



BGR ENERGY SYSTEMS LIMITED

443 ANNA SALAI, TEYNAMPET, CHENNAI 600018 INDIA

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E-mail: compliance@bgrenergy.com Web site: www.bgrcorp.com

BeSec/2020
September 18, 2020

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400051

Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai – 400001

NSE Symbol: BGREENERGY

BSE Scrip Code: 532930

Dear Sirs,

Sub: Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,


The 34th Annual General Meeting of the Company was held at 3.00 p.m. on September 17, 2020 through Video Conferencing/Other Audio Visual means. Pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the opportunity was given to all the shareholders of the Company to exercise their right to vote on all the resolutions set out in the Notice of AGM through remote e-voting during the period commencing from September 14, 2020 (9.00 a.m.) to September 16, 2020 (5.00 p.m.) as well as at the AGM through e-voting.

All the resolutions contained in the Notice of the aforesaid AGM were approved by the requisite majority of shareholders through remote e-voting and e-voting at AGM and accordingly all the resolutions were declared to be passed on September 17, 2020, which is the date of 34th Annual General Meeting of the Company.


The voting results in the prescribed format along with the consolidated scrutinizer's report are enclosed.

We request you to take the same on record.

Thanking you,
Yours truly,
for BGR Energy Systems Limited



R. Ramesh Kumar
Director & Secretary
Encl : a.a.



REGISTERED OFFICE:

A-5 PANNAMGADU INDUSTRIAL ESTATE, RAMAPURAM POST, SULURPET TALUK, NELLORE DISTRICT, ANDHRA PRADESH 524401 INDIA. TEL: 91 44 27948249

Corporate Identity Number: L40106AP1985PLC005318

BGR ENERGY SYSTEMS LIMITED
(REMOTE E-VOTING AND AGM E-VOTING)
DATE OF AGM : 17-SEP-2020
DETAILS OF VOTING RESULTS



Date of the AGM	September 17, 2020
Total number of shareholders on record date	83851
No. of Shareholders present in the meeting either in person or through proxy:	NOT APPLICABLE FOR THIS AGM
Promoters and Promoter Group:	
Public :	
No. of Shareholders attended the meeting through Video Conferencing:	51
Promoters and Promoter Group:	3
Public :	48

Agenda-wise disclosure

The mode of voting for all resolutions was through remote e-Voting and AGM e-Voting

Resolution No. 1	Adoption of Audited Financial Statements, Reports of Auditors and Board of Directors for the year ended March 31, 2020 and Audited Consolidated Financial Statements for the year ended March 31, 2020.
Resolution Required : (Ordinary / Special)	Ordinary Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	368725	147	99.96015	0.03985
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54490025	147	99.99973	0.00027



Resolution No. 2	Appointment of Mr. Arjun Govind Raghupathy as a Director, who retires by rotation.
Resolution Required : (Ordinary / Special)	Ordinary Resolution
Whether promoter / promoter group are interested in the resolution ?	Yes

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.0000	0.0000
	AGM E-Voting		0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	368097	775	99.7899	0.2101
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54489397	775	99.99858	0.00142

Resolution No. 3	Appointment of Mr. R.Ramesh Kumar as a Director of the Company.
Resolution Required : (Ordinary / Special)	Ordinary Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.0000	0.0000
	AGM E-Voting		0	0.0000	0	0	0.0000	0.0000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	368347	525	99.8577	0.1423
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL		72161560	54490172	75.5114	54489647	525	99.99904	0.00096



Resolution No. 4	Appointment of Mr. R.Ramesh Kumar as Whole Time Director of the Company.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	368100	772	99.7907	0.2093
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54489400	772	99.99858	0.00142

Resolution No. 5	Waiver of recovery of excess remuneration paid to Mr.A.Swaminathan, Director – Engineering & Construction Business during the FY 2019-20.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	360403	8469	97.7041	2.2959
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54481703	8469	99.98446	0.01554



Resolution No. 6	Waiver of recovery of excess remuneration paid to Mr.V.R.Mahadevan, Joint Managing Director during the FY 2019-20.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	360400	8472	97.7033	2.2967
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54481700	8472	99.98445	0.01555

Resolution No. 7	Waiver of recovery of excess remuneration paid to Mrs.Swarnamugi R Karthik, Director – Corporate Strategy during the FY 2019-20.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	Yes

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	360403	8469	97.7041	2.2959
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54481703	8469	99.98446	0.01554



Resolution No. 8	Waiver of recovery of excess remuneration paid to Mr.Arjun Govind Raghupathy, Deputy Managing Director & COO during the FY 2019-20.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	Yes

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	360608	8264	97.7597	2.2403
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54481908	8264	99.98483	0.01517

Resolution No. 9	Approval of Minimum remuneration payable to Mr.Arjun Govind Raghupathy, Managing Director – for rest of his tenure of appointment.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	Yes

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	367113	1759	99.5231	0.4769
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54488413	1759	99.99677	0.00323



Resolution No. 10	Approval of Minimum remuneration payable to Mrs.Swarnamugi R Karthik, Director – Corporate Strategy for rest of her tenure of appointment.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	Yes

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	367098	1774	99.5191	0.4809
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54488398	1774	99.99674	0.00326

Resolution No. 11	Approval of Minimum remuneration payable to Mr.V.R.Mahadevan, Joint Managing Director for rest of his tenure of appointment.
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	367120	1752	99.5250	0.4750
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54488420	1752	99.99678	0.00322



Resolution No. 12	Ratification of remuneration payable to the Cost Auditor of the Company for the FY 2020-21.
Resolution Required : (Ordinary / Special)	Ordinary Resolution
Whether promoter / promoter group are interested in the resolution ?	No

CATEGORY	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54121170	54121170	100.0000	54121170	0	100.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Institutions	E-Voting	186613	0	0.0000	0	0	0.00000	0.00000
	AGM E-Voting		0	0.0000	0	0	0.00000	0.00000
Public - Non Institutions	E-Voting	17853777	368872	2.0661	368421	451	99.8777	0.1223
	AGM E-Voting		130	0.0007	130	0	100.00000	0.00000
TOTAL	TOTAL	72161560	54490172	75.5114	54489721	451	99.99917	0.00083

Consolidated Scrutinizer's Report

18th September, 2020

The Chairperson
BGR Energy Systems Limited,
A-5, Pannamgadu Industrial Estate,
Ramapuram Post, Sullurpet (T),
Nellore Dist,
Andhra Pradesh - 524 401

Ref:34th Annual General Meeting (AGM) of the Members of the BGR Energy Systems Limited held on 17th September, 2020 at 03:00 P.M I.S.T by way of Video Conferencing ("VC").

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by BGR ENERGY SYSTEMS LIMITED pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Monday, 14th September, 2020 (9.00 AM) (IST) to Wednesday, 16th September, 2020 (5.00 PM) (IST) and through electronic voting system (e-voting) during the 34th Annual General Meeting (AGM) of the members of the Company, held on Thursday, 17th September, 2020 at 03:00 P.M I.S.T by way of Video Conferencing ("VC").

We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.



2. The Company has availed remote e-voting system and electronic voting system at the AGM provided by National Securities Depository Limited ("NSDL") for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by NSDL. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
4. We have scrutinized and reviewed the remote e-voting system, electronic voting system after conclusion of the AGM. Further, we have unblocked the votes cast by the members through electronic voting system in the presence of two witnesses Mr. K Satheesh and Ms. Srinidhi Sridharan, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and e-voting at the AGM are based on the data downloaded from the official website of NSDL.
5. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting, Electronic Voting System) as under:





Item No.1 - Adoption of Audited Standalone and Consolidated Financial Statements of the Company for FY 2019-2020, Reports of the Board of Directors and Auditors thereon.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
118	54489895	1	130	54490025	99.99973

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
11	147	0	0	147	0.00027

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 2 – Re-appointment of Mr. Arjun Govind Raghupathy, Director retiring by rotation.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution: -

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
111	54489267	1	130	54489397	99.99858

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
18	775	0	0	775	0.00142

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 3 – Appointment of Mr. R.Ramesh Kumar as a Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
113	54489517	1	130	54489647	99.99904

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
16	525	0	0	525	0.00096

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 4 – Appointment of Mr. R. Ramesh Kumar as Whole Time Director of the Company.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:-

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
112	54489270	1	130	54489400	99.99858

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
17	772	0	0	772	0.00142

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E- Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 5 – Waiver of recovery of excess remuneration paid to Mr. A Swaminathan, Director – Engineering & Construction Business during the FY 2019-20.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
93	54481573	1	130	54481703	99.98446

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
36	8469	0	0	8469	0.01554

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 6 – Waiver of recovery of excess remuneration paid to Mr. V.R. Mahadevan, Joint Managing Director during the FY 2019-20.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:-

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
92	54481570	1	130	54481700	99.98445

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
37	8472	0	0	8472	0.01555

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 7 – Waiver of recovery of excess remuneration paid to Mrs. Swarnamugi R Karthik, Director - Corporate Strategy during the year 2019-20.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
93	54481573	1	130	54481703	99.98446

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
36	8469	0	0	8469	0.01554

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E- Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.

Item No. 8 – Waiver of recovery of excess remuneration paid to Mr. Arjun Govind Raghupathy, Deputy Managing Director & COO during the FY 2019-20.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
95	54481778	1	130	54481908	99.98483

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
34	8264	0	0	8264	0.01517

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 9 – Payment of Minimum remuneration to Mr. Arjun Govind Raghupathy, Managing Director for the rest of his tenure of appointment.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
111	54488283	1	130	54488413	99.99677

(ii) Votes **against** the resolution:

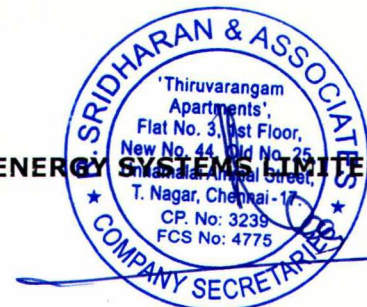
Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
18	1759	0	0	1759	0.00323

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E- Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 10 – Payment of Minimum remuneration to Mrs. Swarnamugi R Karthik, Director – Corporate Strategy for rest of her tenure of appointment.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
110	54488268	1	130	54488398	99.99674

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
19	1774	0	0	1774	0.00326

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E- Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 11 – Payment of Minimum remuneration to Mr. V.R. Mahadevan, Joint Managing Director for rest of his tenure of appointment.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
111	54488290	1	130	54488420	99.99678

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
18	1752	0	0	1752	0.00322

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-Voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 12 – Ratification of remuneration of A N Raman & Associates, Cost Auditor of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
114	54489591	1	130	54489721	99.99917

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
15	451	0	0	451	0.00083

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed with requisite majority.





6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution is enclosed.

7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our 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 Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan

CP No. 3239

FCS No. 4775

UDIN: F004775B000730601

