



## VLS FINANCE LTD.

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Industrial Estate, Phase III, New Delhi-110020  
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Fax : 91-11-46656699  
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Web : www.vlsfinance.com  
CIN : L65910DL1986PLC023129

October 3, 2022

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

**Scrip Code: 511333**

**Sub: 35<sup>th</sup> Annual General Meeting ('AGM') and voting results.**

Dear Sir/Madam,

This is to inform you that 35<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Thursday, 30<sup>th</sup> 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, 5<sup>th</sup> Floor Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051 *Scrip Code: VLSFINANCE*

2) 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)

Scrip code: 032019 (CSE)

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

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

Resolution required: (Ordinary/Special)		1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2022, the statement of Profit & Loss for the year ended on that date, the enclosures thereto together with the report of Auditors and Directors thereon and the consolidated Financial Statements for the said period.								
Whether promoter/promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result	
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Ordinary Resolution	
	Poll/ Evoting at AGM		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.		
<b>Total</b>	<b>17691936</b>	<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public- Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000		
	Poll/ Evoting at AGM		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.		
<b>Total</b>	<b>1045506</b>	<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1041746	4194	99.5990	0.4010		
	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.		
<b>Total</b>	<b>19924575</b>	<b>1046743</b>	<b>5.25</b>	<b>1042549</b>	<b>4194</b>	<b>99.5993</b>	<b>0.4007</b>			
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17960370</b>	<b>4194</b>	<b>99.9767</b>	<b>0.0233</b>		



Resolution required: (Ordinary/Special)		2. To approve dividend of Rs.1.50 per equity share.							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		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.	
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000	
	Poll/ Evoting at AGM		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.	
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1044237	1703	99.8372	0.1628	
	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.	
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1045040</b>	<b>1703</b>	<b>99.8373</b>	<b>0.1627</b>	
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17962861</b>	<b>1703</b>	<b>99.9905</b>	<b>0.0095</b>	

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.							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		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.	
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public-Institutions	E-Voting	1045506	139876	13.38	0	139876	0.0000	0.0000	
	Poll/ Evoting at AGM		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.	
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>0</b>	<b>139876</b>	<b>0.0000</b>	<b>0.0000</b>	
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042687	3253	99.6890	0.3110	
	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.	
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1043490</b>	<b>3253</b>	<b>99.6892</b>	<b>0.3108</b>	
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17821435</b>	<b>143129</b>	<b>99.2033</b>	<b>0.7967</b>	



Resolution required: (Ordinary/Special)			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 promoter/promoter group are interested in the agenda/resolution?			No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result	
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Ordinary Resolution	
	Poll/ Evoting at AGM		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.		
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public-Institutions	E-Voting	1045506	139876	13.38	0	139876	0.0000	0.0000		
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000		
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>0</b>	<b>139876</b>	<b>0.0000</b>	<b>0.0000</b>		
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042987	2953	99.7177	0.2823		
	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.		
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1043790</b>	<b>2953</b>	<b>99.7179</b>	<b>0.2821</b>		
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17821735</b>	<b>142829</b>	<b>99.2049</b>	<b>0.7951</b>		

Resolution required: (Ordinary/Special)			5. To appoint the auditors and to fix their remuneration.							
Whether promoter/promoter group are interested in the agenda/resolution?			No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100	Result	
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Ordinary Resolution	
	Poll/ Evoting at AGM		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.		
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000		
	Poll/ Evoting at AGM		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.		
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1043187	2753	99.7368	0.2632		
	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.		
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1043990</b>	<b>2753</b>	<b>99.7370</b>	<b>0.2630</b>		
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17961811</b>	<b>2753</b>	<b>99.9847</b>	<b>0.0153</b>		



Resolution required: (Ordinary/Special)			6. To approve the re-appointment of Shri Suresh Kumar Agarwal (DIN: 00106763) as Managing 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 (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 Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Special Resolution
	Poll/ Evoting at AGM		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		17691936	16777945	94.83	16777945	0	N.A.	
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000	
	Total		1045506	139876	13.38	139876	0	N.A.	
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042487	3453	99.6699	0.3301	
	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	1043290	3453	N.A.	
Total		38662017	17964564	46.47	17961111	3453	99.6701	0.3299	
						3453	99.9808	0.0192	

Resolution required: (Ordinary/Special)			7. To approve re-appointment of Shri Kishan Kumar Soni (DIN:00106037) as Director- Finance & CFO 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 (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 Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Special Resolution
	Poll/ Evoting at AGM		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		17691936	16777945	94.83	16777945	0	N.A.	
Public-Institutions	E-Voting	1045506	139876	13.38	0	139876	0.0000	0.0000	
	Poll/ Evoting at AGM		0	0.00	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	0.0000	0.0000	
	Total		1045506	139876	13.38	0	139876	N.A.	
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042787	3153	99.6985	0.3015	
	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	1043590	3153	99.6988	
Total		38662017	17964564	46.47	17821535	143029	99.2038	0.7962	



Resolution required: (Ordinary/Special)			8. To approve modification of remuneration of Shri Vikas Mehrotra (DIN: 06476150) - Managing Director- International Operations 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 (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 Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000	Passed as Ordinary Resolution
	Poll/ Evoting at AGM		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.	
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>N.A.</b>	
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000	
	Poll/ Evoting at AGM		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.	
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042055	3885	99.6286	0.3714	
	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.	
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1042858</b>	<b>3885</b>	<b>99.6288</b>	<b>0.3712</b>	
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17960679</b>	<b>3885</b>	<b>99.9784</b>	<b>0.0216</b>	

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

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October 01, 2022

The Chairman of the 35<sup>th</sup> 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 35<sup>th</sup> Annual General Meeting ("AGM") of the Members of VLS Finance Limited held on Friday, 30<sup>th</sup> 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 27<sup>th</sup> September, 2022 to 29<sup>th</sup> September, 2022 and E- voting at AGM on the items contained in notice convening 35<sup>th</sup> 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 35<sup>th</sup> 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 35<sup>th</sup> 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, 27<sup>th</sup> September, 2022 till 5.00 p.m. on Thursday, the 29<sup>th</sup> September, 2022. Remote E-voting was disabled by NSDL at 5.00 p.m. on 29<sup>th</sup> September, 2022.
3. Voting rights was reckoned on the paid-up value of shares registered in the name of the member as on Thursday, 22<sup>nd</sup> September, 2022, the cut-off date for votes on the resolutions either by remote e-voting or E-voting at AGM.





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 35<sup>th</sup> 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 35<sup>th</sup> 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)

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

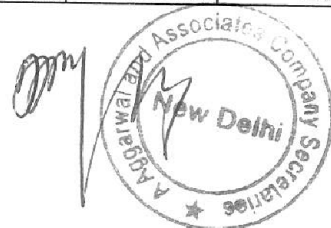
**Agenda wise disclosure (to be disclosed separately for each agenda item)**

<b>Resolution required: (Ordinary/Special)</b>		<b>1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2022, the statement of Profit &amp; Loss for the year ended on that date, the enclosures thereto together with the report of Auditors and Directors thereon and the consolidated Financial Statements for the said period.</b>						
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>17691936</b>	<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>1045506</b>	<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1041746	4194	99.5990	0.4010
	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.
	<b>Total</b>		<b>19924575</b>	<b>1046743</b>	<b>5.25</b>	<b>1042549</b>	<b>4194</b>	<b>99.5993</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17960370</b>	<b>4194</b>	<b>99.9767</b>	<b>0.0233</b>



Resolution required: (Ordinary/Special)			2. To approve dividend of Rs.1.50 per equity share.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	17691936	<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	1045506	<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1044237	1703	99.8372	0.1628
	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.
	<b>Total</b>	19924575	<b>1046743</b>	<b>5.25</b>	<b>1045040</b>	<b>1703</b>	<b>99.8373</b>	<b>0.1627</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17962861</b>	<b>1703</b>	<b>99.9905</b>	<b>0.0095</b>

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.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	17691936	<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	1045506	139876	13.38	0	139876	0.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	1045506	<b>139876</b>	<b>13.38</b>	<b>0</b>	<b>139876</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042687	3253	99.6890	0.3110
	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.
	<b>Total</b>	19924575	<b>1046743</b>	<b>5.25</b>	<b>1043490</b>	<b>3253</b>	<b>99.6892</b>	<b>0.3108</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17821435</b>	<b>143129</b>	<b>99.2033</b>	<b>0.7967</b>



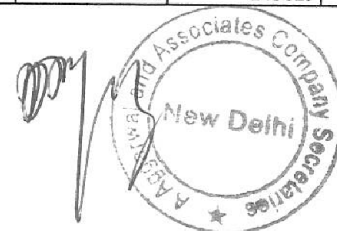
Resolution required: (Ordinary/Special)		4. To appoint a Director in place of Shri Kishan Kumar Soni (DIN: 00106037) who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	1045506	139876	13.38	0	139876	0.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>0</b>	<b>139876</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042987	2953	99.7177	0.2823
	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.
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1043790</b>	<b>2953</b>	<b>99.7179</b>	<b>0.2821</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17821735</b>	<b>142829</b>	<b>99.2049</b>	<b>0.7951</b>

Resolution required: (Ordinary/Special)		5. To appoint the auditors and to fix their remuneration.						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]* 100	% of Votes against on votes polled (7) = [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1043187	2753	99.7368	0.2632
	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.
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1043990</b>	<b>2753</b>	<b>99.7370</b>	<b>0.2630</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17961811</b>	<b>2753</b>	<b>99.9847</b>	<b>0.0153</b>



Resolution required: (Ordinary/Special)			6. To approve the re-appointment of Shri Suresh Kumar Agarwal (DIN: 00106763) as Managing 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 (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 Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	17691936	<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	1045506	<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042487	3453	99.6699	0.3301
	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.
	<b>Total</b>	19924575	<b>1046743</b>	<b>5.25</b>	<b>1043290</b>	<b>3453</b>	<b>99.6701</b>	<b>0.3299</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17961111</b>	<b>3453</b>	<b>99.9808</b>	<b>0.0192</b>

Resolution required: (Ordinary/Special)			7. To approve re-appointment of Shri Kishan Kumar Soni (DIN:00106037) as Director- Finance & CFO 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 (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 Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	17691936	<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	1045506	139876	13.38	0	139876	0.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>	1045506	<b>139876</b>	<b>13.38</b>	<b>0</b>	<b>139876</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042787	3153	99.6985	0.3015
	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.
	<b>Total</b>	19924575	<b>1046743</b>	<b>5.25</b>	<b>1043590</b>	<b>3153</b>	<b>99.6988</b>	<b>0.3012</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17821535</b>	<b>143029</b>	<b>99.2038</b>	<b>0.7962</b>



Resolution required: (Ordinary/Special)		8. To approve modification of remuneration of Shri Vikas Mehrotra (DIN: 06476150) - Managing Director- International Operations 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 (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 Group	E-Voting	17691936	16777945	94.83	16777945	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>16777945</b>	<b>94.83</b>	<b>16777945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	1045506	139876	13.38	139876	0	100.0000	0.0000
	Poll/ Evoting at AGM		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.
	<b>Total</b>		<b>139876</b>	<b>13.38</b>	<b>139876</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	19924575	1045940	5.25	1042055	3885	99.6286	0.3714
	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.
	<b>Total</b>		<b>1046743</b>	<b>5.25</b>	<b>1042858</b>	<b>3885</b>	<b>99.6288</b>	<b>0.3712</b>
<b>Total</b>		<b>38662017</b>	<b>17964564</b>	<b>46.47</b>	<b>17960679</b>	<b>3885</b>	<b>99.9784</b>	<b>0.0216</b>

xxxxxxxx

