



The Indian Hume Pipe Co. Ltd.

Registered Office : Construction House, 5, Walchand Hirachand Road, Ballard Estate, Mumbai - 400 001. INDIA
Tel. : +91-22-22618091, +91-22-40748181 • Fax : +91-22-22656863 • E-mail : info@indianhumpipe.com • Visit us at : www.indianhumpipe.com
CIN : L51500MH1926PLC001255

HP/SEC/ 1426

21st July, 2018

1. BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai - 400 001

2. National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sirs,

Sub : Proceedings of 92nd Annual General Meeting (AGM) of the Company held on Friday, 20th July, 2018 at 2.30 p.m., Walchand Hirachand Hall, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai - 400 020 along with disclosure of Voting Results of the said AGM.

Ref : Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

1) At the 92nd AGM held on Friday, 20th July, 2018, at 2.30 p.m. Walchand Hirachand Hall, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai - 400 020, all the 8 resolutions contained in the 92nd AGM Notice dated 23rd May, 2018 were passed with requisite majority as given below :

Resolution No.1 : Ordinary Resolution for adoption of Audited Financial Statements for the year ended 31st March, 2018 and Reports of the Board of Directors and Auditors.

The resolution was passed with requisite majority.

Resolution No.2 : Ordinary Resolution for payment of Dividend of ₹ 3.40 per equity share of the face value of ₹ 2/- each (170%) for the financial year ended 31st March, 2018. The same will be paid on or after 24th July, 2018 to those shareholders, whose names stand on the Register of Members of the Company as on 10th July, 2018.

The resolution was passed with requisite majority.

Resolution No.3 : Ordinary Resolution for re-appointment of Ms. Jyoti R. Doshi (DIN 00095732) who retires by rotation and being eligible offers herself for re-appointment.

The resolution was passed with requisite majority.

Resolution No.4 : Ordinary Resolution under Section 139 of the Companies Act, 2013 for ratification of the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company to hold the office from the conclusion of this meeting until the conclusion of the next AGM of the Company.

The resolution was passed with requisite majority.



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- 2 -

Resolution No.5 : Special Resolution pursuant to the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 for re-appointment of Mr. Rajas R. Doshi as Managing Director designated as Chairman & Managing Director of the Company for a further period of 5 (five) years w.e.f.1st July, 2018 to 30th June, 2023.

The resolution was passed with requisite majority.

Resolution No.6 : Special Resolution pursuant to the regulation 17 of SEBI (LODR) (Amendment) Regulations, 2018 for continuation of Directorship of Mr. Nachimuthu Balakrishnan (DIN 00095804) as Non-Executive Independent Director of the Company who has attained the age of 80 years up to his term ending on 15th March, 2020.

The resolution was passed with requisite majority.

Resolution No.7 : Special Resolution pursuant to the regulation 17 of SEBI (LODR) (Amendment) Regulations, 2018 for continuation of Directorship of Mr. Pandurang D. Kelkar (DIN 00255935) as Non-Executive Independent Director of the Company who has attained the age of 84 years up to his term ending on 3rd August, 2020.

The resolution was passed with requisite majority.

Resolution No.8 : Ordinary Resolution under Section 148(3) of the Companies Act, 2013 for ratifying the remuneration of Cost Auditor of the Company for the financial year 2017-18.

The resolution was passed with requisite majority.

The above information be treated as disclosure of proceedings of the 92nd AGM by the Company in compliance with Regulation 30 of the SEBI Listing Regulations.

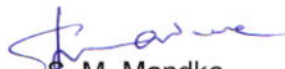
2) We are enclosing the following :

- (i) Voting results at the 92nd AGM held on 20th July, 2018 are enclosed in the format prescribed under Regulation 44(3) of the SEBI Listing Regulations.
- (ii) Consolidated Scrutinizer's Report dated 20th July, 2018 of the Scrutinizer, Mr. J. H. Ranade, Partner of M/s. JHR & Associates, Company Secretaries on remote e-voting and voting through Ballot forms (Poll) at the 92nd AGM.

Thanking you,

Yours faithfully,
For The Indian Hume Pipe Company limited,




S. M. Mandke
Company Secretary

Encl.: As above.



The Indian Hume Pipe Co. Ltd.

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CIN : L51500MH1926PLC001255

21st July, 2018

Details of Voting Results

Date of the AGM	:	20 th July, 2018
Total No. of Shareholders as on Cut-off date i.e.13 th July, 2018 (Cut-off date for the purpose of voting)	:	19,809
No. of Shareholders present in the meeting either in person or through proxy	:	
Promoters and Promoter Group	:	9
Public	:	88
No. of Shareholders attended the meeting through Vedio Conferencing	:	} Not arranged
Promoters and Promoter Group	:	
Public	:	

For The Indian Hume Pipe Co. Ltd.

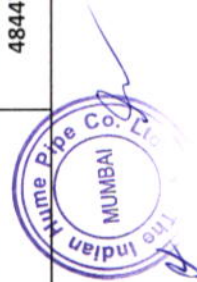



S. M. Manuke
Company Secretary

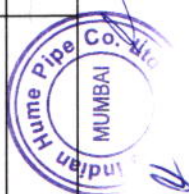
The Indian Hume Pipe Company Limited									
1 - Ordinary Resolution for adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2018									
NO									
Resolution Required : (Ordinary)	Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={(2)/[1]}*100	[4]	[5]	[6]={(4)/[2]}*100	[7]={(5)/[2]}*100	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2424039	0	100.0000	0.0000	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2424039	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		36721	0.3093	36721	0	100.0000	0.0000	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075920	0	100.0000	0.0000	0
Total		48447170	37374729	77.1453	37374729	0	100.0000	0.0000	0



The Indian Hume Pipe Company Limited									
2 - Ordinary Resolution for declaration of Dividend for the financial year ended 31st March, 2018 on Equity Shares of the Company.									
NO									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2424039	0	100.0000	0.0000	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2424039	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		36721	0.3093	36721	0	100.0000	0.0000	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075920	0	100.0000	0.0000	0
Total		48447170	37374729	77.1453	37374729	0	100.0000	0.0000	0



The Indian Hume Pipe Company Limited									
3 - Ordinary Resolution for re-appointment of Ms. Jyoti R. Doshi (DIN-00095732) who retires by rotation and being eligible offers herself for re-appointment.									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
YES									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2353194	70845	97.0774	2.9226	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2353194	70845	97.0774	2.9226	0
Public Non Institutions	E-Voting		36721	0.3093	36293	428	98.8345	1.1655	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075492	428	99.9602	0.0398	0
Total		48447170	37374729	77.1453	37303456	71273	99.8093	0.1907	0



The Indian Hume Pipe Company Limited									
4 - Ordinary Resolution under Section 139 of the Companies Act, 2013 for ratification of the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company to hold the office from the conclusion of this meeting until the conclusion of the next AGM of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution? NO									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2421982	2057	99.9151	0.0849	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2421982	2057	99.9151	0.0849	0
Public Non Institutions	E-Voting		36721	0.3093	36293	428	98.8345	1.1655	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075492	428	99.9602	0.0398	0
Total		48447170	37374729	77.1453	37372244	2485	99.9934	0.0066	0



The Indian Hume Pipe Company Limited									
5 - Special Resolution pursuant to the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 for re-appointment of Mr. Rajas R. Doshi as Managing Director designated as Chairman & Managing Director of the Company for a further period of 5 (five) years w.e.f.1st July, 2018 to 30th June, 2023.									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2424039	0	100.0000	0.0000	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2424039	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		36721	0.3093	36293	428	98.8345	1.1655	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075492	428	99.9602	0.0398	0
Total		48447170	37374729	77.1453	37374301	428	99.9989	0.0011	0



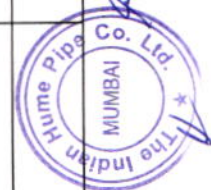
The Indian Hume Pipe Company Limited									
6 - Special Resolution pursuant to the Regulation 17 of SEBI (LODR) (Amendment) Regulations, 2018 for continuation of directorship of Mr. Nachimuthu Balakrishnan (DIN 00095804) as the Non-Executive Independent Director of the Company who has attained the age of 80 years up to his term ending on 15th March, 2020.									
Whether promoter/ promoter group are interested in the agenda/resolution? NO									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2424039	0	100.0000	0.0000	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2424039	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		36721	0.3093	36326	395	98.9243	1.0757	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075525	395	99.9633	0.0367	0
Total		48447170	37374729	77.1453	37374334	395	99.9989	0.0011	0



The Indian Hume Pipe Company Limited									
7 - Special Resolution pursuant to the Regulation 17 of SEBI (LODR) (Amendment) Regulations, 2018 for continuation of Directorship of Mr. Pandurang D. Kelkar (DIN 00255935) as the Non-Executive Independent Director of the Company who has attained the age of 84 years up to his term ending on 3rd August, 2020.									
Whether promoter/ promoter group are interested in the agenda/resolution? NO									
Resolution Required : (Special)	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid	
Category	Mode of Voting	[1]	[2]	[3]= $\frac{[2]}{[1]}*100$	[4]	[5]	[6]= $\frac{[4]}{[2]}*100$	[7]= $\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2424039	0	100.0000	0.0000	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2424039	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		36721	0.3093	33994	2727	92.5737	7.4263	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1073193	2727	99.7465	0.2535	0
Total		48447170	37374729	77.1453	37372002	2727	99.9927	0.0073	0



The Indian Hume Pipe Company Limited									
8 - Ordinary Resolution under Section 148(3) of the Companies Act, 2013 for ratifying the remuneration of Cost Auditor of the Company for the financial year 2017-18.									
Whether promoter/ promoter group are interested in the agenda/resolution? NO									
Resolution Required : (Ordinary)	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid	
Category	Mode of Voting	[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	33874770	33874770	100.0000	33874770	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		33874770	100.0000	33874770	0	100.0000	0.0000	0
Public Institutions	E-Voting		2424039	89.7573	2424039	0	100.0000	0.0000	0
	Poll	2700660	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2424039	89.7573	2424039	0	100.0000	0.0000	0
Public Non Institutions	E-Voting		36721	0.3093	36491	230	99.3737	0.6263	0
	Poll	11871740	1039199	8.7536	1039199	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1075920	9.0629	1075690	230	99.9786	0.0214	0
Total		48447170	37374729	77.1453	37374499	230	99.9994	0.0006	0



CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,

The Chairman of the 92nd Annual General Meeting of Equity share holders of The Indian Hume Pipe Company Limited held on Friday, 20th July, 2018 at Walchand Hirachand Hall, IMC Building, 4th floor, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400 020 at 2.30 p.m.

Dear Sir,

I, J. H. Ranade, Partner of JHR & Associates, Practicing Company Secretaries, Thane, was appointed by the Board of Directors of The Indian Hume Pipe Company Limited ('the Company') as the Scrutinizer for electronic as well as physical voting process at the 92nd Annual General Meeting ('AGM') of the Company held on Friday, 20th July, 2018.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice of AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under relating to voting on the resolutions contained in the notice of the AGM of the Company.

Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote e-voting facility with the detailed procedure and instructions contained in the Notice of the AGM. The Company had also provided voting facility by physical ballots at AGM to those shareholders who were physically present at the meeting or by proxy or by authorised representation and have not voted electronically.

Further to the above, I submit my report as under:-

- i. The Equity share holders of the Company as on the "cut-off" date i.e. Friday, 13th July, 2018 were entitled to vote on the resolutions no. 1 to 8 as set out in the notice.



- ii. The Remote e-voting period commenced on Monday, 16th July, 2018 at 9.00 a.m. (IST) and ended on Thursday, 19th July, 2018 at 5.00 p.m. (IST).
- iii. On 19th July, 2018 after the end of Remote e-voting period, limited information report containing folio number, name and number of shares held except votes cast by the members who voted electronically was generated from the portal of National Securities Depository Limited ('NSDL').
- iv. After the time fixed for closing of the poll by the Chairman, one separate ballot box kept for polling was locked in my presence with due identification marks placed by me. The voting facility was made available to those Equity shareholders who had attended the AGM in Person or by Proxy or by authorised representation and not voted earlier through Remote e-voting.
- v. The locked ballot box was opened after conclusion of AGM in the presence of two witnesses, **Ms. Tejaswi Zope** and **Ms. Urvashi Khanna** who are not in the employment of the Company and have signed below in the confirmation.
- vi. The ballot papers were diligently scrutinized and reconciled with the records maintained by the Company and Link Intime India Private Limited, Registrar and Transfer Agents ('R&T') and the authorisations / proxies lodged with the Company.
- vii. The ballot papers not supported by relevant attendance slips have been kept separately and not considered for the purpose of our report.
- viii. After counting of votes cast at the AGM, the votes cast through Remote e-voting were also unblocked in the presence of aforesaid two witnesses who have also signed below in the confirmation.



Tejaswi Zope



Urvashi Khanna

Based on the report of Remote e-voting generated from the portal of NSDL and report of poll generated with the assistance of R&T, the combined result of the voting at AGM is as under:-



ORDINARY BUSINESS:

Item No. 1

Ordinary Resolution for adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31st March, 2018.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	60	24,60,760	100.00
Ballot at AGM	42	3,49,13,969	100.00
Total	102	3,73,74,729	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	0	0	0
Ballot at AGM	0	0	0
Total	0	0	0

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
	0	0

The resolution was passed with requisite majority.



Item No. 2

Ordinary Resolution for declaration of Dividend for the financial year ended 31st March, 2018 on Equity Shares of the Company.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	60	24,60,760	100.00
Ballot at AGM	42	3,49,13,969	100.00
Total	102	3,73,74,729	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	0	0	0
Ballot at AGM	0	0	0
Total	0	0	0

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



Item No. 3

Ordinary Resolution for re-appointment of Ms. Jyoti R. Doshi (DIN-00095732) who retires by rotation and being eligible offers herself for re-appointment.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	55	23,89,487	97.10
Ballot at AGM	42	3,49,13,969	100.00
Total	97	3,73,03,456	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	5	71,273	2.90
Ballot at AGM	0	0	0
Total	5	71,273	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



Item No. 4

Ordinary Resolution under Section 139 of the Companies Act, 2013 for ratification of the appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company to hold the office from the conclusion of this meeting until the conclusion of the next AGM of the Company.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	57	24,58,275	99.90
Ballot at AGM	42	3,49,13,969	100.00
Total	99	3,73,72,244	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	3	2,485	0.10
Ballot at AGM	0	-	-
Total	3	2,485	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



SPECIAL BUSINESS:

Item No. 5

Special Resolution pursuant to the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 for re-appointment of Mr. Rajas R. Doshi as Managing Director designated as Chairman & Managing Director of the Company for a further period of 5 (five) years w.e.f.1st July, 2018 to 30th June, 2023.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	58	24,60,332	99.98
Ballot at AGM	42	3,49,13,969	100.00
Total	100	3,73,74,301	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	2	428	0.02
Ballot at AGM	0	0	0
Total	2	428	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



Item No. 6

Special Resolution pursuant to the regulation 17 of SEBI (LODR) (Amendment) Regulations, 2018 for continuation of Directorship of Mr. Nachimuthu Balakrishnan (DIN 00095804) as the Non-Executive Independent Director of the Company who has attained the age of 80 years up to his term ending on 15th March, 2020.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	58	24,60,365	99.98
Ballot at AGM	42	3,49,13,969	100.00
Total	100	3,73,74,334	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	2	395	0.02
Ballot at AGM	0	0	0
Total	2	395	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



Item No. 7

Special Resolution pursuant to the regulation 17 of SEBI (LODR) (Amendment) Regulations, 2018 for continuation of Directorship of Mr. Pandurang D. Kelkar (DIN 00255935) as the Non-Executive Independent Director of the Company who has attained the age of 84 years up to his term ending on 3rd August, 2020.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	55	24,58,033	99.89
Ballot at AGM	42	3,49,13,969	100.00
Total	97	3,73,72,002	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	5	2,727	0.11
Ballot at AGM	0	0	0
Total	5	2,727	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



Item No. 8

Ordinary Resolution under Section 148(3) of the Companies Act, 2013 for ratifying the remuneration of Cost Auditor of the Company for the financial year 2017-18.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	58	24,60,530	99.99
Ballot at AGM	42	3,49,13,969	100.00
Total	100	3,73,74,499	-

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote E-voting	2	230	0.01
Ballot at AGM	-	-	-
Total	2	230	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.



Notes:

1. *Percentage beyond 2 decimal points ignored under Rounding off.
2. Votes cast by shareholder under two folios in one ballot form, treated as two separate ballot forms.

The ballot papers and all other relevant records will be handed over to the Company Secretary in due course of time.

Date: 20th July, 2018
Place: Thane



JHR & Associates
Company Secretaries


J. H. Ranade
Partner
(FCS: 4317, CP:2520)

Countersigned and Received the Report :


Chairman & Managing Director



Place: Mumbai
Date: 21st July, 2018