



The Corporate Relationship Department,  
BSE Limited  
1<sup>st</sup> Floor , New Trading Ring Rotunda  
Building, P.J. Towers  
Dalal Street,  
**Mumbai 400 001**  
Scrip Code- 503806

National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra (E)  
**Mumbai 400 051**  
Scrip Code-SRF

**SRF/SEC/BSE/NSE**

**06.08.2019**

Dear Sir,

**Sub: Annual General Meeting Voting Results and Report under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to submit the voting results (mode of voting was by way of E-Voting and Poll) as per Annexure I, on the business transacted as per notice dated June 25, 2019 of the 48<sup>th</sup> Annual General Meeting (AGM) of the Company held on August 5, 2019 at 03:30 p.m. at the Laxmipat Singhania Auditorium, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110 016.

Based on the consolidated report of the Scrutinizer attached, all the resolutions set out in the Notice of 48<sup>th</sup> AGM have been dully approved by the shareholders with requisite majority.

Thanking you,

Yours faithfully,

**For SRF LIMITED**

**Rajat Lakhanpal**  
**VP (Corporate Compliance) & Company Secretary**

FM

Encl: As above

**SRF LIMITED**  
Block-C Sector-45  
Gurugram 122 003  
Haryana India  
Tel: +91-124-4354400  
Fax: +91-124-4354500  
E-mail: info@srf.com  
Website : www.srf.com

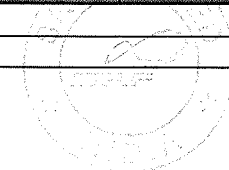
Regd. Office :  
Unit No. 236 & 237, 2nd Floor  
DLF Galleria, Mayur Place  
Noida Link Road  
Mayur Vihar Phase-1 Extension  
Delhi 110091

	SRF LIMITED
Date of the AGM/EGM	05-08-2019
Total number of shareholders on record date	48712
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	61
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Consideration and adoption of Audited Financial Statements for the financial year 2018-19.							
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
Promoter and Promoter Group	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,076,500</b>	<b>100.0000</b>	<b>30,076,500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	17,701,959	11,130,424	62.8768	11,130,424	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,130,424</b>	<b>62.8768</b>	<b>11,130,424</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	9,702,041	884,888	9.1206	883,524	1,364	99.8458	0.1541
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>898,575</b>	<b>9.2617</b>	<b>897,210</b>	<b>1,365</b>	<b>99.8481</b>	<b>0.1519</b>
<b>Total</b>		<b>57,480,500</b>	<b>42,105,499</b>	<b>73.2518</b>	<b>42,104,134</b>	<b>1,365</b>	<b>99.9968</b>	<b>0.0032</b>

Resolution No.	2
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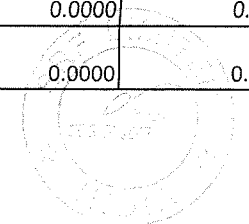
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Resolution required: (Ordinary/ Special)		ORDINARY - Re-appointment of Mr. Arun Bharat Ram as Director who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of 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
Promoter and Promoter Group	E-Voting	30,076,500	30,049,000	99.9086	30,049,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,049,000</b>	<b>99.9086</b>	<b>30,049,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	17,701,959	10,074,415	56.9113	10,057,577	16,838	99.8328	0.1671
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,074,415</b>	<b>56.9113</b>	<b>10,057,577</b>	<b>16,838</b>	<b>99.8329</b>	<b>0.1671</b>
Public- Non Institutions	E-Voting	9,702,041	514,235	5.3003	497,796	16,439	96.8032	3.1967
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>527,922</b>	<b>5.4414</b>	<b>511,482</b>	<b>16,440</b>	<b>96.8859</b>	<b>3.1141</b>
<b>Total</b>		<b>57,480,500</b>	<b>40,651,337</b>	<b>70.7220</b>	<b>40,618,059</b>	<b>33,278</b>	<b>99.9181</b>	<b>0.0819</b>

Resolution No.		3						
Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of Ms. Bharti Gupta Ramola DIN 00356188 as an Independent Director.						
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
Promoter and Promoter Group	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000

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	Total		30,076,500	100.0000	30,076,500	0	100.0000	0.0000
Public- Institutions	E-Voting	17,701,959	7,408,172	41.8494	7,408,172	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,408,172	41.8494	7,408,172	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,702,041	514,235	5.3003	512,870	1,365	99.7345	0.2654
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		527,922	5.4414	526,556	1,366	99.7412	0.2588
	Total	57,480,500	38,012,594	66.1313	38,011,228	1,366	99.9964	0.0036

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Puneet Yadu Dalmia DIN 00022633 as an Independent Director.							
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
Promoter and Promoter Group	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		30,076,500	100.0000	30,076,500	0	100.0000	0.0000
Public- Institutions	E-Voting	17,701,959	7,408,172	41.8494	7,408,172	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7,408,172	41.8494	7,408,172	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,702,041	514,235	5.3003	512,870	1,365	99.7345	0.2654
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		527,922	5.4414	526,556	1,366	99.7412	0.2588
	Total	57,480,500	38,012,594	66.1313	38,011,228	1,366	99.9964	0.0036

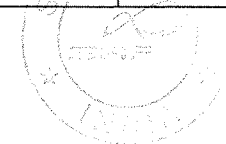
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Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Yash Gupta DIN 00299621 as an Independent Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode 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
Promoter and Promoter Group	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,076,500</b>	<b>100.0000</b>	<b>30,076,500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	17,701,959	7,408,172	41.8494	7,408,172	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>7,408,172</b>	<b>41.8494</b>	<b>7,408,172</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	9,702,041	514,235	5.3003	512,870	1,365	99.7345	0.2654
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>527,922</b>	<b>5.4414</b>	<b>526,556</b>	<b>1,366</b>	<b>99.7412</b>	<b>0.2588</b>
<b>Total</b>		<b>57,480,500</b>	<b>38,012,594</b>	<b>66.1313</b>	<b>38,011,228</b>	<b>1,366</b>	<b>99.9964</b>	<b>0.0036</b>

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Amendment in the terms of Appointment of Mr. Ashish Bharat Ram , Managing Director.							
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
	E-Voting	30,076,500	30,049,000	99.9086	30,049,000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000

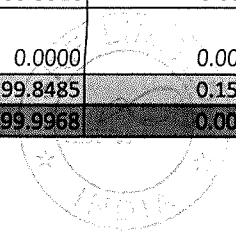
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Promoter and Promoter Group	Postal Ballot (if applicable)	30,076,500	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,049,000</b>	<b>99.9086</b>	<b>30,049,000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	17,701,959	10,074,415	56.9113	10,074,415	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,074,415</b>	<b>56.9113</b>	<b>10,074,415</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	9,702,041	888,388	9.1567	887,022	1,366	99.8462	0.1537
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>902,075</b>	<b>9.2978</b>	<b>900,708</b>	<b>1,367</b>	<b>99.8485</b>	<b>0.1515</b>
<b>Total</b>		<b>57,480,500</b>	<b>41,025,490</b>	<b>71.3729</b>	<b>41,024,123</b>	<b>1,367</b>	<b>99.9967</b>	<b>0.0033</b>

Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of Cost Auditors for financial year 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
Promoter and Promoter Group	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,076,500</b>	<b>100.0000</b>	<b>30,076,500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	17,701,959	11,147,168	62.9714	11,147,168	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,147,168</b>	<b>62.9714</b>	<b>11,147,168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	9,702,041	888,388	9.1567	887,022	1,366	99.8462	0.1537
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>902,075</b>	<b>9.2978</b>	<b>900,708</b>	<b>1,367</b>	<b>99.8485</b>	<b>0.1515</b>
<b>Total</b>		<b>57,480,500</b>	<b>42,125,743</b>	<b>73.2870</b>	<b>42,124,376</b>	<b>1,367</b>	<b>99.9968</b>	<b>0.0032</b>

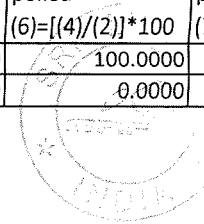
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Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Offer or invitation to subscribe to Redeemable Non-Convertible Debentures of the Company on private placement.							
Whether promoter/ promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,076,500</b>	<b>100.0000</b>	<b>30,076,500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	17,701,959	11,147,168	62.9714	11,147,168	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,147,168</b>	<b>62.9714</b>	<b>11,147,168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	9,702,041	888,388	9.1567	887,023	1,365	99.8463	0.1536
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>902,075</b>	<b>9.2978</b>	<b>900,709</b>	<b>1,366</b>	<b>99.8486</b>	<b>0.1514</b>
<b>Total</b>		<b>57,480,500</b>	<b>42,125,743</b>	<b>73.2870</b>	<b>42,124,377</b>	<b>1,366</b>	<b>99.9968</b>	<b>0.0032</b>

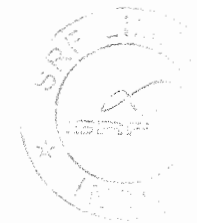
Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Adoption of new Articles of Association.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
	E-Voting	30,076,500	30,076,500	100.0000	30,076,500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000

N



Promoter and Promoter Group	Postal Ballot (if applicable)	30,076,500	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>30,076,500</b>	<b>100.0000</b>	<b>30,076,500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Vcting	17,701,959	10,895,715	61.5509	6,253,798	4,641,917	57.3968	42.6031
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,895,715</b>	<b>61.5509</b>	<b>6,253,798</b>	<b>4,641,917</b>	<b>57.3969</b>	<b>42.6031</b>
Public- Non Institutions	E-Vcting	9,702,041	514,235	5.3003	497,796	16,439	96.8032	3.1967
	Poll		13,687	0.1411	13,686	1	99.9926	0.0073
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>527,922</b>	<b>5.4414</b>	<b>511,482</b>	<b>16,440</b>	<b>96.8859</b>	<b>3.1141</b>
	<b>Total</b>	<b>57,480,500</b>	<b>41,500,137</b>	<b>72.1986</b>	<b>36,841,780</b>	<b>4,658,357</b>	<b>88.7751</b>	<b>11.2249</b>

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## CONSOLIDATED SCRUTINIZER'S REPORT

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

To,  
The Chairman  
SRF Limited  
The Galleria, DLF Mayur Vihar, Unit No. 236 & 237,  
2<sup>nd</sup> Floor, Mayur Place, Noida Link Road,  
Mayur Vihar Phase I Extn, Delhi - 110091

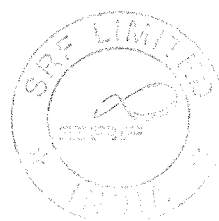
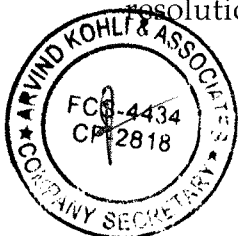
Respected Sir,

**Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on voting by Poll at 48<sup>th</sup> Annual General Meeting held on Monday, 5<sup>th</sup> August, 2019.**

1. I, **CS Arvind Kohli**, Proprietor, Arvind Kohli & Associates, Company Secretaries, Gurugram, Haryana was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:
  - a. Scrutinizing the remote e-voting process in terms of the provisions of Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014;
  - b. Conducting Poll through polling paper under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management & Administration) Rules, 2014;

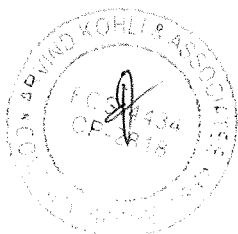
for passing of the Resolutions as mentioned under item numbers 1 to 9 as set out in the Notice of 48<sup>th</sup> Annual General Meeting (AGM) of the shareholders of the Company dated 25<sup>th</sup> June, 2019.

2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-



voting system provided by Karvy Fintech Private Limited (KARVY), the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.

3. The Notice dated 25<sup>th</sup> June, 2019 along with Statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through courier, registered post as well as through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on Wednesday, 10<sup>th</sup> July, 2019. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 28<sup>th</sup> June, 2019.
4. As per the provisions of Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company has published advertisement about having sent the notice of meeting and providing e-voting facility in the English newspaper "Financial Express" and Hindi newspaper "Jansatta" on Saturday, 14<sup>th</sup> July, 2019.
5. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days from Friday, 2<sup>nd</sup> August, 2019 (10:00 a.m.) to Sunday, 4<sup>th</sup> August, 2019 (5:00 p.m.).
6. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Monday, 29<sup>th</sup> July, 2019.
7. After announcement of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
8. The locked ballot box was subsequently opened in my 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.
9. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of **Mr. Arun Gupta** and **Mr. Bhupesh Mittal** who are not in employment with the Company.



10. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
11. A Compact Disc (CD) containing a list of equity Shareholders who voted FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
12. Summary of the e-voting and poll is as follows:

**Resolution No. 1 ORDINARY RESOLUTION**

To Consider and adopt Audited Financial Statements for the financial year 2018-19

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	182	42090448	99.9968
Total	197	42104134	99.9968

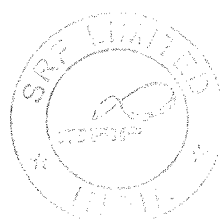
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.01
Remote E-voting	4	1364	0.0032
Total	5	1365	0.0032

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 1 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 2 ORDINARY RESOLUTION**

To appoint a director in place of Mr. Arun Bharat Ram (**DIN 00694766**) who retires by rotation and being eligible offers himself for re-appointment.

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	172	40604373	99.9181
Total	187	40618059	99.9181

**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	9	33277	0.0819
Total	10	33278	0.0819

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 2 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 3 ORDINARY RESOLUTION**

**To appoint Ms. Bharti Gupta Ramola (DIN : 00356188) as an Independent Director**

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	165	37997542	99.9964
Total	180	38011228	99.9964

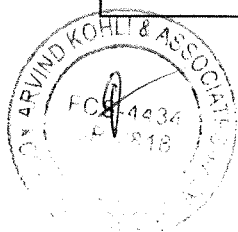
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	5	1365	0.0036
Total	6	1366	0.0036

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 3 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 4 ORDINARY RESOLUTION**

**To appoint Mr. Puneet Yadu Dalmia (DIN: 00022633) as an Independent Director**

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	165	37997542	99.9964
<b>Total</b>	<b>180</b>	<b>38011228</b>	<b>99.9964</b>

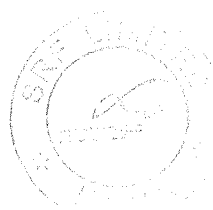
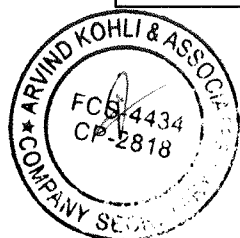
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	5	1365	0.0036
<b>Total</b>	<b>6</b>	<b>1366</b>	<b>0.0036</b>

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 4 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 5 ORDINARY RESOLUTION**

**To appoint Mr. Yash Gupta (DIN 00299621) as an Independent Director**

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	165	37997542	99.9964
Total	180	38011228	99.9964

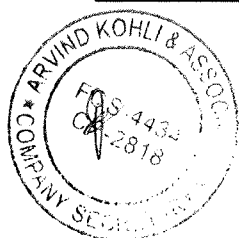
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	5	1365	0.0036
Total	6	1366	0.0036

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 5 of the Notice dated 25<sup>TH</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 6 ORDINARY RESOLUTION**

**To amend the terms of appointment of Mr. Ashish Bharat Ram, Managing Director.**

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	176	41010437	99.9967
<b>Total</b>	<b>191</b>	<b>41024123</b>	<b>99.9967</b>

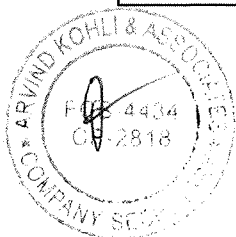
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	6	1366	0.0033
<b>Total</b>	<b>7</b>	<b>1367</b>	<b>0.0033</b>

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 6 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**





**Resolution No. 7 ORDINARY RESOLUTION**

**To ratify the remuneration of Cost Auditors for the financial year 2019-20**

**i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	182	42110690	99.9968
Total	197	42124376	99.9968

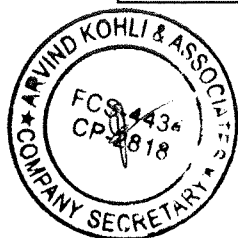
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	6	1366	0.0032
1368Total	7	1367	0.0032

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 7 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 8 SPECIAL RESOLUTION**

To offer or invitation to subscribe to Redeemable Non Convertible Debentures of the Company on private placement.

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	183	42110691	99.9968
<b>Total</b>	<b>198</b>	<b>42124377</b>	<b>99.9968</b>

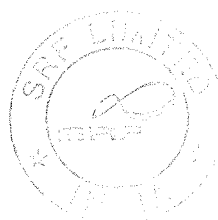
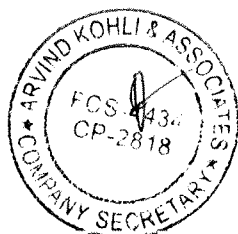
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	5	1365	0.0032
<b>Total</b>	<b>6</b>	<b>1366</b>	<b>0.0032</b>

**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

**Result: Based on the aforesaid results, Special Resolution as contained in item no. 8 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



**Resolution No. 9 SPECIAL RESOLUTION**

**To adopt new Articles of Association of the Company.**

**(i) Voted in favour of the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	15	13686	99.9927
Remote E-voting	68	36828094	88.7714
Total	83	36841780	88.7751

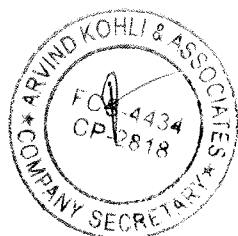
**(ii) Voted against the resolution:**

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Poll at AGM	1	1	0.0073
Remote E-voting	110	4658356	11.2286
Total	111	4658357	11.2249

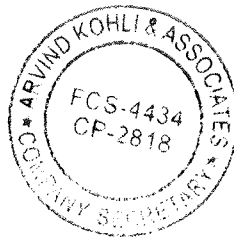
**(iii) Invalid votes:**

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Poll at AGM	NIL	NIL
Remote E-voting	NIL	NIL
Total	NIL	NIL

**Result: Based on the aforesaid results, Special Resolution as contained in item no. 9 of the Notice dated 25<sup>th</sup> June, 2019 has been passed with the requisite majority.**



The Register, all other papers and relevant records relating to remote e-voting and Poll shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.



For Arvind Kohli & Associates  
Company Secretaries

A handwritten signature in black ink, appearing to read "Arvind Kohli".

Arvind Kohli  
Proprietor

M. No. FCS 4434, C.P. No. 2818

Place : Gurugram  
Date : 6<sup>th</sup> August, 2019

For SRF Limited

A handwritten signature in black ink, appearing to read "Ashish Bharat Ram".

Managing Director  
Ashish Bharat Ram  
DIN 00671567

Address: 2, Silver Oak Avenue  
Westend Green Farms, Rajokari, New Delhi - 110038

