

**20<sup>th</sup> September, 2019**

To,  
Deptt. of Corporate Services- Listing  
Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, Rotunda Building,  
Dalal Street,  
Mumbai – 400 001

**Sub: Submission of Voting Results under Regulation 44(3) of SEBI (LODR)  
Regulation, 2015.**

Dear Sir,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith voting result in respect of the business conducted at the 22<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> September, 2019.

Also attaching herewith copy of the consolidated Scrutinizer's Report on e-voting and poll for the business conducted at the 22<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> September, 2019.

Thanking you,

Yours faithfully,

**For Aurionpro Solutions Limited**

  
**Ninad Kelkar**  
Company Secretary



**REPORT OF SCRUTINIZERS -- CONSOLIDATED**

Name of the Company	AURIONPRO SOLUTIONS LIMITED
Meeting	22 <sup>ND</sup> ANNUAL GENERAL MEETING
Date and Time	FRIDAY, SEPTEMBER 20, 2019 AT 11:00 A.M.
Venue	HOTEL RAMADA, 156, HALL NO. M3, 1 <sup>ST</sup> FLOOR, MILLENNIUM BUSINESS PARK, MIDC, SECTOR 2, MAHAPE, NAVI MUMBAI – 400710

**1. APPOINTMENT AS SCRUTINIZERS:**

We, RS & MP Associates, Company Secretaries in practice, were appointed as the Scrutinizers by the Board of Directors of Aurionpro Solutions Limited ('the Company') for the purpose of scrutinizing the remote e-voting as well as the Poll Voting process and ascertaining the requisite majority on the Remote e-voting and Poll Voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendments thereof ('the Rules'), on the resolutions contained in the Notice dated: August 8, 2019 convening the 22<sup>nd</sup> Annual General Meeting ('AGM') of the Equity Shareholders of the Company, held on Friday, September 20, 2019 at 11:00 a.m. at Hotel Ramada, 156, Hall No. M3, 1<sup>st</sup> Floor, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting and the Poll Voting process on the resolutions contained in the AGM Notice dated: August 8, 2019. Our responsibility as scrutinizers for the voting process (remote e-voting as well as the Poll Voting process) is restricted to make a Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated above, based on the voting on Poll Process conducted at the AGM and reports generated from the e-voting system provided by National Securities



Depository Limited (NSDL), the authorized agency to provide e-voting facilities and engaged by the Company.

## **2. NOTICE CONVENING THE MEETING:**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:-

- On August 27, 2019 by e-mail to 6887 members who had registered their email IDs with the Company / Depositories.
- On August 27, 2019 by Registered Post to 8 (Eight) members, by Speed Post to 93 (Ninety Three) members and by Courier to 1,949 (One Thousand Nine Hundred and Forty Nine) members in physical form.
- The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper 'The Free Press Journal' and in a Vernacular newspaper 'Navshakti' having wide circulation, in their respective editions dated: August 29, 2019.

## **3. CUT-OFF DATE:**

The Voting rights were reckoned as on Friday, September 13, 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

## **4. REMOTE E-VOTING:**

- (i) The Company had appointed **National Securities Depository Limited ('NSDL')** as the agency for providing the remote e-Voting platform.
- (ii) Remote e-Voting platform was open from Tuesday, September 17, 2019 (9:00 a.m.) to Thursday, September 19, 2019 (5:00 p.m.) and members were required to cast their



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votes electronically conveying their assent or dissent in respect of the Resolutions, on the e-Voting platform provided by NSDL.

#### **5. VOTING AT THE AGM:**

- i). The Company had provided the facility for voting through Poll at the AGM and members, who have not casted their vote by remote e-voting were allowed to exercise their right to vote at the meeting.
- ii). The Polling papers in Form MGT-12 as per Section 109(5) of the Act and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders casted their votes in the ballot box kept at convenient places in the venue.

#### **6. COUNTING PROCESS**

- i). The shareholders casted their votes in the ballot box kept at convenient place in the venue. The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
- ii). The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.
- iii). We unblocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Mr. Rajendra Sankpal and Mr. Karan Parmar (who are not in the employment with the Company) and downloaded the e-Voting results.

#### **7. RESULTS:**

- i). We observed that
  - a) 60 (Sixty) member's folios had casted their votes at the meeting out of which there were no invalid votes.



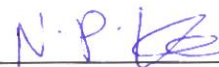
- b) 10 (Ten) members had casted their votes through remote e-Voting.
- ii). The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 22<sup>nd</sup> AGM dated August 8, 2019, is annexed herewith and marked as **ANNEXURE - A**.
- iii). Based on the aforesaid results, I report that 5 (Five) Ordinary Resolutions and 1 (One) Special Resolution as contained in Item No. 1 to Item No.5 and Item No. 6 respectively, of the Notice dated August 8, 2019, have been passed with requisite majority.

For **RS & MP ASSOCIATES, Company Secretaries,**  
**Unique code No.:** P2017MH061400



**RAKESH SANGHANI, Partner**  
Scrutinizer  
FCS: 7647  
C.P. No.: 6302

**Dated:** September 20, 2019  
**Place:** Navi Mumbai



Counter signed by the Company Secretary

**Encl:** Annexure - A

**CONSOLIDATED RESULTS - AURIONPRO SOLUTIONS LIMITED****ITEM NO.1 :**

**ORDINARY RESOLUTION - TO RECEIVE, CONSIDER AND ADOPT THE BALANCE SHEET AS AT 31ST MARCH, 2019 AND THE PROFIT AND LOSS ACCOUNT FOR THE FINANCIAL YEAR ENDED ON THAT DATE ALONG WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

VOTING METHOD	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
		NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	7,585	9	7,584	99.99%	1	1	0.01%	-	-
VOTING THROUGH POLL	1,08,00,509	60	1,08,00,509	100.00%	-	-	-	-	-
<b>TOTAL</b>	<b>1,08,08,094</b>	<b>69</b>	<b>1,08,08,093</b>	<b>100.00%</b>	<b>1</b>	<b>1</b>	<b>0.00%</b>	-	-

**ITEM NO.2 :**

**ORDINARY RESOLUTION - TO DECLARE DIVIDEND FOR THE YEAR ENDED 31ST MARCH, 2019:**

VOTING METHOD	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
		NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	7,585	9	7,584	99.99%	1	1	0.01%	-	-
VOTING THROUGH POLL	1,08,00,509	60	1,08,00,509	100.00%	-	-	-	-	-
<b>TOTAL</b>	<b>1,08,08,094</b>	<b>69</b>	<b>1,08,08,093</b>	<b>100.00%</b>	<b>1</b>	<b>1</b>	<b>0.00%</b>	-	-

**ITEM NO.3 :**

**ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF MR. AMIT SHETH (DIN: 00122623), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:**

VOTING METHOD	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
		NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	7,585	9	7,584	99.99%	1	1	0.01%	-	-
VOTING THROUGH POLL	84,49,658	57	84,49,658	100.00%	-	-	-	-	-
<b>TOTAL</b>	<b>84,57,243</b>	<b>66</b>	<b>84,57,242</b>	<b>100.00%</b>	<b>1</b>	<b>1</b>	<b>0.00%</b>	-	-

**ITEM NO.4 :**

**ORDINARY RESOLUTION – APPOINTMENT OF MR. AJAY SARUPRIA AS NON-EXECUTIVE DIRECTOR:**

VOTING METHOD	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
		NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	7,585	9	7,584	99.99%	1	1	0.01%	-	-
VOTING THROUGH POLL	89,17,570	57	89,17,570	100.00%	-	-	-	-	-
<b>TOTAL</b>	<b>89,25,155</b>	<b>66</b>	<b>89,25,154</b>	<b>100.00%</b>	<b>1</b>	<b>1</b>	<b>0.00%</b>	-	-



**ITEM NO.5 :****ORDINARY RESOLUTION – APPOINTMENT OF MS. SUDHA BHUSHAN AS AN INDEPENDENT DIRECTOR:**

VOTING METHOD	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
		NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	7,585	9	7,584	99.99%	1	1	0.01%	-	-
VOTING THROUGH POLL	1,08,00,509	60	1,08,00,509	100.00%	-	-	-	-	-
<b>TOTAL</b>	<b>1,08,08,094</b>	<b>69</b>	<b>1,08,08,093</b>	<b>100.00%</b>	<b>1</b>	<b>1</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>

**ITEM NO.6 :****SPECIAL RESOLUTION – RE-APPOINTMENT OF DR. MAHENDRA MEHTA AS AN INDEPENDENT DIRECTOR FOR FURTHER FIVE YEARS:**

VOTING METHOD	TOTAL VALID VOTES	VOTES IN FAVOUR OF THE RESOLUTION			VOTES AGAINST THE RESOLUTION			INVALID VOTES	ABSTAINED VOTES
		NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST	NO. OF FOLIOS	NO. OF SHARES	% OF TOTAL NO. OF VALID VOTES CAST		
REMOTE E-VOTING	7,585	9	7,584	99.99%	1	1	0.01%	-	-
VOTING THROUGH POLL	1,05,47,671	59	1,05,47,671	100.00%	-	-	-	-	-
<b>TOTAL</b>	<b>1,05,55,256</b>	<b>68</b>	<b>1,05,55,255</b>	<b>100.00%</b>	<b>1</b>	<b>1</b>	<b>0.00%</b>	<b>-</b>	<b>-</b>



Form MGT-13

**SCRUTINIZER'S REPORT ON POLL**

*[Pursuant to the section 109 of the Companies Act, 2013 and rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]*

To,

The Chairman of 22<sup>nd</sup> Annual General Meeting of the Members of AURIONPRO SOLUTIONS LIMITED held on Friday, September 20, 2019 at 11:00 a.m. at Hotel Ramada, 156, Hall No. M3, 1<sup>st</sup> Floor, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710.

Dear Sir,

We, RS & MP Associates, Company Secretaries in practice, were appointed as Scrutinizers by the Board of Directors of Aurionpro Solutions Limited ('the Company') for the purpose of scrutinizing the Poll undertaken at the 22<sup>nd</sup> Annual General Meeting ('AGM') of the Equity Shareholders of the Company, held on Friday, September 20, 2019 at 11:00 a.m. at Hotel Ramada, 156, Millennium Hall No. M3, 1<sup>st</sup> Floor, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710, on the resolutions contained in the Notice dated: August 8, 2019 convening the said AGM, submit our report as under:

1. The Company had provided the facility for voting through Poll and members, who have not cast their vote by remote e-voting were allowed to exercise their right to vote through Poll.
2. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling were locked in our presence.
3. The Polling papers in Form MGT-12 as per Section 109(5) of the Act and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders casted their votes in the ballot box kept at convenient place in the venue.
4. The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and poll papers were diligently





scrutinized. The poll papers were reconciled with the records maintained and provided to us by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

5. There were no poll papers which were incomplete or were otherwise found defective.
6. The result of the Poll is as under:

### ORDINARY BUSINESS

#### ITEM No. 1:

**ORDINARY RESOLUTION** - TO RECEIVE, CONSIDER AND ADOPT THE BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2019 AND THE PROFIT AND LOSS ACCOUNT FOR THE FINANCIAL YEAR ENDED ON THAT DATE ALONG WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

#### i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
60	10,800,509	100%

#### ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

#### iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

#### ITEM No. 2:

**ORDINARY RESOLUTION** - TO DECLARE DIVIDEND FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019:



i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
60	10,800,509	100%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**ITEM No. 3:**

**ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF MR. AMIT SHETH (DIN: 00122623), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:**

i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
57	8,449,658	100%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)



Nil	Nil	Nil
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iii). **INVALID VOTES:**

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**SPECIAL BUSINESS****ITEM No. 4:**

**ORDINARY RESOLUTION – APPOINTMENT OF MR. AJAY SARUPRIA AS NON-EXECUTIVE DIRECTOR:**

i). **VOTED IN FAVOUR OF THE RESOLUTION:**

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
57	8,917,570	100%

ii). **VOTED AGAINST OF THE RESOLUTION:**

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

iii). **INVALID VOTES:**

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**ITEM No. 5:**

**ORDINARY RESOLUTION – APPOINTMENT OF MS. SUDHA BHUSHAN AS AN INDEPENDENT DIRECTOR:**



*[Handwritten signature]*

i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
60	10,800,509	100%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**ITEM No. 6:**

**SPECIAL RESOLUTION – RE-APPOINTMENT OF DR. MAHENDRA MEHTA AS AN INDEPENDENT DIRECTOR FOR FURTHER FIVE YEARS:**

i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
59	10,547,671	100%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil



iii). **INVALID VOTES:**

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

7. Lists of Equity shareholders who voted "FOR" and "AGAINST" for each resolution are enclosed.
8. 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 **RS & MP ASSOCIATES, Company Secretaries**

Unique code No.: P2017MH061400



**RAKESH SANGHANI, Partner**

Scrutinizer

FCS: 7647 C.P. No.: 6302

**Place:** Navi Mumbai

**Dated:** September 20, 2019



**Encl:** As above.



**SCRUTINIZER'S REPORT ON E-VOTING**

*[Pursuant to the section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]*

To,

The Chairman of 22<sup>nd</sup> Annual General Meeting of the Members of AURIONPRO SOLUTIONS LIMITED held on Friday, September 20, 2019 at 11:00 a.m. at Hotel Ramada, 156, Hall No. M3, 1<sup>st</sup> Floor, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710.

Dear Sir,

We, RS & MP Associates, Company Secretaries in practice, were appointed as Scrutinizers by the Board of Directors of Aurionpro Solutions Limited ('the Company') for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendments thereof ('the Rules'), on the resolutions contained in the Notice dated: August 8, 2019 convening the 22<sup>nd</sup> Annual General Meeting ('AGM') of the Members of the Company held on Friday, September 20, 2019 at 11:00 a.m. at Hotel Ramada, 156, Hall No. M3, 1<sup>st</sup> Floor, Millennium Business Park, MIDC, Sector 2, Mahape, Navi Mumbai – 400710, submit our report as under:

1. The Company had appointed National Securities Depository Limited ("NSDL") as the agency for providing the remote e-Voting platform.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means on the resolutions contained in the Notice to the AGM of the Members of the Company. Our responsibility as scrutinizers for the e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities and engaged by the Company.
3. Further to the above, we submit our report as under:-
  - a) The e-voting period remained open from Tuesday, September 17, 2019 (9:00 a.m.) to Thursday, September 19, 2019 (5:00 p.m.).



- b) The Members of the Company as on the “cut-off” date i.e. Friday, September 13, 2019, were entitled to vote on the resolutions contained in notice of AGM
- c) The votes casted through remote e-voting were unblocked on Friday, September 19, 2019, after ascertaining the votes cast at the AGM vide Poll, in the presence of two witnesses, Mr. Rajendra Sankpal and Mr. Karan Parmar who are not in the employment of the Company.
- d) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted “for” or “against” the resolution that was put to vote, were generated from the e-voting website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such reports generated, the result of the e-voting is as under:

### **ORDINARY BUSINESS**

#### **ITEM No. 1:**

**ORDINARY RESOLUTION** - TO RECEIVE, CONSIDER AND ADOPT THE BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2019 AND THE PROFIT AND LOSS ACCOUNT FOR THE FINANCIAL YEAR ENDED ON THAT DATE ALONG WITH THE REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:

i). **VOTED IN FAVOUR OF THE RESOLUTION:**

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	7584	99.99%

ii). **VOTED AGAINST OF THE RESOLUTION:**

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	0.01%

iii). **INVALID VOTES:**

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil





**ITEM No. 2:****ORDINARY RESOLUTION - TO DECLARE DIVIDEND FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019:**i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	7584	99.99%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	0.01%

iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**ITEM No. 3:****ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF MR. AMIT SHETH (DIN: 00122623), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT:**i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	7584	99.99%



ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	0.01%

iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**SPECIAL BUSINESS****ITEM No. 4:**

**ORDINARY RESOLUTION – APPOINTMENT OF MR. AJAY SARUPRIA AS NON-EXECUTIVE DIRECTOR:**

i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	7584	99.99%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	0.01%

iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**ITEM No. 5:**

**ORDINARY RESOLUTION – APPOINTMENT OF MS. SUDHA BHUSHAN AS AN INDEPENDENT DIRECTOR:**

i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	7584	99.99%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	0.01%

iii). INVALID VOTES:

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**ITEM No. 6:**

**SPECIAL RESOLUTION – RE-APPOINTMENT OF DR. MAHENDRA MEHTA AS AN INDEPENDENT DIRECTOR FOR FURTHER FIVE YEARS:**

i). VOTED IN FAVOUR OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
9	7584	99.99%

ii). VOTED AGAINST OF THE RESOLUTION:

Number of folios voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	0.01%

iii). **INVALID VOTES:**

Total number of folios whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

The Register and all papers relating to voting by electronic means shall remain in the safe custody of the scrutinizers until the Chairman considers, approves and signs the minutes of the said AGM and thereafter the same would be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

For **RS & MP ASSOCIATES, Company Secretaries,**  
Unique code No.: P2017MH061400



**RAKESH SANGHANI, Partner**  
Scrutinizer  
FCS: 7647 C.P. No.: 6302



**Dated:** September 20, 2019  
**Place:** Navi Mumbai