

September 20, 2019

The General Manager
Corporate Relations Department
Bombay Stock Exchange Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001

Mr. K Hari
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code No. 532481

Scrip Code No. NOIDA TOLL EQ

Sub : Intimation of Voting Results of 23rd Annual General Meeting of the Company held on September 20, 2019

Dear Sirs,

Pursuant to the applicable provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) 2015, we write to inform you that the members of the Company at their 23rd Annual General Meeting (“AGM”) held on Friday, September 20, 2019 at 10.00 am at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, transacted all the proposed business items as set out in the AGM notice dated August 19, 2019 and passed all the proposed resolutions as set out in the AGM notice with requisite majority.

In this regard, details of Voting Results as prescribed under Regulation 44 of the Listing Regulations along with Scrutinizers Report on remote e voting and poll conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 alongwith Rules framed thereunder, are attached.

You are requested to take the same on record.
Regards

Sincerely

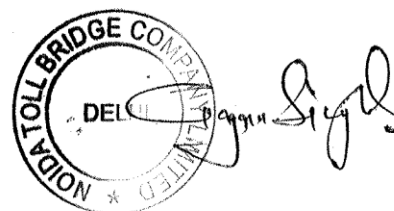
Gagan Singhal
Company Secretary & Compliance Officer

Corporate Off.: Toll Plaza, DND Flyway, Noida-201 301, U.P. INDIA Phone: 0120-2516495
Regd. Off.: Toll Plaza, Mayur Vihar Link Road, New Delhi - 110091, INDIA

Website: www.ntbcl.com Email: ntbcl@ntbcl.com CIN: L45101DL1996PLC315772

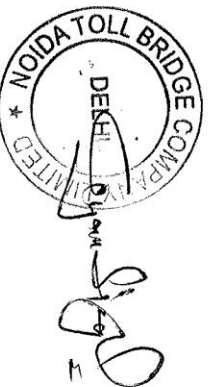
NAME: **NOIDA TOLL BRIDGE COMPANY LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM		20-09-2019			
B	BOOK CLOSURE DATE		16-09-2019 TO 20-09-2019 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		67269			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		229			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	1	0	1	49095007	26.36752
	PUBLIC	227	1	228	137761	0.07399
	TOTAL	228	1	229	49232768	26.44151
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					

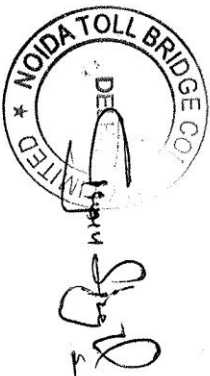


Date of the AGM/EGM	20-09-2019	NOIDA TOLL BRIDGE COMPANY LIMITED
Total number of shareholders on record date	67269	
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group:	1	
Public:	228	
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group:	Not Applicable	
Public:	Not Applicable	

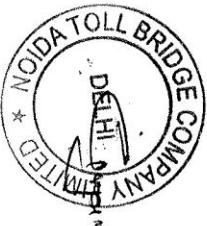
Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company including Consolidated Financial Statements for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon.								
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	
Promoter and Promoter Group	E-Voting	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	
Public- Institutions	Total	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000	
	E-Voting	1,320,600	1,320,600	7.5027	1,320,600	0	100.0000	0.0000	
	Postal Ballot (if applicable)	17,601,712	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	Total	1,320,600	1,320,600	7.5027	1,320,600	0	100.0000	0.0000	
	E-Voting	145,024	145,024	0.1214	122,610	22,414	84.5446	15.4553	
	Postal Ballot (if applicable)	119,498,283	2,597	0.0022	2,438	159	93.8775	6.1224	
Total	147,621	0	0.0000	0	0	0	0.0000	0.0000	
Total	186,195,002	50,563,728	27.1561	50,540,655	22,573	84.7088	15.2912	0.0446	



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Dilip Lalchand Bhatia DIN 018255694, who retires by rotation at this Annual General Meeting 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
	E-Voting							
Promoter and Promoter Group	Postal Ballot (if applicable)	49,095,007	0	0.0000	49,095,007	0	0.0000	0.0000
	Total	49,095,007	0	0.0000	49,095,007	0	0.0000	0.0000
Public- Institutions	E-Voting		1,320,600	7.5027	1,320,600	0	100.0000	0.0000
	Postal Ballot (if applicable)	17,601,712	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Total		1,320,600	7.5027	1,320,600	0	100.0000	0.0000
	E-Voting		145,024	0.1214	122,195	22,829	84.2584	15.7415
	Poll		2,597	0.0022	2,438	159	93.8775	6.1224
	Postal Ballot (if applicable)	119,498,283	0	0.0000	0	0	0.0000	0.0000
	Total		147,621	0.1236	124,633	22,988	84.4277	15.5723
	Total	186,195,002	50,563,228	27.1561	50,540,240	22,988	99.9545	0.0455



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To approve appointment of Mr. Dilip Lalchand Bhatia DIN 01825694 as a Director of the Company.									
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									
	Poll									
	Postal Ballot (if applicable)									
	Total									
	E-Voting									
	Poll									
	Postal Ballot (if applicable)									
	Total									
Public- Institutions										
	E-Voting									
	Poll									
	Postal Ballot (if applicable)									
	Total									
Public- Non Institutions										
	E-Voting									
	Poll									
	Postal Ballot (if applicable)									
	Total									
	Total	186,195,002	50,563,228	27.1561	50,540,275	22,953	84,4514	15.5486	0.0454	



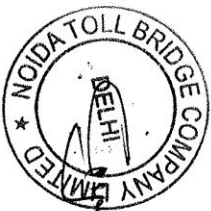
Signature

Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - To approve appointment of Mr. Manish Kumar Agarwal DIN 02885603 as a Director of the Company.								
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		0	0.0000	0	0	0.0000	0.0000	
	Poll	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000	
Public- Institutions	E-Voting		1,320,600	7.5027	1,320,600	0	100.0000	0.0000	
	Poll	17,601,712	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	17,601,712	1,320,600	7.5027	1,320,600	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		145,024	0.1214	122,380	22,644	84.3860	15.6139	
	Poll	119,498,283	2,597	0.0022	2,438	159	93.8775	6.1224	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	119,498,283	147,621	0.1236	124,818	22,803	84.5530	15.4470	
	Total	186,195,002	50,563,228	27.1561	50,540,425	22,803	99.9549	0.0451	

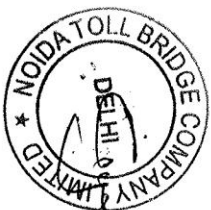


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Resolution No.	5	ORDINARY - To approve appointment of Mr. Chandra Shekhar Rajan DIN 00126063 as a Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares 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		0	0.0000	0	0	0.0000	0.0000	
	Poll	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000	
Public- Institutions	E-Voting		1,320,600	7.5027	1,320,600	0	100.0000	0.0000	
	Poll	17,601,712	0	0.0000	1,320,600	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	17,601,712	1,320,600	7.5027	1,320,600	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		145,024	0.1214	122,380	22,644	84.3860	15.6139	
	Poll	119,498,283	2,597	0.0022	2,438	159	93.8775	6.1224	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	119,498,283	147,621	0.1236	124,818	22,803	84.5530	15.4470	
	Total	186,195,002	50,563,228	27.1561	50,540,425	22,803	99.9549	0.0451	



Resolution No.	6																		
Resolution required: (Ordinary/ Special)	ORDINARY - To approve entering into a contract agreement with ITNL Toll Management Services Limited - a subsidiary of the Company.																		
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	0	0	0.0000	0	0	0.0000	0.0000											
	Postal Ballot (if applicable)	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000											
Public- Institutions	Total	49,095,007	49,095,007	100.0000	49,095,007	0	100.0000	0.0000											
	E-Voting	0	0	0.0000	0	0	0.0000	0.0000											
Public- Non Institutions	Poll	17,601,712	1,320,600	7.5027	1,320,600	0	100.0000	0.0000											
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000											
Total	Total	1,320,600	1,320,600	7.5027	1,320,600	0	100.0000	0.0000											
	E-Voting	145,024	145,024	0.1214	122,380	22,644	84.3860	15.6139											
Total	Poll	119,498,283	2,597	0.0022	2,438	159	93.8775	6.1224											
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000											
Total	Total	186,195,002	147,621	0.1236	124,818	22,803	84.5530	15.4470											
	Total	50,563,228	50,563,228	27.1561	50,540,425	22,803	99.9549	0.0451											



Signature

REPORT
OF
NOIDA TOLL BRIDGE
COMPANY LIMITED

(AGM HELD ON 20TH DAY OF SEPTEMBER, 2019)

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
East Delhi, New Delhi-110091

Reg.: 23rd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held on Friday, 20th day of September, 2019 at 10:00 A.M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091

I, **Saket Sharma**, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and voting at the Annual General Meeting on resolutions contained in the Notice dated 19th August, 2019 for Annual General Meeting of Noida Toll Bridge Company Limited (hereinafter referred to as the Company), held on 20th day of September, 2019 at Toll Plaza, Mayur Vihar Link Road, East Delhi, New Delhi-110091, submit my report as under:

- (i) The members of the Company as on the cut-off date i.e. 13th September, 2019 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 & 2 and Special Businesses being Item Nos. 3 to 6 as set out in the Notice of 23rd Annual General Meeting of the Company).

- (ii) The remote e-voting period remained open from 16th September, 2019 (09:00 A.M.) to 19th September, 2019 (05:00 P.M.). Further, the company provided the facility of voting by poll for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- (iii) The locked ballot boxes were subsequently opened in the presence of 2 witnesses and poll papers were diligently scrutinized. They have signed below in confirmation of the box being opened in their presence.



Signature

Name: Kriti Misra

R/o: 305 K Block Yashoda Nagar
Kanpur- 208011



Signature

Name: Anshu

R/o: 99 Bangla Cantt,
Kanpur-208004

- (iv) The votes cast by remote e-voting were unblocked on 20th September, 2019 at around 10:47 A.M in presence of 2 witnesses, who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.



Signature

Name: Sneha Bajpai

Address: 119/545 Gumti No. 5
Kanpur -208012



Signature

Name: Anirudh Bajpai

Address: 19/125 Ram Narayan
Bazar, Phoolbagh, Kanpur-208001

Below is provided the consolidated summary of results of remote e-voting and voting at Annual General Meeting through poll:



ORDINARY BUSINESS (ES)

Resolution No. 1

Receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statement) for the year ended March 31, 2019.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes	Percentage of Total favorable vote cast (valid)
E-voting	1443210	22414	0	-
Ballot	49097445	159	2	-
Total	50540655	22573	2	99.95

Resolution No. 2

Appointment of a Director in place of Mr. Dilip Lalchand Bhatia (DIN 01825694), who retires by rotation and being eligible offers himself for re-appointment.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	1442795	22829	0	-
Ballot	49097445	159	2	-
Total	50540240	22988	2	99.95

SPECIAL BUSINESS (ES)

Resolution No. 3

Approval for Appointment of Mr. Dilip Lalchand Bhatia (DIN 01825694) as a Director of the Company.



Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	1442830	22794	0	-
Ballot	49097445	159	2	-
Total	50540275	22953	2	99.95

Resolution No.4

Approval for appointment of Mr. Manish Kumar Agarwal (DIN 02885603) as a Director of the Company.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	1442980	22644	0	-
Ballot	49097445	159	2	-
Total	50540425	22803	2	99.95

Resolution No.5

Approval for appointment of Mr. Chandra Shekhar Rajan (DIN 00126063) as a Director of the Company.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	1442980	22644	0	-
Ballot	49097445	159	2	-
Total	50540425	22803	2	99.95

Resolution No.6

Approval for entering into a contract / agreement with ITNL Toll Management Services Limited - a subsidiary of the Company.



Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	1442980	22644	0	-
Ballot	49097445	159	2	-
Total	50540425	22803	2	99.95

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You

Yours' Faithfully

**For GSK & Associates
Company Secretaries**



Saket Sharma

(Partner)

M. No.: F4229

C. P. No.: 2565

Date: 20.09.2019

Place: New Delhi

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To receive, consider and adopt the Audited Financial Statements of the Company including Consolidated Financial Statements for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon.	68	50563500	49	50540655	99.9554	18	22573	0.0446	1	2	0	0	270
2	To appoint a Director in place of Mr. Dilip Lalchand Bhatia DIN 01825694, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	68	50563500	46	50540240	99.9545	21	22988	0.0455	1	2	0	0	270
3	To approve appointment of Mr. Dilip Lalchand Bhatia DIN 01825694 as a Director of the Company.	68	50563500	47	50540275	99.9546	20	22953	0.0454	1	2	0	0	270
4	To approve appointment of Mr. Manish Kumar Agarwal DIN 02885603 as a Director of the Company.	68	50563500	48	50540425	99.9549	19	22803	0.0451	1	2	0	0	270
5	To approve appointment of Mr. Chandra Shekhar Rajan DIN 00126063 as a Director of the Company.	68	50563500	48	50540425	99.9549	19	22803	0.0451	1	2	0	0	270
6	To approve entering into a contract agreement with ITNL Toll Management Services Limited - a subsidiary of the Company.	68	50563500	48	50540425	99.9549	19	22803	0.0451	1	2	0	0	270



FORM No. MGT-13
Report of Scrutinizer

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
East Delhi , New Delhi-110091

**Reg.: 23rd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED
held on Friday, 20th day of September, 2019 at 10:00 A.M. at Toll Plaza, Mayur Vihar
Link Road, New Delhi-110091**

Dear Sir

I, **Saket Sharma**, Partner – GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 23rd Annual General Meeting of Noida Toll Bridge Company Limited, held on Friday, 20th day of September, 2019 at 10:00 A.M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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.
3. The meeting was attended by 229 (Two Hundred Twenty Nine) members (including members in person, Authorized Representative and Proxy).
4. I found 1 (one) poll paper invalid.
5. The result of the poll is as under:



ORDINARY BUSINESS (ES)

(a) Resolution No.1

Receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statement) for the year ended March 31, 2019

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	49097445	99.9997

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	159	0.0003

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	2

(b) Resolution No. 2

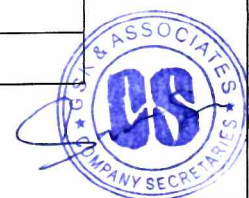
Appointment of a Director in place of Mr. Dilip Lalchand Bhatia (DIN 01825694), who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	49097445	99.9997

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	159	0.0003



(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	2

SPECIAL BUSINESS (ES)

(c) Resolution No. 3

Approval for Appointment of Mr. Dilip Lalchand Bhatia (DIN 01825694) as a Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	49097445	99.9997

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	159	0.0003

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	2

(d) Resolution No. 4

Approval for appointment of Mr. Manish Kumar Agarwal (DIN 02885603) as a Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	49097445	99.9997



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	159	0.0003

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	2

(e) **Resolution No. 5**

Approval for appointment of Mr. Chandra Shekhar Rajan (DIN 00126063) as a Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	49097445	99.9997

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	159	0.0003

(vi) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	2

(f) **Resolution No. 6**

Approval for entering into a contract / agreement with ITNL Toll Management Services Limited - a subsidiary of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	49097445	99.9997



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	159	0.0003

(ix) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	2

6. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You
Yours' Faithfully

**For GSK & Associates
Company Secretaries**



**Saket Sharma
(Partner)
M. No.: F4229
C. P. No.: 2565**

**Date: 20.09.2019
Place: New Delhi**

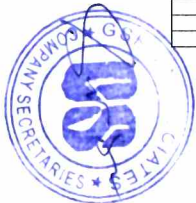
HNNO	RESOLUTION	REGN SERIAL	FOLIO	NAME	Joint-1	Joint-2	PROXY/AR NAME	VOTES IN FAVOUR	VOTES AGAINST	VOTES INVALID
1001	1	2031	IN3023651171065	ANJU SACHDEVA				0	1	0
1001	2	2031	IN3023651171065	ANJU SACHDEVA				0	1	0
1001	3	2031	IN3023651171065	ANJU SACHDEVA				0	1	0
1001	4	2031	IN3023651171065	ANJU SACHDEVA				0	1	0
1001	5	2031	IN3023651171065	ANJU SACHDEVA				0	1	0
1001	6	2031	IN3023651171065	ANJU SACHDEVA				0	1	0
1002	1	2025	IN30011811404856	JYOTI CHADHA				0	1	0
1002	2	2025	IN30011811404856	JYOTI CHADHA				0	1	0
1002	3	2025	IN30011811404856	JYOTI CHADHA				0	1	0
1002	4	2025	IN30011811404856	JYOTI CHADHA				0	1	0
1002	5	2025	IN30011811404856	JYOTI CHADHA				0	1	0
1002	6	2025	IN30011811404856	JYOTI CHADHA				0	1	0
1003	1	2026	IN30236511103407	GEETU CHADHA				0	100	0
1003	2	2026	IN30236511103407	GEETU CHADHA				0	100	0
1003	3	2026	IN30236511103407	GEETU CHADHA				0	100	0
1003	4	2026	IN30236511103407	GEETU CHADHA				0	100	0
1003	5	2026	IN30236511103407	GEETU CHADHA				0	100	0
1003	6	2026	IN30236511103407	GEETU CHADHA				0	100	0
1004	1	2027	IN30236511241596	ASHA KOHLI				0	1	0
1004	2	2027	IN30236511241596	ASHA KOHLI				0	1	0
1004	3	2027	IN30236511241596	ASHA KOHLI				0	1	0
1004	4	2027	IN30236511241596	ASHA KOHLI				0	1	0
1004	5	2027	IN30236511241596	ASHA KOHLI				0	1	0
1004	6	2027	IN30236511241596	ASHA KOHLI				0	1	0
1005	1	2033	IN30236511169533	ASHEESH KHURANA				0	1	0
1005	2	2033	IN30236511169533	ASHEESH KHURANA				0	1	0
1005	3	2033	IN30236511169533	ASHEESH KHURANA				0	1	0
1005	4	2033	IN30236511169533	ASHEESH KHURANA				0	1	0
1005	5	2033	IN30236511169533	ASHEESH KHURANA				0	1	0
1005	6	2033	IN30236511169533	ASHEESH KHURANA				0	1	0
1006	1	1055	IN30070810012329	SNEH MOHNOT	SHRI PAL SINGH MOHNOT			2	0	0
1006	2	1055	IN30070810012329	SNEH MOHNOT	SHRI PAL SINGH MOHNOT			2	0	0
1006	3	1055	IN30070810012329	SNEH MOHNOT	SHRI PAL SINGH MOHNOT			2	0	0
1006	4	1055	IN30070810012329	SNEH MOHNOT	SHRI PAL SINGH MOHNOT			2	0	0
1006	5	1055	IN30070810012329	SNEH MOHNOT	SHRI PAL SINGH MOHNOT			2	0	0
1006	6	1055	IN30070810012329	SNEH MOHNOT	SHRI PAL SINGH MOHNOT			2	0	0
1007	1	3034	IN30011810227960	SHASHI JAIN				1	0	0
1007	2	3034	IN30011810227960	SHASHI JAIN				1	0	0
1007	3	3034	IN30011810227960	SHASHI JAIN				1	0	0
1007	4	3034	IN30011810227960	SHASHI JAIN				1	0	0
1007	5	3034	IN30011810227960	SHASHI JAIN				1	0	0
1007	6	3034	IN30011810227960	SHASHI JAIN				1	0	0
1008	1	3033	1201410000008655	NARENDER SINGH CHAUHAN	ASHOK KUMAR JAIN			1	0	0
1008	2	3033	1201410000008655	NARENDER SINGH CHAUHAN	ASHOK KUMAR JAIN			1	0	0
1008	3	3033	1201410000008655	NARENDER SINGH CHAUHAN	ASHOK KUMAR JAIN			1	0	0
1008	4	3033	1201410000008655	NARENDER SINGH CHAUHAN	ASHOK KUMAR JAIN			1	0	0
1008	5	3033	1201410000008655	NARENDER SINGH CHAUHAN	ASHOK KUMAR JAIN			1	0	0
1008	6	3033	1201410000008655	NARENDER SINGH CHAUHAN	ASHOK KUMAR JAIN			1	0	0
1009	1	1054	IN30070810012312	SHRIPAL SINGH MOHNOT	SNEH MOHNOT			52	0	0
1009	2	1054	IN30070810012312	SHRIPAL SINGH MOHNOT	SNEH MOHNOT			52	0	0
1009	3	1054	IN30070810012312	SHRIPAL SINGH MOHNOT	SNEH MOHNOT			52	0	0
1009	4	1054	IN30070810012312	SHRIPAL SINGH MOHNOT	SNEH MOHNOT			52	0	0
1009	5	1054	IN30070810012312	SHRIPAL SINGH MOHNOT	SNEH MOHNOT			52	0	0
1009	6	1054	IN30070810012312	SHRIPAL SINGH MOHNOT	SNEH MOHNOT			52	0	0
1010	1	1065	IN30290243374136	SIPRA ADHIKARI				2100	0	0
1010	2	1065	IN30290243374136	SIPRA ADHIKARI				2100	0	0
1010	3	1065	IN30290243374136	SIPRA ADHIKARI				2100	0	0
1010	4	1065	IN30290243374136	SIPRA ADHIKARI				2100	0	0
1010	5	1065	IN30290243374136	SIPRA ADHIKARI				2100	0	0
1010	6	1065	IN30290243374136	SIPRA ADHIKARI				2100	0	0
1011	1	2065	IN30143610374636	VINOD KUMAR SHARMA	NEELAM SHARMA			10	0	0
1011	2	2065	IN30143610374636	VINOD KUMAR SHARMA	NEELAM SHARMA			10	0	0
1011	3	2065	IN30143610374636	VINOD KUMAR SHARMA	NEELAM SHARMA			10	0	0
1011	4	2065	IN30143610374636	VINOD KUMAR SHARMA	NEELAM SHARMA			10	0	0
1011	5	2065	IN30143610374636	VINOD KUMAR SHARMA	NEELAM SHARMA			10	0	0
1011	6	2065	IN30143610374636	VINOD KUMAR SHARMA	NEELAM SHARMA			10	0	0



1012	1	3005	IN30120910221807	JATINDER KUMAR BHAMBRI	DINESH KUMAR BHAMBRI				5	0	0
1012	2	3005	IN30120910221807	JATINDER KUMAR BHAMBRI	DINESH KUMAR BHAMBRI				5	0	0
1012	3	3005	IN30120910221807	JATINDER KUMAR BHAMBRI	DINESH KUMAR BHAMBRI				5	0	0
1012	4	3005	IN30120910221807	JATINDER KUMAR BHAMBRI	DINESH KUMAR BHAMBRI				5	0	0
1012	5	3005	IN30120910221807	JATINDER KUMAR BHAMBRI	DINESH KUMAR BHAMBRI				5	0	0
1012	6	3005	IN30120910221807	JATINDER KUMAR BHAMBRI	DINESH KUMAR BHAMBRI				5	0	0
1013	1	3004	IN30120910221815	JATINDER KUMAR BHAMBRI					7	0	0
1013	2	3004	IN30120910221815	JATINDER KUMAR BHAMBRI					7	0	0
1013	3	3004	IN30120910221815	JATINDER KUMAR BHAMBRI					7	0	0
1013	4	3004	IN30120910221815	JATINDER KUMAR BHAMBRI					7	0	0
1013	5	3004	IN30120910221815	JATINDER KUMAR BHAMBRI					7	0	0
1013	6	3004	IN30120910221815	JATINDER KUMAR BHAMBRI					7	0	0
1014	1	3007	IN30120910222051	DINESH KUMAR BHAMBRI					1	0	0
1014	2	3007	IN30120910222051	DINESH KUMAR BHAMBRI					1	0	0
1014	3	3007	IN30120910222051	DINESH KUMAR BHAMBRI					1	0	0
1014	4	3007	IN30120910222051	DINESH KUMAR BHAMBRI					1	0	0
1014	5	3007	IN30120910222051	DINESH KUMAR BHAMBRI					1	0	0
1014	6	3007	IN30120910222051	DINESH KUMAR BHAMBRI					1	0	0
1015	1	3035	IN30011810242590	ASHOK KUMAR JAIN	SHASHI JAIN				1	0	0
1015	2	3035	IN30011810242590	ASHOK KUMAR JAIN	SHASHI JAIN				1	0	0
1015	3	3035	IN30011810242590	ASHOK KUMAR JAIN	SHASHI JAIN				1	0	0
1015	4	3035	IN30011810242590	ASHOK KUMAR JAIN	SHASHI JAIN				1	0	0
1015	5	3035	IN30011810242590	ASHOK KUMAR JAIN	SHASHI JAIN				1	0	0
1015	6	3035	IN30011810242590	ASHOK KUMAR JAIN	SHASHI JAIN				1	0	0
2001	1	3001	IN30120910221823	SHOBHA BHAMBRI					1	0	0
2001	2	3001	IN30120910221823	SHOBHA BHAMBRI					1	0	0
2001	3	3001	IN30120910221823	SHOBHA BHAMBRI					1	0	0
2001	4	3001	IN30120910221823	SHOBHA BHAMBRI					1	0	0
2001	5	3001	IN30120910221823	SHOBHA BHAMBRI					1	0	0
2001	6	3001	IN30120910221823	SHOBHA BHAMBRI					1	0	0
2002	1	3002	IN30120910221858	MANSI BHAMBRI					5	0	0
2002	2	3002	IN30120910221858	MANSI BHAMBRI					5	0	0
2002	3	3002	IN30120910221858	MANSI BHAMBRI					5	0	0
2002	4	3002	IN30120910221858	MANSI BHAMBRI					5	0	0
2002	5	3002	IN30120910221858	MANSI BHAMBRI					5	0	0
2002	6	3002	IN30120910221858	MANSI BHAMBRI					5	0	0
2003	1	3015	IN30018311129180	JATINDER KUMAR BHAMBRI					1	0	0
2003	2	3015	IN30018311129180	JATINDER KUMAR BHAMBRI					1	0	0
2003	3	3015	IN30018311129180	JATINDER KUMAR BHAMBRI					1	0	0
2003	4	3015	IN30018311129180	JATINDER KUMAR BHAMBRI					1	0	0
2003	5	3015	IN30018311129180	JATINDER KUMAR BHAMBRI					1	0	0
2003	6	3015	IN30018311129180	JATINDER KUMAR BHAMBRI					1	0	0
2004	1	3009	IN30282210009660	JATINDER KUMAR BHAMBRI					3	0	0
2004	2	3009	IN30282210009660	JATINDER KUMAR BHAMBRI					3	0	0
2004	3	3009	IN30282210009660	JATINDER KUMAR BHAMBRI					3	0	0
2004	4	3009	IN30282210009660	JATINDER KUMAR BHAMBRI					3	0	0
2004	5	3009	IN30282210009660	JATINDER KUMAR BHAMBRI					3	0	0
2004	6	3009	IN30282210009660	JATINDER KUMAR BHAMBRI					3	0	0
2005	1	3013	IN30282210009580	DINESH KUMAR BHAMBRI					0	0	2
2005	2	3013	IN30282210009580	DINESH KUMAR BHAMBRI					0	0	2
2005	3	3013	IN30282210009580	DINESH KUMAR BHAMBRI					0	0	2
2005	4	3013	IN30282210009580	DINESH KUMAR BHAMBRI					0	0	2
2005	5	3013	IN30282210009580	DINESH KUMAR BHAMBRI					0	0	2
2005	6	3013	IN30282210009580	DINESH KUMAR BHAMBRI					0	0	2
2006	1	2064	IN30143610374494	NEELAM SHARMA					10	0	0
2006	2	2064	IN30143610374494	NEELAM SHARMA					10	0	0
2006	3	2064	IN30143610374494	NEELAM SHARMA					10	0	0
2006	4	2064	IN30143610374494	NEELAM SHARMA					10	0	0
2006	5	2064	IN30143610374494	NEELAM SHARMA					10	0	0
2006	6	2064	IN30143610374494	NEELAM SHARMA					10	0	0
2007	1	2072	IN30290243459916	RAJ KUMARI					30	0	0
2007	2	2072	IN30290243459916	RAJ KUMARI					30	0	0
2007	3	2072	IN30290243459916	RAJ KUMARI					30	0	0
2007	4	2072	IN30290243459916	RAJ KUMARI					30	0	0
2007	5	2072	IN30290243459916	RAJ KUMARI					30	0	0
2007	6	2072	IN30290243459916	RAJ KUMARI					30	0	0
2008	1	1018	IN30020610489845	SURIJIT SINGH ALAGH					2	0	0
2008	2	1018	IN30020610489845	SURIJIT SINGH ALAGH					2	0	0
2008	3	1018	IN30020610489845	SURIJIT SINGH ALAGH					2	0	0
2008	4	1018	IN30020610489845	SURIJIT SINGH ALAGH					2	0	0
2008	5	1018	IN30020610489845	SURIJIT SINGH ALAGH					2	0	0
2008	6	1018	IN30020610489845	SURIJIT SINGH ALAGH					2	0	0



2009	1	2034	IN30020611015388	ANKIT GUPTA				2	0	0
2009	2	2034	IN30020611015388	ANKIT GUPTA				2	0	0
2009	3	2034	IN30020611015388	ANKIT GUPTA				2	0	0
2009	4	2034	IN30020611015388	ANKIT GUPTA				2	0	0
2009	5	2034	IN30020611015388	ANKIT GUPTA				2	0	0
2009	6	2034	IN30020611015388	ANKIT GUPTA				2	0	0
2010	1	2071	IN30290243381176	KARAN SINGH KAIN				100	0	0
2010	2	2071	IN30290243381176	KARAN SINGH KAIN				100	0	0
2010	3	2071	IN30290243381176	KARAN SINGH KAIN				100	0	0
2010	4	2071	IN30290243381176	KARAN SINGH KAIN				100	0	0
2010	5	2071	IN30290243381176	KARAN SINGH KAIN				100	0	0
2010	6	2071	IN30290243381176	KARAN SINGH KAIN				100	0	0
2011	1	1075	120300000059427	CHANDER SHEKHAR	MAHENDER PAUL BHUTANI			1	0	0
2011	2	1075	120300000059427	CHANDER SHEKHAR	MAHENDER PAUL BHUTANI			1	0	0
2011	3	1075	120300000059427	CHANDER SHEKHAR	MAHENDER PAUL BHUTANI			1	0	0
2011	4	1075	120300000059427	CHANDER SHEKHAR	MAHENDER PAUL BHUTANI			1	0	0
2011	5	1075	120300000059427	CHANDER SHEKHAR	MAHENDER PAUL BHUTANI			1	0	0
2011	6	1075	120300000059427	CHANDER SHEKHAR	MAHENDER PAUL BHUTANI			1	0	0
2012	1	1074	120300000058229	PRAVESH RANI	VIJAY KUMAR	MAHENDER PAUL		1	0	0
2012	2	1074	120300000058229	PRAVESH RANI	VIJAY KUMAR	MAHENDER PAUL		1	0	0
2012	3	1074	120300000058229	PRAVESH RANI	VIJAY KUMAR	MAHENDER PAUL		1	0	0
2012	4	1074	120300000058229	PRAVESH RANI	VIJAY KUMAR	MAHENDER PAUL		1	0	0
2012	5	1074	120300000058229	PRAVESH RANI	VIJAY KUMAR	MAHENDER PAUL		1	0	0
2012	6	1074	120300000058229	PRAVESH RANI	VIJAY KUMAR	MAHENDER PAUL		1	0	0
2013	1	2021	IN30011810826627	CHETAN CHADHA				0	1	0
2013	2	2021	IN30011810826627	CHETAN CHADHA				0	1	0
2013	3	2021	IN30011810826627	CHETAN CHADHA				0	1	0
2013	4	2021	IN30011810826627	CHETAN CHADHA				0	1	0
2013	5	2021	IN30011810826627	CHETAN CHADHA				0	1	0
2013	6	2021	IN30011810826627	CHETAN CHADHA				0	1	0
2014	1	2020	1201410000010073	KRISHAN LAL CHADHA	CHETAN CHADHA			0	1	0
2014	2	2020	1201410000010073	KRISHAN LAL CHADHA	CHETAN CHADHA			0	1	0
2014	3	2020	1201410000010073	KRISHAN LAL CHADHA	CHETAN CHADHA			0	1	0
2014	4	2020	1201410000010073	KRISHAN LAL CHADHA	CHETAN CHADHA			0	1	0
2014	5	2020	1201410000010073	KRISHAN LAL CHADHA	CHETAN CHADHA			0	1	0
2014	6	2020	1201410000010073	KRISHAN LAL CHADHA	CHETAN CHADHA			0	1	0
2015	1	2022	IN30020610895862	SUNITA CHADHA				0	51	0
2015	2	2022	IN30020610895862	SUNITA CHADHA				0	51	0
2015	3	2022	IN30020610895862	SUNITA CHADHA				0	51	0
2015	4	2022	IN30020610895862	SUNITA CHADHA				0	51	0
2015	5	2022	IN30020610895862	SUNITA CHADHA				0	51	0
2015	6	2022	IN30020610895862	SUNITA CHADHA				0	51	0
2016	1	2023	IN30011811404784	SUNITA CHADHA				0	1	0
2016	2	2023	IN30011811404784	SUNITA CHADHA				0	1	0
2016	3	2023	IN30011811404784	SUNITA CHADHA				0	1	0
2016	4	2023	IN30011811404784	SUNITA CHADHA				0	1	0
2016	5	2023	IN30011811404784	SUNITA CHADHA				0	1	0
2016	6	2023	IN30011811404784	SUNITA CHADHA				0	1	0
2017	1	2024	IN30011811404807	HIMANSHU CHADHA				0	1	0
2017	2	2024	IN30011811404807	HIMANSHU CHADHA				0	1	0
2017	3	2024	IN30011811404807	HIMANSHU CHADHA				0	1	0
2017	4	2024	IN30011811404807	HIMANSHU CHADHA				0	1	0
2017	5	2024	IN30011811404807	HIMANSHU CHADHA				0	1	0
2017	6	2024	IN30011811404807	HIMANSHU CHADHA				0	1	0
2018	1	1017	IN30020610575317	HARIJIT KAUR ALAGH	SURIJIT SINGH ALAGH			1	0	0
2018	2	1017	IN30020610575317	HARIJIT KAUR ALAGH	SURIJIT SINGH ALAGH			1	0	0
2018	3	1017	IN30020610575317	HARIJIT KAUR ALAGH	SURIJIT SINGH ALAGH			1	0	0
2018	4	1017	IN30020610575317	HARIJIT KAUR ALAGH	SURIJIT SINGH ALAGH			1	0	0
2018	5	1017	IN30020610575317	HARIJIT KAUR ALAGH	SURIJIT SINGH ALAGH			1	0	0
2018	6	1017	IN30020610575317	HARIJIT KAUR ALAGH	SURIJIT SINGH ALAGH			1	0	0
2019	1	1016	IN30096610092184	DASHMEET KAUR ALAGH				1	0	0
2019	2	1016	IN30096610092184	DASHMEET KAUR ALAGH				1	0	0
2019	3	1016	IN30096610092184	DASHMEET KAUR ALAGH				1	0	0
2019	4	1016	IN30096610092184	DASHMEET KAUR ALAGH				1	0	0
2019	5	1016	IN30096610092184	DASHMEET KAUR ALAGH				1	0	0
2019	6	1016	IN30096610092184	DASHMEET KAUR ALAGH				1	0	0
2020	1	1066	IN30267932235260	BIJAY KRISHNA ADHIKARI	SIPRA ADHIKARI			100	0	0
2020	2	1066	IN30267932235260	BIJAY KRISHNA ADHIKARI	SIPRA ADHIKARI			100	0	0
2020	3	1066	IN30267932235260	BIJAY KRISHNA ADHIKARI	SIPRA ADHIKARI			100	0	0
2020	4	1066	IN30267932235260	BIJAY KRISHNA ADHIKARI	SIPRA ADHIKARI			100	0	0
2020	5	1066	IN30267932235260	BIJAY KRISHNA ADHIKARI	SIPRA ADHIKARI			100	0	0
2020	6	1066	IN30267932235260	BIJAY KRISHNA ADHIKARI	SIPRA ADHIKARI			100	0	0
2021	1	1101	IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	GAGAN SINGHAL	49095007		0	0	0
2021	2	1101	IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	GAGAN SINGHAL	49095007		0	0	0
2021	3	1101	IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	GAGAN SINGHAL	49095007		0	0	0
2021	4	1101	IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	GAGAN SINGHAL	49095007		0	0	0
2021	5	1101	IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	GAGAN SINGHAL	49095007		0	0	0
2021	6	1101	IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	GAGAN SINGHAL	49095007		0	0	0
				Total				294584670	954	12



**REPORT OF SCRUTINIZER
[E-VOTING]**

**[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rule, 2014 as amended by the Companies
(Management and Administration) Amendment Rules, 2015]**

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
East Delhi, New Delhi-110091

**Reg: 23rd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED
held on Friday, 20th day of September, 2019 at 10:00 A.M. at Toll Plaza, Mayur Vihar
Link Road, New Delhi-110091**

Dear Sir,

I, **Saket Sharma**, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the 23rd Annual General Meeting of Noida Toll Bridge Company Limited, held on Friday, 20th day of September, 2019 at 10:00 A.M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091 for the purpose of scrutinizing the remote E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on remote E-voting carried out as per the provisions of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolutions, submit my report as under:

1. The remote e-voting period remained open from 16th September, 2019, 09:00 A.M. till 19th September, 2019, 05:00 P.M.
2. The shareholders holding shares either in physical form or in dematerialised form as on the "cut-off" date, i.e. 13th September, 2019 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Annual General Meeting of "Noida Toll Bridge Company Limited".



3. The votes were unblocked on 20th September, 2019 at around 10:47 A.M in the presence of two witnesses, namely Ms. Sneha Bajpai r/o 119/545 Gumti No. 5 Kanpur – 208012 & Mr. Anirudh Bajpai r/o 19/125 Ram Narayan Bazar, Phoolbagh Kanpur-208001 who are not in the employment of Noida Toll Bridge Company Limited. They have signed below in confirmation of the votes being unblocked in their presence.

Sneha Bajpai

(Sneha Bajpai)

ABajpai

(Anirudh Bajpai)

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from E-voting website of Karvy Computershare Private Limited (<https://www.evoting.karvy.com>).
5. The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off):

ORDINARY BUSINESS (ES)

(a) **Resolution No.1**

Receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statement) for the year ended March 31, 2019.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
24	1443210	98.47

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
8	22414	1.53

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(b) **Resolution No. 2**

Appointment of a Director in place of Mr. Dilip Lalchand Bhatia (DIN 01825694), who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
21	1442795	98.44

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
11	22829	1.56

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

SPECIAL BUSINESS (ES)

(c) **Resolution No. 3**

Approval for Appointment of Mr. Dilip Lalchand Bhatia (DIN 01825694) as a Director of the Company.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
22	1442830	98.44

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
10	22794	1.56

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(d) **Resolution No. 4**

Approval for appointment of Mr. Manish Kumar Agarwal (DIN 02885603) as a Director of the Company.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
23	1442980	98.46

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
9	22644	1.54

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(e) **Resolution No. 5**

Approval for appointment of Mr. Chandra Shekhar Rajan (DIN 00126063) as a Director of the Company.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
23	1442980	98.46

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
9	22644	1.54

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(f) **Resolution No. 6**

Approval for entering into a contract / agreement with ITNL Toll Management Services Limited - a subsidiary of the Company.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
23	1442980	98.46

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
9	22644	1.54

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(6) The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you
Yours faithfully

For GSK & Associates
Company Secretaries



Saket Sharma
(Partner)
M. No.: F4229
C. P. No.: 2565

Date: 20.09.2019
Place: New Delhi

Resolution No. 1 - Receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statement) for the year ended March 31, 2019

User ID	Shareholders' name		No. of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	For	Against	
41400	LOKESH GUPTA	RAJNI GUPTA	1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA		0	500	0
IN302148	SATYANARAYANA V		100	0	0
IN300118	PRAVEEN KUMAR		1	0	0
IN300394	PARMOD KUMAR JAIN		101	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR	60	0	0
IN300118	VIMAL JAIN		2	0	0
IN300781	VINEET HARLALKA		500	0	0
24200	GAURAV SACHAR		100	0	0
IN302902	AMIT GROVER		0	200	0
IN300812	THE NEW INDIA ASSURANCE COMPANY LIMITED		1320600	0	0
33900	ASHOK DEVAKINANDAN BANSAL		0	11040	0
33900	DHANANJAY COMMUNICATIONS PRIVATE LIMITED		0	1924	0
40000	SARITA RATANLAL GOYAL		0	2000	0
53700	RENU BANSAL		0	6500	0
IN300708	BHASKAR PODDAR		200	0	0
33200	SUTANU PATI		95000	0	0
IN301549	VINOD NARSHIBHAI MAV		80	0	0
IN301549	ALOK SHUBHKAR KAPOOR		20000	0	0
IN301774	LALITKUMAR MANOHARLAL PANPALIA		0	100	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR	35	0	0
IN300484	PRATIK MADHUKAR PEDNEKAR		0	150	0
IN300757	VISWANATH LAKSHMANAN IYER	VANAJA LAKSHMANAN IYER	100	0	0
IN302863	KALYANI K		350	0	0
IN302863	JAYARAMA RAO NEKKANTI		685	0	0
IN301022	YARLAGADDA SURYA NARAYANA		4000	0	0
10600	S ESWARAN BABU		55	0	0
IN302679	S RADHAKRISHNAN		500	0	0
10600	SRIKANTA GUPTA N		35	0	0
IN301549	S JAYACHANDRAN		200	0	0
51400	SUBRAMANIAN R		205	0	0
IN302951	SOUMITRA DE		300	0	0
	Total		1443210	22414	0



Resolution No. 2 - Appointment of a Director in place of Mr. Dilip Lalchand Bhatia (DIN 01825694), who retires by rotation and being eligible offers himself for re-appointment

User ID	Shareholders' name		No. of Vote cast through E-voting		Invalid Votes
			For	Against	
	First Holder	Second Holder			
41400	LOKESH GUPTA	RAJNI GUPTA	1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA		0	500	0
IN302148	SATYANARAYANA V		100	0	0
IN300118	PRAVEEN KUMAR		1	0	0
IN300394	PARMOD KUMAR JAIN		101	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR	60	0	0
IN300118	VIMAL JAIN		2	0	0
IN300781	VINEET HARLALKA		500	0	0
24200	GAURAV SACHAR		100	0	0
IN302902	AMIT GROVER		0	200	0
IN300812	THE NEW INDIA ASSURANCE COMPANY LIMITED		1320600	0	0
33900	ASHOK DEVAKINANDAN BANSAL		0	11040	0
33900	DHANANJAY COMMUNICATIONS PRIVATE LIMITED		0	1924	0
40000	SARITA RATANLAL GOYAL		0	2000	0
53700	RENU BANSAL		0	6500	0
IN300708	BHASKAR PODDAR		200	0	0
33200	SUTANU PATI		95000	0	0
IN301549	VINOD NARSHIBHAI MAV		0	80	0
IN301549	ALOK SHUBHKAR KAPOOR		20000	0	0
IN301774	LALITKUMAR MANOHARLAL PANPALIA		0	100	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR	35	0	0
IN300484	PRATIK MADHUKAR PEDNEKAR		0	150	0
IN300757	VISWANATH LAKSHMANAN IYER	VANAJA LAKSHMANAN IYER	100	0	0
IN302863	KALYANI K		350	0	0
IN302863	JAYARAMA RAO NEKKANTI		685	0	0
IN301022	YARLAGADDA SURYA NARAYANA		4000	0	0
10600	S ESWARAN BABU		55	0	0
IN302679	S RADHAKRISHNAN		500	0	0
10600	SRIKANTA GUPTA N		0	35	0
IN301549	S JAYACHANDRAN		200	0	0
51400	SUBRAMANIAN R		205	0	0
IN302951	SOUMITRA DE		0	300	0
	Total		1442795	22829	0



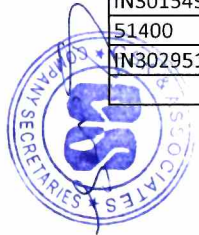
Resolution No. 3 - Approval for Appointment of Mr. Dilip Lalchand Bhatia (DIN 01825694) as a Director of the Company

User ID	Shareholders' name		No. of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	For	Against	
41400	LOKESH GUPTA	RAJNI GUPTA	1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA		0	500	0
IN302148	SATYANARAYANA V		100	0	0
IN300118	PRAVEEN KUMAR		1	0	0
IN300394	PARMOD KUMAR JAIN		101	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR	60	0	0
IN300118	VIMAL JAIN		2	0	0
IN300781	VINEET HARLALKA		500	0	0
24200	GAURAV SACHAR		100	0	0
IN302902	AMIT GROVER		0	200	0
IN300812	THE NEW INDIA ASSURANCE COMPANY LIMITED		1320600	0	0
33900	ASHOK DEVAKINANDAN BANSAL		0	11040	0
33900	DHANANJAY COMMUNICATIONS PRIVATE LIMITED		0	1924	0
40000	SARITA RATANLAL GOYAL		0	2000	0
53700	RENU BANSAL		0	6500	0
IN300708	BHASKAR PODDAR		200	0	0
33200	SUTANU PATI		95000	0	0
IN301549	VINOD NARSHIBHAI MAV		0	80	0
IN301549	ALOK SHUBHKAR KAPOOR		20000	0	0
IN301774	LALITKUMAR MANOHARLAL PANPALIA		0	100	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR	35	0	0
IN300484	PRATIK MADHUKAR PEDNEKAR		0	150	0
IN300757	VISWANATH LAKSHMANAN IYER	VANAJA LAKSHMANAN IYER	100	0	0
IN302863	KALYANI K		350	0	0
IN302863	JAYARAMA RAO NEKKANTI		685	0	0
IN301022	YARLAGADDA SURYA NARAYANA		4000	0	0
10600	S ESWARAN BABU		55	0	0
IN302679	S RADHAKRISHNAN		500	0	0
10600	SRIKANTA GUPTA N		35	0	0
IN301549	S JAYACHANDRAN		200	0	0
51400	SUBRAMANIAN R		205	0	0
IN302951	SOUMITRA DE		0	300	0
	Total		1442830	22794	0



Resolution No. 4 - Approval for appointment of Mr. Manish Kumar Agarwal (DIN 02885603) as a Director of the Company

User ID	Shareholders' name		No. of Vote cast through E-voting		Invalid Votes
			For	Against	
	First Holder	Second Holder			
41400	LOKESH GUPTA	RAJNI GUPTA	1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA		0	500	0
IN302148	SATYANARAYANA V		100	0	0
IN300118	PRAVEEN KUMAR		1	0	0
IN300394	PARMOD KUMAR JAIN		101	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR	60	0	0
IN300118	VIMAL JAIN		2	0	0
IN300781	VINEET HARLALKA		500	0	0
24200	GAURAV SACHAR		100	0	0
IN302902	AMIT GROVER		0	200	0
IN300812	THE NEW INDIA ASSURANCE COMPANY LIMITED		1320600	0	0
33900	ASHOK DEVAKINANDAN BANSAL		0	11040	0
33900	DHANANJAY COMMUNICATIONS PRIVATE LIMITED		0	1924	0
40000	SARITA RATANLAL GOYAL		0	2000	0
53700	RENU BANSAL		0	6500	0
IN300708	BHASKAR PODDAR		200	0	0
33200	SUTANU PATI		95000	0	0
IN301549	VINOD NARSHIBHAI MAV		0	80	0
IN301549	ALOK SHUBHKAR KAPOOR		20000	0	0
IN301774	LALITKUMAR MANOHARLAL PANPALIA		0	100	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR	35	0	0
IN300484	PRATIK MADHUKAR PEDNEKAR		150	0	0
IN300757	VISWANATH LAKSHMANAN IYER	VANAJA LAKSHMANAN IYER	100	0	0
IN302863	KALYANI K		350	0	0
IN302863	JAYARAMA RAO NEKKANTI		685	0	0
IN301022	YARLAGADDA SURYA NARAYANA		4000	0	0
10600	S ESWARAN BABU		55	0	0
IN302679	S RADHAKRISHNAN		500	0	0
10600	SRIKANTA GUPTA N		35	0	0
IN301549	S JAYACHANDRAN		200	0	0
51400	SUBRAMANIAN R		205	0	0
IN302951	SOUMITRA DE		0	300	0
	Total		1442980	22644	0



Resolution No. 5 - Approval for appointment of Mr. Chandra Shekhar Rajan (DIN 00126063) as a Director of the Company

User ID	Shareholders' name		No. of Vote cast through E-voting		Invalid Votes
			For	Against	
	First Holder	Second Holder			
41400	LOKESH GUPTA	RAJNI GUPTA	1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA		0	500	0
IN302148	SATYANARAYANA V		100	0	0
IN300118	PRAVEEN KUMAR		1	0	0
IN300394	PARMOD KUMAR JAIN		101	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR	60	0	0
IN300118	VIMAL JAIN		2	0	0
IN300781	VINEET HARLALKA		500	0	0
24200	GAURAV SACHAR		100	0	0
IN302902	AMIT GROVER		0	200	0
IN300812	THE NEW INDIA ASSURANCE COMPANY LIMITED		1320600	0	0
33900	ASHOK DEVAKINANDAN BANSAL		0	11040	0
33900	DHANANJAY COMMUNICATIONS PRIVATE LIMITED		0	1924	0
40000	SARITA RATANLAL GOYAL		0	2000	0
53700	RENU BANSAL		0	6500	0
IN300708	BHASKAR PODDAR		200	0	0
33200	SUTANU PATI		95000	0	0
IN301549	VINOD NARSHIBHAI MAV		0	80	0
IN301549	ALOK SHUBHKAR KAPOOR		20000	0	0
IN301774	LALITKUMAR MANOHARLAL PANPALIA		0	100	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR	35	0	0
IN300484	PRATIK MADHUKAR PEDNEKAR		150	0	0
IN300757	VISWANATH LAKSHMANAN IYER	VANAJA LAKSHMANAN IYER	100	0	0
IN302863	KALYANI K		350	0	0
IN302863	JAYARAMA RAO NEKKANTI		685	0	0
IN301022	YARLAGADDA SURYA NARAYANA		4000	0	0
10600	S ESWARAN BABU		55	0	0
IN302679	S RADHAKRISHNAN		500	0	0
10600	SRIKANTA GUPTA N		35	0	0
IN301549	S JAYACHANDRAN		200	0	0
51400	SUBRAMANIAN R		205	0	0
IN302951	SOUMITRA DE		0	300	0
	Total		1442980	22644	0



**Resolution No. 6 - Approval for entering into a contract / agreement with ITNL Toll Management Services Limited -
a subsidiary of the Company**

User ID	Shareholders' name		No. of Vote cast through E-voting		Invalid Votes
			For	Against	
	First Holder	Second Holder			
41400	LOKESH GUPTA	RAJNI GUPTA	1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA		0	500	0
IN302148	SATYANARAYANA V		100	0	0
IN300118	PRAVEEN KUMAR		1	0	0
IN300394	PARMOD KUMAR JAIN		101	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR	60	0	0
IN300118	VIMAL JAIN		2	0	0
IN300781	VINEET HARLALKA		500	0	0
24200	GAURAV SACHAR		100	0	0
IN302902	AMIT GROVER		0	200	0
IN300812	THE NEW INDIA ASSURANCE COMPANY LIMITED		1320600		0
33900	ASHOK DEVAKINANDAN BANSAL		0	11040	0
33900	DHANANJAY COMMUNICATIONS PRIVATE LIMITED		0	1924	0
40000	SARITA RATANLAL GOYAL		0	2000	0
53700	RENU BANSAL		0	6500	0
IN300708	BHASKAR PODDAR		200	0	0
33200	SUTANU PATI		95000	0	0
IN301549	VINOD NARSHIBHAI MAV		0	80	0
IN301549	ALOK SHUBHKAR KAPOOR		20000	0	0
IN301774	LALITKUMAR MANOHARLAL PANPALIA		0	100	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR	35	0	0
IN300484	PRATIK MADHUKAR PEDNEKAR		150	0	0
IN300757	VISWANATH LAKSHMANAN IYER	VANAJA LAKSHMANAN IYER	100	0	0
IN302863	KALYANI K		350	0	0
IN302863	JAYARAMA RAO NEKKANTI		685	0	0
IN301022	YARLAGADDA SURYA NARAYANA		4000	0	0
10600	S ESWARAN BABU		55	0	0
IN302679	S RADHAKRISHNAN		500	0	0
10600	SRIKANTA GUPTA N		35	0	0
IN301549	S JAYACHANDRAN		200	0	0
51400	SUBRAMANIAN R		205	0	0
IN302951	SOUMITRA DE		0	300	0
	Total		1442980	22644	0

