

## **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20, and 21(1) of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
**DIC India Limited**  
**(L24223WB1947PLC015202)**  
Transport Depot Road,  
Kolkata-700088

Sir,

1. I, Binita Pandey, Partner of M/s. T.Chatterjee & Associates, FRN - P2007WB067100 (erstwhile S2007WB097600), Company Secretaries Firm in Practice, have been appointed as a Scrutiniser by the Chairman of the 70<sup>th</sup> Annual General Meeting of DIC India Limited (the "Company") for the purpose of Scrutinizing the vote casted by the Equity Shareholders of the Company on ballot carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rules 20, and 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and Secretarial Standards on General Meetings and read with Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), on the resolutions contained in the notice dated 6<sup>th</sup> February, 2018 calling 70<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Thursday, 22<sup>nd</sup> March, 2017 at the Williamson Magor Hall, The Bengal Chamber of Commerce & Industry, Royal Exchange, No. 6, Netaji Subhas Road, Kolkata- 700001.
2. After the declaration of voting by ballot by the Chairman, the ballot box kept for voting was locked in the presence of the members present with due identification mark placed by me.

3. The locked ballot box was subsequently opened in the presence of the following two witnesses not in the employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company.
  - a) CS. Ambalika Sarkar :
  - b) CA. Surojit Banerjee :
4. The ballot papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
5. The ballots were diligently scrutinized. The ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the company.
6. The Company had also provided e-voting facility for its members as per the Provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from 19<sup>th</sup> March, 2017 (9:00 A.M) to 21<sup>st</sup> March, 2017 (5.00 P.M). The Board of Directors of DIC India Limited, appointed me as a Scrutinizer for the purpose of scrutinizing the e-voting process and voting on ballot in respect of resolutions contained in the Notice calling 70<sup>th</sup> Annual General Meeting dated 06-02-2018.
7. The votes cast were unblocked on 22<sup>nd</sup> March, 2017 at 1:30 p.m. in the presence of 2 witnesses, CS. Ambalika Sarkar and CA. Surojit Banerjee who are not in the employment of the Company. They have given confirmation that the votes being unblocked in their presence.
8. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to e-voting, voting by ballot at Annual General Meeting on the resolutions contained in the Notice dated 6<sup>th</sup> February, 2018 of the 70<sup>th</sup> Annual General Meeting (AGM) of the members of the Company.



My responsibility as a Scrutinizer of remote e-voting and ballots is limited to prepare and submit Scrutinizer's report of the votes casted "in favour" or "against" the resolutions passed by the members of the Company, as required by the Act.

9. I do hereby submit the Consolidated Report of vote casted on ballot at the meeting and on e-voting on the resolutions contained in the Notice of the 70<sup>th</sup> Annual General Meeting (AGM) dated 6<sup>th</sup> February, 2017.

<b>Date of the AGM/EGM</b>	<b>22-03-2018</b>
<b>Total number of shareholders on record date</b>	<b>7823</b>
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	<b>1</b> <b>71</b>
<b>No. of Shreholders attended the meeting through video Conferencing:</b> Promoters and Promoter Group Public	<b>NA</b>



**Item No. 1: Adoption of Accounts for the year ended 31<sup>st</sup> December, 2017 (Ordinary Business)**

“RESOLVED THAT the Balance Sheet as at December 31, 2017, and the Profit and Loss Account for the year ended on that date together with the Report of the Auditors and the Directors thereon be and are hereby received, approved and adopted.”

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the 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
<b>Promoter and Promoter Group</b>	E-Voting	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Institution</b>	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Public-Non Institution</b>	E-Voting	2574716	1902	0.07	1902	0	100	0
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	266	3	98.88	1.12
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>2168</b>	<b>3</b>	<b>99.86</b>	<b>0.14</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6588245</b>	<b>3</b>	<b>99.99</b>	<b>0.01</b>



**Item No. 2: To appoint director in place of Mr. Paul Koek (DIN: 00081930) (Ordinary Business)**

"RESOLVED THAT Mr Paul Koek, Director (DIN: 00081930) retiring by rotation under Article 115 of the Articles of Association of the Company, be and is hereby re-appointed a Director of the Company."

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	946	956	49.74	50.26
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>1215</b>	<b>956</b>	<b>55.96</b>	<b>44.04</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6587292</b>	<b>956</b>	<b>99.99</b>	<b>0.01</b>



**Item No. 3: Appointment of Statutory Auditors and to fix their remuneration (Ordinary Business)**

**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014, including any amendment, modification or variation thereof, M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 117366W/W-100018), be and are hereby appointed as the Auditors of the Company in place of the retiring auditors, for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Seventy fifth Annual General Meeting of the Company, to examine and audit the accounts of the Company, at such remuneration as may be mutually agreed between the Board of Directors and the Auditors.

**RESOLVED FURTHER THAT** the Board of Directors (which term includes a duly constituted Committee of the Board of Directors) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this Resolution and / or otherwise considered by them to be in the best interest of the Company."

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	1902	0	100	0
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>2171</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6588248</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Item No. 4: Appointment of Mr. Dipak Kumar Banerjee (DIN: 00028123) as an Independent Director of the Company for a term of three years (Special Business).**

"RESOLVED THAT, pursuant to the provisions of Section 149(10) of the Companies Act, 2013, Mr. Utpal Sengupta, Independent Director retiring by rotation under Article 115 of the Articles of Association of the Company, be and is hereby re-appointed as Independent Director of the Company for a further period of 3 years."

Resolution Required:					Special Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	946	956	49.74	50.26
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>1215</b>	<b>956</b>	<b>55.96</b>	<b>44.04</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6587292</b>	<b>956</b>	<b>99.99</b>	<b>0.01</b>



**Item No. 5: Re-appointment of Mr. Subir Bose (DIN: 0048451) as an Independent Director of the Company for a term of three years (Special Business)**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, as amended from time to time and Regulation 17 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mr. Subir Bose (DIN: 00048451), Director of the Company who was appointed as an Independent Director for a term upto March 22, 2018 by the members, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, whose term shall be with effect from March 22, 2018 to March 21, 2021, not liable to retirement by rotation.

Resolution Required:					Special Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	946	956	49.74	50.26
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>1215</b>	<b>956</b>	<b>55.96</b>	<b>44.04</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6587292</b>	<b>956</b>	<b>99.99</b>	<b>0.01</b>





**Item No. 6: Re-appointment of Dr Reena Sen (DIN: 07082198) as an Independent Director of the Company for a term of Three years (Special Business)**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, as amended from time to time and Regulation 17 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Dr Reena Sen (DIN: 07082198), Director of the Company who was appointed as an Independent Director for a term upto March 22, 2018 by the members and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, whose term shall be with effect from March 22, 2018 to March 21, 2021, not liable to retirement by rotation.

Resolution Required:					Special Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	946	956	49.74	50.26
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>1215</b>	<b>956</b>	<b>55.96</b>	<b>44.04</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6587292</b>	<b>956</b>	<b>99.99</b>	<b>0.01</b>



**Item No. 7: Appointment of Mr Masahiro Kikuchi as Director of the Company (DIN: 08024525)**  
**(Special Business)**

**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, as amended from time to time, and Regulation 17 of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mr. Masahiro Kikuchi (DIN: 08024525) who was appointed as an Additional Director of the Company with effect from February 6, 2018 and who, in terms of Section 161 of the Companies Act, 2013, holds office of directorship up to the date of the 70<sup>th</sup> Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Director of the Company, liable to retirement by rotation.

<b>Resolution Required:</b>					<b>Ordinary Resolution</b>			
<b>Whether promoter/promoter group are interested in the resolution</b>					<b>No</b>			
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares held</b>	<b>No. of Votes Polled</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes- in favour (4)</b>	<b>No. of Votes- against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	6586077	6586077	100	6586077	0	100	0
	<b>Poll</b>	-	-	-	-	-	-	-
	<b>Postal Ballot</b>	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Institution</b>	<b>E-Voting</b>	18184	-	-	-	-	-	-
	<b>Poll</b>	-	-	-	-	-	-	-
	<b>Postal Ballot</b>	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	-	-	-	-	-	-
<b>Public-Non Institution</b>	<b>E-Voting</b>	2574716	1902	0.07	946	956	49.74	50.26
	<b>Poll</b>	-	-	-	-	-	-	-
	<b>Ballot at AGM</b>	-	269	0.01	269	0	100	0
	<b>Postal Ballot</b>	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>1215</b>	<b>956</b>	<b>55.96</b>	<b>44.04</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6587292</b>	<b>956</b>	<b>99.99</b>	<b>0.01</b>



**Item No. 8: Appointment of Mr Ho Yeu Guan as Director of the Company (DIN: 08066136)  
(Special Business)**

RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013, as amended from time to time, and Regulation 17 of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mr. Ho Yeu Guan (DIN: 08066136) who was appointed as an Additional Director of the Company with effect from February 6, 2018 and who, in terms of Section 161 of the Companies Act, 2013, holds office of directorship up to the date of the 70<sup>th</sup> Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Director of the Company, liable to retirement by rotation.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	946	956	49.74	50.26
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>1215</b>	<b>956</b>	<b>55.96</b>	<b>44.04</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6587292</b>	<b>956</b>	<b>99.99</b>	<b>0.01</b>



**Item No. 9: Appointment of Cost Auditor (Special Business)**

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, as amended from time to time, the remuneration payable to M/s Sinha Chaudhuri & Associates (Firm Registration No. 000057) appointed as the Cost Auditors of the Company, to conduct the audit of the cost records of the notified products of the Company for the year ending on December 31, 2018, amounting to Rs. 30,000/-, exclusive of service tax and out of pocket expenses incurred by them in connection with the aforesaid audit, be and is hereby ratified and confirmed.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the 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	6586077	6586077	100	6586077	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>6586077</b>	<b>6586077</b>	<b>100</b>	<b>6586077</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institution	E-Voting	18184	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>18184</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institution	E-Voting	2574716	1902	0.07	1902	0	100	0
	Poll	-	-	-	-	-	-	-
	Ballot at AGM	-	269	0.01	269	0	100	0
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>2574716</b>	<b>2171</b>	<b>0.08</b>	<b>2171</b>		<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>9178977</b>	<b>6588248</b>	<b>71.78</b>	<b>6588240</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Total Number of Ballot Forms Rejected**

Number of Ballots rejected	NIL
Number of shares held	-

10. A compact Disc (CD) containing list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is submitted with the report.
11. The Ballots and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,  
Yours faithfully  
**M/s. T. Chatterjee & Associates**  
**Practicing Company Secretaries Firm**  
**(FRN No. P2007WB067100)**

*Binita Pandey*

**Binita Pandey- Partner**  
**Practicing Company Secretary**  
**Membership No: A41594**  
**Certificate of Practice: 19730**

Place: Kolkata  
Date: 23-03-2018

