



# AGARWAL INDUSTRIAL CORPORATION LIMITED

Petrochemicals (Manufacturers & Traders of Bitumen & Bituminous Products) • Logistics for Bitumen & LPG • Wind Mills.

CIN NO.: L99999MH1995PLC084618

November 15, 2019

To,

<b>BSE Limited</b> Corporate Relationship Department P.J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code - 531921	<b>National Stock Exchange of India Limited</b> 'Exchange Plaza' C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: AGARIND; Series: EQ
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**Sub: Submission of Voting Results of Postal Ballot (including e-voting) along with Scrutinizer's Report.**

Dear Sir,

We are pleased to enclose herewith Postal Ballot Results (including e-voting) pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report dated November 15, 2019 with respect to Postal Ballot (including e-voting) which was conducted by the Company from October 16, 2019 (9.00 a.m.) to November 14, 2019 (5.00 p.m.) for seeking approval of the Members by way of Special Resolution as per Postal Ballot Notice dated October 12, 2019.

Kindly acknowledge the receipt of the same and take on record.

Thanking You,

Yours faithfully,

For Agarwal Industrial Corporation Limited

Lucinda D'souza  
Company Secretary



Encl: a/a



**Agarwal Industrial Corporation Limited - Voting Results of Postal Ballot (including e-voting)**

Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Declaration of Voting Result of Postal Ballot (including E-voting)	November 15, 2019
Total number of shareholders on record date (i.e. October 11, 2019)	2,607
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	No Video Conferencing facility was made available No Video Conferencing facility was made available

Item No. 1 - Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the Second Term								
Resolution required: ( <del>Ordinary</del> / Special)				Special				
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	6,086,392	6,086,392	100.0000	6,086,392	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>6,086,392</b>	<b>6,086,392</b>	<b>100.0000</b>	<b>6,086,392</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Institutions	E-voting	4,000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>4,000</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-voting	4,168,355	58,849	1.4118	58,848	1	99.9983	0.0017
	Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		408,569	9.8017	400,083	8,486	97.9230	2.0770
	<b>Total</b>	<b>4,168,355</b>	<b>467,418</b>	<b>11.2135</b>	<b>458,931</b>	<b>8,487</b>	<b>98.1843</b>	<b>1.8157</b>
<b>Total</b>		<b>10,258,747</b>	<b>6,553,810</b>	<b>63.8851</b>	<b>6,545,323</b>	<b>8,487</b>	<b>99.8705</b>	<b>0.1295</b>



**Item No. 2 - Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term**

Resolution required: (Ordinary/ Special)				Special				
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	6,086,392	6,086,392	100.0000	6,086,392	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6,086,392</b>	<b>6,086,392</b>	<b>100.0000</b>	<b>6,086,392</b>	<b>0</b>	<b>100.0000</b>
Public - Institutions	E-voting	4,000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,000</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-voting	4,168,355	58,849	1.4118	58,848	1	99.9983	0.0017
	Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		408,569	9.8017	400,083	8,486	97.9230	2.0770
	<b>Total</b>		<b>4,168,355</b>	<b>467,418</b>	<b>11.2135</b>	<b>458,931</b>	<b>8,487</b>	<b>98.1843</b>
<b>Total</b>		<b>10,258,747</b>	<b>6,553,810</b>	<b>63.8851</b>	<b>6,545,323</b>	<b>8,487</b>	<b>99.8705</b>	<b>0.1295</b>





Item No. 3 - Re-appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term								
Resolution required: <del>Ordinary</del> / Special				Special				
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	6,086,392	6,086,392	100.0000	6,086,392	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>6,086,392</b>	<b>6,086,392</b>	<b>100.0000</b>	<b>6,086,392</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-voting	4,000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>4,000</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-voting	4,168,355	58,849	1.4118	58,848	1	99.9983	0.0017
	Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		408,569	9.8017	400,083	8,486	97.9230	2.0770
	<b>Total</b>	<b>4,168,355</b>	<b>467,418</b>	<b>11.2135</b>	<b>458,931</b>	<b>8,487</b>	<b>98.1843</b>	<b>1.8157</b>
<b>Total</b>		<b>10,258,747</b>	<b>6,553,810</b>	<b>63.8851</b>	<b>6,545,323</b>	<b>8,487</b>	<b>99.8705</b>	<b>0.1295</b>



Item No. 4 - Re-appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term								
Resolution required: (Ordinary/ Special)				Special				
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	6,086,392	6,086,392	100.0000	6,086,392	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>6,086,392</b>	<b>6,086,392</b>	<b>100.0000</b>	<b>6,086,392</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Institutions	E-voting	4,000	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>4,000</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-voting	4,168,355	58,849	1.4118	58,848	1	99.9983	0.0017
	Poll (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		408,569	9.8017	400,083	8,486	97.9230	2.0770
	<b>Total</b>	<b>4,168,355</b>	<b>467,418</b>	<b>11.2135</b>	<b>458,931</b>	<b>8,487</b>	<b>98.1843</b>	<b>1.8157</b>
<b>Total</b>		<b>10,258,747</b>	<b>6,553,810</b>	<b>63.8851</b>	<b>6,545,323</b>	<b>8,487</b>	<b>99.8705</b>	<b>0.1295</b>

**Notes:**

All the abovementioned Resolutions have been passed with requisite majority on November 14, 2019 i.e. the date of the Closure of Postal Ballot.

For Agarwal Industrial Corporation Limited

  
**Lalit Agarwal**  
 Whole Time Director  
 DIN: 01335107



Place: Mumbai  
 Date : November 15, 2019

# P. M. VALA & ASSOCIATES

## COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS., Opp. New Rose Villa,  
Daji Ramchandra Road, Charai, Thane (W) - 400 601  
Ph : 2538 0966 / 2544 0126 Cell : 98696 99875 / 88794 10333  
E-mail : [pmvala@yahoo.co.in](mailto:pmvala@yahoo.co.in)

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Date: 15<sup>th</sup> November' 2019

The Chairman  
Agarwal Industrial Corporation Ltd.  
Eastern Court, Unit No.201-202, Plot No.12,  
V. N. Purav Marg, S. T. Road, Chembur, Mumbai - 400 071

Dear Sir,

**Sub : Scrutiny of Postal Ballot Forms (including e-voting) received in respect of following Special Business contained under Item Nos. 1 to 4 of the Notice of Postal Ballot dated October 12, 2019:**

**Item No.1- Special Resolution for Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the Second Term.**

**Item No.2- Special Resolution for Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term.**

**Item No.3- Special Resolution for Re-appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term.**


**Item No.4- Special Resolution for Re-appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term.**

I was appointed as the Scrutinizer by the Board of Directors on October 12, 2019 to scrutinize the votes cast on the aforesaid resolutions which could be casted by Postal Ballot (including e-voting). I am submitting herewith my report for your perusal and record.

Thanking you,

Yours faithfully,

**For P. M. Vala & Associates  
Company Secretaries**

  
**CS. P. M. VALA**  
**Scrutinizer**  
**FCS - 5193 CP - 4237**  
**UDIN: F005193A000254013**  
Encl: a/a.



# P. M. VALA & ASSOCIATES

## COMPANY SECRETARIES

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Ph : 2538 0966 / 2544 0126 Cell : 98696 99875 / 88794 10333  
E-mail : [pmvala@yahoo.co.in](mailto:pmvala@yahoo.co.in)

### SCRUTINIZER'S REPORT

***[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 ("SEBI Listing Regulations")]***

The Chairman,  
Agarwal Industrial Corporation Ltd.  
Eastern Court, Unit No.201-202, Plot No.12,  
V. N. Purav Marg, S. T. Road, Chembur, Mumbai - 400 071

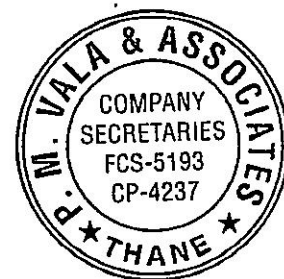
Dear Sir,

In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), the SEBI (LODR) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and approved by the Central Government and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force), I have been appointed as Scrutinizer by the Board of Directors of Agarwal Industrial Corporation Ltd ('the Company') in its Meeting held on October 12, 2019 to conduct the Postal Ballot (physical and e-voting) process in a fair and transparent manner in respect of the following Special Business as contained under Item Nos. 1 to 4 of the Notice of Postal Ballot dated October 12, 2019 proposed to be passed by the Members of the Company :

1.	Special Resolution	-	Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the Second Term.
2.	Special Resolution	-	Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term.
3.	Special Resolution	-	Re-appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term.
4.	Special Resolution	-	Re-appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term.

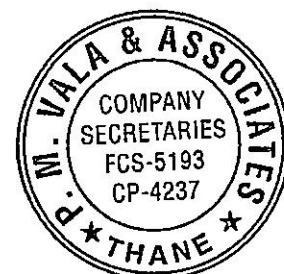
I submit my report as under:

1. The Company completed the dispatch of Postal Ballot Notice and Postal Ballot Forms along with all requisite documents on Tuesday, October 15, 2019 to its Members whose



names appeared in the Register of Members as on Friday, October 11, 2019, the 'cut-off date' in the following manner:

- (i) through e-mail to the Members whose e-mail addresses were registered with the Company/ the Depositories, and
  - (ii) through physical mode, along with a self-addressed postage prepaid Business Reply Envelope to the other Members (whose e-mail addresses were not registered with the Company/ the Depositories).
2. The Company published an advertisement regarding the completion of dispatch of Postal Ballot Notices in Business Standard - English Newspaper on October 16, 2019, Mumbai Lakshadeep (Marathi)-Vernacular Newspaper on October 16, 2019.
  3. The Members of the Company had an option to vote either through Postal Ballot Forms or through e-voting facility. Members who opted for e-voting facility have casted their votes on the e-voting platform provided by Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com).
  4. The voting period (physical and e-voting) commenced on Wednesday, October 16, 2019 at 09:00 a.m. and concluded on Thursday, November 14, 2019 at 5:00 p.m. The Postal Ballot Forms received after November 14, 2019 at 5:00 p.m. were not considered for the purpose of the Report.
  5. Particulars of all the Postal Ballot forms as well as e-voting done by the Members have been entered in a Register, separately maintained for the purpose.
  6. The Postal Ballot forms and all other papers relating to Postal Ballot were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Postal Ballot.
  7. In accordance with the Companies (Management and Administration) Rules, 2014 all votes casted through Postal Ballot forms or through e-voting on or before 5.00 p.m. on Thursday, November 14, 2019 (the last date and time fixed by the Company for receipt of the Postal Ballot Forms and e-voting) were considered for my scrutiny.
  8. The Postal Ballot Forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Member of the Company/List of Beneficiaries.
  9. With the support of Universal Capital Securities Private Limited (RTA), the Postal Ballot Forms were scrutinized and signatures of Members who have casted their votes were verified with their specimen signatures registered with RTA as provided by the depositories.
  10. A final electronic report of the e-voting was generated by me by accessing the data available to me from the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
  11. The particulars of Postal Ballot Forms received from the Members and electronic voting report generated by CDSL have been entered in a separate Register maintained for the purpose.
  12. The Postal Ballot Forms, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.





13. I did not find any defaced or mutilated Ballot Form(s).
14. The Members exercised their voting either by physical mode (postal ballot form) or e-voting and there was 1 Member who exercised vote through both the modes, so the vote through Postal Ballot was taken as invalid.
15. On scrutiny, I report that out of 2607 Members, 40 Members have exercised their vote through e-voting and 20 Members have exercised their votes through Postal Ballot Forms, as received. 1 Member who exercised vote through both the modes, so the vote through Postal Ballot was taken as invalid. The details of voting results for the item placed for consideration by the Members are given below:

**Item No. 1- Special Resolution for Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the Second Term.**

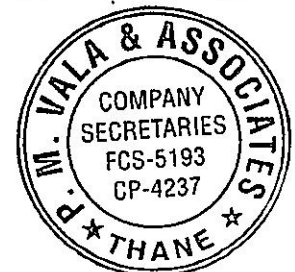
Total No. of Shareholders		2607	
Total No. of Shares		10258747	
Receipt of Postal Ballot Forms		From October 16, 2019 at 09.00 a.m. till November 14, 2019 at 5.00 p.m.	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	40	61,45,241
Total Votes Cast through Postal Ballot Forms Received	B	20	4,08,570
Grand Total of e-voting/Postal Ballot Form (A+B)	C	60	65,53,811
Less : Invalid e-voting / Postal Ballot Forms(on account of signature mismatch, for/against option not indicated)	D	1	1
Net e-voting/ Postal Ballot Forms (C-D)	E	59	65,53,810

**NOTE:**

- (i) Invalid Postal Ballot Forms were not taken into account for counting of votes.
- (ii) Votes casted in favour or against have been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot or the number of shares mentioned in the Postal Ballot Forms whichever is less.

**Summary of Postal Ballot:**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[ [(4)/(2)]* 100	% of Votes against on votes polled (7)=[ [(5)/(2)]* 100
		1	2		4	5		
Promoter and Promoter Group	E-Voting	60,86,392	60,86 392	100 000	60,86,392	0	100 000	0 0000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0 00	0 0000



	<b>Total</b>	<b>60,86,392</b>	<b>60,86,392</b>	<b>100.000</b>	<b>60,86,392</b>	<b>0</b>	<b>100.000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	4,000	0	0 000	0	0	0 000	0 000
	Poll (Not Applicable)							
	Postal Ballot		0	0 000	0	0	0 000	0 000
	<b>Total</b>	<b>4,000</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
<b>Public- Non Institutions</b>	E-Voting	41,68,355	58849	1 4118	58848	1	99 9983	0 0017
	Poll (Not Applicable)		0	0 000	0	0	0 000	0 000
	Postal Ballot		408569	9 8017	400083	8486	97 9230	2 0770
	<b>Total</b>	<b>41,68,355</b>	<b>467418</b>	<b>11.2135</b>	<b>458931</b>	<b>8487</b>	<b>98.1843</b>	<b>1.8157</b>
<b>Total</b>		<b>1,02,58,747</b>	<b>6553810</b>	<b>63.8851</b>	<b>6545323</b>	<b>8487</b>	<b>99.8705</b>	<b>0.1295</b>

Percentage of votes casted in favour: 99.8705%, Percentage of votes casted against: 0.1295%

### RESULTS:

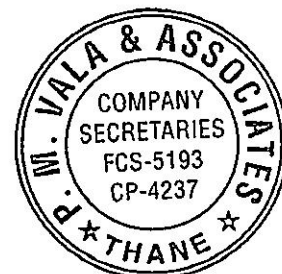
As the number of votes casted in favour of the Resolution is **6545323** i.e. 99.8705% is more than the number of votes casted against which is **8487** i.e. 0.1295%, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated October 12, 2019 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Ballot Forms or e-voting i.e. November 14, 2019.

### Item No. 2- Special Resolution for Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term.

Total No. of Shareholders		<b>2607</b>	
Total No. of Shares		<b>10258747</b>	
Receipt of Postal Ballot Forms		<b>From October 16, 2019 at 09.00 a.m. till November 14, 2019 at 5.00 p.m.</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>40</b>	<b>61,45,241</b>
Total Votes Cast through Postal Ballot Forms Received	B	<b>20</b>	<b>4,08,570</b>
Grand Total of e-voting/Postal Ballot Form (A+B)	C	<b>60</b>	<b>65,53,811</b>
Less : Invalid e-voting /Postal Ballot Forms(on account of signature mismatch, for/against option not indicated)	D	<b>1</b>	<b>1</b>
Net e-voting/ Postal Ballot Forms (C-D)	E	<b>59</b>	<b>65,53,810</b>

### NOTE:

- (i) Invalid Postal Ballot Forms were not taken into account for counting of votes.
- (ii) Votes casted in favour or against have been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot or the number of shares mentioned in the Postal Ballot Forms whichever is less.



### Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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	60,86,392	60,86,392	100.000	60,86,392	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000
	<b>Total</b>	<b>60,86,392</b>	<b>60,86,392</b>	<b>100.000</b>	<b>60,86,392</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>	<b>4,000</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public- Non Institutions	E-Voting	41,68,355	58849	1.4118	58848	1	99.9983	0.0017
	Poll (Not Applicable)		0	0.000	0	0	0.000	0.000
	Postal Ballot		408569	9.8017	400083	8486	97.9230	2.0770
	<b>Total</b>	<b>41,68,355</b>	<b>467418</b>	<b>11.2135</b>	<b>458931</b>	<b>8487</b>	<b>98.1843</b>	<b>1.8157</b>
<b>Total</b>		<b>1,02,58,747</b>	<b>6553810</b>	<b>63.8851</b>	<b>6545323</b>	<b>8487</b>	<b>99.8705</b>	<b>0.1295</b>

Percentage of votes casted in favour: 99.8705%, Percentage of votes casted against: 0.1295%

### RESULTS:

As the number of votes casted in favour of the Resolution is **6545323** i.e. 99.8705% is more than the number of votes casted against which is **8487** i.e. 0.1295%, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated October 12, 2019 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Ballot Forms or e-voting i.e. November 14, 2019.

### Item No. 3- Special Resolution for Re- Appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term.

Total No. of Shareholders		<b>2607</b>	
Total No. of Shares		<b>10258747</b>	
Receipt of Postal Ballot Forms		<b>From October 16, 2019 at 09.00 a.m. till November 14, 2019 at 5.00 p.m.</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>40</b>	<b>61,45,241</b>
Total Votes Cast through Postal Ballot Forms Received	B	<b>20</b>	<b>4,08,570</b>
Grand Total of e-voting/Postal	C	<b>60</b>	<b>65,53,811</b>



Ballot Form (A+B)			
Less : Invalid e-voting /Postal Ballot Forms(on account of signature mismatch, for/against option not indicated)	D	1	1
Net e-voting/ Postal Ballot Forms (C-D)	E	59	65,53,810

**NOTE:**

- (i) Invalid Postal Ballot Forms were not taken into account for counting of votes.
- (ii) Votes casted in favour or against have been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot or the number of shares mentioned in the Postal Ballot Forms whichever is less.

**Summary of Postal Ballot:**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voung	60,86,392	60,86,392	100 000	60,86,392	0	100 000	0 000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0 000	0 000
	<b>Total</b>		<b>60,86,392</b>	<b>60,86,392</b>	<b>100.000</b>	<b>60,86,392</b>	<b>0</b>	<b>100.000</b>
Public- Institutions	E-Voting	4,000	0	0 000	0	0	0 000	0 000
	Poll (Not Applicable)							
	Postal Ballot		0	0 000	0	0	0 000	0 000
	<b>Total</b>		<b>4,000</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>
Public- Non Institutions	E-Voting	41,68,355	58849	1 4118	58848	1	99 9983	0 0017
	Poll (Not Applicable)		0	0 000	0	0	0 000	0 000
	Postal Ballot		408569	9 8017	400083	8486	97 9230	2 0770
	<b>Total</b>		<b>41,68,355</b>	<b>467418</b>	<b>11.2135</b>	<b>458931</b>	<b>8487</b>	<b>98.1843</b>
<b>Total</b>		<b>1,02,58,747</b>	<b>6553810</b>	<b>63.8851</b>	<b>6545323</b>	<b>8487</b>	<b>99.8705</b>	<b>0.1295</b>

Percentage of votes casted in favour: 99 8705%, Percentage of votes casted aganst: 0.1295%

**RESULTS:**

As the number of votes casted in favour of the Resolution is **6545323** i.e. 99.8705% is more than the number of votes casted against which is **8487** i.e. 0.1295%, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated October 12, 2019 has been passed by the Members with requisite majority. The Resolution is





deemed to have been passed as on the last date of receipt of the duly completed Ballot Forms or e-voting i.e. November 14, 2019.

**Item No. 4- Special Resolution for Re-Appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term.**

Total No. of Shareholders		2607	
Total No. of Shares		10258747	
Receipt of Postal Ballot Forms		From October 16, 2019 at 09.00 a.m. till November 14, 2019 at 5.00 p.m.	
		Number of Votes	Number of Shares
Total votes cast through e-voting	A	40	61,45,241
Total Votes Cast through Postal Ballot Forms Received	B	20	4,08,570
Grand Total of e-voting/Postal Ballot Form (A+B)	C	60	65,53,811
Less : Invalid e-voting /Postal Ballot Forms(on account of signature mismatch, for/against option not indicated)	D	1	1
Net e-voting/ Postal Ballot Forms (C-D)	E	59	65,53,810

**NOTE:**

- (i) Invalid Postal Ballot Forms were not taken into account for counting of votes.
- (ii) Votes casted in favour or against have been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot or the number of shares mentioned in the Postal Ballot Forms whichever is less.

**Summary of Postal Ballot:**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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	$\frac{(3)-[(2)/(1)]}{100}$	4	5	$\frac{(6)-[(4)/(2)]}{100}$	$\frac{(7)-[(5)/(2)]}{100}$
Promoter and Promoter Group	E-Voting	60,86,392	60,86,392	100.000	60,86,392	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000
	<b>Total</b>		<b>60,86,392</b>	<b>60,86,392</b>	<b>100.000</b>	<b>60,86,392</b>	<b>0</b>	<b>100.000</b>
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	<b>Total</b>		<b>4,000</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>
Public- Non Institutions	E-Voting	41,68,355	58849	1.4118	58848	1	99.9983	0.0017



	Poll (Not Applicable)		0	0 000	0	0	0 000	0 000
	Postal Ballot		408569	9 8017	400083	8486	97 9230	2 0770
	Total	41,68,355	467418	11.2135	458931	8487	98.1843	1.8157
Total		1,02,58,747	6553810	63.8851	6545323	8487	99.8705	0.1295

Percentage of votes casted in favour: 99.8705%, Percentage of votes casted against: 0.1295%


#### RESULTS:

As the number of votes casted in favour of the Resolution is **6545323** i.e. 99.8705% is more than the number of votes casted against which is **8487** i.e. 0.1295%, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated October 12, 2019 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Ballot Forms or e-voting i.e. November 14, 2019.

16. I further report that as per the Postal Ballot Notice dated October 12, 2019 and the Board Resolution dated October 12, 2019, the Chairman or any person authorized by him in writing may declare and confirm the above results of voting through Postal Ballot (physical and e-voting) in respect of the Resolutions referred herein above by November 16, 2019, as intimated to the Stock Exchanges. The results so declared along with the Scrutinizer's Report shall be placed on the website of the Company i.e. [www.aicld.in](http://www.aicld.in) and CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) and shall also be forwarded to the Stock Exchanges on which shares of the Company are listed i.e. National Stock Exchange of India Limited and BSE Limited.
17. I further report that as per Rule 22 of the Companies (Management and Administration) Rules 2014, the Company has duly complied with the applicable provisions. I further report that as per the said Rules, the records maintained by me including the data as obtained from CDSL, the System Provider for e-voting facility extended by them as also a Register recording the consent or otherwise received from the Members, voting through Postal Ballot which includes all the particulars of the Members such as the name, folio number/DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, Ballot Forms and other related papers are in my safe custody which will be handed over to the Company after the Chairman approves and signs the Minutes of the Meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,  
For P. M. Vala & Associates  
Company Secretaries

  
CS. P. M. VALA  
Scrutinizer  
FCS - 5193 CP - 4237  
Place : Jaipur  
Date : November 15, 2019  
UDIN: F005193A000254013

