

### JAI BALAJI INDUSTRIES LIMITED

Ref.: JBIL/SE/2020-21 Date: 30<sup>th</sup> October, 2020

To
The Manager
Listing Department,
National Stock Exchange of India Limited
"EXCHANGE PLAZA", C-1, Block G
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051
(Company's Scrip Code: JAIBALAJI)

To
The Manager,
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
(Company's Scrip Code: 532976)

Dear Sir,

### Sub: Voting results of the 21st Annual General meeting

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) rules, 2014 as amended, we are enclosing herewith the voting results of the Annual General Meeting conducted by the Company on Thursday, 29<sup>th</sup> October, 2020. A consolidated report of the scrutinizer on remote e-voting and e-voting at the AGM is also enclosed herewith.

Based on the voting results and Report of the Scrutinizer, all resolutions as set out in the Notice of the 21<sup>st</sup> Annual General Meeting of the Company, have been duly approved and passed by the shareholders with requisite majority.

The same is for your information and record.

Thanking you.

Yours faithfully,
For JAI BALAJI INDUSTRIES LIMITED

SANJIV JAJODIA Director

DIN:00036339

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### JAI BALAJI INDUSTRIES LTD.

21st Annual General Meeting Voting Results

Date of the AGM	October 29, 2020
Total Number of Shareholders on record date	7592
No. of shareholders present in the meeting either in person or through proxy:  Promoter & Promoter group  Public  Total	No Arrangement for a Physical meeting or appointment of Proxy was made as the meeting was held through VC/OAVM
No. of shareholders attended the meeting through Video Conferencing: Promoter & Promoter group Public Total	22 56 78



Agenda- wise	disclosure										
1 .Resolution	required		Ordinary Resolution	1							
	Whether promoter/promoter group are interested in the agenda/resolution?		No	No .							
Description of the Resolution considered:			Consideration and adoption of Audited Standalone & Consolidated Financial Statements, Report of Board of Directors and Auditors thereon for the financial year ended 31st March, 2020.								
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	on votes polled (7)=[(5)/(2)]*100			
Promoter &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00				
Promoter	Poll		N.A.		N.A.	N.A.	N.A.	N.A.			
Group	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.			
	Total		56,304,046	100.00	56,304,046	-	100.00				
Public -	Evoting*	3,041,333	3,041,333	100.00	-	3,041,333		100.00			
Institutional	Poll		N.A.		N.A.	N.A.	N.A.	N.A.			
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		3,041,333	100.00	-	3,041,333		100.00			
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,191,962	1,016	99.99	0.01			
Institution	Poll		N.A.		N.A.	N.A.	N.A.	N.A.			
	Postal Ballot (if applicable)	100	N.A.	-	N.A.	N.A.	N.A.	N.A.			
	Total		16,192,978	31.69	16,191,962	1,016	99.99	0.01			
	Total	110,450,286	75,538,357	68.39	72,496,008	3,042,349	95.97	4.03			



2 .Resolution	.Resolution required			n				# # # # # # # # # # # # # # # # # # #		
Whether promoter/promoter group are interested in the agenda/resolution?		Yes	'es							
Description of the Resolution considered:			Appointment of a Director in place of Shri Rajiv Jajodia (DIN - 00045192), who retires by rotation and being eligible seeks re-appointment.							
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00			
Promoter	Poll		N.A.		N.A.	N.A.	N.A.	N.A.		
Group	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.		
INVESTIGATION OF THE PROPERTY	Total		56,304,046	100.00	56,304,046	-	100.00			
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	2	100.00			
Institutional	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3,041,333	100.00	3,041,333		100.00			
Public - Non	Evoting*	51,104,907	. 16,192,978	31.69	16,192,970	8	100.00	-		
Institution	Poll		N.A.	2	N.A.	N.A.	N.A.	N.A.		
	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.		
	Total		16,192,978	31.69	16,192,970	8	100.00	I I I		
	Total	110,450,286	75,538,357	68.39	75,538,349	8	100.00	0.00		



3 .Resolution	Resolution required			Ordinary Resolution  Yes							
Whether promoter/promoter group are interested in the agenda/resolution?		Yes									
Description of the Resolution considered:			Appointment of a Director in place of Shri Gaurav Jajodia (DIN - 00028560 ), who retires by rotation and being eligible seeks re-appointment.								
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00				
Promoter	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.			
	Total		56,304,046	100.00	56,304,046	-	100.00				
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	-	100.00				
Institutional	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		3,041,333	₹ 100.00	3,041,333	-	100.00				
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,192,970	8	100.00	-			
Institution	Poll		N.A.		N.A.	N.A.	N.A.	N.A.			
	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.			
	Total		16,192,978	31.69	16,192,970	8	100.00	-			
	Total	110,450,286	75,538,357	68.39	75,538,349	8	100.00	0.00			



4 .Resolution (	Resolution required		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?		No	lo .							
Description of the Resolution considered:			Appointment of M/s S. K. Agrawal & Co., Chartered Accountants, as the Statutory Auditors of the Company for a term of 3 years and fixation of their remuneration.							
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00			
Promoter	Poll		N.A.		N.A.	N.A.	N.A.	N.A.		
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.		
	Total	1	56,304,046	100.00	56,304,046		100.00			
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	-	100.00			
Institutional	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3,041,333	100.00	3,041,333	-	100.00			
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,192,978	-	100.00			
Institution	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.		
	Total		16,192,978	31.69	16,192,978	-	100.00			
	Total	110,450,286	75,538,357	68.39	75,538,357		100.00			



5 .Resolution	.Resolution required			n						
Whether promoter/promoter group are interested in the agenda/resolution ?		No	10							
Description of the Resolution considered:			Ratification of remuneration of Cost Auditor of the Company for the Financial Year 2020-21							
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00			
Promoter	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.		
	Total		56,304,046	100.00	56,304,046	+	100.00			
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	-	100.00			
Institutional	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total		3,041,333	* 100.00	3,041,333	-	100.00			
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,192,978	-	100.00			
Institution	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.		
	Total		16,192,978	31.69	16,192,978	-	100.00			
	Total	110,450,286	75,538,357	68.39	75,538,357	-	100.00			



6 .Resolution	required		Special Resolution								
	Whether promoter/promoter group are interested in the agenda/resolution ?		No	lo							
Description of the Resolution considered:			Re-appointment of Shri Ashim Kumar Mukherjee (DIN: 00047844), who is more than 75 years of age, as an Independent Director of the Company for further period of 5 years								
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00				
Promoter	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.			
N 1	Total		56,304,046	100.00	56,304,046	-	100.00				
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	-	100.00				
Institutional	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
holders	Postal Ballot (if applicable)	7	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		3,041,333	100.00	3,041,333	-	100.00				
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,192,963	15	100.00	0.00			
Institution	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
4 14 1	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.			
	Total		16,192,978	31.69	16,192,963	15	100.00	0.00			
	Total 110,450,286			68.39	75,538,342	15	100.00	0.00			



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7 .Resolution (	required		Ordinary Resolutio	n						
Whether promoter/promoter group are interested in the agenda/resolution?		No	lo .							
Description of the Resolution considered:			Appointment of Shri Bimal Kumar Choudhary (DIN – 08879262 ) as a Director of the Company							
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	+	100.00			
Promoter	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.		
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.		
	Total		56,304,046	100.00	56,304,046		100.00			
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	-	100.00			
Institutional	Poll		N.A.		N.A.	N.A.	N.A.	N.A.		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
2 1 1	Total		3,041,333	100.00	3,041,333	-	100.00			
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,192,978	-	100.00			
Institution	Poll		N.A.		N.A.	N.A.	N.A.	N.A.		
	Postal Ballot (if applicable)	100	N.A.	-	N.A.	N.A.	N.A.	N.A.		
	Total	34	16,192,978	31.69	16,192,978	-	100.00			
	Total	110,450,286	75,538,357	68.39	75,538,357		100.00			



8 .Resolution	3 .Resolution required			n							
	Whether promoter/promoter group are interested in the agenda/resolution?		No	No.							
Description of the Resolution considered:			Appointment of Shri Bimal Kumar Choudhary (DIN – 08879262 ) as an Executive Director of the Company for a period of 3 years								
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 &	Evoting*	56,304,046	56,304,046	100.00	56,304,046	-	100.00				
Promoter	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
Group	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.			
	Total		56,304,046	100.00	56,304,046		100.00				
Public -	Evoting*	3,041,333	3,041,333	100.00	3,041,333	-	100.00				
Institutional	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		3,041,333	100.00	3,041,333		100.00				
Public - Non	Evoting*	51,104,907	16,192,978	31.69	16,192,972	6	100.00				
Institution	Poll		N.A.	-	N.A.	N.A.	N.A.	N.A.			
	Postal Ballot (if applicable)		N.A.	-	N.A.	N.A.	N.A.	N.A.			
	Total		16,192,978	31.69	16,192,972	6	100.00	-			
	Total	110,450,286	75,538,357	68.39	75,538,351	6	100.00	0.00			

<sup>\*</sup> aggregate of votes cast through remote e-voting (facility to cast vote prior to the AGM) and e-voting during the AGM.





### Office:- 39, Surya Sen Street 3rd Floor, Kolkata -700 009

# Consolidated Scrutinizer's Report [Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 21st Annual General Meeting of the Members of Jai Balaji Industries Limited (the Company) held on 29<sup>th</sup> October, 2020 at 11 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

#### Dear Sir.

- 1. I, Suresh Chandra Pal, Partner, M/s S. C. Pal & Associates, Practising Company Secretary, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 21st Annual General Meeting (AGM) of the members of the Company held on 29th October, 2020 through VC/OAVM.
- 2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
- 3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to
  - a. Conducting the voting at the AGM, as provided in sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
  - b. to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
    - i. the reports generated from the E-voting system as provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide E-voting facility.
    - ii. Voting conducted at the AGM; e-voting facility provided by CDSL
- 4. Further to the above, I submit my report as under:-
  - The e-voting period remained open from Monday, 26<sup>th</sup> October 2020 (10:00 am) and ended on Wednesday, 28<sup>th</sup> October 2020 (5:00 p.m.).
  - ii) The members of the Company as on the "cut-off" date i.e. 22<sup>nd</sup> October 2020 were entitled to vote on the resolutions (items nos. 01 to 08) as set out in the Notice dated 15<sup>th</sup> September 2020, of the AGM of the members of the Company.



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- iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using E-Voting facility.
- iv) Immediately after the conclusion of voting at the AGM, the votes cast through remote e-voting were unblocked and counted.
- v) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the E-voting prior to and during the AGM and are as under:

Total Nos of <u>valid</u> Folios that have c	:	107			
Breakup:					
Through remote e-voting					
Voting at the AGM	9				
<b>Total No of Shares representing the</b>	107 <u>valid folios</u> that have voted	:	75538357		
Breakup:					
Through remote e-voting	75537319				
Voting at the AGM	1038				
Total No of Folios who have voted the	Total No of Folios who have voted through physical ballot forms				

#### Item No. 1:-

Ordinary Resolution for adoption of

- (a) Audited Financial Statement of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2020 and the Report of the Auditors thereon

Particulars	No of Sha	ares	Total No of	% based on
	through remote	Voting at	Shares	total votes
	E-voting	AGM		cast
Number of votes cast in favour	72495972	36	72496008	95.97244
Number of votes cast against	3041347	1002	3042349	4.02756
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000



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#### Item No. 2:-

Ordinary Resolution to appoint a Director in place of Shri Rajiv Jajodia (DIN -00045192), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	No of Sl	nares	Total No	% based on
	through remote	Voting at	of Shares	total votes cast
	E-voting	AGM		
Number of votes cast in <b>favour</b>	75537313	1036	75538349	99.99999
Number of votes cast against	6	2	8	0.00001
Number of votes that				
abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000

#### Item No. 3:-

Ordinary Resolution to appoint a Director in place of Shri Gaurav Jajodia (DIN – 00028560), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No of Shares		Total No	% based on
	through remote	Voting at	of Shares	total votes
	E-voting	AGM		cast
Number of votes cast in <b>favour</b>	75537313	1036	75538349	99.99999
Number of votes cast against	6	2	8	0.00001
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000

#### <u>Item No. 4:-</u>

Ordinary Resolution for appointment of M/s S. K. Agrawal & Co., Chartered Accountant (FRN. 306033E) as the Statutory Auditors of the Company for a term of 3 years.

Particulars	No of Shares		Total No	% based on
	through remote	Voting at	of Shares	total votes
	E-voting	AGM		cast
Number of votes cast in <b>favour</b>	75537319	1038	75538357	100.00000
Number of votes cast against	0	0	0	0.00000
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000



Office:- 39, Surya Sen Street 3rd Floor, Kolkata -700 009

#### **Special Business:**

#### <u>Item No. 5:-</u>

Ordinary Resolution for payment of remuneration to Cost Auditors for cost audit for financial year ending 31.03.2021

Particulars	No of Shares		Total No	% based on
	through remote	Voting at	of Shares	total votes
	E-voting	AGM		cast
Number of votes cast in <b>favour</b>	75537319	1038	75538357	100.00000
Number of votes cast against	0	0	0	0.00000
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000

#### Item No. 6:-

Special Resolution to re-appoint Mr. Ashim Kumar Mukherjee (DIN: 00047844) as an Independent Director of the Company for a second term of five years with effect from 2<sup>nd</sup> December, 2020.

Particulars	No of Shares		Total No	% based on
	through remote	Voting at	of Shares	total votes
	E-voting	AGM		cast
Number of votes cast in <b>favour</b>	75537305	1037	75538342	99.99998
Number of votes cast against	14	1	15	0.00002
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000

#### <u>Item No. 7:-</u>

Ordinary Resolution to appoint Shri Bimal Kumar Choudhary (DIN: 08879262) as a Director of the Company, liable to retire by rotation.

Particulars	No of Shares		Total No	% based on
	through remote	Voting at	of Shares	total votes
	E-voting	$\overline{AGM}$		cast
Number of votes cast in <b>favour</b>	75537319	1038	75538357	100.00000
Number of votes cast against	0	0	0	0.00000
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000



Office:- 39, Surya Sen Street 3rd Floor, Kolkata -700 009

#### Item No. 8:-

Ordinary Resolution to appoint Shri Bimal Kumar Choudhary (DIN: 08879262), as Executive Director of the Company for a period of three years with effect from 15<sup>th</sup> September, 2020 to 14th September, 2023

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in <b>favour</b>	75537313	1038	75538351	99.99999
Number of votes cast against	6	0	6	0.00001
Number of votes that abstained	0	0	0	0.00000
Total	75537319	1038	75538357	100.00000

Thanking You, For S. C. Pal & Associates

(Suresh Chandra Pal) Partner

C.P.No.11952, FCS: 9724 Date: 29<sup>th</sup> October 2020