

HZL/2020-SECY/

September 5, 2020

Bombay Stock Exchange Ltd.

National Stock Exchange of (India)  
Ltd.

P.J. Towers, Dalal Street,  
Mumbai - 400001

“Exchange Plaza”  
Bandra-Kurla Complex,  
Mumbai – 400051

Kind Attn: - General Manager,  
Dept. of Corporate Services  
**Scrip Code: 500188**

Kind Attn:- Head - Listing & Corporate  
Communications  
**Trading Symbol: HINDZINC-EQ**

Dear Sir(s),

**Sub: - Submission (s) pursuant to the 54<sup>th</sup> Annual General Meeting of the Company.**

In continuation of our letter no. HZL/2020-SECY/ dated August 26, 2020, the 54<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Thursday September 3, 2020 and the business(es) mentioned in the Notice dated July 21, 2020 were transacted. In this regard, please find enclosed the following: -

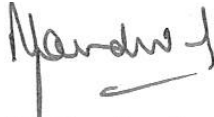
1. Voting results as required under Regulation 44 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (SEBI Listing Regulations) as **Annexure – I**.
2. Consolidated Report dated September 4, 2020, from the CS Rupesh Agarwal Practicing Company Secretary for the purpose remote e-voting and for conducting the e-voting at the AGM, in fair and transparent manner, pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (4) (xi) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, as **Annexure – II**.

The meeting commenced at 12.00 noon and concluded at 12.55 p.m.

The result along with the Scrutinizer's Report(s) is available at the registered office and website of the Company and M/s. Karvy Fintech Private Limited (“Karvy”), Registrar and Transfer Agents of the Company and NSDL.

Thanking You,

For Hindustan Zinc Limited



(R. Pandwal)  
Company Secretary  
Encl: as above

Copy to:

National Securities Depository Limited  
Trade World, A Wing, 4th & 5th Floors,  
Kamala Mills Compound,  
Lower Parel, Mumbai – 13

Central Depository Services (India) Ltd.  
Marathon Futurex, A-Wing,  
25th Floor, NM Joshi Marg,  
Lower Parel, Mumbai – 13

**Hindustan Zinc Limited**

Registered Office: Yashad Bhawan, Udaipur (Rajasthan) - 313 004  
Tel.: (91-294)6604000-02, Fax: (91-294) 2427739  
CIN: L27204RJ1966PLC001208, [www.hzindia.com](http://www.hzindia.com)

Name of the Company	Hindustan Zinc Limited
Date of the AGM/EGM	September 3, 2020
Total no. of shareholders on record date	151240
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	NA
Public:	NA
No. of shareholders attended the meeting through Video Conferencing:	0
Promoters and Promoter Group:	0
Public:	68

Resolution 1		To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon - Ordinary Resolution						
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting poll	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting poll	1,40,63,20,981	1,37,87,05,825	98.04	1,37,87,05,825	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>1,40,63,20,981</b>	<b>1,37,87,05,825</b>	<b>98</b>	<b>1,37,87,05,825</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting poll	7,58,43,709	5,99,111	0.79	5,98,657	454	99.92	0.08
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>7,58,43,709</b>	<b>5,99,111</b>	<b>1</b>	<b>5,98,657</b>	<b>454</b>	<b>100</b>
<b>Total</b>		<b>4,22,53,19,000</b>	<b>4,12,24,59,246</b>	<b>98</b>	<b>4,12,24,59,246</b>	<b>454</b>	<b>100</b>	<b>0</b>

Resolution 2		To confirm the payment of interim dividend 825 % i.e. Rs 16.50 per share of Rs 2- each on fully paid up Equity shares of the Company for the financial year 2019-20 - Ordinary Resolution						
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting poll	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting poll	1,40,63,20,981	1,37,87,71,083	98.04	1,37,87,71,083	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>1,40,63,20,981</b>	<b>1,37,87,71,083</b>	<b>98</b>	<b>1,37,87,71,083</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting poll	7,58,43,709	5,98,711	0.79	5,97,639	1,072	99.82	0.18
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>7,58,43,709</b>	<b>5,98,711</b>	<b>1</b>	<b>5,97,639</b>	<b>1,072</b>	<b>100</b>
<b>Total</b>		<b>4,22,53,19,000</b>	<b>4,12,25,24,104</b>	<b>98</b>	<b>4,12,25,23,032</b>	<b>1,072</b>	<b>100</b>	<b>0</b>

Resolution 3		To appoint a Director in place of Mrs. Farida M Naik DIN 07612050, who retires by rotation and being eligible, offers herself for reappointment as per Article 70 of the Articles of Association of the Company - Ordinary Resolution						
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting poll	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting poll	1,40,63,20,981	1,37,87,40,586	98.04	1,34,88,87,435	2,98,53,151	97.83	2.17
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,34,88,87,435</b>	<b>2,98,53,151</b>	<b>98</b>
Public- Non Institutions	E-Voting poll	7,58,43,709	5,97,894	0.79	5,90,275	7,619	98.73	1.27
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>7,58,43,709</b>	<b>5,97,894</b>	<b>1</b>	<b>5,90,275</b>	<b>7,619</b>	<b>99</b>
<b>Total</b>		<b>4,22,53,19,000</b>	<b>4,12,24,92,790</b>	<b>98</b>	<b>4,09,26,32,020</b>	<b>2,98,60,770</b>	<b>99</b>	<b>1</b>

Resolution 4		To ratify the appointment of Ms S.R. Batliboi Co. LLP as Statutory Auditors of the Company - Ordinary Resolution						
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting poll	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting poll	1,40,63,20,981	1,37,87,40,586	98.04	1,37,87,40,586	-	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,37,87,40,586</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting poll	7,58,43,709	5,97,861	0.79	5,94,112	3,749	99.37	0.63
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>7,58,43,709</b>	<b>5,97,861</b>	<b>1</b>	<b>5,94,112</b>	<b>3,749</b>	<b>99</b>
<b>Total</b>		<b>4,22,53,19,000</b>	<b>4,12,24,92,757</b>	<b>98</b>	<b>4,12,24,89,008</b>	<b>3,749</b>	<b>100</b>	<b>0</b>

Resolution 5		To ratify the remuneration to the Cost Auditors for the financial year ending March 31, 2021 - Ordinary Resolution						
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting poll	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting poll	1,40,63,20,981	1,37,87,40,586	98.04	1,37,87,40,586	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,37,87,40,586</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting poll	7,58,43,709	5,98,211	0.79	5,93,719	4,492	99.25	0.75
	E-Voting		-	-	-	-	-	

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Public- Non Institutions	poll	7,58,43,709	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
	<b>Total</b>	<b>7,58,43,709</b>	<b>5,98,211</b>	<b>1</b>	<b>5,93,719</b>	<b>4,492</b>	<b>99</b>	<b>1</b>	
<b>Total</b>	<b>4,22,53,19,000</b>	<b>4,12,24,93,107</b>	<b>98</b>	<b>4,12,24,88,615</b>	<b>4,492</b>	<b>100</b>	<b>0</b>		

Resolution 6		To approve the Appointment of Mr. Arun Misra (DIN 01835605) as Director of the Company - Ordinary Resolution							
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>	<b>-</b>	
Public- Institutions	E-Voting	1,40,63,20,981	1,37,87,40,586	98.04	1,37,80,25,054	715532	99.95	0.05	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,37,80,25,054</b>	<b>7,15,532</b>	<b>100</b>	<b>0</b>	
Public- Non Institutions	E-Voting	7,58,43,709	5,98,144	0.79	5,93,346	4,798	99.20	0.80	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>7,58,43,709</b>	<b>5,98,144</b>	<b>1</b>	<b>5,93,346</b>	<b>4,798</b>	<b>99</b>	<b>1</b>	
<b>Total</b>	<b>4,22,53,19,000</b>	<b>4,12,24,93,040</b>	<b>98</b>	<b>4,12,17,72,710</b>	<b>7,20,330</b>	<b>100</b>	<b>0</b>		

Resolution 7		To consider the Appointment of Mr. Arun Misra (DIN 01835605) as Whole-time Director designated as Chief Executive Officer of the Company for a period of 2 years 10 months - Special Resolution							
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>	<b>-</b>	
Public- Institutions	E-Voting	1,40,63,20,981	1,37,87,40,586	98.04	1,37,87,40,586	-	100.00	0.00	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,37,87,40,586</b>	<b>-</b>	<b>100</b>	<b>0</b>	
Public- Non Institutions	E-Voting	7,58,43,709	5,98,042	0.79	5,93,517	4525	99.24	0.76	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>7,58,43,709</b>	<b>5,98,042</b>	<b>1</b>	<b>5,93,517</b>	<b>4,525</b>	<b>99</b>	<b>1</b>	
<b>Total</b>	<b>4,22,53,19,000</b>	<b>4,12,24,92,938</b>	<b>98</b>	<b>4,12,24,88,413</b>	<b>4,525</b>	<b>100</b>	<b>0</b>		

Resolution 8		To Appoint Mr. Akhlesh Joshi (DIN 01920024) as an Independent Director on the board of the Company - Ordinary Resolution							
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>	<b>-</b>	
Public- Institutions	E-Voting	1,40,63,20,981	1,37,87,40,586	98.04	1,35,71,11,062	2,16,29,524	98.43	0.00	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,35,71,11,062</b>	<b>2,16,29,524</b>	<b>98</b>	<b>0</b>	
Public- Non Institutions	E-Voting	7,58,43,709	5,97,892	0.79	5,92,281	5611	99.06	3618.57	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>7,58,43,709</b>	<b>5,97,892</b>	<b>1</b>	<b>5,92,281</b>	<b>5,611</b>	<b>99</b>	<b>3,619</b>	
<b>Total</b>	<b>4,22,53,19,000</b>	<b>4,12,24,92,788</b>	<b>98</b>	<b>4,10,08,57,653</b>	<b>2,16,35,135</b>	<b>99</b>	<b>1</b>		

Resolution 9		To Appoint Mr. Anjani Kumar Agrawal (DIN 08579812) as an Independent Director on the board of the Company - Ordinary Resolution							
Category	Mode of Voting	Number of shares held (1)	Number 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 and Promoter Group	E-Voting	2,74,31,54,310	2,74,31,54,310	100.00	2,74,31,54,310	0	100.00	0.00	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>2,74,31,54,310</b>	<b>2,74,31,54,310</b>	<b>100</b>	<b>2,74,31,54,310</b>	<b>-</b>	<b>100</b>	<b>-</b>	
Public- Institutions	E-Voting	1,40,63,20,981	1,37,87,40,586	98.04	1,37,82,73,788	4,66,798	99.97	0.03	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>1,40,63,20,981</b>	<b>1,37,87,40,586</b>	<b>98</b>	<b>1,37,82,73,788</b>	<b>4,66,798</b>	<b>100</b>	<b>0</b>	
Public- Non Institutions	E-Voting	7,58,43,709	5,97,894	0.79	5,87,525	10,369	98.27	1.73	
	poll		-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-		
	<b>Total</b>	<b>7,58,43,709</b>	<b>5,97,894</b>	<b>1</b>	<b>5,87,525</b>	<b>10,369</b>	<b>98</b>	<b>2</b>	
<b>Total</b>	<b>4,22,53,19,000</b>	<b>4,12,24,92,790</b>	<b>98</b>	<b>4,12,20,15,623</b>	<b>4,77,167</b>	<b>100</b>	<b>0</b>		

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**Scrutinizer's Report on remote e-voting and e-voting at the 54<sup>th</sup> Annual General Meeting of Hindustan Zinc Limited**

The Chairman  
**Hindustan Zinc Limited**  
 Yashad Bhawan, Yashadgarh,  
 Udaipur, Rajasthan -313004

Date of Meeting: September 3, 2020  
 Day of Meeting: Thursday  
 Time of Meeting: At 12:00 noon (IST)

Dear Sir,

I, Rupesh Agarwal, Managing Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s. **Hindustan Zinc Limited** ("Company") for remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the 54<sup>th</sup> Annual General Meeting ("the Meeting") convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the below mentioned resolutions considered at the Meeting of the equity shareholders of the Company as per notice dated July 21, 2020.

Pursuant to the General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) and SEBI circular date May 12, 2020 (hereinafter referred to as "relevant circulars"), the Company has dispatched the Annual Reports including Notice of the 54<sup>th</sup> AGM only through e-mails. The Company has not dispatched the Annual Reports and Notice of the AGM to those members whose e-mail IDs were not registered/available with the KFin Technologies Private Limited, Registrar Transfer Agent ("RTA"), Company and Depositories. However, the Company has also given an additional option to members to register their e-mail ids with the RTA, Company or their depository participants by giving newspaper advertisements dated August 12, 2020 in all the editions of the Business Standard. The Notice dated July 21, 2020 convening the Meeting was sent to the shareholders on August 12, 2020 in respect of the proposed resolutions considered at the Meeting of the Equity Shareholders of the Company held on September 3, 2020.

The Company has availed the electronic voting facility offered by National Securities Depository (India) Limited ("NSDL") for conducting electronic voting by the shareholders as for the AGM of the Company.

The remote e-voting period commenced on Monday, August 31, 2020 at 10:00 (IST) a.m. and concluded on Wednesday, September 2, 2020 at 5:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter and then reopened during the AGM and kept opened during the AGM.

Further, the e-voting was announced for the Shareholders who attended the meeting but have not cast their vote through remote e-voting.

The shareholders holding shares as at the close of business hours on Thursday, August 27, 2020 ("Cut-off date") were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

  
  
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Subsequently, the remote e-voting was unblocked on September 03, 2020 around 01:24 P.M in the presence of two witnesses, Mr Karan Kanojia R/o, 48-A Anand Vihar, Delhi-92 and Mr Shivam Grover R/o KH NO-106/107 Jagat Singh Colony VIII Chilla Saroda Delhi 110091 who are not in the employment of the Company.

The votes cast through e-voting, which were incomplete and/ or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from official website of NSDL for the electronic voting, we now submit our consolidated report thereon.



A circular stamp with the text "CHANDRASEKARAN ASSOCIATES" around the top edge, "NEW DELHI" in the center, and "COMPANY SECRETARIES" around the bottom edge. Two handwritten signatures in blue ink are written over the stamp.

1. The result of the voting is as under:

**1.To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon. (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	695	4,12,26,46,854	17	39,727	712	4,12,26,86,580
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & abstained from voting	0	0	0	0	0	0
Less:	Number of Members & Votes not exercised	6*	2,27,233	1*	102	7*	227335
	<b>No. of Valid Votes Cast</b>	<b>689*</b>	<b>4,12,24,19,621</b>	<b>16*</b>	<b>39,625</b>	<b>705*</b>	<b>4,12,24,59,246</b>

\*7 Members who holds 1256854 shares, has partially exercised their voting rights in favour of 1029516 shares, against of 3 shares and not exercised for 227335 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of member s voted	Votes Cast by them	Number of member s voted	Votes Cast by them	
Favour	689	4,12,24,19,168	16	39,624	705	4,12,24,58,792	100.00
Against	6	453	1	1	7	454	0.00
Total	695	4,12,24,19,621	17	39,625	712	4,12,24,59,246	100.00

**2. To confirm the payment of interim dividend @ 825 % i.e. Rs 16.50 per share of Rs 2/- each on fully paid up equity shares of the Company for the financial year 2019-20 (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	699	4,12,27,11,711	17	39,727	716	4,12,27,51,438
Les s:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Les s:	Number of Members & abstained from voting	0	0	0	0	0	0
Les s:	Number of Members & Votes not exercised	5*	2,27,232	1*	102	6*	227334
	No. of Valid Votes Cast	694*	4,12,24,84,479	16*	39,625	710*	4,12,25,24,104

\*6 Members who holds 1256851 shares, has partially exercised their voting rights in favour of 1029516 shares, against of 1 share and not exercised for 227334 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	690	4,12,24,83,408	16	39,624	706	4,12,25,23,032	100.00
Against	9	1,071	1	1	10	1072	0.00
Total	699	4,12,24,84,479	17	39,625	716	4,12,25,24,104	100.00



**3. To appoint a Director in place of Mrs. Farida M Naik (DIN: 07612050), who retires by rotation and being eligible, offers herself for reappointment as per Article 70 of the Articles of Association of the Company. (as an Ordinary Resolution)**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	694	4,12,26,80,914	16	39,227	710	4,12,27,20,141
Les s:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Les s:	Number of Members & abstained from voting	0	0	0	0	0	0
Les s:	Number of Members & Votes not exercised	6*	2,27,249	1*	102	7	227351
	<b>No. of Valid Votes Cast</b>	688*	4,12,24,53,665	15*	39,125	703*	4,12,24,92,790

\*7 Members who holds 1256871 shares, has partially exercised their voting rights in favour of 380000 shares, against of 649520 shares and not exercised for 227351 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	578	4,09,25,92,896	15	39,124	593	4,09,26,32,020	99.28
Against	116	2,98,60,769	1	1	117	29860770	0.72
Total	694	4,12,24,53,665	16	39,125	710	4,12,24,92,790	100.00

CHANDRASEKARAN ASSOCIATES  
NEW DELHI  
SECRETARY



**4. To ratify the appointment of M/s S.R. Batliboi & Co. LLP as Statutory Auditors of the Company. (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member (s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	694	4,12,26,80,864	16	39,227	710	4,12,27,20,091
Les s:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Les s:	Number of Members & abstained from voting	0	0	0	0	0	0
Les s:	Number of Members & Votes not exercised	5*	2,27,232	1*	102	6*	227334
	<b>No. of Valid Votes Cast</b>	689*	4,12,24,53,632	15*	39,125	704*	4,12,24,92,757

\*6 Members who holds 1256851 shares, has partially exercised their voting rights in favour of 1029516 shares, against of 1 share and not exercised for 227334 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	668	4,12,24,49,884	15	39,124	683	4,12,24,89,008	100.00
Against	26	3,748	1	1	27	3749	0.00
Total	694	4,12,24,53,632	16	39,125	710	4,12,24,92,757	100.00



**5. To ratify the remuneration to the Cost Auditors for the financial year ending March 31, 2021 (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	696	4,12,26,81,214	16	39,227	712	4,12,27,20,441
Les s:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Les s:	Number of Members & abstained from voting	0	0	0	0	0	0
Les s:	Number of Members & Votes not exercised	5*	2,27,232	1*	102	6*	227334
	<b>No. of Valid Votes Cast</b>	691*	4,12,24,53,982	15*	39,125	706*	4,12,24,93,107

\*6 Members who holds 1256851 shares, has partially exercised their voting rights in favour of 1029516 shares, against of 1 share and not exercised for 227334 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	675	4,12,24,49,491	15	39,124	690	4,12,24,88,615	100.00
Against	21	4,491	1	1	22	4492	0.00
Total	696	4,12,24,53,982	16	39,125	712	4,12,24,93,107	100.00

CHANDRASEKARAN ASSOCIATES  
SECRETARIES \* DELHI

**6. To approve the Appointment of Mr. Arun Misra (DIN: 01835605) as Director of the Company (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	696	4,12,27,87,930	16	39,227	712	4,12,28,27,157
Less :	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less :	Number of Members & abstained from voting	0	0	0	0	0	0
Less :	Number of Members & Votes not exercised	8*	3,34,015	1*	102	9*	334117
	<b>No. of Valid Votes Cast</b>	<b>688*</b>	<b>4,12,24,53,915</b>	<b>15*</b>	<b>39,125</b>	<b>703 *</b>	<b>4,12,24,93,040</b>

\*9 Members who holds 1470403 shares, has partially exercised their voting rights in favour of 1069330 shares, against of 66956 shares and not exercised for 33411 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	663	4,12,17,33,586	15	39,124	678	4,12,17,72,710	99.98
Against	33	7,20,329	1	1	34	720330	0.02
Total	696	4,12,24,53,915	16	39,125	712	4,12,24,93,040	100.00

**7. To consider the Appointment of Mr. Arun Misra (DIN: 01835605) as Whole-time Director designated as Chief Executive Officer of the Company for a period of 2 years 10 months. (as a Special Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	694	4,12,26,81,064	16	39,227	710	4,12,27,20,291
Less :	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less :	Number of Members & abstained from voting	0	0	0	0	0	0
Less :	Number of Members & Votes not exercised	6*	2,27,251	1*	102	7*	227353
	<b>No. of Valid Votes Cast</b>	<b>688*</b>	<b>4,12,24,53,813</b>	<b>15*</b>	<b>39,125</b>	<b>703*</b>	<b>4,12,24,92,938</b>

\*7 Members who holds 1256871 shares, has partially exercised their voting rights in favour of 1029516 shares, against of 2 shares and not exercised for 227353 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	666	4,12,24,49,289	15	39,124	681	4,12,24,88,413	100.00
Against	28	4,524	1	1	29	4525	0.00
Total	694	4,12,24,53,813	16	39,125	710	4,12,24,92,938	100.00

CHANDRASEKARAN ASSOCIATES  
NEW DELHI  
COMPANY SECRETARIES

**8. To Appoint Mr. Akhilesh Joshi (DIN: 01920024) as an Independent Director on the board of the Company. (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	694	4,12,26,80,914	16	39,227	710	4,12,27,20,141
Less :	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less :	Number of Members & abstained from voting	0	0	0	0	0	0
Less :	Number of Members & Votes not exercised	6*	2,27,251	1*	102	7*	227353
	<b>No. of Valid Votes Cast</b>	<b>688*</b>	<b>4,12,24,53,663</b>	<b>15*</b>	<b>39,125</b>	<b>703*</b>	<b>4,12,24,92,788</b>

\*7 Members who holds 1256871 shares, has partially exercised their voting rights in favour of 380000 shares, against of 649518 shares and not exercised for 227353 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	607	4,10,08,19,129	14	38,524	621	4,10,08,57,653	99.48
Against	87	2,16,34,534	2	601	89	21635135	0.52
Total	694	4,12,24,53,663	16	39,125	710	4,12,24,92,788	100.00

CHANDRASEKARAN ASSOCIATES  
NEW DELHI  
COMPANY SECRETARIES

**9. To Appoint Mr. Anjani Kumar Agrawal (DIN: 08579812) as an Independent Director on the board of the Company (as an Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	694	4,12,26,80,914	16	39,227	710	4,12,27,20,141
Less :	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less :	Number of Members & abstained from voting	0	0	0	0	0	0
Less :	Number of Members & Votes not exercised	6*	2,27,249	1*	102	78	227351
	<b>No. of Valid Votes Cast</b>	<b>688*</b>	<b>4,12,24,53,665</b>	<b>15*</b>	<b>39,125</b>	<b>703*</b>	<b>4,12,24,92,790</b>

\*7 Members who holds 1256871shares, has partially exercised their voting rights in favour of 649516 shares, against of 380004 shares and not exercised for 227351 shares.

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	657	4,12,19,77,099	14	38,524	671	4,12,20,15,623	99.99
Against	37	4,76,566	2	601	39	477167	0.01
Total	694	4,12,24,53,665	16	39,125	710	4,12,24,92,790	100.00

CHANDRASEKARAN ASSOCIATES  
NEW DELHI  
SECRETARIES

2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,  
Yours faithfully,

**Chandrasekaran Associates**  
Company Secretaries

  
**Rupesh Agarwal**  
Managing Partner  
Membership No: A16302  
CP No: 5673  
UDIN: A016302B000662288


Place: Delhi  
Date: September 4, 2020

Counter-signed by \_\_\_\_\_  
(Chairman/ Authorised by the Chairman of the Company)