



9<sup>th</sup> August 2019

1. The Secretary  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001.

**Fax No. 022 - 2272 3121 / 3719 / 2037 / 2039 / 2041 / 2061**

2. The Secretary  
National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra East  
Mumbai - 400 051.

**Fax No.022 - 26598237 / 38**

**Sub: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings and details of Voting Results of the 44<sup>th</sup> Annual General Meeting**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are submitting herewith the proceedings of the 44<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, the 9<sup>th</sup> August 2019, at Hotel "Vivanta by Taj", No. 2275, Tumkur Road, Yeshwantpur, Bangalore 560 022 at 10:00 AM.

Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results in respect of the business transacted at the AGM in the prescribed format, along with the consolidated report of the Scrutinizer on e-Voting and voting through ballot paper at the AGM. The voting results along with Scrutinizer's Report are also being uploaded on the Company's website [www.dynamatics.com](http://www.dynamatics.com) and on the website of Karvy Fintech Private Limited at <https://evoting.karvy.com>

We kindly request you to take this letter along with the enclosures on record.

Thanking You,

Yours faithfully,

for **DYNAMATIC TECHNOLOGIES LIMITED**

  
Shivaram V

**Head-Legal, Compliance and Company Secretary**

Enclosure: as above





## A. Details on Proceedings of the Meeting

Sl.No	Particulars	Details
1.	Date of the AGM	9 <sup>th</sup> August 2019
2.	Total Number of shareholders as on record date (Cut-off date)	As on Cut-off date i.e, 3 <sup>rd</sup> August 2019 - 9132
3.	No. of shareholders present in the meeting either in person or through proxy:  1. Promoters and Promoters Group 2.Public	  10 103
4.	No. of shareholders attended the meeting through video Conferencing:  1. Promoters and Promoters Group 2.Public	  Not Applicable





B. Results of the Meeting:

Sl.No	Agenda	Resolution Required (Ordinary/Special)	Mode of Voting	Remarks
1.	<p><b>To Receive, Consider and Adopt:</b></p> <p>(a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2019, together with the Reports of the Board of Directors and Auditors thereon.</p> <p>(b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2019, together with the Report of the Auditors thereon.</p>	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority
2.	To confirm the interim dividend of Rs. 2/- per equity share (20%) of face value Rs. 10/- each already paid, as the final dividend for the financial year ended 31 <sup>st</sup> March 2019.	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority
3.	To appoint Mr. Dietmar Hahn (DIN: 06414463), as director liable to retire by rotation.	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority
4.	To Appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No. 117366W/W-100018) as Auditors of the Company for a term of 5 Years from the conclusion of the 44th Annual General Meeting until the conclusion of 49th Annual General Meeting to be held in 2024	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority



# DYNAMATIC TECHNOLOGIES LIMITED



Special Business:				
5.	To Appoint of Mr. Pradyumna Vyas (DIN:02359563) as Non-Executive Independent Director for a period of 5 years	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority
6.	To Appoint of Mr. Pierre de Bausset (DIN:07178878) as Non-Executive Independent Director for a period of 5 years	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority
7.	Ratification of remuneration of Cost Auditors for the Financial Year ended 2019-20	Ordinary	Remote e-voting, ballot by post and ballot paper at the AGM	Passed with requisite Majority



	DYNAMATIC TECHNOLOGIES LIMITED
Date of the AGM/EGM	09-08-2019
Total number of shareholders on record date	9132
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	10
Public:	103
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
	ORDINARY - a The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2019, together with the Reports of the Board of Directors and Auditor's thereon.								
Resolution required: (Ordinary/ Special)	b The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2019, together with the Report of the Auditor's thereon.								
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 – 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	Votes Invalid
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0
	Total		30,93,245	100.0000	30,93,245	0	100.0000	0.0000	0
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	146	1	99.3197	0.6802	0
	Poll		781	0.0486	781	0	100.0000	0.0000	21
	Postal Ballot (if applicable)		312	0.0194	312	0	100.0000	0.0000	1
	Total		1,240	0.0771	1,239	1	99.9194	0.0806	22
Total		63,41,443	45,59,812	71.9050	45,59,811	1	100.0000	0.0000	22



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the interim dividend of Rs. 2- per equity share 20 of face value Rs. 10- each already paid, as the final dividend for the financial year ended 31st March 2019.									
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 – 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	Votes Invalid	
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0	
	<b>Total</b>		<b>30,93,245</b>	<b>100.0000</b>	<b>30,93,245</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>		<b>14,65,327</b>	<b>89.3109</b>	<b>14,65,327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	146	1	99.3197	0.6802	0	
	Poll		781	0.0486	765	16	97.9513	2.0486	21	
	Postal Ballot (if applicable)		296	0.0184	296	0	100.0000	0.0000	17	
	<b>Total</b>		<b>1,224</b>	<b>0.0761</b>	<b>1,207</b>	<b>17</b>	<b>98.6111</b>	<b>1.3889</b>	<b>38</b>	
<b>Total</b>		<b>63,41,443</b>	<b>45,59,796</b>	<b>71.9047</b>	<b>45,59,779</b>	<b>17</b>	<b>99.9996</b>	<b>0.0004</b>	<b>38</b>	



Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint a Director in place of Mr. Dietmar Hahn 06414463, who retires by rotation and, being eligible, offers himself for re-appointment								
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 – 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	Votes Invalid
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0
	<b>Total</b>		<b>30,93,245</b>	<b>100.0000</b>	<b>30,93,245</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	14,56,150	9,177	99.3737	0.6262	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>14,65,327</b>	<b>89.3109</b>	<b>14,56,150</b>	<b>9,177</b>	<b>99.3737</b>	<b>0.6263</b>	<b>0</b>
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	146	1	99.3197	0.6802	0
	Poll		781	0.0486	781	0	100.0000	0.0000	21
	Postal Ballot (if applicable)		296	0.0184	296	0	100.0000	0.0000	17
	<b>Total</b>		<b>1,224</b>	<b>0.0761</b>	<b>1,223</b>	<b>1</b>	<b>99.9183</b>	<b>0.0817</b>	<b>38</b>
<b>Total</b>		<b>63,41,443</b>	<b>45,59,796</b>	<b>71.9047</b>	<b>45,50,618</b>	<b>9,178</b>	<b>99.7987</b>	<b>0.2013</b>	<b>38</b>



Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint Ms. Deloitte Haskins Sells LLP, Chartered Accountants ICAI Firm Registration No. 117366WW-100018 as Auditors of the Company for a term of 5 Years from the conclusion of the 44th Annual General Meeting until the conclusion of 49th Annual General Meeting to be held 2024.								
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 – 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	Votes Invalid
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0
	<b>Total</b>		<b>30,93,245</b>	<b>100.0000</b>	<b>30,93,245</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	13,62,060	1,03,267	92.9526	7.0473	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>14,65,327</b>	<b>89.3109</b>	<b>13,62,060</b>	<b>1,03,267</b>	<b>92.9526</b>	<b>7.0474</b>	<b>0</b>
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	86	61	58.5034	41.4965	0
	Poll		766	0.0477	766	0	100.0000	0.0000	36
	Postal Ballot (if applicable)		312	0.0194	312	0	100.0000	0.0000	1
	<b>Total</b>		<b>1,225</b>	<b>0.0762</b>	<b>1,164</b>	<b>61</b>	<b>95.0204</b>	<b>4.9796</b>	<b>37</b>
<b>Total</b>		<b>63,41,443</b>	<b>45,59,797</b>	<b>71.9047</b>	<b>44,56,469</b>	<b>1,03,328</b>	<b>97.7339</b>	<b>2.2661</b>	<b>37</b>





Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint of Mr. Pradyumna Vyas DIN02359563 as Non-Executive Independent Director for a period of 5 year								
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 – 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	Votes Invalid
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0
	Total		30,93,245	100.0000	30,93,245	0	100.0000	0.0000	0
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	146	1	99.3197	0.6802	0
	Poll		781	0.0486	781	0	100.0000	0.0000	21
	Postal Ballot (if applicable)		312	0.0194	312	0	100.0000	0.0000	1
	Total		1,240	0.0771	1,239	1	99.9194	0.0806	22
Total		63,41,443	45,59,812	71.9050	45,59,811	1	100.0000	0.0000	22



Resolution No.	6								
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint of Mr. Pierre de Bausset DIN07178878 as Non-Executive Independent Director for a period of 5 years								
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 – 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	Votes Invalid
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0
	Total		30,93,245	100.0000	30,93,245	0	100.0000	0.0000	0
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	146	1	99.3197	0.6802	0
	Poll		781	0.0486	781	0	100.0000	0.0000	21
	Postal Ballot (if applicable)		296	0.0184	296	0	100.0000	0.0000	17
	Total		1,224	0.0761	1,223	1	99.9183	0.0817	38
Total		63,41,443	45,59,796	71.9047	45,59,795	1	100.0000	0.0000	38



Resolution No.	7								
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration of Cost Auditors for the Financial Year ended 2019-20								
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 – 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	Votes Invalid
Promoter and Promoter Group	E-Voting	30,93,245	30,88,307	99.8404	30,88,307	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		4,938	0.1596	4,938	0	100.0000	0.0000	0
	<b>Total</b>		<b>30,93,245</b>	<b>100.0000</b>	<b>30,93,245</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	16,40,704	14,65,327	89.3109	14,65,327	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>14,65,327</b>	<b>89.3109</b>	<b>14,65,327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	16,07,494	147	0.0091	86	61	58.5034	41.4965	0
	Poll		766	0.0477	766	0	100.0000	0.0000	36
	Postal Ballot (if applicable)		312	0.0194	294	18	94.2307	5.7692	1
	<b>Total</b>		<b>1,225</b>	<b>0.0762</b>	<b>1,146</b>	<b>79</b>	<b>93.5510</b>	<b>6.4490</b>	<b>37</b>
<b>Total</b>		<b>63,41,443</b>	<b>45,59,797</b>	<b>71.9047</b>	<b>45,59,718</b>	<b>79</b>	<b>99.9983</b>	<b>0.0017</b>	<b>37</b>



**R. Vijayakumar**  
**Company Secretary in Practice [FCS 6418 COP 8667]**  
**No. 315, 2nd & 3rd Floor, 7th Main**  
**MICO Layout, BTM Layout 2nd Stage**  
**Bangalore - 560 076**  
**Mobile: 9449002064 ; Email: vijaykumaracs@gmail.com**

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**Report of Scrutinizer**

*[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]*

To

The Chairman,  
44<sup>th</sup> Annual General Meeting of the Equity Shareholders of Dynamatic Technologies Limited held on Friday, 9<sup>th</sup> August 2019 at 10:00 am (IST) at "Vivanta" by Taj, No.2275, Tumkur Road, Yeshwantpur, Bangalore – 560 022.

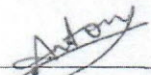
Dear Sir,

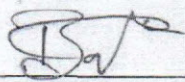
I, R. Vijayakumar, Practising Company Secretary, appointed as Scrutinizer for the purpose of the scrutinizing the remote e-voting, physical ballot forms and poll taken on the below mentioned resolution(s), at the 44<sup>th</sup> Annual General Meeting of the Equity Shareholders of Dynamatic Technologies Limited held on Friday, 9<sup>th</sup> August 2019 at 10:00 am (IST) at "Vivanta" by Taj, No.2275, Tumkur Road, Yeshwantpur, Bangalore –560 022, submit our report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting), physical ballot forms and poll on the resolutions proposed in the Notice of the 44<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic mean, physical ballot forms and use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer report of the votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Fintech Private Limited ("Karvy"), physical ballot forms and Voting at the AGM by Poll.



2. The Shareholders holding shares as on the cut-off date (i.e.,) 03<sup>rd</sup> August 2019 were entitled to vote on the proposed resolutions (Item Nos., 1 to 7) as set out in the Notice of the 44<sup>th</sup> AGM of the Company;
3. The remote e-voting period remained open from 06<sup>th</sup> August 2019 (09:00 hrs) to 08<sup>th</sup> August 2019 (17:00 hrs). The Physical Ballots were open for receipt till 17:00 hrs of 08<sup>th</sup> August 2019. As per the details provided by the Company, 10 (Ten) Physical Ballot forms have been received till the cut-off time (i.e.,) 08<sup>th</sup> August 2019 (17:00 hrs).
4. At the meeting, after the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes were kept for polling was locked in my presence with due identification marks placed by me.
5. Immediately after conclusion of voting at the AGM, the locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
6. The votes cast at the meeting and thereafter, the remote e-voting was unblocked on 9<sup>th</sup> August, 2019 in the presence of two witnesses viz., Mr Antony Mariadas and Mr. Balasubramaniom K H, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
\_\_\_\_\_  
Antony Mariadas

  
\_\_\_\_\_  
Balasubramaniom K H

7. The details containing, inter alia, list of equity shareholders, who voted, were downloaded from the e-voting website of Karvy - <https://evoting.karvy.com/>
8. The consolidated results (viz., Remote e-voting, Physical Ballot form and Poll at AGM) are as under:



**ORDINARY BUSINESS**

**Resolution No.1:** Adoption of standalone & consolidated financial statements along with Auditors' Report and Directors' Report – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	25	4553780	99.99998%
Physical Ballot Form	9	5250	100.00000%
Poll at AGM	28	781	100.00000%
<b>Total</b>	<b>62</b>	<b>4559811</b>	<b>99.99998%</b>

(ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	1	0.00002%
Physical Ballot Form	0	0	0.00000%
Poll at AGM	0	0	0.00000%
<b>Total</b>	<b>1</b>	<b>1</b>	<b>0.00002%</b>

(iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	1	1
Poll at AGM	5	21
<b>Total</b>	<b>6</b>	<b>22</b>



**Resolution No.2: Confirmation of Interim Dividend – Ordinary Resolution**

## (i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	25	4553780	99.99998%
Physical Ballot Form	8	5234	100.00000%
Poll at AGM	25	765	97.95134%
<b>Total</b>	<b>58</b>	<b>4559779</b>	<b>99.99963%</b>

## (ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	1	0.00002%
Physical Ballot Form	0	0	0.00000%
Poll at AGM	3	16	2.04866%
<b>Total</b>	<b>4</b>	<b>17</b>	<b>0.00037%</b>

## (iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	2	17
Poll at AGM	5	21
<b>Total</b>	<b>7</b>	<b>38</b>



**Resolution No. 3: Appointment of Mr. Dietmar Hahn (DIN: 06414463) as  
Director liable to retire by rotation – Ordinary Resolution**

## (i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	21	4544603	99.79845%
Physical Ballot Form	8	5234	100.00000%
Poll at AGM	28	781	100.00000%
<b>Total</b>	<b>57</b>	<b>4550618</b>	<b>99.79872%</b>

## (ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	5	9178	0.20155%
Physical Ballot Form	0	0	0.00000%
Poll at AGM	0	0	0.00000%
<b>Total</b>	<b>5</b>	<b>9178</b>	<b>0.20128%</b>

## (iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	2	17
Poll at AGM	5	21
<b>Total</b>	<b>7</b>	<b>38</b>





**Resolution No. 4 : Appointment of Auditors – Ordinary Resolution**

## (i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	23	4450453	97.73094%
Physical Ballot Form	9	5250	100.00000%
Poll at AGM	26	766	100.00000%
<b>Total</b>	<b>58</b>	<b>4456469</b>	<b>97.73393%</b>

## (ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	3	103328	2.26906%
Physical Ballot Form	0	0	0.00000%
Poll at AGM	0	0	0.00000%
<b>Total</b>	<b>3</b>	<b>103328</b>	<b>2.26607%</b>

## (iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	1	1
Poll at AGM	7	36
<b>Total</b>	<b>8</b>	<b>37</b>



**SPECIAL BUSINESS**

**Resolution No. 5 :** Appointment of Mr. Pradyumna Vyas (DIN:02359563) as Non-Executive Independent Director – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	25	4553780	99.99998%
Physical Ballot Form	9	5250	100.00000%
Poll at AGM	28	781	100.00000%
<b>Total</b>	<b>62</b>	<b>4559811</b>	<b>99.99998%</b>

(ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	1	0.00002%
Physical Ballot Form	0	0	0.00000%
Poll at AGM	0	0	0.00000%
<b>Total</b>	<b>1</b>	<b>1</b>	<b>0.00002%</b>

(iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	1	1
Poll at AGM	5	21
<b>Total</b>	<b>6</b>	<b>22</b>



**Resolution No. 6 : Appointment of Mr. Pierre de Bausset (DIN:07178878) as  
Non-Executive Independent Director -- Ordinary  
Resolution**

## (i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	25	4553780	99.99998%
Physical Ballot Form	8	5234	100.00000%
Poll at AGM	28	781	100.00000%
<b>Total</b>	<b>61</b>	<b>4559795</b>	<b>99.99998%</b>

## (ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	1	0.00002%
Physical Ballot Form	0	0	0.00000%
Poll at AGM	0	0	0.00000%
<b>Total</b>	<b>1</b>	<b>1</b>	<b>0.00002%</b>

## (iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	2	17
Poll at AGM	5	21
<b>Total</b>	<b>7</b>	<b>38</b>



**Resolution No.7:** Ratification of remuneration to Cost Auditors – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	24	4553720	99.99866%
Physical Ballot Form	8	5232	99.65714%
Poll at AGM	26	766	100.00000%
<b>Total</b>	<b>58</b>	<b>4559718</b>	<b>99.99827%</b>

(ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	2	61	0.00134%
Physical Ballot Form	1	18	0.34286%
Poll at AGM	0	0	0.00000%
<b>Total</b>	<b>3</b>	<b>79</b>	<b>0.00173%</b>

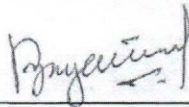
(iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	1	1
Poll at AGM	7	36
<b>Total</b>	<b>8</b>	<b>37</b>



9. All relevant records of remote e-Voting will remain in our custody until the Chairman considers, approves and signs the minutes of the 44<sup>th</sup> AGM, upon which the records will be handed over to the Chairman / Company Secretary for safe keeping.
10. Poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,



R. Vijayakumar  
Practising Company Secretary  
FCS - 6418; COP - 8667  
Place : Bangalore  
Date : 09 August 2019

