

# RICO RICO AUTO INDUSTRIES LIMITED

REGD. & CORP. OFFICE : 38 KM STONE, DELHI-JAIPUR HIGHWAY, GURUGRAM - 122001, HARYANA (INDIA)  
EMAIL : rico@ricoauto.in WEBSITE : www.ricoauto.in TEL. : +91 124 2824000 FAX : +91 124 2824200  
CIN : L34300HR1983PLC023187

RAIL:SEC:2022

October 03, 2022

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001  Scrip Code - <b>520008</b>	National Stock Exchange of India Limited Exchange Plaza, 5 <sup>th</sup> Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai - 400 051  Scrip Code - <b>RICOAUTO</b>
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Sub : **Disclosure of Voting Results of the 39<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2022**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, details of the Voting Results (i.e. e-voting) of the 39<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, the 30<sup>th</sup> day of September, 2022 at 12.00 Noon through Video Conferencing (VC)/Other Audio Visual Means (OAVM), are enclosed in the prescribed format alongwith the Consolidated Scrutinizer's Report as Annexure-1.

We wish to further inform that all the 10 (Ten) resolutions as set out in notice convening the said AGM have been passed by the Members with the requisite majority.

This may also be considered as compliance of Regulation 30 of the SEBI (LODR) Regulations, 2015.

Thanking you,

Yours faithfully,  
for **Rico Auto Industries Limited**

BRIJ  
MOHAN  
JHAMB  
Date: 2022.10.03  
14:43:43 +05'30'

**B.M. Jhamb**  
**Company Secretary**  
**FCS : 2446**

Encl : As above

# RICO AUTO INDUSTRIES LIMITED

## Voting Results of AGM

**Details of E-voting at the AGM and Remote E-voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions**

Date of the AGM	30/09/2022
Total No. of Shareholders on Record Date (23/09/2022)	71142
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group : Nil Public : Nil	NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group : 11 Public : 84	95

### AGENDA-WISE DISCLOSURE

**Resolution No. 1 - Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2022 including the Reports of Directors' and Auditors' thereon.**

<b>Resolution Required (Ordinary/Special)</b>		Ordinary Resolution						
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	555141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>555141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting		4706652	7.14	4706249	403	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706652</b>	<b>7.14</b>	<b>4706249</b>	<b>403</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>135285000</b>	<b>73337239</b>	<b>54.21</b>	<b>73336836</b>	<b>403</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 2 - Declaration of dividend on Equity Shares for the financial year ended 31st March, 2022. The Board has recommended 40 per cent Dividend i.e. Re.0.40 (Forty paise) per Equity Share of Re.1/- each.**

<b>Resolution Required (Ordinary/Special)</b>		Ordinary Resolution						
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	555141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>555141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting		4706652	7.14	4706296	356	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706652</b>	<b>7.14</b>	<b>4706296</b>	<b>356</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>135285000</b>	<b>73337239</b>	<b>54.21</b>	<b>73336883</b>	<b>356</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 3 - Mrs. Upasna Kapur, a Director liable to retire by rotation, who does not seek re-election, be not re-appointed as a Director of the Company and the vacancy so created not be filled.**

<b>Resolution Required (Ordinary/Special)</b>		Ordinary Resolution						
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>%age of votes polled on outstanding shares</b>	<b>No. of votes-in favour</b>	<b>No. of votes-against</b>	<b>%age of votes in favour on votes polled</b>	<b>%age of votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	555141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>555141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting		4706577	7.14	4702273	4304	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706577</b>	<b>7.14</b>	<b>4702273</b>	<b>4304</b>	<b>99.91</b>	<b>0.09</b>
<b>Total</b>		<b>135285000</b>	<b>73337164</b>	<b>54.21</b>	<b>73332860</b>	<b>4304</b>	<b>99.99</b>	<b>0.01</b>

**Resolution No. 4 - Appointment of M/s. B S R & Co. LLP, Chartered Accountants as Statutory Auditors for first term of five years and fixing their remuneration.**

<b>Resolution Required (Ordinary/Special)</b>		Ordinary Resolution						
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>%age of votes polled on outstanding shares</b>	<b>No. of votes-in favour</b>	<b>No. of votes-against</b>	<b>%age of votes in favour on votes polled</b>	<b>%age of votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	555141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>555141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting		4706652	7.14	4706026	626	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706652</b>	<b>7.14</b>	<b>4706026</b>	<b>626</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>135285000</b>	<b>73337239</b>	<b>54.21</b>	<b>73336613</b>	<b>626</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 5 - Ratification of Remuneration of the Cost Auditors M/s. MM & Associates, Cost Accountants for the Financial Year 2022-23.**

<b>Resolution Required (Ordinary/Special)</b>		Ordinary Resolution						
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	555141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>555141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting		4706652	7.14	4705710	942	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706652</b>	<b>7.14</b>	<b>4705710</b>	<b>942</b>	<b>99.98</b>	<b>0.02</b>
<b>Total</b>		<b>135285000</b>	<b>73337239</b>	<b>54.21</b>	<b>73336297</b>	<b>942</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 6 - Appointment of Shri Hemal Bharat Khandwala as an Independent Director of the Company for a term of five years.**

<b>Resolution Required (Ordinary/Special)</b>		Special Resolution						
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	555141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>555141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-others	E-Voting		4573252	6.94	4569898	3354	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4573252</b>	<b>6.94</b>	<b>4569898</b>	<b>3354</b>	<b>99.93</b>	<b>0.07</b>
<b>Total</b>		<b>135285000</b>	<b>73203839</b>	<b>54.11</b>	<b>73200485</b>	<b>3354</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No. 7 - Appointment of Shri Kaushalendra Verma as director liable to retire by rotation and Whole-time Director designated as “Executive Director” and payment of remuneration for three years.**

<b>Resolution Required (Ordinary/Special)</b>			Special Resolution					
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	32733	522408	5.90	94.10
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>32733</b>	<b>522408</b>	<b>5.90</b>	<b>94.10</b>
Public-others	E-Voting		4706652	7.14	4700089	6563	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706652</b>	<b>7.14</b>	<b>4700089</b>	<b>6563</b>	<b>99.86</b>	<b>0.14</b>
<b>Total</b>		<b>135285000</b>	<b>73337239</b>	<b>54.21</b>	<b>72808268</b>	<b>528971</b>	<b>99.28</b>	<b>0.72</b>

**Resolution No. 8 - Appointment of Shri Rajiv Kumar Miglani as director liable to retire by rotation and Whole-time Director designated as “Executive Director” and payment of remuneration for three years.**

<b>Resolution Required (Ordinary/Special)</b>			Special Resolution					
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		68075446	99.99	68075446	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>68075446</b>	<b>99.99</b>	<b>68075446</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	32733	522408	5.90	94.10
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>32733</b>	<b>522408</b>	<b>5.90</b>	<b>94.10</b>
Public-others	E-Voting		4705792	7.14	4700528	5264	99.89	0.11
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4705792</b>	<b>7.14</b>	<b>4700528</b>	<b>5264</b>	<b>99.89</b>	<b>0.11</b>
<b>Total</b>		<b>135285000</b>	<b>73336379</b>	<b>54.21</b>	<b>72808707</b>	<b>527672</b>	<b>99.28</b>	<b>0.72</b>

**Resolution No. 9 - Appointment of Shri Samarth Kapur as director liable to retire by rotation and Whole-time Director designated as “Executive Director” and payment of remuneration for three years.**

<b>Resolution Required (Ordinary/Special)</b>			Special Resolution					
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		67880646	99.71	67880646	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>67880646</b>	<b>99.71</b>	<b>67880646</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	32733	522408	5.90	94.10
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>32733</b>	<b>522408</b>	<b>5.90</b>	<b>94.10</b>
Public-others	E-Voting		4706577	7.14	4703013	3564	99.92	0.08
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706577</b>	<b>7.14</b>	<b>4703013</b>	<b>3564</b>	<b>99.92</b>	<b>0.08</b>
<b>Total</b>		<b>135285000</b>	<b>73142364</b>	<b>54.07</b>	<b>72616392</b>	<b>525972</b>	<b>99.28</b>	<b>0.72</b>

**Resolution No. 10 - Approval of payment of Remuneration to Shri Arvind Kapur, Chairman, CEO & Managing Director of the Company from 17/12/2022 to 16/12/2024.**

<b>Resolution Required (Ordinary/Special)</b>			Special Resolution					
<b>Whether Promoter/promoter group are interested in the agenda/resolution?</b>			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	%age of votes polled on outstanding shares	No. of votes-in favour	No. of votes-against	%age of votes in favour on votes polled	%age 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		53965803	79.27	53965803	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>68079446</b>	<b>53965803</b>	<b>79.27</b>	<b>53965803</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutional holders	E-Voting		555141	41.91	0	555141	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1324502</b>	<b>555141</b>	<b>41.91</b>	<b>0</b>	<b>555141</b>	<b>0.00</b>	<b>100.00</b>
Public-others	E-Voting		4706577	7.14	4703623	2954	99.94	0.06
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>65881052</b>	<b>4706577</b>	<b>7.14</b>	<b>4703623</b>	<b>2954</b>	<b>99.94</b>	<b>0.06</b>
<b>Total</b>		<b>135285000</b>	<b>59227521</b>	<b>43.78</b>	<b>58669426</b>	<b>558095</b>	<b>99.06</b>	<b>0.94</b>



# **VIMAL CHADHA & ASSOCIATES**

**Company Secretaries**

Email : [cs.vimalchadha@gmail.com](mailto:cs.vimalchadha@gmail.com), M – 9971103053

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## **MGT 13**

### **Consolidated Scrutinizer(s) Report**

The Chairman  
**Rico Auto Industries Limited**  
38 KM Stone, Delhi-Jaipur Highway  
Gurugram - 122001  
Haryana

Sub: **Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted during the Annual General Meeting held on 30.09.2022**

I, **Vimal Chadha, (Practicing Company Secretary)**, having Membership No. F5758 and COP 18669 have been appointed as the Scrutinizer by the Board of Directors of **Rico Auto Industries Limited** having its Registered Office at 38 KM Stone, Delhi-Jaipur Highway, Gurugram - 122001, Haryana for the purpose of scrutinizing the remote electronic voting process and votes through e-voting at the Annual General Meeting (AGM) held on 30<sup>th</sup> September, 2022 held through Video Conferencing (“VC”)/Other Audio-Video Means (“OAVM”). Further, the notice of 39<sup>th</sup> AGM, as confirmed by the Company, was sent to those Members whose email addresses were registered with the Company/ Depositories, in compliance with the relevant circulars of Ministry of Corporate Affairs and SEBI.

The Company has appointed National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the Shareholders to cast their vote on the resolutions, as set out in the Notice of AGM. The remote e-voting period commenced on Tuesday, 27<sup>th</sup> September, 2022, at 09:00 A.M. IST and ended on Thursday, 29<sup>th</sup> September, 2022, at 05:00 P.M. IST.

The Company has also provided e-voting facility at the 39<sup>th</sup> AGM of the Company, to the members attending the meeting through VC/OAVM, who did not exercise their right to vote through remote e-voting period.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at AGM on resolutions specified in the notice of the 39<sup>th</sup> Annual General Meeting. My responsibility as a Scrutinizer for the remote e-voting process and e-voting at AGM is restricted to scrutinize the results and present the Report for the votes cast “in favour” or “against” the resolutions.

All the resolutions for the Ordinary and Special Business as set out in Item No.1 to 10 in the Notice of the 39<sup>th</sup> AGM were duly approved by the members with requisite majority.



# VIMAL CHADHA & ASSOCIATES

Company Secretaries

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The Consolidated Summary of result of the Remote E-Voting together with that of e-voting at AGM is as follows:

**1. As an Ordinary Resolution - Item No.1**

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2022 including the Reports of Directors' and Auditors' thereon.

**I. Voted in favour of the Resolution:**

	<b>Number of Members who voted through Remote E-Voting Process and E-Voting at AGM</b>	<b>Number of votes cast (Shares)</b>	<b>% of total number of valid votes cast</b>
Remote E-Voting	254	73335336	99.997
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>255</b>	<b>73336836</b>	<b>99.999</b>

**II. Voted against the Resolution:**

	<b>Number of Members who voted through Remote E-Voting Process and E-Voting at AGM</b>	<b>Number of votes cast (Shares)</b>	<b>% of total number of valid votes cast</b>
Remote E-Voting	10	403	0.001
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>10</b>	<b>403</b>	<b>0.001</b>





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### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

### Summary of Total Valid Votes for Resolution No. 1

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	73336836	99.999
Votes against	403	0.001
<b>Total</b>	<b>73337239</b>	<b>100.000</b>

**Result: Resolution Approved.**

## 2. As an Ordinary Resolution – Item No.2

Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2022. The Board has recommended 40 per cent Dividend i.e. Re.0.40 (Forty paise) per Equity Share of Re.1/- each.

### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	256	73335383	99.997
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>257</b>	<b>73336883</b>	<b>99.999</b>



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## II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	8	356	0.001
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>8</b>	<b>356</b>	<b>0.001</b>

## III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

## Summary of Total Valid Votes for Resolution No. 2

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	73336883	99.999
Votes against	356	0.001
<b>Total</b>	<b>73337239</b>	<b>100.000</b>

**Result: Resolution Approved.**



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### 3. As an Ordinary Resolution - Item No.3

Mrs. Upasna Kapur, a Director liable to retire by rotation, who does not seek re-election, be not re-appointed as a Director of the Company and the vacancy so created not be filled.

#### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	252	73331360	99.992
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>253</b>	<b>73332860</b>	<b>99.994</b>

#### II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	11	4304	0.006
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>11</b>	<b>4304</b>	<b>0.006</b>

#### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>



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## Summary of Total Valid Votes for Resolution No. 3

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	73332860	99.994
Votes against	4304	0.006
<b>Total</b>	<b>73337164</b>	<b>100.000</b>

## Result: Resolution Approved

### 4. As an Ordinary Resolution - Item No.4

Appointment of M/s. B S R & Co. LLP, Chartered Accountants as Statutory Auditors for first term of five years and fixing their remuneration.

#### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	251	73335113	99.997
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>252</b>	<b>73336613</b>	<b>99.999</b>

#### II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	13	626	0.001
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>13</b>	<b>626</b>	<b>0.001</b>



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### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

### Summary of Total Valid Votes for Resolution No. 4

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	73336613	99.999
Votes against	626	0.001
<b>Total</b>	<b>73337239</b>	<b>100.000</b>

### Result: Resolution Approved

#### 5. As an Ordinary Resolution - Item No.5

Ratification of Remuneration of the Cost Auditors M/s. MM & Associates, Cost Accountants for the Financial Year 2022-23.

#### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	252	73334797	99.997
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>253</b>	<b>73336297</b>	<b>99.999</b>



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## II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	12	942	0.001
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>12</b>	<b>942</b>	<b>0.001</b>

## III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

## Summary of Total Valid Votes for Resolution No. 5

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	73336297	99.999
Votes against	942	0.001
<b>Total</b>	<b>73337239</b>	<b>100.000</b>

**Result: Resolution Approved**



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## 6. As a Special Resolution - Item No.6

Appointment of Shri Hemal Bharat Khandwala as an Independent Director of the Company for a term of five years.

### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	250	73198985	99.993
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>251</b>	<b>73200485</b>	<b>99.995</b>

### II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	13	3354	0.005
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>13</b>	<b>3354</b>	<b>0.005</b>

### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>



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## Summary of Total Valid Votes for Resolution No. 6

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	73200485	99.995
Votes against	3354	0.005
<b>Total</b>	<b>73203839</b>	<b>100.000</b>

## Result: Resolution Approved

### 7 As a Special Resolution - Item No.7

Appointment of Shri Kaushalendra Verma as director liable to retire by rotation and Whole-time Director designated as “**Executive Director**” and payment of remuneration for three years.

#### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	241	72806768	99.277
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>242</b>	<b>72808268</b>	<b>99.279</b>

#### II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	23	528971	0.721
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>23</b>	<b>528971</b>	<b>0.721</b>





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### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

### Summary of Total Valid Votes for Resolution No. 7

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	72808268	99.279
Votes against	528971	0.721
<b>Total</b>	<b>73337239</b>	<b>100.000</b>

### Result: Resolution Approved

#### 8. As a Special Resolution - Item No.8

Appointment of Shri Rajiv Kumar Miglani as director liable to retire by rotation and Whole-time Director designated as “**Executive Director**” and payment of remuneration for three years.

#### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	243	72807207	99.278
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>244</b>	<b>72808707</b>	<b>99.280</b>



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## II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	19	527672	0.720
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>19</b>	<b>527672</b>	<b>0.720</b>

## III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

## Summary of Total Valid Votes for Resolution No. 8

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	72808707	99.280
Votes against	527672	0.720
<b>Total</b>	<b>73336379</b>	<b>100.000</b>

**Result: Resolution Approved.**



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## 9. As a Special Resolution - Item No.9

Appointment of Shri Samarth Kapur as director liable to retire by rotation and Whole-time Director designated as “Executive Director” and payment of remuneration for three years.

### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	243	72614892	99.279
E-Voting at AGM	1	1500	0.002
<b>Total</b>	<b>244</b>	<b>72616392</b>	<b>99.281</b>

### II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	19	525972	0.719
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>19</b>	<b>525972</b>	<b>0.719</b>

### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>



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## Summary of Total Valid Votes for Resolution No. 9

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	72616392	99.281
Votes against	525972	0.719
<b>Total</b>	<b>73142364</b>	<b>100.000</b>

## Result: Resolution Approved

### 10. As a Special Resolution - Item No.10

Approval of payment of Remuneration to Shri Arvind Kapur, Chairman, CEO & Managing Director of the Company from 17/12/2022 to 16/12/2024.

#### I. Voted in favour of the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	242	58667926	99.055
E-Voting at AGM	1	1500	0.003
<b>Total</b>	<b>243</b>	<b>58669426</b>	<b>99.058</b>

#### II. Voted against the Resolution:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	20	558095	0.942
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>20</b>	<b>558095</b>	<b>0.942</b>



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### III. Invalid Votes:

	Number of Members who voted through Remote E-Voting Process and E-Voting at AGM	Number of votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	0.000
E-Voting at AGM	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

### Summary of Total Valid Votes for Resolution No. 10

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	58669426	99.058
Votes against	558095	0.942
<b>Total</b>	<b>59227521</b>	<b>100.000</b>

### Result: Resolution Approved

The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully,

for **Vimal Chadha & Associates**

VIMAL CHADHA

Digitally signed by VIMAL  
CHADHA  
Date: 2022.10.03 13:57:39  
+05'30'

(Vimal Chadha)

FCS : 5758, C.P No. 18669

UDIN : F005758D001121895

Dated: 3<sup>rd</sup> October, 2022

Place: New Delhi

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Address : House No. 1362, Dr. Mukherjee Nagar, Delhi – 110 009