



Date: 18.10.2018

**To,
General Manager,
Department of Corporate Services,
BSE Limited
P.J. Towers, Dalal Street,
Fort, Mumbai-400 001**

Sub: Submission of the Minutes of 35th Annual General Meeting of the Company.

Dear Sir,

With reference to the subject captioned above please find enclosed herewith the Minutes of 35th Annual General Meeting of the Company held on 28th September, 2018.

We request you to kindly take it on record.

Thanking You,

Yours Truly,

FOR SAYAJI HOTELS LIMITED


**AMIT SARRAF
COMPANY SECRETARY**

Admn. Office : Amber Convention Centre, Bypass Road, Near Best Price, Hare Krishna Vihar, Nipania, INDORE – 452 010 (Madhya Pradesh) Phone : 0731-4750000

Regd. Office : Sayaji Hotels Limited, F1 C2, Sivavel Apartment, 2 Alagappa Nagar, Zamin Pallavaram, CHENNAI - 600117 (Tamil Nadu) Phone : 044-29871174

CIN : L51100TN1982PLC124332 **Email :** mail@sayajiindore.com **Website :** www.sayajihotels.com

HELD AT ON TIME

MINUTES OF THIRTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SAYAJI HOTELS LIMITED HELD ON FRIDAY, 28TH DAY OF SEPTEMBER, 2018 AT THE VENUE SITUATED AT RE GALA PARTY HAL,113/4,200 FEET ROAD,ZAMIN PALLAVARAM,CHENNAI,TAMIL NADU-600117, COMMENCED AT 11.00 A.M. AND CONCLUDED AT 12.00 P.M.

PRESENT

1. Mr. T.N. Unni : Independent Director and Chairman of the Board and Audit Committee.

IN ATTENDANCE

1. Mr. SandeshKhandelwal : Chief Financial Officer
 2. Mr. Amit Sarraf : Company Secretary
 3. Mr. Ritesh Gupta : Scrutinizer of the meeting

There were 21 Members (including proxies) attended the meeting as per the records of Attendance Register of Members.

CHAIRMAN:

Mr. T.N. Unni, the Chairman of the Company was requested to take chair for Annual General Meeting (AGM) of the Company and conduct the meeting.

QUORUM:

The Chairman after ascertaining the adequacy of quorum for the meeting, declared that the Annual General Meeting is validly constituted and the proceeding of the Meeting be commenced.

The Chairman welcomed all the Members present in the meeting.

INTRODUCTION TO MEMBERS:

Mr. T.N. Unni, Chairman presented 35th Annual Report of the Company and thereafter introduced the dignitaries on the dais to the shareholders i.e Mr. SandeshKhandelwal(Chief Financial Officer), Mr. Amit Sarraf, (Company Secretary) of the Company and Mr. Ritesh Gupta Scrutinizer for the e-voting, with all the members.

Further he conveyed the inability of other Directors in attending the meeting due to their pre-occupations which was accepted by the member.

NOTICE CONVENING THE 35th ANNUAL GENERAL MEETING:

Mr. Amit Sarraf, informed that the Notice for convening the 35th Annual General Meeting along with the Standalone and Consolidated Financial Statements containing the Balance Sheet as at 31st March, 2018, Statement of Profit & Loss

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Account, Cash Flow for the year ended 31st March, 2018 and the Boards' Report together with the Corporate Governance Report and Auditors Report thereon have already been dispatched to the members and with the permission of the Members the same may be taken as read.

AUDITOR'S REPORT:

Mr. Amit Sarraf, informed that with the permission of the shareholders, Auditors Report considered as read.

SPEECH BY CHAIRMAN:

The Chairman in his speech briefly reported the financial performances, workings and future expansion plans of the Company during the year under review and future plans of the Sayaji Group.

BOOKS & STATUTORY REGISTER FOR INSPECTION:

Mr. Amit Sarraf, informed that the Register of Directors' shareholding, Register of members, Register of transfer of shares, Auditors' Report and Secretarial Audit report along with other statutory books, as required under the provisions of Companies Act, 2013 have been kept at the meeting and are open for inspection to the members.

He further stated as follows:

- i. In compliance with the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company has provided remote E-voting facilities to all the members during the period from 9.00 A.M. of 24th September, 2018 to 5.00 P.M. of 27th September, 2018 and the voting at the Annual General Meeting will be held by way of Poll in the Form MGT-12.
- ii. A member can opt only one mode to vote either through ballot form or remote e-voting. If members cast votes through both the modes then only vote cast through remote e Voting will prevail.
- iii. The e-voting event number, User Id and password along with the detailed Instructions for e-voting were provided in the notice of e-voting, sent along with the notice of Annual General Meeting.
- iv. The Company has appointed CS Ritesh Gupta as the Scrutinizer for fair and transparent voting by the E-voting and Poll at the AGM and he will submit his report to the Chairman for declaration of the results for the businesses placed before the Members as per notice of the AGM.

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Mr. Amit Sarraf, Company Secretary, read one by one each item of Agenda along with its implication for consideration by the members.

ORDINARY BUSINESS:

ITEM NO.1:

APPROVAL AND ADOPTION OF THE STAND ALONE AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018:

Mr. Amit Sarraf took the first item of the agenda and with the consent of the members present, the Ordinary Resolution for item No.1 of the Notice pertaining to the adoption of Financial Statements containing the Balance Sheet as at 31st March, 2018 & Statement of Profit & Loss Account, Cash Flow Statement for the period ended 31st March, 2018 along with the Directors' and Auditors' Reports thereon.

Further he invited the members of the Company to ask any query or clarification relating to financial position of the Company and give their suggestions for improvement.

Thereafter he puts following motion as an Ordinary Resolution.

“RESOLVED THAT the Stand alone and Consolidated Financial Statements containing the Balance Sheet as at 31st March, 2018 and Statement of Profit & Loss, Cash Flow Statement, Statement of Change in Equity Shares for the period of 1st April, 2017 to 31st March, 2018 along with the Director's and Auditor's Report and Corporate Governance Report thereon as circulated to the members and submitted to the meeting be and are hereby received, considered, and adopted.”

The Chairman asked about the queries relating to the business operations, if any.

There were general discussion and members appreciated the steps taken by the management for the expansion of the business activities.

The Shareholders were asked to put their assent or dissent in the ballot papers provided to them.

ITEM NO.2

RE-APPOINTMENT OF MR. RAOOF RAZAK DHANANI(DIN-00174654) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION:

Mr. Amit Sarraf took the matter for re-appointment of Mr. RaoofRazak Dhanani, who retires by rotation at the Meeting and being eligible, offers himself for re-appointment.

Thereafter he puts following motion for approval as an Ordinary Resolution.

“RESOLVED THAT Mr.RaoofRazak Dhanani, (having DIN 00174654) who retires by rotation and being eligible, be and is

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hereby re-appointed as a director of the Company liable to retire by rotation.”

The Shareholders were asked to put their assent or dissent in the ballot papers provided to them.

ITEM NO.3

APPOINTMENT OF M/s K.L. VYAS AND CO. AS STATUTORY AUDITOR OF THE COMPANY

Mr.Amit Sarraf took up for consideration item no.3 of the notice regarding re-appointment of M/s K.L. Vyas & Co.,Chartered Accountants as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of 40th Annual General Meeting.

Thereafter he puts following motion for approval as an Ordinary Resolution-

“**RESOLVED THAT**, pursuant to the provision of section 139,142 and other applicable provision, if, any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, M/s. K.L.Vyas& Co., Chartered Accountants, (Firm Regn. No. 003289C) be and are hereby appointed as Statutory Auditor of the Company for a second term of 5 years commencing from the conclusion of this Annual General Meeting till the conclusion of 40th Annual General Meeting to be held in the calendar year 2023 (i.e. for financial year 2018-19, 2019-20, 2020-21, 2021-22 and 2022-23), subject to their eligibility under Section 141 of the Companies act,2013 and the remuneration of the statutory auditors shall be as may be determined by the Audit Committee and approved by the Board of Directors of the Company in consultation with the said auditors.”

The Shareholders were asked to put their assent or dissent in the ballot papers provided to them.


SPECIAL BUSINESS:

ITEM NO.4

RE-APPOINTMENT OF MR. RAOOF RAZAK DHANANI(DIN-00174654) AS MANAGING DIRECTOR OF THE COMPANY.

Mr.Amit Sarraf took up for consideration item no.4of the notice regarding Re-appointment of Mr.RaofRazak Dhanani as Managing Director of the Company.Mr.RaofRazak Dhanani was reappointed as a Managing Director by the Board of Directorsin their meeting held on 14thAugust, 2018. He further informed that the said re-appointment of Mr.RaofRazak Dhanani is require approval of the members of the Company.

Thereafter he puts following motion for approval as an Ordinary Resolution-

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“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with the Schedule V and 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 all other applicable provisions of the Companies Act, 2013 and as per Articles of Association of the Company the consent of the members of the Company be and are hereby accorded for the re-appointment of Mr. RaoofRazak Dhanani (DIN-00174654), as the Managing Director of the Company for the further period of 5 (five) years with effect 5th November, 2018 to 4th November, 2023 as per following terms and conditions as approved by the Nomination and Remuneration Committee of the Board.

Remuneration

1. **Salary:** Rs. 2,00,000/- per month (with the Annual Increment as may be decided by the Board of director on the 1st April of every year)
2. **Variable pay:** variable pay as may be provided by the Company as per the policy.
3. **Commission:** based on the net profits of the Company computed in the manner laid down u/s 197 of the Companies Act, 2013 such commission shall be such percentage of the net profit and such amount as the Board of Directors of the Company may determine keeping in view the performance of the Company in each financial year.
4. **Perquisites and Allowances:**
 - a) For such amount as may be decided by the Board of Directors which shall be subject to the maximum of 100% of the salary and may be paid under the following categories as may be determined by the Board of directors of the Company from time to time:
 - a. House Rent Allowances
 - b. Special allowance
 - c. Leave Travel allowance
 - d. CCA
 - e. Annual club maintenance fees
 - f. Payment of statutory contribution toward PF, ESIC as may be applicable
 - g. Other allowance (including vehicle expenses, repair and maintenance)
 - h. Conveyance allowance
 - i. Gratuity
 - j. Medical expenses reimbursement.

RESOLVED FURTHER THAT in case of in absence or inadequacy of net profit in any financial year, the Company shall pay the above said remuneration by way of salary, perquisites, dearness allowance and any other allowances as calculated under the provisions of the Income Tax Act and the rules made there under and as per part II of schedule V of Companies Act, 2013 as the minimum remuneration subject to the maximum of Rs. 7,00,000 p.m. as may be recommended by the Nomination and Remuneration Committee and approved by the Board from time to time.

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RESOLVED FURTHER THAT the Managing Director shall not be entitled for any sitting fee for attending any meeting of the Board of Directors or a committee thereof. The appointment shall be contractual basis and there would be relation with the Company and the Managing Director as Employer - Employee for all the purposes and the services of Mr. RaoofRazak Dhanani may be terminated by a notice of 180 days in by either side or salary and allowances in lieu thereof.”

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorised with liberty and powers to the Board of Directors to increase, reduce, alter or vary the terms and conditions of remuneration in such manner as the Board may deem fit within the limit specified as aforesaid from time to time.

The Shareholders were asked to put their assent or dissent in the ballot papers provided to them.

ITEM NO.5

APPROVAL FOR RE-APPOINTMENT OF MR. T. N. UNNI AS AN INDEPENDENT DIRECTOR FOR SECOND TERM OF 5 YEARS AND CONTINUANCE OF HIS TENURE AFTER ATTAINING THE AGE OF 75 YEARS:

Mr.Amit Sarraf took up for consideration item no.5 of the notice regarding re-appointment of Mr.T. N. Unni as an Independent Director and continuance of his tenure after attaining the age of 75 years.Mr.T. N. Unniwas reappointed as a Independent Director by the Board of Directorsin their meeting held on 14th August, 2018. He further informed that the said re-appointment and continuance of his tenure after attaining the age of 75 yearsof require approval of the members of the Company.

Thereafter he puts following motion for approval as Special Resolution

“RESOLVED THAT pursuant to the provisions of Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2018 and subject to such other approvals as may be necessary, consent of the members be and are hereby accorded for continuance of the tenure of Mr. T. N. Unni (DIN: 00079237) as an independent director on the Board of the Company even after the attainment of above 75 Years of age.

“RESOLVED FURTHER THAT pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. T.N.Unni ((DIN: 00079237), who was appointed as an Independent Director and who holds office as an Independent Director upto March 31, 2019 and being eligible, be and is hereby re-appointed

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as an Independent Director of the Company, for a second term of 5 consecutive years and to hold office from 1st April, 2019 to March 31, 2024 and shall not be liable to retire by rotation.

The Shareholders were asked to put their assent or dissent in the ballot papers provided to them.

ITEM NO.6

APPROVAL FOR RE-APPOINTMENT OF MR.PRADEEP GOYAL AS AN INDEPENDENT DIRECTOR FOR SECOND TERM OF 5 YEARS

Mr.Amit Sarraf took up for consideration item no.6 of the notice regarding re-appointment of Mr.Pradeep Goyal as an Independent Director.Mr.Pradeep Goyal was reappointed as an Independent Director by the Board of Directorsin their meeting held on 14thAugust, 2018. He further informed that the said re-appointment requires the approval of the members of the Company.

Thereafter he puts following motion for approval as Special Resolution

RESOLVED FURTHER THAT pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Pradeep Goyal (DIN 02798770), who was appointed as an Independent Director and who holds office as an Independent Director upto March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, for a second term of 5 consecutive years and to hold office from 1st April, 2019 to March 31, 2024 and shall not be liable to retire by rotation.

The Shareholders were asked to put their assent or dissent in the ballot papers provided to them.

Thereafter Mr. Ritesh Gupta, Scrutinizer has shown the empty ballot boxes to the members and requested them to put their Poll Papers in the respective sealed Ballot Box.

Mr. Amit Sarraf further informed that the register and all other papers relating to voting by Electronic means/Poll shall remain in the safe custody of the scrutinizers until the Chairman considers, approves and signs the minutes and thereafter, the scrutinizers shall hand over the register and other related papers to the Company.

The Chairman asked to the Scrutinizers about the time required for providing his report on the voting through remote e-voting and by Poll atthe AGM.The Scrutinizer informed that he will take about 2 days time to submit his report.

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Mr. Amit Sarraf announced that votes of only those members who have not casted their votes electronically will be considered. He further informed that the results of the Poll together with the E-Voting will be announced within prescribed timeline and shall also be placed at the Company's and BSE Limited Website.

VOTE OF THANKS

With all the items of agenda being transacted, the Chairman thanked all the members for making it convenient to attend the Annual General Meeting and also thanked them for their active participation in the Annual General Meeting.

The Chairman declared the meeting as closed at 12:00 PM. subject to completion of the procedures connected with the voting by ballot and declaration of the result.

The Chairman upon receipt of the Scrutinizers Report on 29.09.2018 declared the following item wise results of the AGM:

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Results of e-voting and poll on the ordinary and special businesses at the Annual General Meeting of the Company held on Friday 28th September, 2018

**Item No 1:
Consider and approve**

(a) Audited Standalone Financial Statements for the year ended 31st March, 2018, Reports of Board of Directors and Auditors report.

(b) Audited Consolidated Financial Statements for the year ended 31st March, 2018 and reports of Auditors thereon.

Resolution required:(Ordinary/ Special)			Ordinary					
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	13121626	6667607	50.814	6667607	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13121626	6667607	50.814	6667607	0	100
Public Institutions	E-Voting	4,350	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4,350	0	0	0	0	0
Public non Institutions	E-Voting	43,92,024	527300	12.006	527300	0	100	0
	Poll		83	0.002	83	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43,92,024	527383	12.008	527383	0	100
Total		1,75,18,000	7194990	41.072	7194990	0	100	0

Results: The Ordinary Resolution was declared as passed unanimously.

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Item No. 2:

Re-Appointment of Mr. Raof Razak Dhanani(Din-00174654) As a Director, Liable To Retire By Rotation:

Resolution required:(Ordinary/ Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution			Yes					
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	13121626	6667607	50.814	6667607	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13121626	6667607	50.814	6667607	0	100
Public Institutions	E- Voting	4,350	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4,350	0	0	0	0	0
Public non Institutions	E- Voting	43,92,024	527300	12.006	527300	0	100	0
	Poll		83	0.002	83	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43,92,024	527383	12.008	527383	0	100
Total		1,75,18,000	7194990	41.072	7194990	0	100	0

Results: The Ordinary Resolution was declared as passed unanimously.

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Item No. 3:**Appointment of M/s.K.L. Vyas and Company as Statutory Auditor of the Company**

Resolution required:(Ordinary/ Special)			Ordinary					
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	13121626	6667607	50.814	6667607	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13121626	6667607	50.814	6667607	0	100
Public Institutions	E-Voting	4,350	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4,350	0	0	0	0	0
Public non Institutions	E-Voting	43,92,024	527300	12.006	527300	0	100	0
	Poll		83	0.002	83	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43,92,024	527383	12.008	527383	0	100
Total		1,75,18,000	7194990	41.072	7194990	0	100	0

Results: The Ordinary Resolution was declared as passed unanimously.

CHAIRMAN'S INITIALS



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Item No. 4:

Reappointment of Mr. Raof Razak Dhanani (DIN-00174654) as Managing Director of the Company.

Resolution required:(Ordinary/ Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution			Yes					
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	13121626	6667607	50.814	6667607	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13121626	6667607	50.814	6667607	0	100
Public Institutions	E-Voting	4,350	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4,350	0	0	0	0	0
Public non Institutions	E-Voting	43,92,024	527300	12.006	527300	0	100	0
	Poll		83	0.002	83	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43,92,024	527383	12.008	527383	0	100
Total		1,75,18,000	7194990	41.072	7194990	0	100	0

Results: The Ordinary Resolution was declared as passed unanimously.

CHAIRMAN'S
INITIALS


HELD AT ON TIME

Item No.5:

Approval for Re-appointment of Mr. T.N.Unni as an Independent Director for second term of 5 years and continuance of his tenure after attaining the age of 75 years.

Resolution required:(Ordinary/ Special)			Special					
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	13121626	6667607	50.814	6667607	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13121626	6667607	50.814	6667607	0	100
Public Institutions	E- Voting	4,350	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4,350	0	0	0	0	0
Public non Institutions	E- Voting	43,92,024	527300	12.006	527300	0	100	0
	Poll		83	0.002	83	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43,92,024	527383	12.008	527383	0	100
Total		1,75,18,000	7194990	41.072	7194990	0	100	0

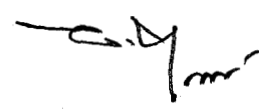
Results: The Special Resolution was declared as passed unanimously.

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Item No.6:**Approval for Re-appointment of Mr. Pradeep Goyal as an Independent Director for second term of 5 years.**

Resolution required:(Ordinary/ Special)			Special					
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	13121626	6667607	50.814	6667607	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13121626	6667607	50.814	6667607	0	100
Public Institutions	E-Voting	4,350	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4,350	0	0	0	0	0
Public non Institutions	E-Voting	43,92,024	527300	12.006	527200	100	99.981	0.019
	Poll		83	0.002	83	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		43,92,024	527383	12.008	527283	100	99.981
Total		1,75,18,000	7194990	41.072	7194890	100	99.999	0.01

Results: The Special Resolution was declared as passed unanimously.**The Preference Shareholders were not participated in the E-voting and poll voting.**Based on the report of the Scrutinizer, all resolutions as set out in the notice of the 35th AGM have been duly passed and approved by the shareholders.Date: 15.10.2018
Place: Indore


CHAIRMAN'S INITIALS Mr. T.N. Unni
Chairman