

**Minutes of the Twenty Seventh Annual General Meeting of the Members of  
Tourism Finance Corporation of India Ltd. held on Wednesday,  
28<sup>th</sup> September, 2016 at 2.00 p.m. to 2.40 p.m. at  
Mavlankar Hall, Rafi Marg, New Delhi 110001**

**DIRECTORS PRESENT**

- |                                     |  |
|-------------------------------------|--|
| 1. Shri Malay Mukherjee             | -Non-Executive Chairman  |
| 2. Shri Satpal Kumar Arora          | -Managing Director   |
| 3. Shri Niraj Agarwal               | -Chairman of the Stakeholders' Relationship Committee                        |
| 4. Shri S.Ravi                      | -Chairman of the Audit Committee and the Nomination & Remuneration Committee |
| 5. Shri S.C.Sekhar                  | -Independent Director  |
| 6. Shri S.Sridhar                   | -Independent Director  |
| 7. Justice (Retd.) Ms. Rekha Sharma | -Independent Director  |
| 8. Shri K.B.Nagendra Murthy         | -Independent Director  |

**IN ATTENDANCE**

- |  |                     |
|--|---------------------|
| 1. Shri B.M.Gupta  | -Executive Director |
| 2. Shri Anoop Bali   | -CFO                |
| 3. Shri Sanjay Ahuja   | -Company Secretary  |
| 4. Shri Vishnu Gautam representing M/s. V.C.Gautam & Co, Statutory Auditors                |                     |
| 5. Shri Arun K.Gupta representing M/s. Arun Kumar Gupta & Associates, Secretarial Auditors |                     |
| 6. Shri A.N.Kukreja representing M/s. A.N.Kukreja & Co., Company Secretaries               |                     |

101 attendance slips were received from the members and the proxies attending the meeting, out of which 99 slips were from public/proxy shareholders and 2 slips belonged to the promoter and promoter group. Total 7 proxies were present for 8,000 shares.

Shri Malay Mukherjee, Chaired the meeting. The Chairman welcomed the members present, declared that the requisite quorum was present, called the meeting to order and commenced the proceedings. The Chairman introduced the Directors and Auditors of the Company present in the meeting.

The Chairman informed the members that the Register of Directors' & Key Managerial Personnel shareholdings, Statutory Auditors' Report, Secretarial Auditors'



Reports and other necessary statutory records were available and open for inspection at the meeting.

With the consent of the members present, the notice dated August 10, 2016, Directors' Report and Annual Accounts for the financial year ended 31st March, 2016 that was already dispatched to all the shareholders of the Company within the statutory period was taken as read. The copies of Chairman's speech were circulated amongst the members present at the meeting and taken as read with the consent of members.

The Chairman thereafter invited Company Secretary to read the Auditors' Report and Secretarial Auditors' Report of the Company for the year 2015-2016. Shri Sanjay Ahuja, Company Secretary read the Statutory Auditors' Report, Comments of Comptroller and Auditor General of India thereon and Secretarial Auditors' Report.

The Chairman thereafter invited queries and suggestions from the shareholders concerning the Audited Accounts and performance of the Company. The Chairman made brief observations about the performance of the Company. The Chairman, thereafter, with the consent of the members, took up the agenda items as listed in the notice for the meeting.

The Chairman informed that in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, the Items of Business as given in 27<sup>th</sup> AGM Notice were compulsorily required to be transacted through electronic voting system and the Company had provided remote e-voting facility to the members who were the members as on September 21, 2016 being the "Record Date" fixed for the purpose. The remote e-voting period was scheduled from September 25, 2016 at 9.00 a.m. and ended on September 27, 2016 at 5.00 p.m.

The voting by show of hands was not available to the members at the 27<sup>th</sup> AGM in view of the further provisions of Section 107 read with Section 114 of the Act. Hence the poll was ordered by the Chairman on all the resolutions under Ordinary Business and Special Business, as set out in items 1 to 8 of the notice of the 27<sup>th</sup> Annual General Meeting. It was informed that the members, who had not exercised their right to vote through remote e-voting, were eligible to cast their vote through ballot forms distributed at the venue of the AGM. The members who had already voted through remote e-voting



were not eligible to participate in the voting at the Meeting. However, they could participate in discussions. The Chairman stated that the Company had appointed Shri A.N. Kukreja of M/s A.N.Kukreja & Co., Company Secretaries to scrutinize the remote e-voting and ballots cast at the AGM.

The Chairman then briefed the procedure of voting and stated that the results would be declared based on scrutinizer's report after taking into consideration the votes cast through e-voting and votes cast through ballot forms and the same would be displayed on the website of the Company and Central Depository Services (India) Ltd. after intimation to Stock Exchanges. The following resolutions as listed in the notice of the AGM were read out by the Company Secretary.

Item No.1 was an Ordinary Resolution relating to adoption of audited accounts as at 31st March, 2016 together with Directors' Report and Auditors' Report thereon.

"RESOLVED THAT the Balance Sheet of the Company as at 31st March, 2016 and the Profit & Loss Account for the financial year ended 31st March, 2016 together with the Directors' Report and the Auditors' Report thereon be and are hereby approved and adopted."

Item No.2 was an Ordinary Resolution relating to declaring Dividend on Equity Shares.

"RESOLVED THAT payment of interim dividend of 10% (Rs.1 per share) on 8,07,16,748 Equity Shares of Rs.10/- each of the company for the financial year 2015-16 as declared by the Board of Directors be and is hereby confirmed.

RESOLVED FURTHER THAT final dividend @ 8% (Rs.0.80 per share) on 8,07,16,748 Equity Shares of Rs.10/- each of the company, be and is hereby approved out of the Net Profits of the Company for the financial year ended 31st March, 2016 payable to members of the Company or to their mandatees."

Item No.3 was an Ordinary Resolution relating to appointing of Shri Niraj Agarwal (DIN: 06483526), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.



"RESOLVED THAT Shri Niraj Agarwal (DIN: 06483526), who retires by rotation and being eligible, offers himself for reappointment, be and is hereby reappointed as a Director of the Company whose period of office is liable to retirement by rotation."

Item No.4 was an Ordinary Resolution relating to authorizing Audit Committee to fix remuneration of the Statutory Auditors of the Company.

"RESOLVED THAT pursuant to the provisions of Section 139(5) and 142 and all other applicable provisions, if any of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Audit Committee of Directors of the Company be and is hereby authorised to decide and fix the remuneration of the Statutory Auditor(s) of the Company to be appointed by Comptroller and Auditor General of India (CAG) for the financial year 2016-17, as may be deemed fit."

Item No.5 was an Ordinary Resolution relating to appointment of Dr. K.B. Nagendra Murthy (DIN: 00359864), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from January 22, 2016.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV to the Act and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Listing Regulation, Dr. K.B. Nagendra Murthy (DIN:00359864), who was appointed as an Additional Director of the Company by the Board of Directors of the Company on January 22, 2016 and who as per the provisions of Section 161(1) of the Companies Act, 2013 holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from January 22, 2016.



Item No. 6 was an Ordinary Resolution relating to approval for appointment of Shri Satpal Kumar Arora (DIN : 00061420 as Managing Director for a Period of 3 years w.e.f. March 31, 2016 or till he attains the age of 60 years whichever is earlier.

“RESOLVED THAT Shri Satpal Kumar Arora (DIN:00061420), who was appointed as an Additional Director by the Board of Directors of the Company with effect from March 31, 2016 and who as per the provisions of the Section 161(1) of the Companies Act, 2013 holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as a Director of the Company, whose period of office is liable to determination upon his ceasing to be Managing Director.

RESOLVED FURTHER THAT subject to the provisions Sections 196, 197 and 203 read with Schedule V to the Act and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Article 161 of the Articles of Association of the Company and such other approvals as may be required and such modification and conditions, if any, which the Board of Directors is hereby authorised to accept, consent of the members, be and is hereby accorded for the appointment of Shri Satpal Kumar Arora (DIN:00061420), as Managing Director of the Company for a period of 3 years from the date of joining office i.e. w.e.f. March 31, 2016 or till he attain the age of 60 years, whichever is earlier and to the payment of remuneration and other terms and conditions as set out hereunder:

(i) Pay: Rs.78,000/- p.m.

(ii) Dearness Allowance: Applicable Central Government Dearness Allowance from time to time.

(iii) City Compensatory Allowance: Entitlement to City Compensatory Allowance in accordance with the following admissible rate:

Delhi, Mumbai, Chennai and Kolkata : Rs.300/- per month



(iv) Housing:

(a) Rent free furnished accommodation to be provided by the Company. The cost of furniture/ furnishings shall not exceed Rs.3.00 lakh.

Or

In case the stay is in own accommodation or private arrangements are made for stay, then entitled to a compensation comprising 10% of the pay and admissible House Rent Allowance @30% of actual pay drawn p.m. (If the stay is in Delhi).

(b) Charges incurred for water, electricity and fuel consumed is to be borne by self. The expenditure incurred on providing Security Guards, Servants, Gardner shall be borne by the Company.

(v) Conveyance: Entitled to free use of the Company's car for official purpose. Journeys from residence to office and back shall be treated as on duty.

(vi) Travelling, Boarding and Lodging: Actual expenditure to be reimbursed for outstation journeys undertaken for official work, as per rules of TFCI.

(vii) Medical Benefits: Actual expenses incurred for self and dependent family members, in India. For expenditure to be/incurred relating to treatment abroad, specific approval of the Board will be required.

(viii) Personal Accident Insurance: Forms part of Group Insurance of the Company, covering accidents also.

(ix) Leave Travel Concession: Entitled to travel for self and family, by any mode, once in a block of two years for visiting any place in India as per entitled class as applicable for official tour.

(x) Entertainment: Actual entertainment expenses subject to ceiling of Rs.6,000/- p.a. (membership fee(s) of Club(s) adjustable within the above ceiling).

(xi) Gratuity: At the rate of half-months' pay for every completed year of service or more than six months of service as MD.

(xii) Leave: As per Staff Regulations of the Company.



(xiii) Encashment of Leave on completion of tenure: Entitled to encash Earned Leave at the time of completion of tenure/exit, which may be lying to his credit. The amount of leave salary shall be calculated on the basis of last pay drawn.

(xiv) Telephone: The Company shall provide telephone at residence for office use. Mobile shall also be provided as per Company's rules.

(xv) Performance Linked Incentive: As decided by the Board of Directors/ Remuneration & Compensation Committee of Directors, from time to time.

(xvi) Retirement Fare Concession/Shifting of Household Goods: Single fare journey by entitled Class for self and family and cost of shifting of household goods to hometown at the time of completion of tenure /exit from TFCI.

(xvii) Reimbursement of Travelling/Transportation Expenses: Entitled to reimbursement of traveling expenses for himself and family members from the place of residence to the place of posting at the time of taking up the board level assignment and similarly from the place of posting to the place where he and his family is to settle down permanently (even if it is other than the declared home town).

(xviii) Other Perquisites: Other benefits and like amounts to be paid as per rules of TFCI.

(xix) Provident Fund: Provident Fund will be as per Company rules.

(xx) Foreign Visits: To be undertaken with the prior approval of the Board.

(xxi) The Contract of employment can be terminated by either side by giving one month's notice or one month's basic pay in lieu thereof.

(xxii) Subject to the above, in all other matters, he will be governed by the Staff Regulations of TFCI and other rules and regulations, Administration/HR Circulars and Office Orders, as may be in force from time to time in TFCI.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year during his tenure, the aforesaid remuneration shall be paid as minimum remuneration subject to compliance of provisions of schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof as in force from time to time.



RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee constituted by the Board) be and is hereby authorized to fix, increase, alter and to vary the remuneration consisting salary, perquisites, allowance etc. within the ceiling limits in that behalf as laid down in Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit."

Item No.7 was an Ordinary Resolution relating to appointment of Justice (Retd.) Ms. Rekha Sharma (DIN: 07541804), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from June 14, 2016.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV to the Act and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Listing Regulation, Justice (Retd.) Ms. Rekha Sharma (DIN: 07541804), who was appointed as an Additional Director of the Company by the Board of Directors of the Company on June 14, 2016 and who as per the provisions of Section 161(1) of the Companies Act, 2013 holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from June 14, 2016.

Item No.8 was a Special Resolution relating to approval for private placement of bond/debentures etc.





"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities), Rules 2014 and any other applicable laws, consent of the Company, be and is hereby given to the Board of Directors (hereinafter referred to as the "Board" which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by this Resolution) for having made and/or making offer(s) or invitation to subscribe to securities, including but not limited to bonds and non-convertible debentures, by way of private placement in one or more tranches, on such terms and conditions as it may consider proper, upto an amount not exceeding Rs.600 crore (Rupees Six Hundred Crore only) in the year commencing from the date of approval by shareholders.

RESOLVED FURTHER THAT the Board of Directors of the Company. be and is hereby authorized to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient, to give effect to this Resolution."

The Chairman then announced that members could cast their votes through ballot form by depositing the form in ballot boxes kept at the venue. The ballot boxes were verified as empty. Shri A.N.Kukreja conducted the poll and took custody/possession of the ballot boxes after ensuring that all persons present in person and proxies had participated in the poll and casted their votes.

#### **Vote of Thanks**

The business of the meeting having been transacted, Chairman declared the meeting as concluded with a vote of thanks to all the members present at the meeting. The Chairman confirmed that requisite quorum was present throughout the meeting and the meeting concluded at 2.40 p.m. on September 28, 2016.

#### **Results of Poll**

On the basis of Scrutinizer's Report dated September 28, 2016, on the votes cast through e-voting, and poll conducted at the Annual General Meeting, the Chairman declared that all the resolutions have been passed with requisite majority. The summary of the report is as under:



Item No.1 To consider and adopt the audited financial statements of the Company including the Balance Sheet as at March 31, 2016 and the statement of Profit and Loss Account for the year ended March 31, 2016 and the report of the Board of Directors' and Auditors' thereon.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>

Item No.2: To declare dividend on equity shares.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>



3. To appoint a Director in place of Shri Niraj Agarwal (DIN: 06483526), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>

4. To authorize Audit Committee to fix remuneration of the Statutory Auditors of the Company.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>



5. To Appoint Shri K.B. Nagendra Murthy (DIN: 00359864), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from January 22, 2016.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>

6. Appointment of Shri Satpal Kumar Arora (DIN : 00061420 as Managing Director for a Period of 3 years w.e.f. March 31, 2016 or till he attains the age of 60 years whichever is earlier.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>



7. To Appoint Justice (Retd.) Ms. Rekha Sharma (DIN: 07541804), as an Independent Director of the Company not liable to retire by rotation, to hold office for a term upto 3 (Three) consecutive years commencing from June 14, 2016.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>

8. To approve private placement of bond/debentures etc.

Category	Mode of Voting	No. of valid votes	Invalid Votes	No. of Votes in Favour	No. of Votes Against	% of votes in favour	% of Votes in against
Promoters and Promoter Group	e-voting	3,32,57,737	Nil	3,32,57,737	0	100	0
	Poll	11,98,002	Nil	11,98,002	0	100	0
	Sub-total	3,44,55,739	Nil	3,44,55,739	0	100	0
Public Institutional	e-voting	34,74,128	Nil	34,74,128	0	100	0
	Poll	0	Nil	0	0	100	0
	Sub-total	34,74,128	Nil	34,74,128	0	100	0
Public-others	e-voting	14,124	Nil	13,424	700	95.0439	4.9561
	Poll	362	Nil	361	1	99.7237	0.2762
	Sub-total	14,486	Nil	13,785	701	95.161	4.839
<b>Total</b>		<b>3,79,44,353</b>	<b>Nil</b>	<b>3,79,43,652</b>	<b>701</b>	<b>99.9982</b>	<b>0.0018</b>

Date: October 4, 2016  
Place: New Delhi

**(MALAY MUKHERJEE)**  
**CHAIRMAN**

