

# gokaldas exports ltd

GEL/SEC/2022-23

12<sup>th</sup> December, 2022

BSE Limited  
Phiroze Jeejeebhoy Towers  
25<sup>th</sup> Floor, Dalal Street,  
Mumbai - 400 001

National Stock Exchange of India Limited  
The Exchange Plaza,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai-400 051

Scrip Code: 532630

Scrip Code: GOKEX

Dear Sir,

## Sub: Results of the Postal Ballot

**Ref: Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Scrutinizer's Report under Section 110 of the Companies Act, 2013**

As informed vide our letter dated 11<sup>th</sup> November, 2022, the Company has conducted Postal Ballot (through remote e-voting) for seeking approval of the Members on the following resolutions:

Sl. No.	Resolutions	Nature of the resolution
1.	Regularization of Additional Director Mr. George Varughese (DIN: 0009702009) as Director of the Company	Ordinary
2.	Appointment of Mr. George Varughese (DIN: 0009702009) as Non-Executive Independent Director of the Company	Special
3.	Regularization of Additional Director Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Director of the Company	Ordinary
4.	Appointment of Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Non-Executive Independent Director of the Company	Special
5.	Regularization of Additional Director Ms. Rama Bijapurkar (DIN: 00001835) as Director of the Company	Ordinary
6.	Appointment of Ms. Rama Bijapurkar (DIN: 00001835) as Non-Executive Independent Director of the Company	Special
7.	Regularization of Additional Director Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Director of the Company	Ordinary
8.	Appointment of Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Executive Director of the Company	Special
9.	Change in designation of Mr. Sivaramakrishnan Ganapathi (DIN: 07954560) from Managing Director to Executive Vice Chairman and Managing Director	Ordinary



Regd. Office : # 25, 2nd Cross, 3rd Main,  
Industrial Suburb, Yeshwanthpur, Bangalore 560 022.  
Tel : +91 80 68951000, Fax : +91 80 68951001

E-Mail : info@gokaldasexports.com CIN : L18101KA2004PLC033475



014

# gokaldas exports ltd

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015, we are enclosing Voting Results and Report of the Scrutinizer. The aforementioned resolutions have been passed with requisite majority.

The result is also available on the website of the Company at [www.gokaldasexports.com](http://www.gokaldasexports.com).

Request you to take the above information on records.

Thanking you,

Yours truly,

**For Gokaldas Exports Limited**

**Sathyamurthy. A**  
**Chief Financial Officer and Compliance Officer**

Encl: As above



Regd. Office : # 25, 2nd Cross, 3rd Main,  
Industrial Suburb, Yeshwanthpur, Bangalore 560 022.  
Tel : +91 80 68951000, Fax : +91 80 68951001  
E-Mail : [info@gokaldasexports.com](mailto:info@gokaldasexports.com) CIN : L18101KA2004PLC033475



014

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director Mr. George Varughese (0009702009) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	12705348	12455957	98.0371	12455957	0	100	0
Public-Institutions	E-Voting	22120874	18857723	85.2485	18857723	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)							
	Total	22120874	18857723	85.2485	18857723	0	100	0



Public- Non Institutions	E-Voting		5509749	21.3956	5509668	81	99.9985	0.0015
	Poll							
	Postal Ballot (if applicable)	25751772						
	Total	25751772	5509749	21.3956	5509668	81	99.9985	0.0015
Total		60577994	36823429	60.7868	36823348	81	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. George Varughese (0009702009) as Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	12705348	12455957	98.0371	12455957	0	100	0
Public-Institutions	E-Voting	22120874	18857723	85.2485	18857723	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	22120874	18857723	85.2485	18857723	0	100	0



Public- Non Institutions	E-Voting	25751772	5509749	21.3956	5509178	571	99.9896	0.0104
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509749	21.3956	5509178	571	99.9896	0.0104
Total		60577994	36823429	60.7868	36822858	571	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	12705348	12455957	98.0371	12455957	0	100	0
Public-Institutions	E-Voting	22120874	18857723	85.2485	18857723	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	22120874	18857723	85.2485	18857723	0	100	0

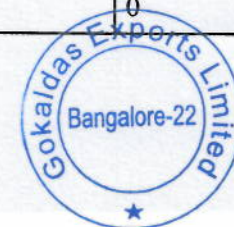


Public- Non Institutions	E-Voting	25751772	5509749	21.3956	5509703	46	99.9992	0.0008
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509749	21.3956	5509703	46	99.9992	0.0008
Total		60577994	36823429	60.7868	36823383	46	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





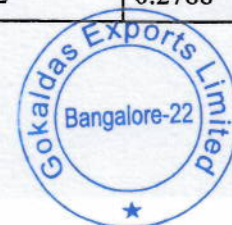
Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	12705348	12455957	98.0371	12455957	0	100	0
Public-Institutions	E-Voting	22120874	18857723	85.2485	18857723	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	22120874	18857723	85.2485	18857723	0	100	0



Public- Non Institutions	E-Voting	25751772	5509749	21.3956	5509693	56	99.999	0.001
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509749	21.3956	5509693	56	99.999	0.001
Total		60577994	36823429	60.7868	36823373	56	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director Ms. Rama Bijapurkar (DIN: 00001835) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12705348	12455957	98.0371	12455957	0	100
Public-Institutions	E-Voting	22120874	18857723	85.2485	18805140	52583	99.7212	0.2788
	Poll							
	Postal Ballot (if applicable)							
	Total		22120874	18857723	85.2485	18805140	52583	99.7212



Public- Non Institutions	E-Voting	25751772	5509674	21.3953	5509118	556	99.9899	0.0101
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509674	21.3953	5509118	556	99.9899	0.0101
Total		60577994	36823354	60.7867	36770215	53139	99.8557	0.1443
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Rama Bijapurkar (DIN: 00001835) as Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	12705348	12455957	98.0371	12455957	0	100	0
Public-Institutions	E-Voting	22120874	18857723	85.2485	18748024	109699	99.4183	0.5817
	Poll							
	Postal Ballot (if applicable)							
	Total	22120874	18857723	85.2485	18748024	109699	99.4183	0.5817



Public- Non Institutions	E-Voting	25751772	5509749	21.3956	5509193	556	99.9899	0.0101
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509749	21.3956	5509193	556	99.9899	0.0101
Total		60577994	36823429	60.7868	36713174	110255	99.7006	0.2994
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Additional Director Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12705348	12455957	98.0371	12455957	0	100
Public-Institutions	E-Voting	22120874	18857723	85.2485	18805140	52583	99.7212	0.2788
	Poll							
	Postal Ballot (if applicable)							
	Total		22120874	18857723	85.2485	18805140	52583	99.7212



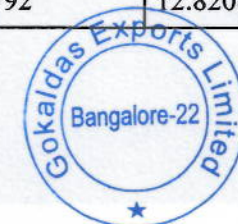
Public- Non Institutions	E-Voting	25751772	5509674	21.3953	5509118	556	99.9899	0.0101
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509674	21.3953	5509118	556	99.9899	0.0101
Total		60577994	36823354	60.7867	36770215	53139	99.8557	0.1443
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





### Resolution(8)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Executive Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12705348	12455957	98.0371	12455957	0	100
Public-Institutions	E-Voting	22120874	18857723	85.2485	16440018	2417705	87.1792	12.8208
	Poll							
	Postal Ballot (if applicable)							
	Total		22120874	18857723	85.2485	16440018	2417705	87.1792



Public- Non Institutions	E-Voting	25751772	5509674	21.3953	5509128	546	99.9901	0.0099
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509674	21.3953	5509128	546	99.9901	0.0099
Total		60577994	36823354	60.7867	34405103	2418251	93.4328	6.5672
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in designation of Mr. Sivaramakrishnan Ganapathi (DIN: 07954560) from Managing Director to Executive Vice-Chairman and Managing Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	12705348	12455957	98.0371	12455957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		12705348	12455957	98.0371	12455957	0	100
Public-Institutions	E-Voting	22120874	18857723	85.2485	17334491	1523232	91.9225	8.0775
	Poll							
	Postal Ballot (if applicable)							
	Total		22120874	18857723	85.2485	17334491	1523232	91.9225



Public- Non Institutions	E-Voting	25751772	5509674	21.3953	5509128	546	99.9901	0.0099
	Poll							
	Postal Ballot (if applicable)							
	Total	25751772	5509674	21.3953	5509128	546	99.9901	0.0099
Total		60577994	36823354	60.7867	35299576	1523778	95.8619	4.1381
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





**Nagendra D. Rao**, B.Com., LL.B., F.C.S.

Practising Company Secretary

December 12, 2022

To,  
The Chairman,  
Gokaldas Exports Limited,  
No. 25, Second Cross,  
Third Main, Industrial Suburb,  
Yeshwantpur,  
Bengaluru – 560 022.

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.**

I, Nagendra D. Rao, Practicing Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Gokaldas Exports Limited (the Company) at its meeting held on October 27<sup>th</sup>, 2022 to conduct the Postal Ballot process in respect of the following Resolutions as circulated (more detailed) in the Postal Ballot Notice dated October 27<sup>th</sup>, 2022.

Sr. No.	Particulars	Nature of Resolution (s)
1.	Regularization of Additional Director Mr. George Varughese (DIN: 0009702009) as Director of the Company	Ordinary Resolution
2.	Appointment of Mr. George Varughese (DIN: 0009702009) as Non-Executive Independent Director of the Company	Special Resolution
3.	Regularization of Additional Director Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Director of the Company	Ordinary Resolution
4.	Appointment of Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Non-Executive Independent Director of the Company	Special Resolution
5.	Regularization of Additional Director Ms. Rama Bijapurkar (DIN: 00001835) as Director of the Company	Ordinary Resolution
6.	Appointment of Ms. Rama Bijapurkar (DIN: 00001835) as Non- Executive Independent Director of the Company.	Special Resolution
7.	Regularization of Additional Director Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Director of the Company.	Ordinary Resolution
8.	Appointment of Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Executive Director of the Company	Special Resolution



"Vagdevi", 543/A, 7th Main, 3rd Cross, S.L. Bhyrappa Road, Hanumantha Nagar, Bengaluru - 560 019

Telephone: 080-2650 9004, Mobile: 99451 75787, E-mail : nagendradrao@gmail.com / nagendra\_d\_rao@yahoo.co.in

GSTIN : 29ADAPRO287M122

9.	Change in designation of Mr. Sivaramakrishnan Ganapathi (DIN: 07954560) from Managing Director to Executive Vice-Chairman and Managing Director	Ordinary Resolution
----	---	---------------------

Pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read together with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 08, 2021 and General Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modification or re-enactment thereof for the time being in force), via Postal Ballot only through remote E-voting (Voting through Electronic means) for the above said resolution.

Accordingly, the company has made arrangement with the system provider viz, KFinTech Private Ltd (KFinTech) for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Postal Ballot Notice dated October 27<sup>th</sup>, 2022. Pursuant to the MCA Circulars and the Circulars issued by SEBI the Postal Ballot Notice has been sent to the shareholders by email to their registered e-mail id's who have registered their email addresses with their Depositories / Depository Participant/the Company's Registrar and Share Transfer Agent, KFinTech.

Total shareholders of the Company as on the cut-off date were **48,495** only. The Company has completed on **November 11, 2022**, the dispatch of Notice through electronic mode to its members whose names appeared in the Register of Members/list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., **November 04, 2022**.

Pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, an advertisement was published by the Company in 'Financial Express' in English and 'Prajavani' in Kannada on November 12, 2022, informing about the completion of dispatch of the postal ballot notice through email along with the details of activities with respect to Postal Ballot Notice.

The e-voting period commenced at 9.00 a.m. IST on Saturday, November 12, 2022 and ends at 5.00 p.m. IST on Sunday, December 11, 2022.

All votes cast electronically through <https://evoting.kfintech.com/up> to 5.00 p.m. on Sunday, December 11, 2022 being the last date and time fixed for voting, were considered for my scrutiny.



I have received a complete record of votes cast by electronic mode through <https://evoting.kfintech.com/> from KFintech, the agency for providing e-voting facility to the Shareholders of the Company.

In respect of the above-mentioned resolution, I hereby submit my report on the total votes cast electronically as detailed hereunder:

**I. Resolution No. 1:- Regularization of Additional Director Mr. George Varughese (DIN: 0009702009) as Director of the Company**

Type of Resolution – **Ordinary Resolution**

**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
157	3,68,23,348	99.99

**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
7	81	0.01

**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 1:** As the Number of votes cast in favour of the Ordinary Resolution is 3,68,23,348 (**Three Crore Sixty Eight Lakhs Twenty Three Thousand Three Hundred and Forty Eight**) ( i.e. 99.99%) is more than the number of votes cast against 81 (**Eighty One**) ( i.e. 0.01%). I report that the Ordinary Resolution as set out in the Notice of Postal Ballot dated 27<sup>th</sup> October, 2022 **has been passed** by the Shareholders with requisite majority.

**II. Resolution No. 2:- Appointment of Mr. George Varughese (DIN: 0009702009) as Non-Executive Independent Director of the Company**

Type of Resolution – **Special Resolution**

**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
157	3,68,22,858	99.99



(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
7	571	0.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 2 :** As the Number of votes cast in favour of the Special Resolution is 3,68,22,858 (Three Crore Sixty Eight Lakhs Twenty Two Thousand Eight Hundred and Fifty Eight) (i.e. 99.99%) is more than the 3 times the number of votes cast against 571 (Five Hundred and Seventy One) (i.e. 0.01%). I report that the Special Resolution as set out in the Notice of Postal Ballot dated October 27<sup>th</sup>, 2022 has been passed by the Shareholders with requisite majority.

**III. Resolution No. 3:- Regularization of Additional Director Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Director of the Company**

Type of Resolution – Ordinary Resolution

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
159	3,68,23,383	99.99

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
5	46	0.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	





**Result - Resolution No. 3 :** As the Number of votes cast in favour of the Ordinary Resolution is **3,68,23,383 (Three Crore Sixty Eight Lakhs Twenty Three Thousand Three Hundred and Eighty Three)** (i.e. 99.99%) is more than the number of votes cast against **46 (Forty Six)** (i.e. 0.01%). I report that the Ordinary Resolution as set out in the Notice of Postal Ballot dated 27<sup>th</sup> October, 2022 **has been passed** by the Shareholders with requisite majority

**IV. Resolution No. 4:- Appointment of Mr. Shivanandan Ashok Dalvie (DIN: 09151791) as Non-Executive Independent Director of the Company**

Type of Resolution – **Special Resolution**

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
158	3,68,23,373	99.99

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
6	56	0.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 4:** As the Number of votes cast in favour of the Special Resolution is **3,68,23,373 (Three Crore Sixty Eight Lakhs Twenty Three Thousand Three Hundred and Seventy Three)** ( i.e. 99.99%) is more than the 3 times the number of votes cast against **56 (Fifty Six)** ) (i.e. 0.01%). I report that the Special Resolution as set out in the Notice of Postal Ballot dated October 27<sup>th</sup>, 2022 **has been passed** by the Shareholders with requisite majority.

**V. Resolution No. 5: - Regularization of Additional Director Ms. Rama Bijapurkar (DIN: 00001835) as Director of the Company**

Type of Resolution – **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
155	3,67,70,215	99.86



(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
8	53,139	0.14

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 5:** As the Number of votes cast in favour of the Ordinary Resolution is 3,67,70,215 (Three Crore Sixty Seven Lakhs Seventy Thousand Two Hundred and Fifteen) ( i.e. 99.86%) is more than the number of votes cast against 53,139 (Fifty Three Thousand One Hundred and Thirty Nine) (i.e. 0.14%). I report that the Ordinary Resolution as set out in the Notice of Postal Ballot dated 27<sup>th</sup> October, 2022 **has been passed** by the Shareholders with requisite majority

**VI. Resolution No. 6: - Appointment of Ms. Rama Bijapurkar (DIN: 00001835) as Non-Executive Independent Director of the Company**

Type of Resolution – **Special Resolution**

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
155	3,67,13,174	99.70

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	1,10,255	0.30

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 6:** As the Number of votes cast in favour of the Special Resolution is 3,67,13,174 (Three Crore Sixty Seven Lakhs Thirteen Thousand One Hundred and Seventy Four) (i.e. 99.70%) is more than the 3 times the number of votes cast against 1,10,255 (One Lakh Ten Thousand Two Hundred and Fifty Five) (i.e. 0.30%), I report that the Special Resolution as set out in the Notice of Postal Ballot dated October 27<sup>th</sup> 2022, **has been passed** by the Shareholders with requisite majority.



**VII. Resolution No. 7: - Regularization of Additional Director Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Director of the Company**

Type of Resolution – **Ordinary Resolution**

**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
155	3,67,70,215	99.86

**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
8	53,139	0.14

**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
	Nil

**Result - Resolution No. 7:** As the Number of votes cast in favour of the Ordinary Resolution is 3,67,70,215 (Three Crore Sixty Seven Lakhs Seventy Thousand Two Hundred and Fifteen) (i.e. 99.86%) is more than the number of votes cast against 53,139 (Fifty Three Thousand One Hundred and Thirty Nine) (i.e. 0.14%). I report that the Ordinary Resolution as set out in the Notice of Postal Ballot dated 27<sup>th</sup> October, 2022 **has been passed** by the Shareholders with requisite majority

**VIII. Resolution No. 8: - Appointment of Mr. Sundararajan Poorana Seenivasan (DIN: 07302844) as Executive Director of the Company**

Type of Resolution – **Special Resolution**

**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
145	3,44,05,103	93.43

**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
18	24,18,251	6.57



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 8:** As the Number of votes cast in favour of the Special Resolution is **3,44,05,103 (Three Crore Forty Four Lakhs Five Thousand One Hundred and Three)** (i.e. 93.43%) is more than the 3 times the number of votes cast against **24,18,251 (Twenty Four Lakhs Eighteen Thousand Two Hundred and Fifty One)** (i.e. 6.57%). I report that the Special Resolution as set out in the Notice of Postal Ballot dated October 27<sup>th</sup>, 2022 **has been passed** by the Shareholders with requisite majority.

**IX. Resolution No. 9: - Change in designation of Mr. Sivaramakrishnan Ganapathi (DIN: 07954560) from Managing Director to Executive Vice- Chairman and Managing Director**

Type of Resolution – **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
156	3,52,99,576	95.86

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
7	15,23,778	4.14

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	



**Result - Resolution No. 9:** As the Number of votes cast in favour of the Ordinary Resolution is **3,52,99,576 (Three Crore Fifty Two Lakhs Ninety Nine Thousand Five Hundred and Seventy Six) (i.e. 95.86%)** is more than the number of votes cast against **15,23,778 (Fifteen Lakhs Twenty Three Thousand Seven Hundred and Seventy Eight) (i.e. 4.14%)**. I report that the Ordinary Resolution as set out in the Notice of Postal Ballot dated 27<sup>th</sup> October, 2022 **has been passed** by the Shareholders with requisite majority



**NAGENDRA D. RAO**

Practicing Company Secretary

Membership No.: FCS 5553

COP: 7731

Peer Review Certificate No.: 672/2020

UDIN: F005553D002687386

Place : Bangalore

Date : December 12, 2022