

TD Power Systems Limited
(CIN -L31103KA1999PLC025071)

REGISTERED OFFICE & FACTORY:
27, 28 and 29, KIADB Industrial Area
Dabaspet, Nelamangala Taluk
Bengaluru Rural District
Bengaluru – 562 111 India

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September 28, 2022

The Corporate Service
Department
BSE Limited
P J Towers, Dalal Street
Mumbai – 400 001

The Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra- Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sirs,

SUB: SUBMISSION OF VOTING RESULTS AND CONSOLIDATED SCRUTINIZER'S REPORT FOR THE 23rd ANNUAL GENERAL MEETING OF THE COMPANY

Pursuant to the requirements of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclose is details of the voting results of the 23rd Annual General Meeting of the Company held on 27th September 2022 along with the Scrutinizer's Report.

Kindly take the above on your records.

Thanking you,
For TD Power Systems Limited

N. Srivatsa
Company Secretary

[Home](#)[Validate](#)[Import XML](#)

General information about company

Scrip code	533553
NSE Symbol	TDPOWERSYS
MSEI Symbol	NA
ISIN	INE419M01019
Name of the company	T D POWER SYSTEMS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2022
Start time of the meeting	12:00 PM
End time of the meeting	12:35 PM

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Scrutinizer Details

Name of the Scrutinizer	SUDHIR V HULYALKAR
Firms Name	IR V HULYALKAR, COMPANY SECRETARY
Qualification	CS
Membership Number	CP NO.6137
Date of Board Meeting in which appointed	30-08-2022
Date of Issuance of Report to the company	27-09-2022

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	20-09-2022
Total number of shareholders on record date	19156
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	53
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	Add Notes

[Prev](#)

[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors' thereon				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2970746	75.0097	2970746	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2970746	75.0097	2970746	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422956	15.8006	1422954	2	99.9999	0.0001
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422956	15.8006	1422954	2	99.9999	0.0001
Total		31208527	22636021	72.5315	22636019	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend (Rs.3.50 per share) for the financial year ended March 31, 2022				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2975289	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2975289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422958	15.8006	1422956	2	99.9999	0.0001
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422958	15.8006	1422956	2	99.9999	0.0001
Total		31208527	22640566	72.5461	22640564	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. S Prabhmani (DIN 09695003) as Director in place of Mr. K G Prabhakar (DIN: 07187463) who retires by rotation and does not seek reappointment				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2975289	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2975289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422958	15.8006	1422876	82	99.9942	0.0058
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422958	15.8006	1422876	82	99.9942	0.0058
Total		31208527	22640566	72.5461	22640484	82	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint M/s. Varma & Varma, Chartered Accountants as statutory auditors of the Company				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	516695	2458594	17.3662	82.6338
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	516695	2458594	17.3662	82.6338
Public- Non Institutions	E-Voting		1422958	15.8006	1422896	62	99.9956	0.0044
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422958	15.8006	1422896	62	99.9956	0.0044
Total		31208527	22640566	72.5461	20181910	2458656	89.1405	10.8595
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors, for the financial year 2022-23				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2975289	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2975289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422958	15.8006	1422875	83	99.9942	0.0058
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422958	15.8006	1422875	83	99.9942	0.0058
Total		31208527	22640566	72.5461	22640483	83	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Prathibha Sastry (DIN 01505172) as an Independent Director				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2975289	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2975289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422958	15.8006	1422896	62	99.9956	0.0044
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422958	15.8006	1422896	62	99.9956	0.0044
Total		31208527	22640566	72.5461	22640504	62	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Sub-division of Equity Shares of the Company				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2975289	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2975289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422958	15.8006	1422956	2	99.9999	0.0001
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422958	15.8006	1422956	2	99.9999	0.0001
Total		31208527	22640566	72.5461	22640564	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				. Approve alteration of Capital Clause of the Memorandum of Association of the Company				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2975289	0	100.0000	0.0000
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2975289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1422956	15.8006	1422954	2	99.9999	0.0001
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422956	15.8006	1422954	2	99.9999	0.0001
Total		31208527	22640564	72.5461	22640562	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approve remuneration payable to the Managing Director of the Company				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2943784	31505	98.9411	1.0589
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2943784	31505	98.9411	1.0589
Public- Non Institutions	E-Voting		1422956	15.8006	1422868	88	99.9938	0.0062
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422956	15.8006	1422868	88	99.9938	0.0062
Total		31208527	22640564	72.5461	22608971	31593	99.8605	0.1395
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorization for creating charge on the assets of the Company				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2820813	154476	94.8080	5.1920
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2820813	154476	94.8080	5.1920
Public- Non Institutions	E-Voting		1422956	15.8006	1422874	82	99.9942	0.0058
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422956	15.8006	1422874	82	99.9942	0.0058
Total		31208527	22640564	72.5461	22486006	154558	99.3173	0.6827
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0

[Home](#)[Validate](#)

Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Articles of Association of the Company				
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		18242319	100.0000	18242319	0	100.0000	0.0000
	Poll	18242319						
	Postal Ballot (if applicable)							
	Total	18242319	18242319	100.0000	18242319	0	100.0000	0.0000
Public-Institutions	E-Voting		2975289	75.1244	2943784	31505	98.9411	1.0589
	Poll	3960481						
	Postal Ballot (if applicable)							
	Total	3960481	2975289	75.1244	2943784	31505	98.9411	1.0589
Public- Non Institutions	E-Voting		1422956	15.8006	1422894	62	99.9956	0.0044
	Poll	9005727						
	Postal Ballot (if applicable)							
	Total	9005727	1422956	15.8006	1422894	62	99.9956	0.0044
Total		31208527	22640564	72.5461	22608997	31567	99.8606	0.1394
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	4996
Public - Non Insitutions	0



Sudhir V Hulyalkar
Company Secretary

To

Date: 27/09/2022

The Chairman,
23rd Annual General Meeting of the equity shareholders of
TD Power Systems Limited
(CIN: L31103KA1999PLC025071)
27, 28 & 29, KIADB Industrial Area, Dabaspet,
Nelamangala Taluk, Bangalore-562111

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management & Administration) Rules, 2014 and e-voting conducted during 23rd Annual General Meeting of the TD Power Systems Limited held on Tuesday, September 27, 2022 at 12.00 Noon through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

I, Sudhir Vishnupant Hulyalkar, Company Secretary in Practice, appointed as the Scrutinizer by the Board of Directors of the TD Power Systems Limited (the Company), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the voting by electronic means (e-voting) both remote e-voting and e-voting during meeting in respect of the below mentioned resolutions placed before the shareholders at the 23rd Annual General Meeting (AGM) of the TD Power Systems Limited held on Tuesday, 27th September 2022 at 12.00 Noon through VC or OAVM:

1. The notices of 23rd Annual General Meeting of the Company dated August 30, 2022 were sent to the shareholders in respect of the below mentioned resolutions placed at the AGM, in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder and also read with the relaxations as notified by the circulars issued by the Ministry of corporate Affairs on April 8, 2020, April 13, 2020, May 5, 2020, 13 January 2021 and also on 05 May 2022 (Collectively referred to as "MCA Circulars") and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by Securities and Exchange Board of India (collectively referred to as "SEBI Circulars").
2. The Company had availed the e-voting facility offered by the Central Depository Services (India) Limited (CDSL) for providing remote e-voting and e-voting during the AGM to the Shareholders of the Company.

Sudhir Vishnupant Hulyalkar
Company Secretaries



16/8, Ground Floor, 2nd Cross, Gupta Layout, South End Road, Basavanagudi, Bangalore - 560 004
Phone: 080 26640932; 080-41123587 Mobile : 9844266159 Email : cssudhirvh@gmail.com

3. The shareholders of the Company holding shares as on September 20, 2022 (cut-off date) were entitled to vote on the resolutions as contained in the Notice of the AGM.
4. The voting period for remote e-voting commenced on Saturday, September 24, 2022 at 09:00 AM (IST) and ended on Monday, September 26, 2022 at 5:00 PM (IST) and the CDSL e-voting platform was blocked thereafter.
5. The Company had also provided e-voting facility to the shareholders present at the AGM, through VC or OAVM who did not cast their vote earlier through remote e-voting facility, in accordance with above mentioned MCA Circulars and SEBI Circulars.
6. Immediately after conclusion of facility of e-voting time provided by the company, in terms of above circulars, at the AGM, finalisation of voting set-up and unblocking of e-voting was made in the presence of two witnesses not in the employment of the company. The details or the data of votes casted through e-voting during the AGM and votes casted through remote e-voting were downloaded from the CDSL e-voting system.
7. I have scrutinized and reviewed the remote e-voting and e-voting at the AGM and votes casted therein based on the data downloaded from the CDSL e-voting system and also with the records maintained by the company's Registrars and Transfer Agents.
8. The votes casted by one corporate shareholder without submission of proper authorisation as per instructions mentioned in the Notice of AGM and as required to be submitted under the provisions of the Companies Act 2013 are considered as invalid.

I now submit my consolidated Report on the result of the remote e-voting and e-voting during the meeting in respect of the Resolutions as below:

Resolution 1: Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors' thereon.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
119	2,26,36,019	100%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 2: Ordinary Resolution:

To declare a final dividend (Rs.3.50 per share) for the financial year ended March 31, 2022.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
121	2,26,40,564	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996



Resolution 3: Ordinary Resolution:

To appoint Ms. S Prabhamani (DIN 09695003) as Director in place of Mr. K G Prabhakar (DIN 07187463) who retires by rotation and does not seek reappointment.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
119	2,26,40,484	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
4	82	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 4: Ordinary Resolution:

To Re-appoint M/s. Varma & Varma, Chartered Accountants as statutory auditors of the Company.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
117	2,01,81,910	89.14%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
6	24,58,656	10.86%



(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 5: Ordinary Resolution:

Ratification of remuneration payable to M/s. Rao, Murthy & Associates, Cost Auditors, for the financial year 2022-23.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
118	2,26,40,483	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
5	83	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 6: Special Resolution:

Re-appointment of Ms. Prathibha Sastry (DIN 01505172) as an Independent Director.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
120	2,26,40,504	100%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
3	62	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 7: Ordinary Resolution:

Sub-division of Equity Shares of the Company.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
121	2,26,40,564	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996



Resolution 8: Ordinary Resolution:

Approve alteration of Capital Clause of the Memorandum of Association of the Company

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
120	2,26,40,562	100%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
2	2	0%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 9: Special Resolution:

Approve remuneration payable to the Managing Director of the Company

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
113	2,26,08,971	99.86%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
9	31,593	0.14%



(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 10: Special Resolution:

Authorization for creating charge on the Assets of the Company

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
108	2,24,86,006	99.32%

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
14	1,54,558	0.68%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

Resolution 11: Special Resolution:

Alteration of Articles of Association of the Company

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
115	2,26,08,997	99.86%



(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
7	31,567	0.14%

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	4,996

9. The registers and e-voting downloads and records shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Managing Director / Company Secretary authorized by the Board for safe keeping.

Thanking You
Yours faithfully



Sudhir Vishnupant Hulyalkar
Company Secretary in Practice
FCS: 6040 CPNo.: 6137
PR No: 607/2019
(Scrutinizer)
UDIN: F006040D001057684