

BASF India Limited, Mumbai - 400 051, India

March 27, 2019

The Market Operations Department BSE Limited, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001.

Name of the Company

: BASF India Limited

Security Code No.

: 500042

Dear Sir/Madam.

Sub: Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

We wish to inform you that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company conducted a Postal Ballot (including e-voting) for obtaining the approval of the Members for the businesses as mentioned in the Postal Ballot Notice of the Company dated 23rd January, 2019.

In compliance with the requirements of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the voting results pertaining to the aforesaid Postal Ballot in the format prescribed along with the Scrutinizer's Report dated 27th March, 2019.

The voting results along with the Scrutinizer's Report will also be made available on the Company's website at www.basf.com/in.

Pankaj Bahl

Manager- Company Secretarial

Please take the above intimation on record and acknowledge receipt of the same.

Thanking you, Yours Faithfully,

For BASF India Limited

Pradeep Chandan

Director - Legal, General Counsel (South Asia)

& Company Secretary

Encl: a.a.

Cc: The Assistant Manager – Listing

National Stock Exchange of India Ltd.

Exchange Plaza, Plot No.C/1, G Block Bandra – Kurla Complex

Bandra (East), Mumbai - 400 051

Registered Office BASF India Limited The Capital 'A' Wing, 1204-C, 12th Floor, Plot No. C - 70, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, India

Tel +91 22 6278 5600

CIN - L33112MH1943FLC003972

www.basf.com/in



Date of the Postal Ballot	26 th March, 2019 (Voting Start Date: From 25 th February, 2019 9.00 AM IST to 26 th March, 2019 5.00 PM IST)
Total number of shareholders on record date i.e 8th February, 2019	41,583
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Groups: Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public:	Not Applicable





Item No. 1: Appointment of Dr. Ramkumar Dhruva as a Director of the Company

Resolution required:(Or	dinary/Sp	ecial)			Ordinary	Resolutio	n				
			NO								
Category	Second Continuous Continu	Favour on	% of Votes against On votes polled (7)=[(5)/(2)]*100								
	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
Promoter	Poll#		NA	NA	NA	NA	NA	NA			
and Promoter Group	No. of shares held No. vote polls		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	31,91,185	86,836	97.35	2.65			
Public-	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	31,91,185	86,836	97.35	2.65			
- Andrews	E-Voting		2,99,115	4.31	2,97,843	1272	99.57	0.43			
Public- Non		1	NA	NA	NA	NA	NA	NA			
Institution	Postal	55, 1,001	44,783	0.65	41,668	3115	93.04	6.96			
s	Total		3,43,898	4.95	3,39,511	4,387	98.72	1.28			
Tota	al	4,32,85,640	3,53,65,139	81.70	3,52,73,916	91,223	99.74	0.26			

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 1 is passed by requisite Majority





Item No. 2: Appointment of Mr. Narayan Krishnamohan as the Managing Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024 and to fix his remuneration

	Resolution d:(Ordinary/	Special)			Ordina	ry Resoluti	on	
-	omoter/proi sted in the r	moter group esolution?				NO		
Category	Mode of Voting		No. of	% of votes	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	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	NIL
	Poll #		NA	NA	NA	NA	NA	NA
and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL
огоцр	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL
	E-Voting		32,78,021	71.25	32,78,021	NIL	100	NIL
Public-	Poll#	40.00.040	NA	NA	NA	NA	NA	NA
Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL
	Total		32,78,021	71.25	32,78,021	NIL	100	NIL
Public-	E-Voting		2,98,813	4.30	2,97,668	1,145	99.62	0.38
r ublic-	Poll #	00 44 507	NA	NA	NA	NA	NA	NA
Non Institution s	Postal Ballot	69,41,507	45,279	0.65	42,161	3,118	93.11	6.89
	Total		3,44,092	4.96	3,39,829	4,263	98.76	1.24
Tot	al	4,32,85,640	3,53,65,333	81.70	3,53,61,070	4263	99.99	0.01

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 2 is passed by requisite Majority.





<u>Item No. 3: Re-appointment of Mr. Pradip P. Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March 2024</u>

Resolution req	uired:(Ordin	ary/Special)			Special	Resolution	1	
Whether promo	1.00					NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favour	No. of Votes- against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*100	% of Votes against On votes polled (7)=[(5)/(2)]*100
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00
Promoter	Poll#	1 1	NA	NA	NA	NA	NA	NA
and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL
	Total		3,17,43,220	100	3,17,43,220	0	100	0.00
	E-Voting		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77
Public-	Poll #	40 00 040	NA	NA	NA	NA	NA	NA
Institutions	Postal	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL
	Total		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77
	E-Voting		2,99,105	4.31	2,96,872	2,233	99.25	0.75
Public-	Poll #	00 44 507	NA	NA	NA	NA	NA	NA
Non Institution s	Postal	69,41,507	43,540	0.63	40,650	2,890	93.36	6.64
montation 5	Total		3,42,645	4.94	3,37,522	5,123	98.50	1.50
Tota	al	4,32,85,640	3,53,63,886	81.70	3,52,02,390	161496	99.54	0.46

Thus, based on the Results, the Special Resolution as contained in Item No. 3 is passed by requisite Majority.





Item No. 4: Re-appointment of Mr. R. A Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution required:(Ord	linary/Special)			Specia	Resolution	i	
Whether pror interested in						NO		
Category	Mode of Voting	No. of shares held	No. of vote s polle d	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*10	No. of Votes– In favour	No. of Votes- against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*10	% of Votes against On votes polled (7)=[(5)/(2)]*100
		, ,		0		N=2	o Living	() () ()
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00
Promoter and Promoter	Poll #	3,17,43,220	NA	NA	NA	NA	NA	NA
Group Group	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total	-	3,17,43,220	100	3,17,43,220	0	100	NIL
	E-Voting		32,78,021	71.25	24,50,231	8,27,790	74.75	25.25
Public-	Poll #	1	NA	NA	NA	NA	NA	NA
Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL
	Total		32,78,021	71.25	24,50,231	8,27,790	74.75	25.25
	E-Voting		2,99,144	4.31	2,95,685	3459	98.84	1.16
Public-	Poll#		NA	NA	NA	NA	NA	NA
Public- Non Institution s	Postal Ballot	69,41,507	43679	0.63	37142	6537	85.03	14.97
	Total		3,42,823	4.94	3,32,827	9,996	97.08	2.92
То	tal	4,32,85,640	3,53,64,064	81.70	3,45,26,278	8,37,786	97.63	2.37

Thus, based on the Results, the Special Resolution as contained in Item No. 4 is passed by requisite Majority.





<u>Item No. 5: Re-appointment of Mr. Arun Bewoor as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.</u>

Resolution re	quired:(Ordir	nary/Special)			Specia	l Resolution	on			
Whether pron					NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes against On votes polled		
		(1)		(3)=[(2)/(1)]*1 00	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*100		
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00		
Promoter and Promoter Group	Poll #	1 1	NA	NA	NA	NA	NA	NA		
	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL		
	Total		3,17,43,220	100	3,17,43,220	0	100	NIL		
	E-Voting		32,78,021	71.25	3278021	0	100.00	NIL		
	Poll#	1 1	NA	NA	NA	NA	NA	NA		
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL		
	Total	1 1	32,78,021	71.25	3278021	0	100.00	NIL		
	E-Voting		2,99,165	4.31	2,95,888	3,277	98.90	1.10		
Public-	Poll#]	NA	NA	NA	NA	NA	NA		
Non Institution s	Postal Ballot	69,41,507	43,678	0.63	40252	3,426	92.16	7.84		
	Total		3,42,843	4.94	3,36,140	6,703	98.04	1.96		
To	tal	4,32,85,640	3,53,64,084	81.70	3,53,57,381	6,703	99.98	0.02		

Thus, based on the Results, the Special Resolution as contained in Item No. 5 is passed by requisite Majority





<u>Item No. 6: Appointment of Mrs. Shyamala Gopinath as an Independent Woman Director of the Company for a period of five years from 23rd January, 2019 to 22nd January, 2024.</u>

Resolution r	equired:(Ordina	ry/Special)			Ordinary	Resolution	on				
	moter/promoter		NO								
Category	Category Mode of Voting		No.of vote s poll ed	% of Votes Polled on outstanding shares	No. of Votes– In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes agains On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*100			
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00			
Promoter	Poll#		NA	NA	NA	NA	NA	NA			
and Promoter	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL			
Group	Total		3,17,43,220	100	3,17,43,220	0	100	NIL			
	E-Voting		32,78,021	71.25	32,74,662	3,359	99.90	0.10			
D	Poll#		NA	NA	NA	NA	NA	NA			
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	32,74,662	3,359	99.90	0.10			
	E-Voting		2,99,185	4.31	2,97,326	1859	99.38	0.62			
Public-	Poll#	1	NA	NA	NA	NA	NA	NA			
Non Institution s	Postal Ballot	69,41,507	43,543	0.63	40,627	2916	93.30	6.70			
	Total		3,42,728	4.94	3,37,953	4,775	98.61	1.39			
Т	otal	4,32,85,640	3,53,63,969	81.70	3,53,55,835	8134	99.98	0.02			

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 6 is passed by requisite Majority





Item No. 7: Appointment of Mr. Pradeep Chandan as an Alternate Director to Dr. Ramkumar Dhruva and being in whole-time employment of the Company, deemed as Whole-time Director for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution i	required:(Ordina)	ry/Special)			Ordinar	y Resolutio	on	
	emoter/promoter the resolution?					NO		
Category	Mode of Voting	No. of shares held	No. of vote s poll ed	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*1	No. of Votes– In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes against On votes polled
		(1)		00	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00
Promoter	Poll #		NA	NA	NA	NA	NA	NA
and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL
	E-Voting		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61
	Poll #		NA	NA	NA	NA	NA	NA
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL
	Total		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61
	E-Voting		2,99,117	4.31	2,96,872	2,245	99.25	0.75
Public-	Poll #		NA	NA	NA	NA	NA	NA
Non Institution s	Postal Ballot	69,41,507	45,013	0.65	41,076	3,937	91.25	8.75
	Total		3,44,130	4.96	3,37,948	6,182	98.20	1.80
1	Γotal	4,32,85,640	3,53,65,371	81.70	34650730	714641	97.98	2.02

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 7 is passed by requisite Majority





Item No. 8: Re-appointment of Mr. Rajesh Naik as a Whole-time Director of the Company for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution required:(Or	dinary/Specia	ıl)			Ordina	ry Resolu	tion				
Whether properties are interested			NO								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes– In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes against On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00			
Promoter and Promoter Group	Poll #	3,17,43,220	NA	NA	NA	NA	NA	NA			
	Postal Ballot	5,17,45,220	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Public-	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Public-	E-Voting		2,99,134	4.31	2,98,069	1,065	99.64	0.36			
Non Institution	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
s	Postal		43,412	0.63	39,497	3,915	90.98	9.02			
	Total		3,42,546	4.93	3,37,566	4,980	98.55	1.45			
То	tal	4,32,85,640	3,53,63,787	81.70	3,46,50,348	7,13,439	97.98	2.02			

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 8 is passed by requisite Majority





<u>Item No. 9: Payment of remuneration within maximum limits, as minimum remuneration to the Managerial Personnel in the event of losses or inadequacy of profits.</u>

Resolution required:(Or	dinary/Special)			Speci	ial Resolu	tion				
	moter/promoted in the resolu		NO								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes against On votes polled (7)=[(5)/(2)]*100			
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00			
Duamatan	Poll #		NA	NA	NA	NA	NA	NA			
Promoter and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL			
•	Total 3,17,43,220 100 3,17,43,220 NIL		100	NIL							
	E-Voting		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01			
	Poll#		NA	NA	NA	NA	NA	NA			
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01			
	E-Voting		2,99,158	4.31	2,96,139	3,019	98.99	1.01			
Public-	Poll#		NA	NA	NA	NA	NA	NA			
Non Institution s	Postal Ballot	69,41,507	43,228	0.62	39,172	4,056	90.62	9.38			
	Total		3,42,386	4.93	3,35,311	7,075	97.93	2.07			
Т	otal	4,32,85,640	3,53,63,627	81.70	3,45,03,795	8,59,832	97.57	2.43			





Thus, based on the Results, the Special Resolution as contained in Item No. 9 is passed by requisite Majority





HEMANT S. SHETYE (Partner)

B.COM., LLB(Gen.), FCS COMPANY SECRETARY

206, 2nd Floor, Tantia Jogani Industrial Estate, J. R. Boricha Marg, Opp. Lodha Excelus, Lower Parel (E), Mumbai - 400 011. Tel: 022 23088998/23008998/40026600/40061100

Email: hs@hsassociates.net www.hsassociates.net

SCRUTINIZER'S REPORT - COMBINED

Date: 27/03/2019

To,
The Chairman,
BASF INDIA LIMITED
The Capital, A Wing,1204-C,12th Floor,
Plot No.C-70 'G' Block, Bandra Kurla Complex,
Bandra (East) Mumbai 400051

<u>Sub.</u>: Consolidated Scrutinizer's Report on Postal Ballot Process conducted pursuant to the provisions of section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dear Sir.

I Mr. Hemant Shetye Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **BASF INDIA LIMITED** vide Board Resolution Dated 23rd January, 2019 pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, to conduct the entire Postal Ballot process consisting of E-voting and the Physical Postal Ballot forms received from the shareholders in respect of the resolutions mentioned in the notice of Postal Ballot dated 23rd January, 2019.

The voting rights were reckoned as on **Friday, 08th February, 2019** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for the facility of e=voting by the members of the Company from Monday, the 25th February, 2019 (9.00 a.m. IST) to Tuesday, the 26th March, 2019 (5.00 p.m. IST).

The votes cast under e-voting facility and physical Postal Ballot forms received during the Voting Period i.e from Monday, the 25th February, 2019 (9.00 a.m. IST) to Tuesday, the 26th March, 2019 (5.00 p.m. IST) were thereafter unblocked after the conclusion of the voting period at 5.30 p.m on Tuesday, the 26th March, 2019 in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical Postal Ballot forms received up to



HS ASSOCIATES

Tuesday, the 26th March, 2019 till 5.00 p.m. were considered.

The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to Postal Ballot and E-voting on the resolutions contained in the notice of the Postal Ballot, my responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) and through Physical Postal Ballot Forms.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the Physical Postal Ballot Forms received respectively, based on the same I hereby report the following:



Item No. 1: Appointment of Dr. Ramkumar Dhruva as a Director of the Company

Resolution 1	equired:(Ordinary/	Special)			Ordina	ry Resolution	l,	
Whether pro in the resolu	omoter/promoter greation?	oup are interested			4	NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in Favour on votes polled	% of Votes against On votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
Promoter	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	NIL
and	Poll #	3,17,43,220	NA	NA	NA	NA	NA NA	NA
Promoter	Postal Ballot		NIL	NIL	NIL	NIL		
Group	Total	1	3,17,43,220	100			NIL	NIL
	E-Voting		32,78,021		3,17,43,220	NIL	100	NIL
Public-	Poll#	46,00,040		71.25	31,91,185	86,836	97.35	2.65
Institutions	Postal Ballot	46,00,913	NA NIL	NA NU	NA	NA	NA	NA
	Total	1		NIL 74.25	NIL	NIL	NIL	NIL
	E-Voting		32,78,021	71.25	31,91,185	86,836	97.35	2.65
Public-	Poll #	-	2,99,115	4.31	2,97,843	1272	99.57	0.43
Non	Postal Ballot	69,41,507	NA	NA	NA	NA	NA	NA
nstitutions	Total		44,783	0.65	41,668	3115	93.04	6.96
	Total		3,43,898	4.95	3,39,511	4,387	98.72	1.28
	Total	4,32,85,640	3,53,65,139	81.70	3,52,73,916	91,223	99.74	0.26

[#] since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed by Majority.



Item No. 2: Appointment of Mr. Narayan Krishnamohan as the Managing Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024 and to fix his remuneration

Resolution r	equired:(Ordinary/S	pecial)			Ordina	ary Resolution	1	
Whether pro in the resolu	moter/promoter gro tion?	oup are interested				NO		
Category Mode of Voting		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in Favour on votes polled	% of Votes against On votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
Promoter	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	MII
and	Poll #	3,17,43,220	NA	NA	NA	NA	NA NA	NIL
Promoter	Postal Ballot	- 0,11,10,220	NIL	NIL	NIL	DE CONSTRU		NA
Group	Total	1		2933-31	2.55.7.3107.	NIL	NIL	NIL
	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	NIL
Public-	Poll #		32,78,021	71.25	32,78,021	NIL	100	NIL
Institutions	Postal Ballot	46,00,913	NA	NA	NA	NA	NA	NA
	Total	1 1	NIL	NIL	NIL	NIL	NIL	NIL
			32,78,021	71.25	32,78,021	NIL	100	NIL
Public-	E-Voting		2,98,813	4.30	2,97,668	1,145	99.62	0.38
Non	Poll#	69,41,507	NA	NA	NA	NA	NA	NA
nstitution s	Postal Ballot	- L	45,279	0.65	42,161	3,118	93.11	6.89
	Total		3,44,092	4.96	3,39,829	4,263	98.76	1.24
	Total 4,32,85,640		3,53,65,333	81.70	3,53,61,070	4263	99.99	0.01

[#] since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed by Majority.





Item No. 3: Re-appointment of Mr. Pradip P. Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March 2024

Resolution re	quired:(Ordinary/Sp	pecial)	Special Resolution							
	noter/promoter gro ion?	up are interested			16.	NO				
Category	Mode of Voting	No. of shares held	No. of votes polled			No. of Votes- against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against On votes polled (7)=[(5)/(2)]*10		
									Dromoter	E-Voting
and	Poll#	NA	NA	NA	NA	NA	NA			
Promoter	Postal Ballot	NIL	NIL	NIL	NIL	NIL	NIL			
Group	Total		3,17,43,220	100	3,17,43,220	0	100	0.00		
	E-Voting		32,78,021	71.25	31,21,648	NO S- No. of Votes-against	95.23	4.77		
Whether promoter in the resolution? Category Modern and Promoter Group Publicinstitutions Publicinstitutions	Poll #	46,00,913	NA	NA	NA	NA	NA	NA		
Institutions	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL		
	Total		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77		
Duklia	E-Voting		2,99,105	4.31	2,96,872	2,233	99.25	0.75		
	Poll #	69,41,507	NA	NA	NA	NA	NA	NA		
The state of the s	Postal Ballot		43,540	0.63	40,650	2,890	93.36	6.64		
motitution 3	Total		3,42,645	4.94	3,37,522	5,123	98.50	1.50		
	Total	4,32,85,640	3,53,63,886	81.70	3,52,02,390	161496	99.54	0.46		

Thus, based on the Results, the **Special Resolution** as contained in Item No. 3 is passed by requisite Majority.



Item No. 4: Re-appointment of Mr. R. A Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution re	quired:(Ordinary/S	pecial)		Special Resolution							
Whether promoter/promoter group are interested in the resolution?			NO								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*1 00 100 NA NIL 100 74.75 NA NIL 74.75 98.84 NA 85.03	% of Votes against On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		(7)=[(5)/(2)]*10 0			
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00			
and	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter Group Public-	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
Group	Total		3,17,43,220	100	3,17,43,220	0		NIL			
	E-Voting		32,78,021	71.25	24,50,231	8,27,790		25.25			
	Poll #	46,00,913	NA	NA	NA	NA		NA NA			
Institutions	Postal Ballot		NIL	NIL	NIL	NIL		NIL			
	Total		32,78,021	71.25	24,50,231	8,27,790	12070720	25.25			
Dublic	E-Voting		2,99,144	4.31	2,95,685	3459		1.16			
Promoter and Promoter Group Public-Institutions Public-Non Institution s	Poll #	69,41,507	NA	NA	NA	NA		NA			
	Postal Ballot		43679	0.63	37142	6537		14.97			
institution 5	Total		3,42,823	4.94	3,32,827	9,996	97.08	2.92			
	Total	4,32,85,640	3,53,64,064	81.70	3,45,26,278	8,37,786	97.63	2.37			

[#] since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 4 is passed by requisite Majority.



Item No. 5: Re-appointment of Mr. Arun Bewoor as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution r	equired:(Ordinary/S	pecial)	Special Resolution							
Whether promoter/promoter group are interested in the resolution?			NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	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)]*1 00	(7)=[(5)/(2)]*10 0		
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00		
and	Poll#		NA	NA	NA	NA	NA NA	0.00		
Promoter	Postal Ballot		NIL	NIL				NA		
Group	Total	-	2	25 000 10	NIL	NIL	NIL	NIL		
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	NIL		
Public-	Poll #	46.00.040	32,78,021	71.25	3278021	0	100.00	NIL		
Institutions	Postal Ballot	46,00,913	NA	NA	NA	NA	NA	NA		
	Total	-	NIL	NIL	NIL	NIL	NIL	NIL		
200 MARIO	E-Voting		32,78,021	71.25	3278021	0	100.00	NIL		
Public-	Poll #	-	2,99,165	4.31	2,95,888	3,277	98.90	1.10		
Non Institution s	Postal Ballot	69,41,507	NA	NA	NA	NA	NA	NA		
	Total	-	43,678	0.63	40252	3,426	92.16	7.84		
			3,42,843	4.94	3,36,140	6,703	98.04	1.96		
	Total	4,32,85,640	3,53,64,084	81.70	3,53,57,381	6,703	99.98	0.02		

Thus, based on the Results, the **Special Resolution** as contained in Item No. 5 is passed by requisite Majority



Item No. 6: Appointment of Mrs. Shyamala Gopinath as an Independent Woman Director of the Company for a period of five years from 23rd January, 2019 to 22nd January, 2024.

Resolution required:(Ordinary/Special)			Ordinary Resolution							
Whether pro in the resolut	moter/promoter gro ion?	oup are interested				NO				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in Favour on votes polled	% of Votes against On votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0		
Promoter and	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00		
	Poll #	3,17,43,220	NA	NA	NA	NA	NA	NA		
	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL		
Group	Total	1	3,17,43,220	100	3,17,43,220	0	100			
	E-Voting		32,78,021	71.25	32,74,662	3,359		NIL		
Public-	Poll#	46,00,913	NA NA	NA NA	NA		99.90	0.10		
Institutions	Postal Ballot	10,00,010	NIL	NIL	NIL	NA NIL	NA NIL	NA NUL		
	Total	7	32,78,021	71.25	32,74,662	3,359	99.90	NIL		
Public-	E-Voting		2,99,185	4.31	2,97,326	1859	99.38	0.10 0.62		
	Poll#	69,41,507	NA	NA	NA NA	NA	NA NA	NA		
and Promoter Group Public- Institutions Public- Ion Ion Institution s	Postal Ballot]	43,543	0.63	40,627	2916	93.30	6.70		
7.1 ************************************	Total	1	3,42,728	4.94	3,37,953	4,775	98.61	1.39		
	Total	4,32,85,640	3,53,63,969	81.70	3,53,55,835	8134	99.98	0.02		

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 6 is passed by Majority.



Item No. 7: Appointment of Mr. Pradeep Chandan as an Alternate Director to Dr. Ramkumar Dhruva and being in whole-time employment of the Company, deemed as Whole-time Director for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution re	equired:(Ordinary/S	pecial)	Ordinary Resolution							
Whether proint the resolut	moter/promoter gro ion?	oup are interested		tes outstanding shares No. of Votes- against Favour on votes polled $(3)=[(2)/(1)]^{*100}$ (4) (5) $(6)=[(4)/(2)]^{*1}$						
Category	Mode of Voting	No. of shares held	No. of votes polled	Polled on outstanding	7 - 7 -	Votes-	Favour on votes polled (6)=[(4)/(2)]*1 00 100 NA NIL 100 78.39 NA NIL 78.39 99.25 NA	against On votes polled		
		(1)	(2)		(4)	(5)				
Promoter		3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00		
and	Poll #		NA	NA	NA	NA		NA		
	Postal Ballot		NIL	NII.	NIL	NIL				
Group	Total		3.17.43.220		CONTROL OF THE PROPERTY OF THE	100000000000000000000000000000000000000	Favour on votes polled (6)=[(4)/(2)]*1 00 100 NA NIL 100 78.39 NA NIL 78.39 99.25 NA 91.25 98.20	NIL		
	E-Voting			Land Control of the C	3,17,43,220	NIL		NIL		
Public-		1			25,69,562	7,08,459	78.39	21.61		
Promoter and Promoter Group Publicinstitutions		46,00,913		The state of the s	NA	NA	NA	NA		
		-	20.0000		NIL	NIL	NIL	NIL		
	Shares held Votes Polled Shares No. 10 No. 10	25,69,562	7,08,459	78.39	21.61					
Public-			2,99,117	4.31	2,96,872	2,245	99.25	0.75		
Non Institution s		69,41,507	NA	NA	NA	NA	The state of the s			
	Postal Ballot		45,013	0.65	41,076	3,937		NA 8.75		
	Total		3,44,130	4.96	3,37,948	6,182				
	Total	4,32,85,640	3,53,65,371	81.70	34650730	714641	97.98	1.80 2.02		

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 7 is passed by Majority



Item No. 8: Re-appointment of Mr. Rajesh Naik as a Whole-time Director of the Company for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution re	quired:(Ordinary/Sp	pecial)		Ordinary Resolution							
Whether proi in the resolut	noter/promoter gro ion?	up are interested				NO					
Category	Mode of Voting	No. of shares held	No. of votes polled			No. of Votes- against (5)	% of Votes in Favour on votes polled (6)=[(4)/(2)]*1	% of Votes against On votes polled (7)=[(5)/(2)]*10			
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00			
and	Poll #		NA	NA	NA	NA	NA	NA			
Promoter	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
Group	Total	1	3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Whether pron in the resoluti Category Promoter and Promoter Group Public- Institutions Public- Non Institution s	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Dublic	E-Voting		2,99,134	4.31	2,98,069	1,065	99.64	0.36			
Public-	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
	Postal Ballot		43,412	0.63	39,497	3,915	90.98	9.02			
institution 5	Total		3,42,546	4.93	3,37,566	4,980	98.55	1.45			
	Total	4,32,85,640	3,53,63,787	81.70	3,46,50,348	7,13,439	97.98	2.02			

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 8 is passed by Majority.



Item No. 9: Payment of remuneration within maximum limits, as minimum remuneration to 4 (Four) Managerial Personnel in the event of losses or inadequacy of profits.

ACSOIGHOI I	E-Voting Poll # moter Postal Ballot Postal Ballot	Special Resolution									
Whether pro in the resolut	No. of shares held E-Voting No. of shares held (1)			NO							
Category	Mode of Voting		No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-	No. of Votes- against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*1 00 100 NA NIL 100 73.99 NA NIL 73.99	% of Votes against On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		(7)=[(5)/(2)]*10 0			
Promoter and Promoter Group	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00			
	Poll#		NA	NA	NA	NA	NA	NA			
	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01			
	Poll#		NA	NA	NA	NA	NA	NA			
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	24,25,264	8,52,757	(6)=[(4)/(2)]*1 00 100 NA NIL 100 73.99 NA NIL	26.01			

	Total	4,32,85,640	3,53,63,627	81.70	3,45,03,795	8,59,832	97.57	2.43
Public- Non- Institutions	Total		3,42,386	4.93	3,35,311	7,075	97.93	2.07
	Postal Ballot	69,41,507	43,228	0.62	39,172	4,056	90.62	9.38
	Poll#	60.41.507	NA	NA	NA	NA	NA	NA
	E-Voting		2,99,158	4.31	2,96,139	3,019	98.99	1.01

Thus, based on the Results, the **Special Resolution** as contained in Item No. 9 is passed by requisite Majority

For HS Associates,

Date: 27/03/2019 Place: Mumbai

Hemant Shetye

Partner, FCS 2827 **COP 1483**

In witness thereof

Witness 01

Vipesh Ghadi

Witness 02

Karuna Bangera