



# International Conveyors Limited

Corporate Office : 10, Middleton Row  
Post Box No. 9282, Kolkata - 700 071  
CIN : L21300WB1973PLC028854  
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ICL/DS/2020-21/379

September 28, 2020

## **Calcutta Stock Exchange Limited**

7, Lyons Range,  
Kolkata – 700 001

Fax No. 22104500

Kind Attn: Secretary

**Scrip Code No.10019039 (CSE)**

## **Bombay Stock Exchange Limited**

P. J. Towers, Dalal Street,  
Mumbai – 400 001

Fax No. 22722037/22723121

Kind Attn: General Manager,

Department of Corporate Services

**Scrip Code No. 509709 (BSE)**

Dear Sir,

### **Voting Results of the 47<sup>th</sup> Annual General Meeting**

Please find enclosed herewith the Voting Results of the business transacted at the 47<sup>th</sup> Annual General Meeting of the Company held on September 26, 2020 under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are also enclosing herewith the consolidated report of the Scrutinizer on e-voting and poll at the Annual General Meeting.

Please take the same on record and acknowledge.

Thanking you,

Yours faithfully,

For **International Conveyors Ltd**

**Dipti Sharma**  
**(Company Secretary & Compliance Officer)**

Encl. as above



Registered Office & Works I :  
Falta SEZ, Sector - II, Near Pump House No. 3  
Village & Mouza - Akalmegh  
Dist. South 24 Parganas, West Bengal-743 504

Works II :  
E-39, M.I.D.C. Area, Chikalthana  
Aurangabad - 431 006  
Maharashtra

**47<sup>th</sup> Annual General Meeting (AGM) - details of voting results**

Particulars	Details
<b>Date of AGM</b>	September 26, 2020
<b>Total number of Shareholders on record date</b>	1713
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	6 22
<b>No. of Shareholders attended the meeting through video conferencing:</b> Promoters and Promoter Group: Public:	Not Applicable

**Agenda-wise**

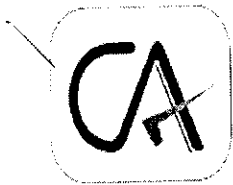
Sl. No.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Poll /E-voting)	Remarks
1.	Adoption of Annual Accounts	Ordinary	e-voting	Passed with requisite majority
2.	Declaration of Dividend	Ordinary	e-voting	Passed with requisite majority
3.	Re-appointment of Mr. Sunit Om Prakash Mehra (DIN: 00359482), retiring by rotation	Ordinary	e-voting	Passed with requisite majority
4.	Appointment of Shri Sanjay Kothari (DIN-00258316) as Non-Executive Independent Director of the Company	Ordinary	e-voting	Passed with requisite majority
5.	Appointment of Smt Yamini Dabriwala (DIN-00567378) as Non-Executive Director of the Company	Ordinary	e-voting	Passed with requisite majority
6.	Appointment of Shri Udit Sethia (DIN-08722143) as Non-Executive Director of the Company	Ordinary	e-voting	Passed with requisite majority
7.	Approval for entering into related party transactions by the Company for sale, purchase or supply of goods, materials and services	Ordinary	e-voting	Passed with requisite majority



## INTERNATIONAL CONVEYORS LIMITED

8.	Approval for entering into Related Party Transactions by the Company for availing Inter Corporate Deposit	Ordinary	e-voting	Passed with requisite majority
9.	Re-Appointment of Shri Rajendra Kumar Dabriwala (DIN: 00086658) as Managing Director for a further period of 1(one) year	Special	e-voting	Passed with requisite majority
10	Approval for Contribution to various bona fide and charitable funds	Special	e-voting	Passed with requisite majority





**K. GULGULIA & CO.**  
**Chartered Accountants**

7A Bentinck Street  
4th Floor, Room - 401  
Kolkata - 700 001  
Ph: 033 - 2243 7820  
Email: khushboo.gulgulia@yahoo.com

## Scrutinizer's Report on E-Voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

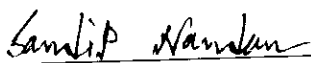
To

The Chairman of the 47th Annual General Meeting of the Members of  
**INTERNATIONAL CONVEYORS LIMITED** held on the 26<sup>th</sup> day of September, 2020 at 2.00 P. M. at Falta SEZ,  
Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

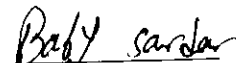
Dear Sir,

I, Khushboo Gulgulia, Chartered Accountant -in-Practice, have been appointed as a Scrutinizer by the Board of Directors of **INTERNATIONAL CONVEYORS LIMITED** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and ascertain the requisites on majority on e-voting, under the provisions of Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 47th Annual General Meeting (AGM) of the Members of the Company dated 13<sup>th</sup> July, 2020, held on Saturday, the 26<sup>th</sup> September, 2020 at 2.00 P.M. at Falta SEZ, Sector-II, Near Pump House No. 3, Village and Mouza - Akalmegh, Dist. 24 Parganas (S), West Bengal-743504.

1. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolution contained in the Notice of the **47th Annual General Meeting (AGM)** of the Members of the Company dated 13<sup>th</sup> July, 2020. My responsibility as the Scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast in "favour" or "against" on the resolutions as set out in the notice to the AGM, based on the reports generated from e-voting platform provided by **National Securities Depository Limited (NSDL)**, the authorized agency to provide e-voting facilities, engaged by the Company.
2. The Company had also provided the facility to vote through poll to its shareholders on 26<sup>th</sup> September, 2020 at the venue of the meeting to its Shareholders who had not opted to vote through the remote e-voting. However no shareholder present opted for this facility.
3. Further to the above, I submit my report as under :-
  - i. The e-voting period remained open from **Wednesday, the 23<sup>rd</sup> September, 2020 (10.00 a.m.)** till **Friday, the 25<sup>th</sup> September, 2020 (5.00 p.m.)**.
  - ii. The Members of the Company as on "**cut-off**" date i.e. on **Saturday, the 19<sup>th</sup> September, 2020**, were entitled to vote on the resolutions (Items No. 1 to 10 as set out in the notice of the AGM of the Company dated 13<sup>th</sup> July, 2020).
  - iii. The total paid-up equity share capital of the Company as on "**cut-off**" date 14<sup>th</sup> September, 2020, was Rs. 6,75,00,000/- divided into 6,75,00,000 equity shares of Rs.1/- each.
  - iv. The votes cast were unblocked on 26<sup>th</sup> September, 2020 after the completion of AGM in the presence of two witnesses, Mr. Sandip Nandan & Mrs. Baby Sardar who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

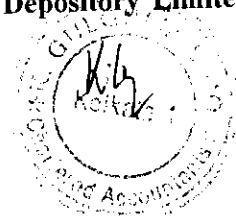


Witness 1 : Mr. Sandip Nandan



Witness 2 : Mrs. Baby Sardar

- v. Thereafter, the details containing *inter-alia*, list of Equity Share Holders, who voted "**for**" and "**against**" each of the resolution contained in the notice of the AGM dated 30th May, 2020, that were put to vote, were generated from the e-voting website of **National Securities Depository Limited (NSDL)**, and based on such reports generated, the result of e-voting is as under :-



**No. 1 : (Ordinary Resolution) :** - Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2020, and the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
50	3,64,46,112	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	5	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**No. 2 : (Ordinary Resolution) :** - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2020.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	3,64,46,117	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**No. 3: (Ordinary Resolution) -** To appoint a Director in place of Mr. Sunit Om Prakash Mehra (DIN: 0359482), who retires by rotation and being eligible, offers herself for re-appointment

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	3,64,46,117	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**No. 4: (Ordinary Resolution):** - Regularisation of appointment of Shri Sanjay Kothari (DIN- 00258316), as Independent Director who was originally appointed as an Additional Director on 14th February, 2020.

(i) Voted in favour of the resolution (out of valid votes cast) :

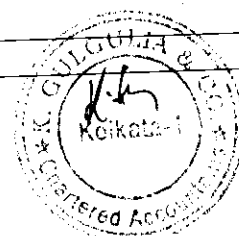
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	3,64,46,117	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL



**1 No. 5: (Ordinary Resolution):** - Regularisation of appointment of Smt. Yamini Dabriwala (DIN: 00567378), Non- Executive Director who was originally appointed as an Additional Director on 14th November, 2019.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
45	53,19,610	99.98%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	1,000	0.02%

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
6	3,11,25,507

**Item No. 6: (Ordinary Resolution):** - Regularisation of appointment of Shri Udit Sethia (DIN: 08722143), as a Non- Executive Director who was originally appointed as an Additional Director on 13th July, 2020.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
52	3,64,46,117	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 7: (Ordinary Resolution):** - Authorising the Board of Directors pursuant to section 188 to enter into any contract(s)/arrangement(s)/transaction(s) with specified entities upto an amount not exceeding an aggregate of Rs. 100 crores (Rupees Hundred Crores only) each.

(iii) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
50	3,64,46,112	100%

(iv) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	5	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Item No. 8: (Ordinary Resolution):** - Authorising related party transactions pursuant to section 188.

(i) Voted in favour of the resolution (out of valid votes cast) :

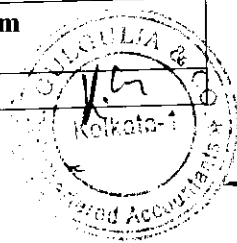
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
40	28,72,960	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	5	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
10	3,35,73,152



**Item No. 9: (Special Resolution):** - Re-Appointment of Shri Rajendra Kumar Dabriwala (DIN: 00086658) as Managing Director of the Company, for a further period of 1 (one) year commencing from October 1, 2020.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
41	28,72,963	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
10	3,35,73,152

**Item No. 10: (Special Resolution):** - Authorising contribution to any national, charitable, social, benevolent, public or general and other funds/ institutions/ hospitals/ trustees/ entities any amounts the aggregate of which does not exceed Rs. 10,00,00,000/- (Rupees Ten Crores Only) pursuant to section 181.

(i) Voted in favour of the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
49	3,64,45,112	100%

(ii) Voted against the resolution (out of valid votes cast) :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	1,005	NIL

(iii) Invalid Votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – “A”.

Note: All the above resolutions have been passed with requisite majority.

Thanking You,

Yours Faithfully,

Khushboo Gulgulia,



[KHUSHBOO GULGULIA]  
Chartered Accountant-in-Practice  
Membership No. 306808

: Kolkata  
d : 28th September, 2020

**Format for Voting Results prescribed under Regulation 44 of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015,  
being part of Scrutinizer's Report (E-voting result)**

**ANNEXURE - "A"**

Date of the AGM	26-09-2020
Total number of shareholders on record date	1713
No. of shareholders presented in the meeting either in person or through proxy :	
Promoters and Promoters Group :	6
Public :	22
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoters Group :	--- NIL ---
Public :	--- NIL ---

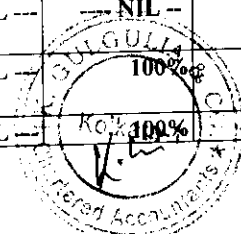
**Agenda – wise disclosure**

**Resolutions / Agenda No. 1 : (Ordinary Resolution) :** - Adoption of audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2020, and the reports of the Board of Directors and Auditors thereon.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---	---NIL --	---NIL --
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,960	5	100%	0.00 %
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,64,46,117</b>	<b>53.99%</b>	<b>3,64,46,112</b>	<b>5</b>	<b>100%</b>	<b>0.00%</b>

**Resolutions / Agenda No. 2 : (Ordinary Resolution) :** - Declaration of dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2020.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,965	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,64,46,117</b>	<b>53.99%</b>	<b>3,64,46,117</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>





**Resolutions / Agenda No. 3 : (Ordinary Resolution) :** - To appoint a Director in place of Mr. Sunit Om Prakash Mehra (DIN: 00359482), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,965	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,64,46,117</b>	<b>53.99%</b>	<b>3,64,46,117</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 4 : (Ordinary Resolution):** - Regularisation of appointment of Shri Sanjay Kothari (DIN-00258316), as an Independent Director who was originally appointed as an Additional Director on 14th February, 2020.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	--- NIL --	100%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,965	--- NIL ---	100%	--- NIL ---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,64,46,117</b>	<b>53.99%</b>	<b>3,64,46,117</b>	<b>--- NIL ---</b>	<b>100%</b>	<b>--- NIL ---</b>

**Resolutions / Agenda No. 5 : (Ordinary Resolution):** - Regularisation of appointment of Smt. Yamini Dabriwala (DIN: 00567378), as a Non- Executive Director who was originally appointed as an Additional Director on 14th November, 2019.

Resolution required : (Ordinary/Special)			ORDINARY RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			YES. Promoters and Promoter group holding 3,11,25,507 shares (92.71% of Promoter holdings) are interested. Hence their votes have not been considered,					
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 – 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	3,35,73,152	24,47,645	7.29%	24,47,645	--- NIL ---	100.00%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---	--- NIL --	--- NIL ---
Public- Non		1,92,47,178	28,72,965	14.93%	28,71,965	1,000	99.97%	0.03%

ns	E-voting							
TOTAL		6,75,00,000	53,20,610	7.88%	53,19,610	1,000	99.98%	0.02%

**Resolutions / Agenda No. 6 : (Ordinary Resolution):** - Regularisation of appointment of Shri Udit Sethia (DIN: 08722143), as a Non- Executive Director who was originally appointed as an Additional Director on 13th July, 2020.

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTIONS						
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,965	--- NIL ---	100%	--- NIL ---
TOTAL		6,75,00,000	3,64,46,117	53.99%	3,64,46,117	--- NIL ---	100%	--- NIL ---

**Resolutions / Agenda No. 7 : (Ordinary Resolution):** - Authorising the Board of Directors pursuant to section 188 to enter into any contract(s)/arrangement(s)/transaction(s) with specified entities upto an amount not exceeding an aggregate of Rs. 100 crores (Rupees Hundred Crores only) each.

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTION						
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	--- NIL ---	100%	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	---NIL---	---NIL---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,960	5	100%	0.00 %
TOTAL		6,75,00,000	3,64,46,117	53.99%	3,64,46,112	5	100%	0.00%

**Resolutions / Agenda No. 8 : (Ordinary Resolution):** - Authorising related party transactions pursuant to section 188.

Resolution required : (Ordinary/Special)		ORDINARY RESOLUTION						
Whether promoter / promoter group are interested in the agenda/resolution ?		YES. THE ENTIRE PROMOTER & PROMOTERS GROUP ARE INTERESTED IN THIS RESOLUTION. HENCE THEIR VOTE HAVE NOT BEEN CONSIDERED						
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 – 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	3,35,73,152	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---
Public-Institutions	E-voting	1,46,79,670	--- NIL ---	--- NIL ---	--- NIL ---	--- NIL ---	---NIL---	---NIL---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,960	5	100%	0.00 %
TOTAL		6,75,00,000	28,72,965	4.26%	28,72,960	5	100%	0.00%

**Resolutions / Agenda No. 9 : (Special Resolution): - Re-Appointment of Shri Rajendra Kumar Dabriwala (DIN: 00086658) as Managing Director of the Company, for a further period of 1 (one) year commencing from October 1, 2020.**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTIONS					
Whether promoter / promoter group are interested in the agenda/resolution ?			YES. THE ENTIRE PROMOTER & PROMOTERS GROUP ARE INTERESTED IN THIS RESOLUTION. HENCE THEIR VOTE HAVE NOT BEEN CONSIDERED					
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 – 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	3,35,73,152	--- NIL --	--- NIL --	--- NIL --	--- NIL --	100%	---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL --	--- NIL --	--- NIL --	---	---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,72,963	2	100%	---
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>28,72,965</b>	<b>4.26%</b>	<b>28,72,963</b>	<b>2</b>	<b>100%</b>	<b>0.00%</b>

**Resolutions / Agenda No. 10 : (Special Resolution): - Authorising contribution to any national, charitable, social, benevolent, public or general and other funds/ institutions/ hospitals/ trustees/ entities any amounts the aggregate of which does not exceed Rs. 10,00,00,000/- (Rupees Ten Crores Only) pursuant to section 181.**

Resolution required : (Ordinary/Special)			SPECIAL RESOLUTION					
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 – 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	3,35,73,152	3,35,73,152	100.00%	3,35,73,152	---	100%	---
Public-Institutions	E-voting	1,46,79,670	--- NIL --	--- NIL --	--- NIL --	---	---	---
Public- Non Institutions	E-voting	1,92,47,178	28,72,965	14.93%	28,71,960	1,005	99.97%	0.03%
<b>TOTAL</b>		<b>6,75,00,000</b>	<b>3,64,46,117</b>	<b>53.99%</b>	<b>3,64,45,112</b>	<b>1,005</b>	<b>100%</b>	<b>0.00%</b>

Note: All the above resolutions have been passed with requisite majority.

Thanking You,

Yours Faithfully,

Khushboo Gulgulia



[KHUSHBOO GULGULIA]  
Chartered Accountant-in-Practice  
Membership No. 306808

Place : Kolkata

Dated : 28<sup>th</sup> September, 2020