

**Dated** : September 28, 2019

The General Manager  
BSE Limited  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001  
Fax: 2272 3121, 2037, 2039, 2041

Email: corp.relations@bseindia.com

**Scrip Code: 505840**

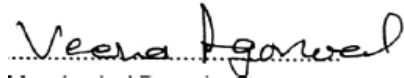
Dear Sir/Madam

**Sub. : Disclosure of Proceedings for the 53<sup>rd</sup> Annual General Meeting of the Company held on Saturday, September 28, 2019 as under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations**

At the 53<sup>rd</sup> Annual General Meeting ("AGM") of **JAIPAN INDUSTRIES LIMITED** (The Company) held on Saturday, September 28, 2019 at Registered office of the company at 17, Cama Industrial Estate, Walbhatt Road, Goregaon East, Mumbai - 400063, all the items of business contained in the Notice of the AGM dated May 30, 2019 were transacted and approved by the shareholders with requisite majority. We enclose herewith the copy of the proceedings of 53<sup>rd</sup> AGM of the Company.

Kindly acknowledge the receipt.

**For Jaipan Industries Limited**



**Veena Agarwal**  
**(Managing Director)**  
**DIN : 07104716**

**PROCEEDINGS OF THE 53<sup>RD</sup> ANNUAL GENERAL MEETING OF JAIPAN INDUSTRIES LIMITED HELD ON SATURDAY, SEPTEMBER 28, 2019 AT COMMENCED AT 09.30 A.M. AND CONCLUDED AT 10.15 A.M. AT 17, CAMA INDUSTRIAL ESTATE, WALBHAT ROAD, GOREGAON EAST, MUMBAI - 400063.**

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**PRESENT:**

Mrs. Veena J. Agarwal	- Chairperson
Mr. Rakesh Jain	- Director
Mr. Ravindra A. Mishra	- Independent Director
Mr. Shirish Gotecha	- Independent Director
Mr. Chandrkant Balde	- Independent Director
Mr. Atin Agarwal	-CFO (KMP)
Ms. Bhakti Sharma	-Company Secretary

**INVITEE:**

Mr. Dayaram Paliwal	- Statutory Auditor
Mr. Shravan A. Gupta	- Secretarial Auditor

**IN ATTENDANCE:**

25 Members were present. No proxies were received by the Company.

**CHAIRMAN OF THE MEETING:**

Members unanimously elected Mrs. Veena Agarwal, Managing Director of the Company as Chairperson of the Meeting.

Thereupon, Mrs. Veena Agarwal, Managing Director of the Company chaired the Meeting.

**QUORUM:**

Mrs. Veena Agarwal, the Chairperson, ascertained the sense of the quorum and declared that the quorum being present the meeting was called to order.

She then extended a warm welcome to all the members and delivered his speech. She then announced that the Register of Directors and Key Managerial Personnel and their shareholding under Section 170 and Register of Contract under Section 189 of the Companies Act 2013 and other records and documents mentioned in the Notice of the 53<sup>rd</sup> Annual General Meeting were available for inspection along with Register of Members and other requisite statutory books and records are placed on the table for their review.

With the consent of the members present, the notice convening the Meeting alongwith the Audited Accounts (Standalone) and the Directors' Report were taken as read.

Thereafter, with the Consent of the members present, Auditor's Report and the Annexure to the Auditor's Report was taken as read.

### **Item No. 1**

The Chairperson then called one of the Members to propose the resolution stated in Item No. 1 of the Notice of the Annual General Meeting which pertained to adoption of Audited Financial Statements (Consolidated and Standalone) for the year ended 31.03.2019.

The first item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. Ashok Jain, Member

SECONDED BY: Mr. Dave Naresh, Member

The Chairman then called for queries on the accounts from the members and convincingly replied to the queries raised.

**"RESOLVED THAT** the Audited Consolidated and Standalone Balance Sheet as at March 31, 2019, Profit & Loss Account for the year ended on that date along with the Cash Flow Statement, the Directors' Report and the Auditor's Report thereon, be and are hereby approved and adopted."

The resolution was then put to vote by show of hand, the Chairman announced that the resolution has been passed unanimously.

### **Item No. 2**

The Chairman then called one of the Members to propose the resolution stated in Item No. 2 of the Notice of the Annual General Meeting which pertained to re-appointment of Mr. Rakesh Gautam Jain (DIN: 08413105) as Director retiring by rotation.

The Chairman informed the Members that Mr. Rakesh Gautam Jain (DIN: 08413105) who retires by rotation has offered himself for re-appointment.

The second item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. A. K Nagpal, Member

SECONDED BY: Mr. Ravindra Rathi, Member

**"RESOLVED THAT** Mr. Rakesh Gautam Jain (DIN: 08413105), Director of the Company, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company and that the period of office of the Director shall be liable to determination by retirement by rotation."

The resolution was then put to vote by show of hand, the Chairman announced that the resolution has been passed unanimously.

Mr. Rakesh Jain took over the Chair and proceeded the Special Business of the Agenda in the Meeting.

### **Item No. 3**

The Chairman then called one of the Members to propose the resolution stated in Item No. 3 of the Notice of the Annual General Meeting which pertained to Confirmation of appointment of Mrs. Veena J Agarwal (DIN: 07104716) as Managing Director of the Company.

The second item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. Ravindra Rathi, Member

SECONDED BY: Mr. Jugal Kishore, Member

**RESOLVED THAT** pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereof, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to the re-appointment of Smt. Veena J Agarwal (DIN 07104716) as Managing Director of the Company, liable to retire by rotation, for the period of Three years with effect from April 8, 2019 without any remuneration as per her desire, with authority to the Board of Directors to determine and vary the terms and conditions thereof from time to time as set out in the Explanatory Statement annexed to this Notice convening this meeting a copy whereof, initialed by the Chairman of the meeting for the purposes of identification, has been submitted to this meeting, which agreement is also hereby specifically approved."

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.

The resolution was then put to vote by show of hand, the Chairman announced that the resolution has been passed unanimously.

Mrs. Veena Agarwal then resumed the Chair of the Meeting and proceeded the Special Business of the Meeting.

**Item No. 4**

The Chairman then called one of the Members to propose the resolution stated in Item No. 4 of the Notice of the Annual General Meeting which pertained to Confirmation of appointment of Mr. Rakesh Jain (DIN: 08413105) as Director of the Company.

The second item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. Jugal Kishore, Member

SECONDED BY: Mr. Ravindra Mishra, Member

**RESOLVED THAT** pursuant to 160 & 161 of the Companies Act ,2013 and any other applicable provision ( including any modification or reenactment thereof ), if any, of the Companies Act, 2013, Mr. Rakesh Gautam Jain (holding DIN-08413105) who was appointed as an Additional Director in the meeting of the Board of Directors held on April 08th, 2019 and whose term expires at the ensuing Annual General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing her candidature for the office of the director be and is hereby appointed as director of the Company, liable to retire by rotation."

**Item No. 5**

The Chairman then called one of the Members to propose the resolution stated in Item No. 5 of the Notice of the Annual General Meeting which pertained to re-appointment of Mr. Ravindra Mishra (DIN: 06904573) as Independent Director of the Company.

The second item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. Usmani Nisar, Member

SECONDED BY: Mr. Ravindra Mishra, Member

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Ravindra Ashok Mishra (DIN 06904573), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby re-appointed as an Independent Director of the Company, with effect from 28th September, 2019 up to 28th September, 2024."

**Item No. 6**

The Chairman then called one of the Members to propose the resolution stated in Item No. 6 of the Notice of the Annual General Meeting which pertained to re-appointment of Mr. Shirish Gotecha (DIN: 02877874) as Independent Director of the Company.

The second item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. Rajendra Patel, Member

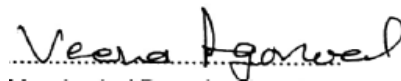
SECONDED BY: Mr. Jugal Kishore, Member

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Shirish Gotecha (DIN 02877874), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of A the Act and who is eligible for appointment, be and is hereby re-appointed as an Independent Director of the Company, with effect from 28th September, 2019 up to 28th September, 2024."

**VOTE OF THANKS:**

As there was no other business to be transacted the Chairman declared the meeting concluded.

The meeting terminated with a vote of thanks to the Chair.



**Veena Agarwal**  
**(Managing Director)**  
**DIN: 07104716**

**Date : 28/09/2019**  
**Place : Mumbai**

Dated:- September 28, 2019

The General Manager  
BSE Limited  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001  
Fax: 2272 3121, 2037, 2039, 2041  
Email: corp.relations@bseindia.com

**Scrip Code: 505840**

Dear Sir/Madam

**Sub: Voting Result of Postal Ballot (Includes e-Voting) Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations**

Pursuant to Section 110 of the Companies Act 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, the Company has conducted the process of Postal Ballot (Including e-voting) for seeking consent of the members by means of ordinary Resolution and all other applicable provisions of the Companies Act, 2013

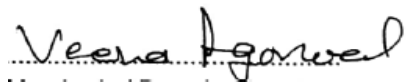
The Ordinary Resolution as set out in the notice of Postal Ballot Dated has been Approved by Members of the Company with Requisite Majority

The details of the combined voting results (i.e. result of e-voting together with that of the Postal ballot) are enclosed in the format under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations

Further, the Scrutinizer's Report on the combined voting results is also attached herewith.  
Kindly acknowledge the receipt.

Yours Truly

**For Jaipan Industries Limited**



**Veena Agarwal**  
**(Managing Director)**  
**DIN : 07104716**

## Details of Voting Results

## RESOLUTION 1

Date of Notice of Postal Ballot	May 30, 2019
Total no of shareholders as on Cut-off date - Cut-off date for ascertaining voting rights of members i.e. September 21, 2019	4161
Detail of Agenda	To receive, consider and adopt the Audited Financial Statements of the Company on prepared as per Indian Accounting Standards, for the Financial Year ended March 31, 2019 including the Balance Sheet as at March 31, 2019, the Statement of Profit & Loss for the financial year ended on that date and the Reports of the Auditors and Directors thereon.
Resolution Required	Ordinary Resolution
Mode of Voting	Postal Ballot Forms & e-voting

## RESOLUTION 2

Date of Notice of Postal Ballot	May 30, 2019
Total no of shareholders as on Cut-off date - Cut-off date for ascertaining voting rights of members i.e. September 21, 2019	4161
Detail of Agenda	To re-appoint a Director in place of Mr. Rakesh Jain (DIN: 08413105), who retires by rotation, and being eligible, offers himself for reappointment.
Resolution Required	Ordinary Resolution
Mode of Voting	Postal Ballot Forms & e-voting

## RESOLUTION 3

Date of Notice of Postal Ballot	May 30, 2019
Total no of shareholders as on Cut-off date - Cut-off date for ascertaining voting rights of members i.e. September 21, 2019	4161
Detail of Agenda	Confirmation of Appointment of Mrs. Veena Agarwal as Managing Director of the Company
Resolution Required	Ordinary Resolution (Special Business)
Mode of Voting	Postal Ballot Forms & e-voting



## RESOLUTION 4

Date of Notice of Postal Ballot	May 30, 2019
Total no of shareholders as on Cut-off date - Cut-off date for ascertaining voting rights of members i.e. September 21, 2019	4161
Detail of Agenda	Confirmation of Appointment of Mr. Rakesh Jain (DIN 08413105) as Director
Resolution Required	Ordinary Resolution (Special Business)
Mode of Voting	Postal Ballot Forms & e-voting

## RESOLUTION 5

Date of Notice of Postal Ballot	May 30, 2019
Total no of shareholders as on Cut-off date - Cut-off date for ascertaining voting rights of members i.e. September 21, 2019	4161
Detail of Agenda	Re-Appointment of Mr. Ravindra Mishra (DIN: 06904573) as Independent Director of the Company for the period of Five years
Resolution Required	Ordinary Resolution (Special Business)
Mode of Voting	Postal Ballot Forms & e-voting

## RESOLUTION 6

Date of Notice of Postal Ballot	May 30, 2019
Total no of shareholders as on Cut-off date - Cut-off date for ascertaining voting rights of members i.e. September 21, 2019	4161
Detail of Agenda	Re-Appointment of Mr. Shirish Gotecha (DIN: 02877874) as Independent Director of the Company for the period of Five years
Resolution Required	Ordinary Resolution (Special Business)
Mode of Voting	Postal Ballot Forms & e-voting

## Agenda- wise

The Mode of voting for all the resolutions was

1. E-voting conducted between September 25, 2019 and September 27, 2019
2. Poll conducted at the Meeting.

Given below is the resolution wise combined result of e-voting and poll

**Resolution 1:** To receive, consider and adopt the Audited Financial Statements of the Company on prepared as per Indian Accounting Standards, for the Financial Year ended March 31, 2019 including the Balance Sheet as at March 31, 2019, the Statement of Profit & Loss for the financial year ended on that date and the Reports of the Auditors and Directors thereon.

Promoter/P ublic	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 &Promoter Group	24,55,373	24,55,093	99.99	24,55,093	0.00	100	0.00
Public – Institutional Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public – Others	36,44,467	3,71,880	10.20	3,71,580	300	99.92	0.08
Total	60,99,840	28,26,973	46.35	28,26,673	300	99.99	0.01

**Resolution 2:** To appoint a Director in place of **Mr. RAKESH GAUTAM JAIN (DIN 08413105)**, who retires by rotation, and being eligible, offers himself for reappointment.

Promoter/P ublic	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 &Promoter Group	24,55,373	24,55,093	99.99	24,55,093	0.00	100	0.00
Public – Institutional Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public – Others	36,44,467	3,71,880	10.20	3,71,580	300	99.92	0.08
Total	60,99,840	28,26,973	46.35	28,26,673	300	99.99	0.01

**Resolution 3:** To Confirm the Appointment of **Mrs. Veena Agarwal** as Managing Director of the Company

Promoter/P ublic	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 &Promoter Group	24,55,373	0.00	0.00	0.00	0.00	0.00	0.00
Public – Institutional Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public – Others	36,44,467	1,65,180	4.53	1,64,880	300	99.82	0.19
Total	60,99,840	1,65,180	2.71	1,64,880	300	99.82	0.18

**Resolution 4:** To Confirm the Appointment of Mr. Rakesh Jain (DIN 08413105) as Director

Promoter/P ublic	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 &Promoter Group	24,55,373	24,55,093	99.99	24,55,093	0.00	100	0.00
Public – Institutional Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public – Others	36,44,467	3,71,880	10.20	3,71,580	300	99.92	0.08
Total	60,99,840	28,26,973	46.35	28,26,673	300	99.99	0.01

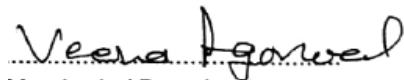
**Resolution 5:** To Re-Appointment of Mr. Ravindra Mishra (DIN: 06904573) as Independent Director of the Company for the period of Five years

Promoter/P ublic	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 &Promoter Group	24,55,373	24,55,093	99.99	24,55,093	0.00	100	0.00
Public – Institutional Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public – Others	36,44,467	3,71,880	10.20	3,71,580	300	99.92	0.08
Total	60,99,840	28,26,973	46.35	28,26,673	300	99.99	0.01

**Resolution 6:** To Re-Appointment of Mr. Shirish Gotecha (DIN: 02877874) as Independent Director of the Company for the period of Five years

Promoter/P ublic	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 &Promoter Group	24,55,373	24,55,093	99.99	24,55,093	0.00	100	0.00
Public – Institutional Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public – Others	36,44,467	3,71,880	10.20	3,71,580	300	99.92	0.08
Total	60,99,840	28,26,973	46.35	28,26,673	300	99.99	0.01

**For Jaipan Industries Limited**



**Veena Agarwal**  
**(Managing Director)**  
**DIN : 07104716**

**FORM No. MGT-13**  
**Consolidated Report of Scrutinizer**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended]

**To,**  
**The Chairman of the 53<sup>rd</sup> Annual General Meeting of the Shareholders of Jaipan Industries Limited held on Saturday, September 28th, 2019 at 09.30 Noon, At 17, Jai Villa Compound, Cama Industrial Estate, Walbhat Road, Goregaon (East) Mumbai 400063.**

Dear Sir,

I, Shravan A. Gupta, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, situated at A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092, Mumbai have been appointed as scrutinizer by the Board of Directors of **JAIPAN INDUSTRIES LIMITED** (“the company”) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the companies Act, 2013 read with Rule 20 of companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 on the 2 resolutions contained in the notice convening the 25<sup>th</sup> Annual General Meeting of the members of the company, held on Saturday, the 28<sup>th</sup> day of September, 2019 at 09.30 Noon, **At 17, Jai Villa Compound, Cama Industrial Estate, Walbhat Road, Goregaon (East) Mumbai 400063.**

1. I, Shravan A. Gupta, practicing Company Secretaries, A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092. I am well versed with the process of e-voting, as Associate for the process of scrutiny of e-voting.
2. The Management of the Company is responsible for the compliance of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. My responsibility is only to the extent of making Scrutinizer’s Report for ascertaining the votes cast in favour or against for respective resolutions.
3. The Company had availed the remote e- voting facility provided by National Securities Depository Limited (“NSDL”), the agency authorized under the rules and engaged by the Company to provide e- voting facilities for voting through electronic means.
4. The Shareholders holding equity shares as on the “cut- off date” i.e. 21<sup>st</sup> September 2019 were entitled to vote on the resolutions proposed in the Notice calling the 53<sup>rd</sup> Annual General Meeting of the Company. The remote e- voting commenced on 25<sup>th</sup> September 2019 (9:00 AM) and closed on 27<sup>th</sup> September 2019 (05.00 P.M).
5. Ballot box which was being kept for the purpose of voting through ballots was locked by me and was opened on closure of the meeting in my presence and in presence of Ms. Kiran Vishwakarma and Mr. Jayesh Savaliya who are not in employment of the Company and all ballot papers were diligently scrutinized. The ballot papers were

reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company.

6. The Members who have abstained from voting in polling process have been included in Invalid/ Abstain votes.
7. I am submitting herewith a consolidated report on the remote e- voting together with that of voting through ballot process at the venue of the meeting in Annexure 1.
8. The electronic data and all other relevant records relating to the remote e- voting and voting through ballot process is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
9. All the resolutions as per the results given in Annexure 1 were passed with requisite majority.

**Thanking you,**

**For Shravan A. Gupta & Associates**

*Shravan*

**Shravan A. Gupta**  
**Proprietor**  
**ACS: 27484, CP:9990**  
**Place Mumbai**  
**Dated : 28.09.2019**

**Encl. as above**

### Annexure 1

Consolidated Report of the Remote E- Voting together with that of Voting through Ballot process at the venue of the meeting

- (a) **Item No.1: Ordinary Resolution** – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	22	24,92,903	88.19
Number of members voted through ballot	13	3,33,770	18.81
<b>Total</b>	<b>35</b>	<b>28,26,673</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	300	100
Number of members voted through ballot	--	--	--
<b>Total</b>	<b>1</b>	<b>300</b>	<b>100</b>

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	--	--
Number of members voted through ballot	--	--
<b>Total</b>	<b>--</b>	<b>--</b>

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated May 30, 2019 has been passed by the members with requisite majority.

- (b) **Item No.2: Ordinary Resolution** –To appoint a Director in place of Mr. Rakesh Gautam Jain (DIN: 08413105) who retire by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	22	24,92,903	88.19
Number of members voted through ballot	13	3,33,770	18.81
<b>Total</b>	<b>35</b>	<b>28,26,673</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	300	100
Number of members voted through ballot	--	--	--
<b>Total</b>	<b>1</b>	<b>300</b>	<b>100</b>

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	--	--
Number of members voted through ballot	--	--
<b>Total</b>	<b>--</b>	<b>--</b>

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated May 30, 2019 has been passed by the members with requisite majority.



(c) **Item No.3: Ordinary Resolution** –To Re-appoint Smt. Veena J. Agarwal (DIN : 07104716) as Managing Director of the Company

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	17	37,810	22.93
Number of members voted through ballot	10	1,27,070	77.07
<b>Total</b>	<b>27</b>	<b>1,64,880</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	300	100
Number of members voted through ballot	--	--	--
<b>Total</b>	<b>1</b>	<b>300</b>	<b>100</b>

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	2	19,79,253
Number of members voted through ballot	3	2,06,700
<b>Total</b>	<b>5</b>	<b>21,85,953</b>

Based on the aforesaid results, ordinary resolution at Item No. 3 of the Notice dated May 30, 2019 has been passed by the members with requisite majority.

(d) **Item No.4: Ordinary Resolution** –To Appoint Mr. Rakesh Gautam Jain (holding DIN-08413105) as Director of the Company

(i) Voted in favour of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voting</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Number of members voted through remote e- voting	22	24,92,903	88.19
Number of members voted through ballot	13	3,33,770	18.81
<b>Total</b>	<b>35</b>	<b>28,26,673</b>	<b>100</b>

(ii) Voted against the resolution:

<b>Mode of Voting</b>	<b>Number of Members voting</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Number of members voted through remote e- voting	1	300	100
Number of members voted through ballot	--	--	--
<b>Total</b>	<b>1</b>	<b>300</b>	<b>100</b>

(iii) Invalid/ Abstain Votes:

<b>Mode of Voting</b>	<b>Number of Members voting</b>	<b>Number of shares held</b>
Number of members voted through remote e- voting	--	--
Number of members voted through ballot	--	--
<b>Total</b>	<b>--</b>	<b>--</b>

Based on the aforesaid results, ordinary resolution at Item No. 4 of the Notice dated May 30, 2019 has been passed by the members with requisite majority.

(e) **Item No.5: Ordinary Resolution** –To re-appoint Mr. Ravindra Ashok Mishra (DIN : 06904573) as Independent Director of the Company.

(i) Voted in favour of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voting</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Number of members voted through remote e- voting	22	24,92,903	88.19
Number of members voted through ballot	13	3,33,770	18.81
<b>Total</b>	<b>35</b>	<b>28,26,673</b>	<b>100</b>

(ii) Voted against the resolution:

<b>Mode of Voting</b>	<b>Number of Members voting</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Number of members voted through remote e- voting	1	300	100
Number of members voted through ballot	--	--	--
<b>Total</b>	<b>1</b>	<b>300</b>	<b>100</b>

(iii) Invalid/ Abstain Votes:

<b>Mode of Voting</b>	<b>Number of Members voting</b>	<b>Number of shares held</b>
Number of members voted through remote e- voting	--	--
Number of members voted through ballot	--	--
<b>Total</b>	<b>--</b>	<b>--</b>

Based on the aforesaid results, ordinary resolution at Item No. 5 of the Notice dated May 30, 2019 has been passed by the members with requisite majority.

(f) **Item No.6: Ordinary Resolution** –To re-appoint Mr. Shirish Gotecha (DIN 02877874), as Independent Director of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	22	24,92,903	88.19
Number of members voted through ballot	13	3,33,770	18.81
<b>Total</b>	<b>35</b>	<b>28,26,673</b>	<b>100</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	1	300	100
Number of members voted through ballot	--	--	--
<b>Total</b>	<b>1</b>	<b>300</b>	<b>100</b>

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	--	--
Number of members voted through ballot	--	--
<b>Total</b>	<b>--</b>	<b>--</b>

Based on the aforesaid results, ordinary resolution at Item No. 6 of the Notice dated May 30, 2019 has been passed by the members with requisite majority.

Thanking you,

For Shravan A. Gupta & Associates



Shravan A. Gupta  
Proprietor  
ACS: 27484, CP:9990  
Place Mumbai  
Dated : 28.09.2019