

December 31, 2020

To,

BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001

The National Stock Exchange of India Limited
Exchange Plaza,
Block G, C-1, Bandra-Kurla Complex,
Bandra (East),
Mumbai-400 051

Scrip Code: 533287

Symbol: ZEELEARN

Dear Sir/ Madam,

Sub: Disclosure of voting results of the remote e-voting and voting at the 10th Annual General Meeting ("AGM") of Zee Learn Limited ("Company") - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith details regarding the voting results (remote e-voting and e-voting during the AGM) of the business transacted at the 10th Annual General Meeting of the Company held on Wednesday, December 30, 2020 at 04.00 p.m. It is as per the results issued by M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent of the Company which is enclosed herewith.

We also enclose herewith Consolidated Report of the Scrutinizer on remote e-voting and e-voting during the AGM.

We would also like to inform that all items of business contained in the Notice of the 10th Annual General Meeting dated October 7, 2020 were transacted and approved by the Shareholders with requisite majority.

The aforesaid voting results and Scrutinizer's Consolidated Report are also being uploaded on the website of the Company at www.zeelearn.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to take the same on record.

Thanking you.

Yours faithfully,

For Zee Learn Limited


Prashant Parekh
Company Secretary



THINK EDUCATION. THINK ZEE LEARN.

Voting Result of the 10th Annual General Meeting of the Company (Remote e-voting and e-voting at the AGM)

Date of the Annual General Meeting / Extra-ordinary General Meeting	December 30, 2020
Total number of shareholders on record date i.e. as of cutoff date: December 23, 2020	1,10,295
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	6
Public	55

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Zee Learn Limited

Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements of the Company - on a Standalone and Consolidated basis, for the financial year ended March 31, 2020 including the Balance Sheet as at March 31, 2020, the statement of Profit and Loss for the financial year ended on that date and the					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33899727	20.8800	33885164	14563	99.9570	0.0430
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33899727	20.8800	33885164	14563	99.9570	0.0430
Total		326092725	127181342	39.0016	127166779	14563	99.9885	0.0115

Zee Learn Limited

Resolution Required : (Ordinary)		2 - To appoint M/s Ford Rhodes Parks & Co. LLP, Chartered Accountants, (Firm Registration No. 102860W/W100089) as Statutory Auditors of the Company to hold the office from the conclusion of this AGM till the Conclusion of AGM to be held in the calendar year 2025 at such remuneration as may be						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33900637	20.8805	33885562	15075	99.9555	0.0445
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33900637	20.8805	33885562	15075	99.9555	0.0445
Total		326092725	127182252	39.0019	127167177	15075	99.9881	0.0119

Zee Learn Limited

Resolution Required : (Ordinary)		3 - To ratify the remuneration payable to 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	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33900637	20.8805	33884424	16213	99.9522	0.0478
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33900637	20.8805	33884424	16213	99.9522	0.0478
Total		326092725	127182252	39.0019	127166039	16213	99.9873	0.0127

Zee Learn Limited

Resolution Required : (Ordinary)		4 - Appointment of Mr. Dattatraya Kelkar (DIN: 00118037) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33900525	20.8804	33881854	18671	99.9449	0.0551
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33900525	20.8804	33881854	18671	99.9449	0.0551
Total		326092725	127182140	39.0018	127163469	18671	99.9853	0.0147

Zee Learn Limited

Resolution Required : (Ordinary)		5 - Appointment of Mrs. Nanette D sa (DIN: 05261531) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33900637	20.8805	33881904	18733	99.9447	0.0553
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33900637	20.8805	33881904	18733	99.9447	0.0553
Total		326092725	127182252	39.0019	127163519	18733	99.9853	0.0147

Zee Learn Limited

Resolution Required : (Ordinary)		6 - Appointment of Mr. Vikash Kumar Kar (DIN: 07418787) as a Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33899137	20.8796	33880354	18783	99.9446	0.0554
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33899137	20.8796	33880354	18783	99.9446	0.0554
Total		326092725	127180752	39.0014	127161969	18783	99.9852	0.0148

Zee Learn Limited

Resolution Required : (Ordinary)			7 - Appointment of Mr. Vikash Kumar Kar (DIN: 07418787) as an Executive Director in the Category of Whole Time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33899137	20.8796	33880292	18845	99.9444	0.0556
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33899137	20.8796	33880292	18845	99.9444	0.0556
Total		326092725	127180752	39.0014	127161907	18845	99.9852	0.0148

Zee Learn Limited

Resolution Required : (Ordinary)		8 - Appointment of Mr. Surender Singh (DIN: 08206770) as Non-Executive Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33899137	20.8796	33880292	18845	99.9444	0.0556
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33899137	20.8796	33880292	18845	99.9444	0.0556
Total		326092725	127180752	39.0014	127161907	18845	99.9852	0.0148

Zee Learn Limited

Resolution Required : (Special)		9 - Approve repricing of Stock Options granted under Employees Stock Option Scheme 2010 as amended in 2015						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	34489849	21.2434	33882061	607788	98.2378	1.7622
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		34489849	21.2434	33882061	607788	98.2378	1.7622
Total		326092725	127771464	39.1826	127163676	607788	99.5243	0.4757

Zee Learn Limited

Resolution Required : (Ordinary)		10 - Approval of payment of Commission to Non-Executive Independent Directors of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% 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	93281615	93281615	100.0000	93281615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93281615	100.0000	93281615	0	100.0000	0.0000
Public Institutions	E-Voting	70455733	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	162355377	33898226	20.8790	33876098	22128	99.9347	0.0653
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33898226	20.8790	33876098	22128	99.9347	0.0653
Total		326092725	127179841	39.0011	127157713	22128	99.9826	0.0174

MITA SANGHAVI
Practicing Company Secretary

Office no.6, Basement Ground floor,
Runwal Commercial Complex,
L.B.S. Marg, Mulund West, Mumbai- 400080.
Mb. 98922 10391, Off No. 022-25918827
Email. mita_sangh@yahoo.co.uk

December 30, 2020

The Board of Directors
Zee Learn Limited
CIN: L80301MH2010PLC198405

Dear Sirs,

SCRUTINISER'S REPORT

Consolidated Report of Scrutinizer on remote e-voting as well as e-voting conducted in relation to the agenda items proposed in the Notice of 10th Annual General Meeting (the 'AGM') of the Equity Shareholders of Zee Learn Limited (the 'Company') held on Wednesday, 30th December 2020 at 4.00 p.m. via VC/OAVM

Dear Sirs

I, Mita Sanghavi, a Company Secretary in Practice was appointed as Scrutinizer by the Company vide appointment letter dated 3rd December 2020 to scrutinize, count and submit consolidated report on votes cast by way remote e-voting and e-voting on the resolution(s) proposed at 10th Annual General Meeting (the 'AGM') of the Equity Shareholders of Zee Learn Limited (the 'Company') held on Wednesday, 30th December 2020 at 4.00 p.m. via VC/OAVM.

Accordingly, I submit my report as under:

1. In view of the continuing Covid-19 Pandemic, Ministry of Corporate Affairs had vide circulars dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 ('MCA Circulars') had permitted the holding of Shareholders Meetings through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without presence of members at a common venue. In compliance with the provisions of Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ('SEBI Listing Regulations') and aforesaid MCA Circulars, AGM of the Company was held via VC/OAVM through facility provided by National Securities Depository Limited ('NSDL').
2. As per confirmation received from the Company and in compliance with aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Annual Report of the Company for FY 2019-20 along with Notice of 10th AGM was sent only through electronic mode to those members whose email address were registered with the Company/RTA/Depositories. The Notice of AGM along with Annual Report of the Company was uploaded on the website of the Company and also on website of the Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited along with the website of NSDL.
3. Pursuant to SEBI Listing regulations and the Act, the Company had provided remote e-voting facility through NSDL, whereby Shareholders of the Company as at the cut-off date



of Wednesday, December 23, 2020 were entitled to vote on all resolutions proposed in the Notice of AGM by using remote e-voting facility provided by NSDL. Remote e-voting period commenced from Sunday, December 27, 2020 at 9.00 a.m. and ended on Tuesday, December 29, 2020 at 5.00 p.m.

- Members of the Company, as at cut-off date, who had not voted through remote e-voting, but were present at the meeting and were otherwise not barred from doing so, were provided the facility of e-voting during the course of the AGM.
- After conclusion of E-voting at AGM on December 30, 2020, I unblocked and downloaded E-voting details from NSDL Website in presence of Mrs. Jigna Shah and Mr. Subhash Yadav, who are not in employment with the Company

They have signed below in confirmation of the votes being unblocked in their presence

JHRambhaya

Ms. Jigna Shah

Subhash

Mr. Subhash Yadav

- Management of the Company is responsible to ensure compliance with the requirements of Act and SEBI Listing Regulations in relation to the AGM and exercise of voting rights through electronic means. My responsibility as a scrutinizer is restricted to scrutinize and count the votes and submit a report on the votes cast "in favour" or "against" the resolutions based on the report generated from the e-voting system of NSDL an agency engaged by the company to provide e-voting facilities.

Based on report made available from E-voting system of NSDL website, I hereby report as under:

Item No. 1 - Ordinary Resolution

To adopt Audited Financial Statements of the Company on Standalone and Consolidated basis for the financial year ended March 31, 2020

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	96	122216301	96.096%
E-Voting at the AGM	3	4950478	3.892%
Total-A	99	127166779	99.989%
Voted Against			
Remote e-voting	3	14563	0.011%
E-Voting at the AGM	0	0	0.000%
Total-B	3	14563	0.011%
Grand Total (A+B)	102	127181342	100.000%

Item No. 2 - Ordinary Resolution

To appoint M/s. Ford Rhodes Parks & Co., LLP, Chartered Accountants as Statutory Auditors of the Company in place of the retiring Statutory Auditor to hold such office till conclusion of 15th AGM

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	95	122216699	96.096%
E-Voting at the AGM	3	4950478	3.892%
Total-A	98	127167177	99.988%
Voted Against			
Remote e-voting	5	15075	0.012%
E-Voting at the AGM	0	0	0.00%
Total-B	5	15075	0.012%
Grand Total (A+B)	103	127182252	100%

SPECIAL BUSINESS

Item No. 3 - Ordinary Resolution

To ratify remuneration payable to the Cost Auditors for financial year ending on March 31, 2021

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	95	122215561	96.095%
E-Voting at the AGM	3	4950478	3.892%
Total-A	98	127166039	99.987%
Voted Against			
Remote e-voting	5	16213	0.013%
E-Voting at the AGM	0	0	0.00%
Total-B	5	16213	0.013%
Grand Total (A+B)	103	127182252	100.000%



Item No. 4 - Ordinary Resolution

To appoint Mr. Dattatraya Kelkar (DIN 00118037) as an Independent Director to hold such office till December 29, 2022

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	91	122212991	96.093%
E-Voting at the AGM	3	4950478	3.892%
Total-A	94	127163469	99.985%
Voted Against			
Remote e-voting	8	18671	0.015%
E-Voting at the AGM	0	0	
Total-B	8	18671	0.015%
Grand Total (A+B)	102	127182140	100.000%

Item No. 5 - Ordinary Resolution

To appoint Ms. Nanette D'sa (DIN 05261531) as an Independent Director to hold such office till March 30, 2023

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	91	122213041	96.093%
E-Voting at the AGM	3	4950478	3.892%
Total-A	94	127163519	99.985%
Voted Against			
Remote e-voting	9	18733	0.015%
E-Voting at the AGM	0	0	
Total-B	9	18733	0.015%
Grand Total (A+B)	103	127182252	100.000%



Item No. 6 - Ordinary Resolution

To appoint Mr. Vikash Kumar Kar (DIN 07418787) as Director of the Company, liable to retire by rotation

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	90	122211491	96.093%
E-Voting at the AGM	3	4950478	3.892%
Total-A	93	127161969	99.985%
Voted Against			
Remote e-voting	9	18783	0.015%
E-Voting at the AGM	0	0	0.000%
Total-B	9	18783	0.015%
Grand Total (A+B)	102	127180752	100.000%

Item No. 7 - Ordinary Resolution

To approve appointment of, and payment of remuneration to, Mr. Vikash Kumar Kar (DIN 07418787) as an Executive Director of the Company

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	89	122211429	96.093%
Voting at the AGM	3	4950478	3.892%
Total-A	92	127161907	99.985%
Voted Against			
Remote e-voting	10	18845	0.015%
Voting at the AGM	0	0	0.000%
Total-B	10	18845	0.015%
Grand Total (A+B)	102	127180752	100.000%



Item No. 8 - Ordinary Resolution

To appoint Mr. Surender Singh (DIN 08206770) as Director of the Company, liable to retire by rotation

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	89	122211429	96.093%
Voting at the AGM	3	4950478	3.892%
Total-A	92	127161907	99.985%
Voted Against			
Remote e-voting	10	18845	0.015%
Voting at the AGM	0	0	0.000%
Total-B	10	18845	0.015%
Grand Total (A+B)	102	127180752	100.000%

Item No. 9 - Special Resolution

To authorise repricing of outstanding Stock Options granted under Company's Employee Stock Option Scheme

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	91	122213198	95.650%
Voting at the AGM	3	4950478	3.874%
Total-A	94	127163676	99.524%
Voted Against			
Remote e-voting	8	17076	0.013%
Voting at the AGM	1	590712	0.462%
Total-B	9	607788	0.476%
Grand Total (A+B)	103	127771464	100.000%



Item No. 10 - Ordinary Resolution

To approve payment of Commission of upto 1% of Net Profits to Non-Executive Directors for a period of 5 years commencing from the year ended on March 31, 2021

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	86	122207235	96.090%
Voting at the AGM	3	4950478	3.893%
Total-A	89	127157713	99.983%
Voted Against			
Remote e-voting	11	22128	0.017%
Voting at the AGM	0	0	0.000%
Total-B	11	22128	0.017%
Grand Total (A+B)	100	127179841	100.000%

Soft copy of the list of equity shareholders who voted 'For'/'Against' and those who 'Abstained/Not Voted' on each resolution by way of remote e-voting and e-voting during the course of AGM has been sent to the Company Secretary of the Company.

Based on the aforesaid results of remote e-voting and e-voting, I report that all the resolutions proposed at the Meeting have been passed by the Shareholders with requisite majority.

With warm regards



Mita Sanghavi
FCS-7205, CP-6364
UDIN: F007205B001766765



Date: 30th December 2020
Place: Mumbai