

September 30, 2020

The General Manager
Corporate Relations Department
Bombay Stock Exchange Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001

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

Scrip Code No. 532481

Scrip Code No. NOIDA TOLL EQ

Dear Sir/Madam,

Sub: Consolidated Voting Results on Resolutions as per the Notice of the 24th Annual General Meeting of Noida Toll Bridge Company Limited ('AGM') dated September 28, 2020

Please note that Resolution Nos. 1 to 5 as per the Notice dated September 09, 2020 of the 24th AGM held on September 28, 2020 have been passed by the shareholders with requisite majority. Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format, in respect of the votes cast through e-voting at the 24th AGM.

A copy of the Scrutinizer's Report containing consolidated voting results is enclosed herewith.

We request you to take the above information on record.

Thanking you,
For **Noida Toll Bridge Company Limited**



Gagan Singhal
Company Secretary & Compliance Officer

	NOIDA TOLL BRIDGE COMPANY LIMITED
Date of the AGM/EGM	28-09-2020
Total number of shareholders on record date	64804
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	72
Promoters and Promoter Group:	1
Public:	71

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statement) for the Financial Year ended March 31, 2020.							
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	4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00
Public- Institutions	E-Voting	76,01,112	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		76,01,112	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	12,94,98,883	2,51,116	0.19	1,80,750	70,366	71.98	28.02
	Poll		0	0.00	0	0		0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12,94,98,883	2,51,116	0.19	1,80,750	70,366	71.98
Total	Total	18,61,95,002	4,93,46,123	26.50	4,92,75,757	70,366	99.86	0.14



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director, in place of Mr. Manish Kumar Agarwal (DIN 02885603), who retires by rotation and, being eligible, offers himself for re-appointment,							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category		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	4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00
Public- Institutions	E-Voting	76,01,112	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		76,01,112	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	12,94,98,883	2,49,866	0.19	1,77,915	71,951	71.20	28.80
	Poll		0	0.00	0	0		0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12,94,98,883	2,49,866	0.19	1,77,915	71,951	71.20
Total		18,61,95,002	4,93,44,873	26.50	4,92,72,922	71,951	99.85	0.15



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Kazim Raza Khan (DIN 05188955) as a Director of the Company							
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	4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00
Public- Institutions	E-Voting	76,01,112	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		76,01,112	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	12,94,98,883	2,49,866	0.19	1,77,974	71,892	71.23	28.77
	Poll		0	0.00	0	0		0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12,94,98,883	2,49,866	0.19	1,77,974	71,892	71.23
Total		18,61,95,002	4,93,44,873	26.50	4,92,72,981	71,892	99.85	0.15



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Bijay Kumar Panda (DIN 07414015) as a Director of the Company							
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	4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00
Public- Institutions	E-Voting	76,01,112	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		76,01,112	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	12,94,98,883	2,49,866	0.19	1,78,350	71,516	71.38	28.62
	Poll		0	0.00	0	0		0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12,94,98,883	2,49,866	0.19	1,78,350	71,516	71.38
Total		18,61,95,002	4,93,44,873	26.50	4,92,73,357	71,516	99.86	0.14



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for enter into a contract/agreement with ITNL Toll Management Services Limited- a subsidiary of the Company							
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	4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		4,90,95,007	4,90,95,007	100.00	4,90,95,007	0	100.00
Public- Institutions	E-Voting	76,01,112	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		76,01,112	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	12,94,98,883	2,51,116	0.19	1,79,324	71,792	71.41	28.59
	Poll		0	0.00	0	0		0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12,94,98,883	2,51,116	0.19	1,79,324	71,792	71.41
Total		18,61,95,002	4,93,46,123	26.50	4,92,74,331	71,792	99.85	0.15





SCRUTINIZER'S REPORT

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

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

Dear Sir(s),

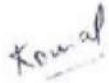
Sub: Scrutinizer's Report of e-voting at the Annual General Meeting of Noida Toll Bridge Company Limited held on Monday, 28th September, 2020 at 10:30 A.M through Video Conferencing (VC) / other audio Visual means (OAVM) facility:

I, **Sanjay Kumar**, Managing Partner of **Kumar Wadhwa & Company**, Company Secretaries in practice, having our office at C-1/113 Ground Floor, Sector-11, Rohini New Delhi-110085 have been appointed as Scrutinizer of **Noida Toll Bridge Company Limited** ("the Company"), having its Registered office at Noida Toll Bridge Company Limited Toll Plaza, Mayur Vihar Link Road Delhi - 110091, for the purpose of scrutinizing the e-Voting in a fair and transparent manner carried out under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolutions at the 24th Annual General Meeting of the Company held on Monday, the 28th September, 2020 at 10:30 a.m., through Video Conferencing (VC) / other audio Visual means (OAVM).

We hereby submit our report as under:-

1. The e-voting period remained opened from Friday, 25th September, 2020 (09:00 A.M. IST) and ended on Sunday, 27th September, 2020 (05:00 P.M. IST)
2. The shareholders who are holding shares as on the "cut-off" date i.e. 21st September, 2020 were entitled to vote through e-Voting on the Resolutions set out in the Notice of 24th Annual General Meeting of the Company issued pursuant to the Section 101 of the Companies Act, 2013.
3. The votes for e-Voting process were unlocked on Monday, the 28th September, 2020 after 11:30 A.M. IST in the presence of two witnesses, Mrs. Komal Saxena (D-33 Ganesh Nagar, Complex Pandav Nagar, Delhi 110092) and Ms. Renu Malik (C-389 Avantika ,Sector- 1, Rohini New Delhi-

110085) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Signature:

Name: Komal Saxena



Signature:

Name: Renu Malik

4. The details containing inter-alia list of Equity Shareholders, who voted for and against were downloaded from the E-Voting website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com
5. The shareholders attended the 24th Annual General Meeting of the Company on Monday, the 28th September, 2020 and voted through e-voting.
6. The result of e-Voting as under:-

Resolution 1: - To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statement) for the Financial Year ended March 31, 2020.

Method of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes		Total valid votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	49275757	99.86	70366	0.14	-	-	49346123

Resolution 2: - To appoint a Director in place of Mr. Manish Kumar Agarwal (DIN 02885603), who retires by rotation and, being eligible, offers himself for re-appointment.

Method of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes		Total valid votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	49272922	99.85	71951	0.15	-	-	49344873

Resolution 3: - Approval for appointment of Mr. Kazim Raza Khan (DIN 05188955) as a Director of the Company

Method of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes		Total valid votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	49272981	99.85	71892	0.15	-	-	49344873

Resolution 4: - Approval for appointment of Mr. Bijay Kumar Panda (DIN 07414015) as a Director of the Company

Method of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes		Total valid votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	49273357	99.85	71516	0.15	-	-	49344873

Resolution 5: - Approval for enter into a contract/agreement with ITNL Toll Management Services Limited - a subsidiary of the Company

Method of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes		Total valid votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	49274331	99.85	71792	0.15	-	-	49346123

7. The details containing the list of equity shareholders who voted “**FOR**”, and “**AGAINST**” and those whose votes were declared invalid for the resolution and all other relevant records were sealed and handed over to the Company Secretary “**Mr. Gagan Singhal**” for safe keeping.

CONCLUSION:

ORDINARY BUSINESS:

ITEM 1: To receive, consider and adopt:

- i. the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2020 by way of **Ordinary Resolution**;
- ii. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 by way of **Ordinary Resolution**;
together with the report of the Auditors’ thereon.

Since majority of votes cast by the members are in favor of resolution, therefore, the proposed **Ordinary Resolution** declared as “**passed with majority**”.

ITEM 2: To appoint a Director in place of Mr. Manish Kumar Agarwal (DIN 02885603), who retires by rotation and, being eligible, offers himself for re-appointment by way of **Ordinary Resolution**

Since majority of votes cast by the members are in favor of resolution, therefore, the proposed **Ordinary Resolution** declared as **passed with requisite majority**”.

SPECIAL BUSINESS:

ITEM 3 : Approval for appointment of Mr. Kazim Raza Khan (DIN 05188955) as a Director of the Company by way of **Ordinary Resolution**

Since majority of votes cast by the members are in favor of resolution, therefore, the proposed **Ordinary Resolution** declared as “**passed with requisite majority**”.

ITEM 4 : Approval for appointment of Mr. Bijay Kumar Panda (DIN 07414015) as a Director of the Company by way of **Ordinary Resolution**

Since majority of votes cast by the members are in favor of resolution, therefore, the proposed **Ordinary Resolution** declared as “passed with requisite majority”.


ITEM 5: Approval for enter into a contract/agreement with ITNL Toll Management Services Limited – a subsidiary of the Company by way of **Ordinary Resolution**

Since majority of votes cast by the members are in favor of resolution, therefore, the proposed **Ordinary Resolution** declared as “passed with requisite majority”.

Thanking You,

Sincerely

**For Kumar Wadhwa & Company
(Practicing Company Secretaries)**

SANJAY KUMAR  Digitally signed by
SANJAY KUMAR
Date: 2020.09.30
13:01:50 +05'30'

**Sanjay Kumar
(Managing Partner)
M.NO: 9211
COP No. - 7027
UDIN: F009211B000807261
Place: Delhi
Date: 29th September, 2020**

**Countersigned by:
For Noida Toll Bridge Company Limited**

**Gagan Singhal
Company Secretary and Compliance Officer**