

इंडियन ऑयल कॉर्पोरेशन लिमिटेड

रजिस्टर्ड ऑफिस : 'इंडियनऑयल भवन',
जी -९, अली यावर जंग मार्ग, बांद्रा (पूर्व), मुंबई - ४०० ०५९.

Indian Oil Corporation Limited

CIN-L23201MH1959GOI011388

Regd. Office : 'IndianOil Bhavan',

G-9, Ali Yavar Jung Marg, Bandra (East), Mumbai - 400 051.

Tel. : 022-26447616 • Fax : 022-26447961

Email id : investors@indianoil.in • website : www.iocl.com



IndianOil
A Maharatna
Company

Secretarial Department

No. Sec/AGM

23rd September 2020

National Stock Exchange Limited Exchange Plaza, 5 th Floor, Bandra –Kurla Complex, Bandra (E), Mumbai - 400051	Bombay Stock Exchange BSE Ltd. 1 st Floor, New Trading Ring, P J Tower, Dalal Street, Mumbai - 400001
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Ref: Symbol: IOC; Security Code: 530965; ISIN: INE242A01010

Dear Sir,

Sub : Voting Results of 61st AGM held on 21st September 2020

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith result of voting (remote e-voting as well as e-voting during AGM) in the prescribed format for the resolutions proposed at the Annual General Meeting held on 21st September 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The resolutions have been passed by the shareholders with requisite majority. The result of the voting and Report of the Scrutinizer is also being hosted on the website of the Company i.e. www.iocl.com and website of National Securities Depository Limited (e-voting agency) www.evoting.nsdl.com.

Thanking you,

Yours faithfully,

For Indian Oil Corporation Limited


23/09/20

(Kamal Kumar Gwalani)

Company Secretary

Name of Company		INDIAN OIL CORPORATION LTD								
Date of the AGM/EGM		21-09-2020								
Total number of shareholders on record date		824411								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		0								
Public:		0								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		1								
Public:		404								
Resolution No.		1								
Resolution required: (Ordinary/ Special)		ORDINARY - To receive, consider and adopt the audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended 31st March 2020 together with Reports of the Directors and the Auditors thereon.								
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,936,532,119	1,734,711,705	89.5783	1,734,711,705	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,734,711,705	89.5783	1,734,711,705	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	2,629,493,625	1,826,567,645	69.4646	1,826,185,514	382,131	99.9790	0.0209	0	0
	Poll		178,251	0.0068	178,207	44	99.9753	0.0246	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,826,745,896	69.4714	1,826,363,721	382,175	99.9791	0.0209	0.0209	0
Total	9,414,158,922	8,409,590,779	89.3292	8,409,208,604	382,175	99.9955	0.0045	0	0	



Name of Company		INDIAN OIL CORPORATION LTD									
Date of the AGM/EGM		21-09-2020									
Total number of shareholders on record date		824411									
No. of shareholders present in the meeting either in person or through proxy:											
Promoters and Promoter Group:		0									
Public:		0									
No. of Shareholders attended the meeting through Video Conferencing											
Promoters and Promoter Group:		1									
Public:		404									
Resolution No.		2									
Resolution required: (Ordinary/ Special)		ORDINARY - To confirm the Interim Dividend of Rs. 4.25 per equity share paid during the financial year 2019-20.									
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 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	1,936,532,119	1,737,089,215	89.7010	1,712,921,926	24,167,289	98.6087	1.3912	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,737,089,215	89.701	1,712,921,926	24,167,289	98.6087	1.3913	0	0	
Public- Non Institutions	E-Voting	2,629,493,625	1,826,573,079	69.4648	1,826,153,257	419,822	99.9770	0.0229	0	0	
	Poll		178,251	0.0068	178,251	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,826,751,330	69.4716	1,826,331,508	419,822	99.9770	0.0230	0	0	
Total		9,414,158,922	8,411,973,723	89.3545	8,387,386,612	24,587,111	99.7077	0.2923	0	0	



Name of Company		INDIAN OIL CORPORATION LTD								
Date of the AGM/EGM		21-09-2020								
Total number of shareholders on record date		824411								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		0								
Public:		0								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		1								
Public:		404								
Resolution No.		3								
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint a Director in place of Shri G. K. Satish DIN 06932170, who retires by rotation and is eligible for reappointment.								
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,936,532,119	1,732,782,763	89.4786	1,376,008,567	356,774,196	79.4103	20.5896	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,732,782,763	89.4786	1,376,008,567	356,774,196	79.4103	20.5897	0	0
Public- Non Institutions	E-Voting	2,629,493,625	1,826,571,137	69.4647	1,826,108,940	462,197	99.9746	0.0253	0	0
	Poll		178,251	0.0068	178,097	154	99.9136	0.0863	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,826,749,388	69.4715	1,826,287,037	462,351	99.9747	0.0253	0	0
Total	9,414,158,922	8,407,665,329	89.3087	8,050,428,782	357,236,547	95.7511	4.2489	0	0	



Name of Company		INDIAN OIL CORPORATION LTD									
Date of the AGM/EGM		21-09-2020									
Total number of shareholders on record date		824411									
No. of shareholders present in the meeting either in person or through proxy:											
Promoters and Promoter Group:		0									
Public:		0									
No. of Shareholders attended the meeting through Video Conferencing											
Promoters and Promoter Group:		1									
Public:		404									
Resolution No.		4									
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint a Director in place of Shri Gurmeet Singh DIN 08093170, who retires by rotation and is eligible for reappointment.									
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 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	1,936,532,119	1,732,782,763	89.4786	1,375,997,167	356,785,596	79.4096	20.5903	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,732,782,763	89.4786	1,375,997,167	356,785,596	79.4097	20.5903	0	0	
Public- Non Institutions	E-Voting	2,629,493,625	1,826,570,915	69.4647	1,826,110,819	460,096	99.9748	0.0251	0	0	
	Poll		178,251	0.0068	178,097	154	99.9136	0.0863	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,826,749,166	69.4715	1,826,288,916	460,250	99.9748	0.0252	0	0	
Total	9,414,158,922	8,407,665,107	89.3087	8,050,419,261	357,245,846	95.7510	4.2490	0	0		



Name of Company		INDIAN OIL CORPORATION LTD								
Date of the AGM/EGM		21-09-2020								
Total number of shareholders on record date		824411								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		0								
Public:		0								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		1								
Public:		404								
Resolution No.		5								
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint Shri Shrikant Madhav Vaidya DIN 06995642 as Whole-time Director and to designate him as Chairman of the Company.								
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,936,532,119	1,737,020,856	89.6975	1,609,580,711	127,440,145	92.6632	7.3367	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,737,020,856	89.6975	1,609,580,711	127,440,145	92.6633	7.3367	0	0
Public- Non Institutions	E-Voting	2,629,493,625	1,826,571,647	69.4648	1,826,111,573	460,074	99.9748	0.0251	0	0
	Poll		178,251	0.0068	178,107	144	99.9192	0.0807	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,826,749,898	69.4716	1,826,289,680	460,218	99.9748	0.0252	0	0
Total	9,414,158,922	8,411,903,932	89.3537	8,284,003,569	127,900,363	98.4795	1.5205	0	0	



Name of Company		INDIAN OIL CORPORATION LTD								
Date of the AGM/EGM		21-09-2020								
Total number of shareholders on record date		824411								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		0								
Public:		0								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		1								
Public:		404								
Resolution No.		6								
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint Ms. Lata Usendi DIN 07384547 as Independent Director of the Company.								
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,936,532,119	1,723,655,450	89.0073	1,557,917,077	165,738,373	90.3844	9.6155	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,723,655,450	89.0073	1,557,917,077	165,738,373	90.3845	9.6155	0	0
Public- Non Institutions	E-Voting	2,629,493,625	1,826,560,681	69.4644	1,826,013,744	546,937	99.9700	0.0299	0	0
	Poll		178,251	0.0068	170,262	7,989	95.5181	4.4818	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,826,738,932	69.4712	1,826,184,006	554,926	99.9696	0.0304	0	0
Total	9,414,158,922	8,398,527,560	89.2117	8,232,234,261	166,293,299	98.0200	1.9800	0	0	



Name of Company		INDIAN OIL CORPORATION LTD									
Date of the AGM/EGM		21-09-2020									
Total number of shareholders on record date		824411									
No. of shareholders present in the meeting either in person or through proxy:											
Promoters and Promoter Group:		0									
Public:		0									
No. of Shareholders attended the meeting through Video Conferencing											
Promoters and Promoter Group:		1									
Public:		404									
Resolution No.		7									
Resolution required: (Ordinary/ Special)		SPECIAL - To increase the borrowing powers of the Company and for creation of charge on the properties of the Company in favour of the lenders.									
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 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	1,936,532,119	1,737,156,653	89.7045	1,701,551,508	35,605,145	97.9503	2.0496	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,737,156,653	89.7045	1,701,551,508	35,605,145	97.9504	2.0496	0.0000	0	0
Public- Non Institutions	E-Voting	2,629,493,625	1,826,565,427	69.4645	1,824,727,199	1,838,228	99.8993	0.1006	0	0	
	Poll		178,251	0.0068	173,512	4,739	97.3413	2.6586	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,826,743,678	69.4713	1,824,900,711	1,842,967	99.8991	0.1009	0.0000	0	0
Total	9,414,158,922	8,412,033,509	89.3551	8,374,585,397	37,448,112	99.5548	0.4452	0	0		



Name of Company		INDIAN OIL CORPORATION LTD								
Date of the AGM/EGM		21-09-2020								
Total number of shareholders on record date		824411								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		0								
Public:		0								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		1								
Public:		404								
Resolution No.		8								
Resolution required: (Ordinary/ Special)		ORDINARY - To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021.								
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,848,133,178	4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,848,133,178	100.0000	4,848,133,178	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,936,532,119	1,737,089,215	89.7010	1,737,089,215	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,737,089,215	89.701	1,737,089,215	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	2,629,493,625	1,826,571,740	69.4648	1,826,014,628	557,112	99.9694	0.0305	0	0
	Poll		178,251	0.0068	178,151	100	99.9438	0.0561	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,826,749,991	69.4716	1,826,192,779	557,212	99.9695	0.0305	0.0066	0
Total		9,414,158,922	8,411,972,384	89.3545	8,411,415,172	557,212	99.9934	0.0066	0	0



Combined Report of Scrutinizer for Remote e-Voting and e-Voting during AGM

To,

Mr. S. M. Vaidya

The Chairman of 61st Annual General Meeting of Indian Oil Corporation Limited

Report on voting for the 61st Annual General Meeting held on Monday, 21st September, 2020 at 2.30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OVAM").

Combined Scrutinizer's Report on voting through Remote e-voting and electronic voting during the AGM in terms of provisions of the Companies Act, 2013 (herein after referred to as "Act") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

CS Nrupang B. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries ("the firm") was appointed as the Scrutinizer by the Board of Directors of Indian Oil Corporation Limited ("Company") pursuant to Section 108 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the electronic voting during the Annual General Meeting (e-Voting) for the resolutions contained in the Notice of 61st Annual General Meeting of the Company ("Meeting"/"AGM").

I, CS Nrupang B. Dholakia, Designated Partner of the firm, submit combined report as under:

1. The AGM was held in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 regarding holding of the "AGM" through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) without the physical presence of the Members at a common venue.
2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Voting (which includes remote e-Voting and the electronic voting during the AGM) by the Members on the resolutions proposed in the Notice calling the 61st AGM of the Company was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a combined scrutinizer's report on the voting to the Chairman on the resolutions.
3. The voting facility both for e-voting prior to the AGM (remote e-voting) and electronic voting during the AGM (e-voting) was provided by National Securities Depository Limited ('NSDL').



Scrutinizer's Report – Combined (Remote e-Voting and e-Voting at AGM) – Indian Oil Corporation Limited
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4. The Members of the Company as on the "cut-off" date i.e. Monday, September 14, 2020 were entitled to vote on the resolutions.
5. The remote e-voting period commenced on Thursday, September 17, 2020 at 9:30 a.m. (IST) and concluded on Sunday, September 20, 2020 at 5:00 p.m. (IST).
6. The e-voting during the AGM was conducted online on the website of NSDL i.e. www.evoting.nsdl.com
7. The facility to vote through electronic voting system as stated in point 6 above had been provided to facilitate voting for those Members who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-Voting.
8. After the closure of the e-voting after 15 minutes of conclusion of AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked from the website of NSDL i.e. www.evoting.nsdl.com on Monday, September 21, 2020 in the presence of two witnesses who are not in the employment of the Company.
9. I hereby submit a combined scrutinizer's report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions set out in the Notice of the 61st AGM based on the scrutiny of remote e-voting and the electronic voting during the AGM and votes cast therein on the basis of the data downloaded from the electronic voting system of NSDL.
10. Members who had exercised their vote through remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.



11. The Combined Result (Remote e-Voting + Voting at AGM) is as under:

1. Item No 1: To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statement of the Company for the financial year ended March 31, 2020 together with the Reports of the Directors and Auditors thereon.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,736	8,40,94,12,528
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,736	8,40,94,12,528
B. e-Voting at AGM		
Total Votes received	68	1,78,251
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,804	8,40,95,90,779
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,804	8,40,95,90,779



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,669	8,40,90,30,397	99.9954559
B. e-Voting at AGM		
67	1,78,207	99.9753157
C. Combined (A+B)		
2,736	8,40,92,08,604	99.9954555

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
67	3,82,131	0.0045441
B. e-Voting at AGM		
1	44	0.0246843
C. Combined (A+B)		
68	3,82,175	0.0045445



2. Item No 2: To confirm the Interim Dividend of Rs 4.25/- per equity share paid during the financial year 2019-20.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,748	8,41,17,95,472
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,748	8,41,17,95,472
B. e-Voting at AGM		
Total Votes received	68	1,78,251
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,816	8,41,19,73,723
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,816	8,41,19,73,723



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,658	8,38,72,08,361	99.7077067
B. e-Voting at AGM		
68	1,78,251	100
C. Combined (A+B)		
2,726	8,38,73,86,612	99.7077129

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
90	2,45,87,111	0.2922933
B. e-Voting at AGM		
NIL	NIL	NIL
C. Combined (A+B)		
90	2,45,87,111	0.2922871



3. Item No 3: To appoint a Director in place of Shri G. K. Satish (DIN: 06932170), who retires by rotation and is eligible for reappointment.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,738	8,40,74,87,078
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,738	8,40,74,87,078
B. e-Voting at AGM		
Total Votes received	68	1,78,251
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,806	8,40,76,65,329
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,806	8,40,76,65,329



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,334	8,05,02,50,685	95.7509730
B. e-Voting at AGM		
65	1,78,097	99.9136049
C. Combined (A+B)		
2,399	8,05,04,28,782	95.7510613

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
404	35,72,36,393	4.2490270
B. e-Voting at AGM		
3	154	0.0863951
C. Combined (A+B)		
407	35,72,36,547	4.2489387



4. Item No 4: To appoint a Director in place of Shri Gurmeet Singh (DIN: 08093170) who retires by rotation and is eligible for reappointment.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,739	8,40,74,86,856
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,739	8,40,74,86,856
B. e-Voting at AGM		
Total Votes received	68	1,78,251
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,807	8,40,76,65,107
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,807	8,40,76,65,107



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,324	8,05,02,41,164	95.7508623
B. e-Voting at AGM		
65	1,78,097	99.9136050
C. Combined (A+B)		
2,389	8,05,04,19,261	95.7509506

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
415	35,72,45,692	4.2491377
B. e-Voting at AGM		
3	154	0.0863950
C. Combined (A+B)		
418	35,72,45,846	4.2490494



5. Item No 5: To appoint Shri Shrikant Madhav Vaidya (DIN: 06995642) as Whole-time Director and to designate him as Chairman of the Company.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,740	8,41,17,25,681
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,740	8,41,17,25,681
B. e-Voting at AGM		
Total Votes received	68	1,78,251
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,808	8,41,19,03,932
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,808	8,41,19,03,932



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,473	8,28,38,25,462	98.4795008
B. e-Voting at AGM		
66	1,78,107	99.9192150
C. Combined (A+B)		
2,539	8,28,40,03,569	98.4795313

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
267	12,79,00,219	1.5204992
B. e-Voting at AGM		
2	144	0.0807850
C. Combined (A+B)		
269	12,79,00,363	1.5204687



6. Item No 6: To appoint Ms. Lata Usendi (DIN: 07384547) as Independent Director of the Company.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,724	8,39,83,49,309
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,724	8,39,83,49,309
B. e-Voting at AGM		
Total Votes received	68	1,78,251
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,792	8,39,85,27,560
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,792	8,39,85,27,560



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,513	8,23,20,63,999	98.0200239
B. e-Voting at AGM		
63	1,70,262	95.5181177
C. Combined (A+B)		
2,576	8,23,22,34,261	98.0199708

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
211	16,62,85,310	1.9799761
B. e-Voting at AGM		
5	7,989	4.4818823
C. Combined (A+B)		
216	16,62,93,299	1.9800292



7. Item No 7: To increase the borrowing powers of the Company and for creation of charge on the properties of the Company on favour of the lenders.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,740	8,41,18,55,258
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,740	8,41,18,55,258
B. e-Voting at AGM		
Total Votes received	68	1,78,251
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,808	8,41,20,33,509
<u>Less:</u> Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,808	8,41,20,33,509



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2382	8,37,44,11,885	99.5548738
B. e-Voting at AGM		
62	1,73,512	97.3413894
C. Combined (A+B)		
2,444	8,37,45,85,397	99.5548269

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
358	3,74,43,373	0.4451262
B. e-Voting at AGM		
6	4,739	2.6586106
C. Combined (A+B)		
364	3,74,48,112	0.4451731



8. Item No 8: To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2021.

Particulars	Number of Members who cast vote	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
A. Remote e-Voting		
Total Votes received	2,739	8,41,17,94,133
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,739	8,41,17,94,133
B. e-Voting at AGM		
Total Votes received	68	1,78,251
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	68	1,78,251
C. Combined (A+B)		
Total Votes received	2,807	8,41,19,72,384
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	2,807	8,41,19,72,384



(i) Voted in favour of the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
2,530	8,41,12,37,021	99.9933770
B. e-Voting at AGM		
67	1,78,151	99.9438993
C. Combined (A+B)		
2,597	8,41,14,15,172	99.9933759

(ii) Voted against the resolution:

Number of Members who cast vote	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
209	5,57,112	0.0066230
B. e-Voting at AGM		
1	100	0.0561007
C. Combined (A+B)		
210	5,57,212	0.0066241



12. You may accordingly declare the combined result of the Remote e-Voting and e-Voting during AGM.
13. All the relevant records of Remote e-Voting and e-voting during AGM will be e-mailed to the Chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,



Nrupang B. Dholakia
CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 10032 CP No: 12884

UDIN: F010032B000747780
Place: Mumbai
Date: 22nd September, 2020

