0.0000	
Group	Postal Ballot (if applicable) Total	17691936	N.A.	N.A.	N.A.	N.A.	0.0000 N.A.	0.0000 N.A.	
Public- Institutions	E-Voting		16777945 139876	94.83 13.38	16777945 0	139876	100.0000	0.0000	
Institutions	Poll/ Evoting at AGM Postal Ballot (if applicable)	1045506	0 N.A.	0.00 N.A.	0 N.A.	0 N.A.	0.0000 N.A.	0.0000 N.A.	
Public- Non	Total E-Voting	1045506	139876 1045940	10.00	0	139876	0.0000	0.0000	
Institutions	Poll/ Evoting at AGM	19924575	803	5.25 0.00	1042687 803	3253 0	99.6890 100.0000	0.3110 0.0000	
	Postal Ballot (if applicable) Total	19924575	N.A. 1046743	N.A. 5.25	N.A. 1043490	N.A. 3253	N.A. 99.6892	N.A.	
	Total	38662017	17964564	46.47	17821435			0.3108 0.7967	



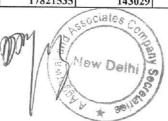
Resolution req	quired: (Ordinary/ Special)		4. To appoint a Dir	ector in place of Shri Ki	ishan Kumar So	ni (DIN: 001060)	37) who retires by rotatio	n and baing aligible offers		
			4. To appoint a Director in place of Shri Kishan Kumar Soni (DIN: 00106037) who retires by rotation and being eligible, offers himself for re-appointment.							
Whether prom agenda/resolut	noter/promoter group are inte tion?	rested in the	No							
Category	Mode of Voting	No. of shares held (1)	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against (5)	% of Votes in favour on votes polled (6)	votes polled (7) =		
Promoter and	E-Voting		16777945		(4)		= [(4)/(2)]* 100	[(5)/(2)]* 100		
Promoter	Poll/ Evoting at AGM	17691936	10///943	7 1103	16777945	0	100.0000	0.0000		
Group	Postal Ballot (if applicable)	17051550	NT A	0.00	0	0	0.0000	0.0000		
	Total	17691936	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
Public-	E-Voting	17091930	16777945				100.0000	0.0000		
Institutions	Poll/ Evoting at AGM	1045506	139876		0	139876	0.0000	0.0000		
	Postal Ballot (if applicable)	1043300	0	0.00	0	0	0.0000	0.0000		
		1045506	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
Public- Non	Total	1045506	139876		0	139876	0.0000	0.0000		
	E-Voting	19924575	1045940	5.25	1042987	2953	99.7177	0.2823		
Institutions	Poll/ Evoting at AGM		803	0.00	803	0	100,0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	19924575	1046743	5.25	1043790			0.2821		
	Total	38662017	17964564	46.47	17821735					

Resolution required: (Ordinary/Special)			5. To appoint the auditors and to fix their remuneration.						
Whether pron agenda/resolu	noter/promoter group are intention?	rested in the	No						
Category	Mode of Voting	No. of shares held (1)	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)		% of Votes against on votes polled (7) = [(5)/(2)]* 100	
Promoter and			16777945	94.83			100.0000	$(7) - [(3)/(2)]^{-100}$	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00	0	0	0.0000	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A	
	Total	17691936	16777945	94.83	16777945		100.0000	0.0000	
	E-Voting		139876	13.38	139876	0	100.0000	0.0000	
Institutions	Poll/ Evoting at AGM	1045506	0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A	
	Total	1045506	139876	13.38			100.0000		
Public- Non	E-Voting		1045940	5.25	1043187	2753	99.7368	0.000	
Institutions	Poll/ Evoting at AGM	19924575	803	0.00	803	0	100.0000	0.2002	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	0.000C N.A	
	Total	19924575	1046743	5.25	1043990	2753	99.7370	0.2630	
	Total	38662017	17964564	46.47	17961811	2753		0.2030	



Resolution required: (Ordinary/Special)			6. To approve the r	e-appointment of Shri S	uresh Kumar A	garwal (DIN: 00	106763) as Managing Dir	ector of the Company.
Whether pron agenda/resolu	noter/promoter group are inte	rested in the	No					
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against (5)	% of Votes in favour on votes polled (6)	% of Votes against on votes polled
D .	7.71			(3) = [(2)/(1)] * 100	(4)		= [(4)/(2)]* 100	(7) = [(5)/(2)] * 100
Promoter and		d manual and a	16777945	94.83	16777945	0	100.0000	
	Poll/ Evoting at AGM	17691936	0	0.00	0	0	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17691936	16777945	94.83	16777945		100.0000	0.0000
Public-	E-Voting		139876	13.38		0	100.0000	
Institutions	Poll/ Evoting at AGM	1045506	0	0.00		0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	0.0000
	Total	1045506	139876			0	100.0000	N.A.
Public- Non	E-Voting		1045940	5.25	1042487	3453	99.6699	0.0000
Institutions	Poll/ Evoting at AGM	19924575	803	0.00		3433	100.0000	0.3301
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19924575	1046743		1043290	3453		N.A.
	Total	38662017	17964564		17961111	3453	99.6701 99.9808	0.3299 0.0192

Resolution required: (Ordinary/Special)			7. To approve re-a	ppointment of Shri Kish	an Kumar Soni ((DIN:00106037)	as Director- Finance & C	FO of the Company.
Whether promagenda/resolut	noter/promoter group are inter tion?	rested in the	No					
Category	Mode of Voting	No. of shares held	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	and the second s	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and	-		16777945		16777945	0	100,0000	
Promoter	Poll/ Evoting at AGM	17691936	0	0.00	0	0	0.0000	
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	17691936	16777945	94.83	16777945	0	100.0000	0.0000
Public-	E-Voting		139876	13.38	0	139876		0.0000
Institutions	Poll/ Evoting at AGM	1045506	0	0.00	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1045506	139876	13.38	0	139876		0.0000
Public- Non	E-Voting		1045940	5.25	1042787	3153		0.3015
Institutions	Poll/ Evoting at AGM	19924575	803	0.00	803	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19924575	1046743	5.25	1043590			0.3012
	Total	38662017	17964564	46.47	17821535	143029		0.7962



XXII . 1			8. To approve modification of remuneration of Shri Vikas Mehrotra (DIN: 06476150) - Managing Director- International Operations of the Company.						
			No	V -					
	Mode of Voting	No. of shares held	(2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)		% of Votes against on votes polled (7) = [(5)/(2)]* 100	
Promoter and			16777945		16777945	0	100.0000		
Promoter	Poll/ Evoting at AGM	17691936	0	0.00	0	0	0.0000		
Group	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	17691936	16777945	94.83	16777945	0	100.0000	0.0000	
Public-	E-Voting		139876	13.38	139876	0	100.0000		
Institutions	Poll/ Evoting at AGM	1045506	0	0.00	0	0	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	1045506	139876	13.38	139876	0	100.0000	0.0000	
Public- Non	E-Voting		1045940	5.25	1042055	3885	99.6286		
Institutions	Poll/ Evoting at AGM	19924575	803	0.00	803	0	100.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19924575	1046743	5,25	1042858	3885	99.6288	0.3712	
	Total	38662017	17964564	46.47	17960679	3885	99.9784	0.0216	

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