

Date: 27-07-2018

To,

The Secretary  
Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

Dear Sir,

**Sub: - Disclosure of Voting Results of the 40<sup>th</sup> Annual General Meeting of the Company Singer India Limited held on 26<sup>th</sup> July, 2018**

This is in reference to the captioned matter, the following are enclosed:

1. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 Voting Result of the remote e-voting, Poll and Postal Ballot conducted at the AGM, and
2. Consolidated report of the Scrutinizer on the remote e-voting and on the Poll conducted at the AGM.

This is for your kind information and record.

Yours faithfully

**For Singer India Limited**



**Richin Sangwan**  
Company Secretary

Encl:- As above

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**SINGER INDIA LIMITED**

Registered & Head Office : A-26/4, 2<sup>nd</sup> Floor, Mohan Cooperative Industrial Estate, New Delhi-110044

Tel. : +91-11-40617777 Fax : +91-11-40617799 Toll Free No. 1800-103-3474

E-mail : mail@singerindia.net Website : www.singerindia.net

CIN : L52109DL1977PLC025405



26-07-2018	Date of AGM
16346	Total no. of shareholders on record date i.e. 29-07-2016
001 140	No. of shareholders present in the meeting either in person or through proxy: - Promoter & Promoter Group - Public
Not Applicable	No. of shareholders attended the meeting through Video Conferencing - Promoter & Promoter Group - Public

1. Adoption of audited Balance Sheet, Statement of Profit & Loss, Report of the Directors and Auditors for the Financial Year ended on 31st March, 2018										
Resolutions required : Ordinary Resolution	Whether promoter/promoter group are interested in the agenda/ resolution	No	Total no. of shares held	Mode of Voting	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled	% of votes against on votes polled
		1			2	$3 = \frac{[(2)/(1)] * 100}{100}$	4	5	$6 = \frac{[(4)/(2)] * 100}{100}$	$7 = \frac{[(5)/(2)] * 100}{100}$
Promoter & Promoter Group			32143152	E- Voting	0.00	0.00	0	0	0.00	0.00
				Poll	32143152	100	32143152	0	100	100
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Public- Institutionals			471415	E- Voting	0	0.00	0	0	0.00	0.00
				Poll	0	0.00	0	0	0.00	0.00
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Public- Non Institutions			21101108	E- Voting	27623	0.13	4123	23500	14.93	85.07
				Poll	2423	0.01	2423	0	0.00	0.00
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Total			53715675		32173198	59.90	32149698	23500	99.93	0.07
2: Declaration of Dividend on Equity Shares for the financial year ended on 31st March, 2018.										
Resolutions required : Ordinary Resolution	Whether promoter/promoter group are interested in the agenda/ resolution	No	Total no. of shares held	Mode of Voting	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled	% of votes against on votes polled
		1			2	$3 = \frac{[(2)/(1)] * 100}{100}$	4	5	$6 = \frac{[(4)/(2)] * 100}{100}$	$7 = \frac{[(5)/(2)] * 100}{100}$
Promoter & Promoter Group			32143152	E- Voting	0.00	0.00	0	0	0.00	0.00
				Poll	32143152	100	32143152	0	100	100
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Public- Institutionals			471415	E- Voting	0	0.00	0	0	0.00	0.00
				Poll	0	0.00	0	0	0.00	0.00
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Public- Non Institutions			21101108	E- Voting	27623	0.13	27623	0	100	0.00
				Poll	2423	0.01	2423	0	100	0.00
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Total			53715675		32173198	59.90	32173198	0	100	0.00
3: Re-appointment of Mr. Gavin Walker (DIN-01216863) as a Director who retires by rotation										
Resolutions required : Ordinary Resolution	Whether promoter/promoter group are interested in the agenda/ resolution	No	Total no. of shares held	Mode of Voting	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled	% of votes against on votes polled
		1			2	$3 = \frac{[(2)/(1)] * 100}{100}$	4	5	$6 = \frac{[(4)/(2)] * 100}{100}$	$7 = \frac{[(5)/(2)] * 100}{100}$
Promoter & Promoter Group			32143152	E- Voting	0	0.00	0	0	0.00	0.00
				Poll	32143152	100	32143152	0	100	100
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Public- Institutionals			471415	E- Voting	0	0.00	0	0	0.00	0.00
				Poll	0	0.00	0	0	0.00	0.00
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Public- Non Institutions			21101108	E- Voting	27623	0.13	27623	0	100	0.00
				Poll	2423	0.01	2423	0	100	0.00
				Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA
Total			53715675		32173198	59.90	32173198	0	100	0.00

  
 Richard Ngwan  
 Company Secretary  
 For Singtel India Limited

Resolution required : Ordinary Resolution	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Public- Non Institutions	E- Voting	21101108	27623	0.13	3973	23650	14.38	85.62	0.00	0.00	0.00	0.00
	Poll		2423	0.01	2423	0	100.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total		53715675	32173198	59.90	32149548	23650	99.93	0.07				
<b>4. Appointment of Statutory Auditor and fix their remuneration.</b>												
Whether promoter/promoter group are interested in the agenda/ resolution	Category	Total no. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled	% of votes against on votes polled				
No		1	2	$3 = \frac{[(2)/(1)] * 100}{}$	4	5	$6 = \frac{[(4)/(2)] * 100}{}$	$7 = \frac{[(5)/(2)] * 100}{}$				
	Promoter & Promoter Group	32143152	32143152	100	32143152	0	100	0.00	0.00	0.00	0.00	0.00
			NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Public- Institutionals	471415	0	0.00	0	0	0.00	0.00	0.00	0.00	0.00	0.00
			0	0.00	0	0	0.00	0.00	0.00	0.00	0.00	0.00
	Public- Non Institutions	21101108	27623	0.13	3973	23650	14.38	85.62	0.00	0.00	0.00	0.00
			2423	0.01	2423	0	100.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total		53715675	32173198	59.90	32149548	23650	99.93	0.07				
<b>5. Variation in terms of remuneration paid or payable to Mr. Rajeev bajaj, Managing Director (DIN:02284467) of the Company with effect from:1st day of July,2018</b>												
Resolution required : Special Resolution	Category	Total no. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favor	No. of votes against	% of Votes in favor on votes polled	% of votes against on votes polled				
No		1	2	$3 = \frac{[(2)/(1)] * 100}{}$	4	5	$6 = \frac{[(4)/(2)] * 100}{}$	$7 = \frac{[(5)/(2)] * 100}{}$				
	Promoter & Promoter Group	32143152	32143152	100	32143152	0	100	0.00	0.00	0.00	0.00	0.00
			NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Public- Institutionals	471415	0	0.00	0	0	0.00	0.00	0.00	0.00	0.00	0.00
			0	0.00	0	0	0.00	0.00	0.00	0.00	0.00	0.00
	Public- Non Institutions	21101108	27623	0.13	3883	23740	14.06	85.94	0.00	0.00	0.00	0.00
			2423	0.01	2423	0	100	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total		53715675	32173198	59.90	32149458	23740	99.93	0.07				

For Singer India Limited  
(Richin Sankaran)  
Company Secretary

**Hari Om Gulati**  
**Practicing Company Secretary, Membership No. FCS 5462, CP No. 9337**  
**6/28, Jang Pura Extension, New Delhi-110014, Phone: 9810846326,**  
**Email:hogulati@gmail.com**

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**Form No. MGT-13**  
**Scrutinizer's Report**  
**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies**  
**(Management and Administration) Rules, 2014]**

To,  
The Chairman  
40<sup>th</sup> Annual General Meeting of the Members of the Company  
Singer India Limited (the Company)

Date of Meeting: July 26, 2018  
Time of Meeting: At 03:00 P.M.  
Venue of the Meeting: PHD House, 4/2, Siri Institutional Area,  
August Kranti Marg, New Delhi- 110016

Dear Sir,

I, Hari Om Gulati, a practicing Company Secretary, having its office 6/28, Jang Pura Extension New Delhi-110014, was appointed as Scrutinizer of M/s Singer India Limited (Company) for remote e-voting and voting at the Annual General Meeting in respect of the below mentioned resolutions considered at 40<sup>th</sup> Annual General Meeting of the Members of the Company as per notice dated June 18, 2018

The Notice dated June 18, 2018 convening the 40<sup>th</sup> Annual General Meeting along with statement setting out material facts under Section 102 of the Companies Act 2013 ("Act") were sent to the shareholders in respect of the below mentioned resolutions considered at Annual General Meeting of the Members of the Company held on Thursday, 26<sup>th</sup> July, 2018.

The Company has availed the remote e-voting facilities offered by Central Depository Services Limited (CDSL) for conducting e-voting by the shareholders of the Company.

The remote e-voting period remained open from Monday, July 23, 2018 (9:00 am IST) and concluded on Wednesday, July 25, 2018 (5:00 pm IST).

The shareholders holding shares as on Thursday, July 19, 2018 (Cut-off date) were entitled to vote on the proposed resolutions as set out in the Notice of the Annual General Meeting of the Company.

Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who have attended the meeting and have not cast their vote earlier through remote e-voting.

After the time fixed for voting through poll at Annual General Meeting venue, i.e. between 03.15 P.M to 03.45 P.M, ballot boxes kept for polling were locked in my presence with due identification Marks placed by me.

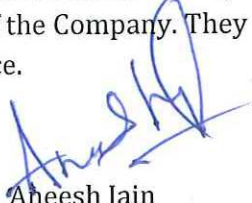
The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. MCS Share



Transfer Agent Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The votes were unblocked on Thursday, 26<sup>th</sup> July 2018 around 03.50 P.M in the presence of two witnesses, Mr. Samiran Santra R/o F-2, Second Floor, Double Storey, Motia Khan, Paharganj, New Delhi- 110055, and Mr. Aneesh Jain R/o. A-103, First Floor, Anand Lok Apartment, Mayur Vihar Phase-1, Delhi- 110091 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Samiran Santra

  
Aneesh Jain

Based on the data downloaded from official website of the Central Depositories Services Limited (CSDL) for the e-voting process and poll conducted at the Annual General Meeting venue, we now submit our combined report (e-voting and Poll) as under:

**Item No 1: -**

Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2018 and the statement of Profit & Loss for the financial year ended on that date together with the reports of the Directors and Auditors thereon.

i) Vote in favor of the resolution

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
103	32149698	99.93

ii) Voted Against the resolution:

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
1	23500	0.07

iii) Invalid votes:

<u>Total number of members whose votes were declared invalid</u>	<u>Total number of votes cast by them</u>
1	10



**Item No 2:-**

Ordinary Resolution to declare a dividend on equity shares for the financial year ended on 31<sup>st</sup> March, 2018.

i) Vote in favor of the resolution

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>104</u>	<u>32173198</u>	<u>100</u>

ii) Voted Against the resolution:

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>NIL</u>	<u>NIL</u>	<u>NIL</u>

iii) Invalid votes:

<u>Total number of members whose votes were declared invalid</u>	<u>Total number of votes cast by them</u>
<u>1</u>	<u>10</u>

**Item No 3 :-**

Ordinary Resolution to appoint a Director in place of Mr. Gavin Walker (DIN : 01216863), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

i) Vote in favor of the resolution

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>101</u>	<u>32149548</u>	<u>99.93</u>

ii) Voted Against the resolution:

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>3</u>	<u>23650</u>	<u>0.07</u>

iii) Invalid votes:

<u>Total number of members whose votes were declared invalid</u>	<u>Total number of votes cast by them</u>
<u>1</u>	<u>10</u>

**Item No 4 :-**

Ordinary Resolution to ratify the appointment of M/s BSR & Co. LLP, Chartered Accountants (Firm Registration No.101248W/W-100022) as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting, on such remuneration as may be determined by the Board of Directors in consultation with the Auditors.

i) Vote in favor of the resolution

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>101</u>	<u>32149548</u>	<u>99.93</u>

ii) Voted Against the resolution:

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>3</u>	<u>23650</u>	<u>0.07</u>

iii) Invalid votes:

<u>Total number of members whose votes were declared invalid</u>	<u>Total number of votes cast by them</u>
<u>1</u>	<u>10</u>

**Item No.5:-**

Special Resolution for variation in terms of remuneration paid or payable to Mr. Rajeev Bajaj, Managing Director (DIN: 02284467) of the Company with effect from 1<sup>st</sup> Day of July, 2018.

i) Vote in favor of the resolution

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>100</u>	<u>32149458</u>	<u>99.93</u>

ii) Voted Against the resolution:

<u>Number of members voted</u>	<u>Numbers of votes cast by them</u>	<u>% of total number of valid votes cast (Favour and Against)</u>
<u>4</u>	<u>23740</u>	<u>0.07</u>

iii) Invalid votes:

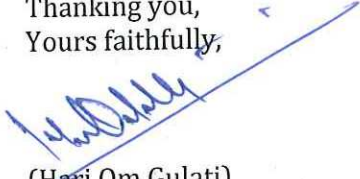
<u>Total number of members whose votes were declared invalid</u>	<u>Total number of votes cast by them</u>
<u>1</u>	<u>10</u>



The poll paper and all other papers and relevant records shall remain in the safe custody of Scrutinizer, until the Chairman signed the minutes of this Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of the Company.

A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you,  
Yours faithfully,



(Hari Om Gulati)  
Practicing Company Secretary  
Membership No. FCS 5462, CP No. 9337  
6/28, Jang Pura Extension  
New Delhi-110014

Place: New Delhi  
Date: 26<sup>th</sup> July, 2018