

Date: 01.10.2022

To,
Corporate Relations Department
Bombay Stock Exchange Limited,
2nd floor, P.J. Tower,
Dalal Street,
Mumbai – 400 001

To,
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G-Block
Bandra Kurla Complex
Bandra (E),
Mumbai- 400 051

Scrip Code: 532641

Scrip Symbol: NDL

Dear Sir,

Sub: Revised Details of Voting Results of 28th Annual General Meeting – regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results inclusive of e-voting (Remote as well as during AGM) at the 28th Annual General Meeting of the Company held on Friday, 30th September, 2022 through Video Conferencing/ Other Audio Visual Means (VC/OAVM).

Consolidated report of the Scrutinizer is enclosed herewith.

You are kindly requested to take the same on record.

Thanking You.

Yours faithfully,

For Nandan Denim Limited

Jyotiprasad Chiripal
Managing Director
DIN: 00155695

Nandan Denim Limited
(CIN: L51909GJ1994PLC022719)

Registered Office

Survey No. 198/1, 203/2, Sajipur-Gopalpur, Pirana Road, Piplei, Ahmedabad-382 405
Ph.:+919879200199 Website:www.nandandenim.com Email:nandan@chiripalgroup.com

Corporate office

Chiripal House, Shivranjani Cross Roads, Satellite, Ahmedabad -380 015
Ph.: 079-26734660/2/3 Fax: 079-26768656

RESULT OF VOTING CONDUCTED THROUGH REMOTE E-VOTING AND BALLOT PAPER PURSUANT TO THE REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AS AMENDED BY THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2015 FOR THE 28TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, 30TH SEPTEMBER, 2022.

Date of Annual General Meeting (AGM)	30th September, 2022
Cut-off Date	23rd September, 2022
Total number of shareholders on cut-off date (i.e. 23rd September, 2022)	34580 Shareholders
No. of shareholders present in the meeting through VC	31
Promoters and Promoter Group:	10
Public	21

Annual General Meeting commenced at 03:15 PM and concluded at 03:32 PM.

Resolution/ agenda wise details of voting (including vote cast by physical ballots and e-voting processes are as under:

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Resolution No. 1:

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2022 together with Report of the Board of Directors and Auditors thereon (Ordinary Resolution):

Resolution required: (Ordinary/Special)						Ordinary Resolution		
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 of Polled on out-standing 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		80472510	86.245	80472510	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	80472510	86.245	80472510	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7512620	691	99.991	0.009
	Ballot Paper							
	Total	49807822	7513311	15.085	7512620	691	99.991	0.009
Total		144147168	87985821	61.039	87985130	691	99.99	0.001

*E-voting included remote e-voting and e-voting during the AGM.

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Resolution No. 2:

To appoint a Director in place of Mr. Jyotiprasad Chiripal (DIN: 00155695), who retires by rotation and being eligible, offers himself for reappointment as a Director (Ordinary Resolution):

Resolution required: (Ordinary/Special)						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						Yes		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		73037124#	78.277	73037124	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	73037124	78.277	73037124	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7512067	1244	99.983	0.017
	Ballot Paper							
	Total	49807822	7513311	15.085	7512067	1244	99.983	0.017
Total		144147168	80550435	55.881	80549191	1244	99.998	0.002

*E-voting included remote e-voting and e-voting during the AGM.

Votes polled by promoters were considered invalid as they are deemed to be interested in the resolution

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Resolution No. 3:

To appoint M/s J.T Shah & Company, Chartered Accountant as Statutory Auditor of the Company (Ordinary Resolution):

Resolution required: (Ordinary/Special)						Ordinary Resolution		
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 of 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		80472510	86.245	80472510	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	80472510	86.245	80472510	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7512560	751	99.990	0.010
	Ballot Paper							
	Total	49807822	7513311	15.085	7512560	751	99.990	0.010
Total		144147168	87985821	61.039	87985070	751	99.999	0.001

*E-voting included remote e-voting and e-voting during the AGM.

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Resolution No. 4:

To re-appoint Mr. Jyotiprasad Chiripal (DIN: 00155695) as Managing Director of the Company for a period of 5 years with effect from 1st June, 2022 (Special Resolution):

Resolution required: (Ordinary/Special)						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						Yes		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes of 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		73037124#	78.277	73037124	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	73037124	78.277	73037124	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7503790	9521	99.873	0.127
	Ballot Paper							
	Total	49807822	7513311	15.085	7503790	9521	99.873	0.127
Total		144147168	80550435	55.881	80540914	9521	99.988	0.012

*E-voting included remote e-voting and e-voting during the AGM.

Votes polled by promoters were considered invalid as they are deemed to be interested in the resolution

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Resolution No. 5:

To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2023 (Ordinary Resolution):

Resolution required: (Ordinary/Special)						Ordinary Resolution		
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 of 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		80472510	86.245	80472510	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	80472510	86.245	80472510	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7503470	9841	99.869	0.131
	Ballot Paper							
	Total	49807822	7513311	15.085	7503470	9841	99.869	0.131
Total		144147168	87985821	61.039	87975980	9841	99.989	0.011

*E-voting included remote e-voting and e-voting during the AGM.

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Resolution No. 6:

To appoint Mr. Rahul Narendra Mehta as an Independent Director of the Company (Special Resolution):

Resolution required: (Ordinary/Special)						Special Resolution		
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 of 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		80472510	86.245	80472510	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	80472510	86.245	80472510	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7503298	10013	99.867	0.133
	Ballot Paper							
	Total	49807822	7513311	15.085	7503298	10013	99.867	0.133
Total		144147168	87985821	61.039	87975808	10013	99.989	0.011

*E-voting included remote e-voting and e-voting during the AGM.

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Resolution No. 7:

To appoint Mr. Kirit Vaikunthraya Joshi as an Independent Director of the Company (Special Resolution):

Resolution required: (Ordinary/Special)						Special Resolution		
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 of 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	*E-Voting		80472510	86.245	80472510	0	100.00	0
	Ballot Paper		0		0	0	0	0
	Total	93306441	80472510	86.245	80472510	0	100.00	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Ballot Paper		0	0	0	0	0	0
	Total	1032905	0	0	0	0	0	0
Public Non-Institutions	E-Voting		7513311	15.085	7503238	10013	99.866	0.134
	Ballot Paper							
	Total	49807822	7513311	15.085	7503238	10013	99.866	0.134
Total		144147168	87985821	61.039	87975748	10013	99.989	0.011

*E-voting included remote e-voting and e-voting during the AGM.

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Consolidated Scrutinizers' Report
*[Pursuant to Section 108 of the Companies Act, 2013
read with Rule 21 of the Companies (Management and Administration Rules), 2014]*

Date: 01st October, 2022

To,
Nandan Denim Limited
CIN: L51909GJ1994PLC022719
Survey No. 198/1 & 203/2, Saijpur
Gopalpur, Pirana Road, Piplej,
Ahmedabad - 382405,
Gujarat, India

Subject: Consolidated Scrutinizers' Report on Remote e-voting and e-voting at the Annual General Meeting of shareholders, pursuant to Section 108 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, **Keyur J. Shah**, Practicing Company Secretary and proprietor of M/s Keyur J. Shah & Associates, Company Secretaries, having address at 1007, Sun Avenue One, Near Shreyas Foundation, Manekbaug Society, Ambawadi, Ahmedabad, Gujarat - 380015, was appointed as scrutinizer by the Board of Directors of **Nandan Denim Limited ("the Company")** at their meeting held on 13th August, 2022 for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 13th August, 2022 ("**Notice**") issued in accordance with General Circular No. 14/2020, 16/2020, 22/2020, 33/2020, 39/2020, 02/2021 and 02/2022 dated 08th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 13th January, 2021 and 5th May 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as ("**collectively referred to as "MCA Circulars"**") and the Securities and Exchange Board of India vide their circulars dated 12th May, 2020, 15th January, 2021 and 13th May 2022 ("**collectively referred to as "SEBI Circulars"**"), calling the Twenty Eighth Annual General Meeting of its Equity Shareholders ("**the Meeting**") / "**AGM**") through VC/OAVM. The AGM was convened on Friday, 30th September, 2022 at 03:15 P.M. (IST) through VC/OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

- (i) process of remote e-voting, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
- (ii) process of e-voting, during the AGM, using an electronic voting system ("**e-voting**").



MANAGEMENT'S RESPONSIBILITY:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

SCRUTINIZER'S RESPONSIBILITY:

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services (India) Limited. ("CDSL"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e., till Friday, 30th September, 2022 at 03:47 P.M.

CUT-OFF DATE:

The Equity Shareholders of the Company as on the "cut-off" date, (i.e., Friday, 23rd September, 2022) as set out in the Notice of 28th Annual General Meeting dated 13th August, 2022 was entitled to vote on the resolutions (item nos. 1 to 7 as set out in the Notice calling AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the company as on the cut-off date.

REMOTE E-VOTING PROCESS:

- i. The remote e-voting period remained open from 27th September, 2022 to 29th September, 2022 on designated website of CDSL (www.cdslindia.com).
- ii. After the time fixed for closing of the Remote e-voting by the Company, the electronic system recording the remote e-voting (e-votes) was locked by CDSL. The votes were unblocked on Friday, 30th September, 2022 at 03:47 P.M. after half an hour of the conclusion of AGM and was witnessed by two witnesses who are not in the employment of the Company.

E-VOTING PROCESS AT THE AGM:

- i. After the time fixed for closing of the e-voting by the Company, the electronic system recording the e-voting (e-votes) was locked by CDSL.
- ii. The e-votes cast were unblocked on Friday, 30th September 2022 after half an hour of the conclusion of the AGM and was witnessed by two witnesses who are not in the employment of the Company.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and the e-voting at AGM, based on the reports generated by CDSL and relied upon by me as under: -



ORDINARY BUSINESSES:**Resolution No. 1:**

To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the Financial Year ended March 31, 2022 together with Report of the Board of Directors and Auditors thereon and in this regard, pass the following resolution as an Ordinary Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	88	8,79,85,130	99.999%	4	691	0.001%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	88	8,79,85,130	99.999%	4	691	0.001%	-	-

Resolution No. 2: Ordinary Resolution

To appoint a director in place of Mr. Jyotiprasad Chiripal (DIN: 00155695), who retires by rotation and being eligible, offers himself for reappointment as a director and in this regard, pass the following resolution as an Ordinary Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes*	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	84	8,79,84,577	99.999%	8	1,244	0.001%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	84	8,79,84,577	99.999%	8	1,244	0.001%	-	-



Resolution No. 3:

To appoint M/s. J.T. Shah and Company, Chartered Accountants as Statutory Auditor of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	87	8,79,85,070	99.999%	5	751	0.001%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	87	8,79,85,070	99.999%	5	751	0.001%	-	-

SPECIAL BUSINESSES:**Resolution No. 4:**

To re-appoint Mr. Jyotiprasad Chiripal (DIN: 00155695) as Managing Director of the Company for a period of 5 years with effect from 1st June, 2022 and in this regard, pass the following resolution as a Special Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	85	8,79,76,300	99.989%	7	9,521	0.011%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	85	8,79,76,300	99.989%	7	9,521	0.011%	-	-



Resolution No. 5:

To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2023 and, in this regard, pass with or without modification(s), the following resolution as an Ordinary Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	84	8,79,75,980	99.989%	8	9,841	0.011%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	84	8,79,75,980	99.989%	8	9,841	0.011%	-	-

Resolution No. 6:

To appoint Mr. Rahul Narendra Mehta as an Independent Director of the Company and in this regard, pass with or without modification(s), the following resolution as a Special Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	84	8,79,75,808	99.989%	8	10,013	0.011%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	84	8,79,75,808	99.989%	8	10,013	0.011%	-	-



Resolution No. 7:

To appoint Mr. Kirit Vaikunthraya Joshi as an Independent Director of the Company and in this regard, pass with or without modification(s), the following resolution as a Special Resolution:

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	8,79,85,821	83	8,79,75,748	99.989%	9	10,073	0.011%	-	-
E-voting at AGM	-	-	-	-	-	-	-	-	-
Total	8,79,85,821	83	8,79,75,748	99.989%	9	10,073	0.011%	-	-

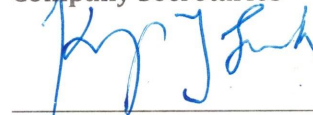
Based on the foregoing, all the resolutions as stated in the Notice of the AGM of the Company are deemed to have been passed with the requisite majority on the date of the 28th Annual General Meeting i.e., Friday, 30th September, 2022.

The Register giving full particulars of all votes (casted electronically), all other papers and relevant records relating to electronic voting is being handed over to the Chairman of the Company along with this report.

The Company may accordingly declare the result of E-voting, in respect of the resolutions mentioned in the notice dated 13th August, 2022 issued under Section 108 of the Companies Act, 2013 and rules made there under.

Thanking You.
Yours Faithfully,

For, Keyur J. Shah & Associates
Company Secretaries



Keyur J. Shah
Membership No.: FCS: 9559
COP. No.: 8814
Peer Review Certificate No.: 1148/2021
UDIN: F009559D001108461



Received with Acknowledgment

Chairman

Place: Ahmedabad
Date: 01st October, 2022