



**SHALIMAR  
PAINTS**

07<sup>th</sup> July, 2018

**The Listing Department  
BSE Limited  
P.J. Towers, 1<sup>st</sup> Floor, Dalal Street,  
Mumbai – 400001**

**The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G-Block, Bandra –  
Kurla Complex  
Bandra (E), Mumbai – 400051**

**BSE Srip Code: 509874**

**NSE Symbol: SHALPAINTS**

**SUBJECT: DETAILS OF RESULT OF POSTAL BALLOT, PURSUANT TO REGULATION 44  
OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)  
REGULATIONS, 2015**

Dear Sirs,

This is in reference to the captioned subject, pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith details of voting results of the Postal Ballot, declared by the Company on 07<sup>th</sup> July, 2018. The resolutions set out in the Postal Ballot Notice was approved by the Shareholders of the Company with requisite majority.

Thanking You,

For Shalimar Paints Limited

**Nitin Gupta  
Company Secretary**



Encl: a/a



THE ART & SCIENCE OF PAINTS

**Shalimar Paints Ltd.**

**Regd. Office:** Stainless Centre, 4th Floor, Plot No. 50, Sector- 32, Gurugram-122001, Haryana (India)

**B:** +91 124 461 6600 **F:** +91 124 461 6659

**E:** askus@shalimarpaints.com | www.shalimarpaints.com | **CIN:** L24222HR1902PLC065611



**SHALIMAR  
PAINTS**

**DECLARATION OF RESULT OF POSTAL BALLOT**

In terms of Section 110 of the Companies Act 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), members approval was sought for the resolutions appended to the Postal Ballot Notice dated 23<sup>rd</sup> May, 2018, The Postal Ballot Notice containing one Ordinary Resolution and three Special Resolutions together with the Statement annexed to the Postal Ballot Notice was sent to all the shareholders on 04<sup>th</sup> June, 2018 and the last date for receipt of Postal Ballot forms from the shareholders was 06<sup>th</sup> July, 2018.

Ms. Manisha Rawat of M/s Manisha Rawat & Associates, Practicing Company Secretary, was appointed as Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. The Scrutiniser has submitted his report and the postal ballot results are as follows:

<b>Date of declaration of result of Postal Ballot</b>	07 <sup>th</sup> July, 2018
<b>Total Number of Shareholders on record date</b>	As on record date i.e., 18 <sup>th</sup> May, 2018, No. of shareholders were 14749
<b>No. of shareholders present in meeting either in person or through proxy: Promoter and Promoter Group Public</b>	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing Promoter and Promoter Group Public</b>	Not Applicable

**Detail of Agenda**

S. No.	Agenda Item	Resolution type (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	Remarks
1	Increase in Authorised Share Capital and consequent alteration to the capital clause of Memorandum of Association	Ordinary	Postal Ballot/ E-Voting	Resolution passed with requisite majority
2	Alteration of Article of Association	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority
3	Consideration and Approval of the Rights Issue	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority
4	Increase in the limit of total shareholding of all registered Foreign Portfolio Investors (FPIs)/ Registered Foreign Institutional Investors (FIIs) put together from 24% to 49% of the paid up equity share capital of the Company	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority



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**RESOLUTION NUMBER: 1****INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION**

Resolution required: (Ordinary/ Special)	Ordinary
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
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	14191462	14191362	100.00	14191362	0	99.9993	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public - Institutional holders	E-Voting	799085	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public - Non Institutional holders	E-Voting	7507798	127365	1.6964	127114	251	99.8029	0.1971
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		4373	0.0000	4343	30	0.0000	0.0000
<b>TOTAL</b>		<b>22498345</b>	<b>14323100</b>	<b>63.6629</b>	<b>14322819</b>	<b>281</b>	<b>99.9980</b>	<b>0.0020</b>

**"RESOLVED THAT** in accordance with the provisions of Sections 13 and 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 8,00,00,000/- (Rupees Eight Crore Only) divided into 4,00,00,000 (Four Crore) equity shares of Rs. 2/- (Rupees Two only) each to Rs. 20,00,00,000/- (Rupees Twenty Crore Only) by creation of additional 6,00,00,000 (Six Crore) equity shares of Rs. 2/- (Rupees Two Only) each and consequently, the existing Clause 5 of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause 5:

*"5. The Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore Only) consisting of 10,00,00,000 (Ten Crore) equity shares of Rs. 2/- (Rupees Two Only) each."*

**RESOLVED FURTHER THAT** the Board of Directors ('the Board', which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to



this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company."

*The above resolution is passed with the requisite majority.*

**RESOLUTION NUMBER: 2**

**ALTERATION OF ARTICLES OF ASSOCIATION**

<b>Resolution required: (Ordinary/ Special)</b>	Special
<b>Whether promoter/ promoter group are interested in the agenda/ resolution</b>	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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	14191462	14191362	100.00	14191362	0	99.9993	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutional holders	E-Voting	799085	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutional holders	E-Voting	7507798	127365	1.6964	127114	251	99.8029	0.1971
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		4373	0.0000	4343	30	0.0000	0.0000
<b>TOTAL</b>		<b>22498345</b>	<b>14323100</b>	<b>63.6629</b>	<b>14322819</b>	<b>281</b>	<b>99.9980</b>	<b>0.0020</b>

**“RESOLVED THAT** pursuant to provisions of section 14 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the “Act”) read with the rules framed there under and subject to such other approvals, permission and consents as may be required, approval of the members be and is hereby accorded to alter Clause 4 of Articles of Association of the Company and consequently, the existing Clause 4 of the Articles of Association of the Company be and is hereby altered and substituted by the following as new Clause 4:

*“The Authorised Share Capital of the Company is as mentioned in Clause 5 of the Memorandum of Association of the Company with power of the Board of Directors to sub-divide, consolidate and increase and with power from time to time, issue any shares of the original capital with the subject to any preferential, qualified or special rights , privilege or condition as may be, though fit, and upon the subdivision of shares aspiration the right to participate in profits in any manner as between the shares resulting from sub-division.”*



**RESOLVED FURTHER THAT** the Board of Directors ('the Board', which term shall include any Committee authorised by the Board to exercise its powers including powers conferred on the Board by this resolution) of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company."

*The above resolution is passed with the requisite majority.*

**RESOLUTION NUMBER: 3**

**CONSIDERATION AND APPROVAL OF THE RIGHTS ISSUE**

<b>Resolution required: (Ordinary/ Special)</b>	Special
<b>Whether promoter/ promoter group are interested in the agenda/ resolution</b>	Yes*

\* Promoters are deemed to be interested in the resolution to the extent of their shareholding interest in the Company.

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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	14191462	14191362	100.00	14191362	0	99.9993	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutional holders	E-Voting	799085	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Non Institutional holders	E-Voting	7507798	127365	1.6964	127114	251	99.8029	0.1971
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		4373	0.0000	3358	1015	0.0000	0.0000
<b>TOTAL</b>		<b>22498345</b>	<b>14323100</b>	<b>63.6629</b>	<b>14321834</b>	<b>1266</b>	<b>99.9912</b>	<b>0.0088</b>

**“RESOLVED THAT** pursuant to provisions of Section 62(1) and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) for the time being in force, and in accordance with provisions of the Memorandum and Articles of Association of the Company and regulation / guidelines, if any, and such amendments and modifications prescribed by the Government of India (“GOI”), the Reserve Bank of India (“RBI”), the Securities and Exchange Board of India



("SEBI") and the Stock Exchanges where the equity shares of the Company are listed or statutory, governmental and other authorities and Departments, within or outside India, from time to time, to the extent applicable and subject to approvals, consents, permissions and sanctions as might be required and subject to such conditions as may be prescribed while granting such approvals, consent, permissions or sanctions and subject to such conditions and modifications which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include any Committee(s) constituted / to be constituted by the Board to exercise its powers including the power conferred by this Resolution), the consent of the members of the Company be and is hereby accorded to offer and issue (on such terms as is permitted by applicable law), equity shares, (the "Rights Issue") for an amount not exceeding Rs. 3,00,00,00,000/- (Rupees Three Hundred Crore Only), for cash to the existing shareholders of the Company whose names appear on the Register of Members of the Company on a record date and in the ratio and price to be determined by the Board.

**RESOLVED FURTHER THAT** the Equity Shares issued shall rank pari passu with the existing shares of the Company in all respect.

**RESOLVED FURTHER THAT** the unsubscribed portion, if any, of the shares after considering the applications received from Rights Issue, noted above shall be disposed of in such manner, as the Board deems fit and proper at its absolute discretion and as most beneficial to the Company.

**RESOLVED FURTHER THAT** the Board shall be entitled to issue in consultation with and subject to the approval, if necessary, of any concerned authority, appropriate Offer Document, as the Board may at its absolute discretion think fit including applicable regulations not limited to the provisions relating to renunciation, payment of subscription monies by installments, listing of the new Equity Shares with the Stock Exchanges, issue opening and closing dates, extension of the issue closing date, price for equity shares, to vary the size of the issue, appoint Lead Managers, Bankers and other intermediaries or other agencies concerned and such other terms & conditions as may be necessary or stipulated in such Offer Document, and the Board be and is hereby expressly authorized and empowered to accept such variation and modification as the RBI / SEBI or any other concerned authority may stipulate in that behalf and to also at its discretion to amend, modify, vary or alter all or any other terms of the issue including the basis or proportion of the offer to be made to the aforesaid categories of persons noted above accordingly including the right to increase, decrease or recalculate the number of Equity Shares to be offered and alter the terms as to issue price, including, premium and their entitlement thereto and in the Offer Document, and all such other terms and conditions of offer as are necessary or expedient in the discretion of the Board and/ or may have to be incorporated on account of any modifications or amendment required or accepted by any concerned authority."

*The above resolution is passed with the requisite majority.*

**RESOLUTION NUMBER: 4**

**INCREASE IN THE LIMIT OF TOTAL SHAREHOLDING OF ALL REGISTERED FOREIGN PORTFOLIO INVESTORS (FPIs)/ REGISTERED FOREIGN INSTITUTIONAL INVESTORS (FIIs) PUT TOGETHER FROM 24% TO 49% OF THE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY**

<b>Resolution required: (Ordinary/ Special)</b>	Special
<b>Whether promoter/ promoter group are interested in the agenda/ resolution</b>	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14191462	14191362	100.00	14191362	0	99.9993	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutional holders	E-Voting	799085	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public - Non Institutional holders	E-Voting	7507798	127365	1.6964	127114	251	99.8029	0.1971
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		4373	0.0000	4343	30	0.0000	0.0000
<b>TOTAL</b>		<b>22498345</b>	<b>14323100</b>	<b>63.6629</b>	<b>14322819</b>	<b>281</b>	<b>99.9980</b>	<b>0.0020</b>

“**RESOLVED THAT** pursuant to the provisions of the Foreign Exchange Management Act, 1999 (FEMA), the Foreign Exchange Management (Transferor Issue of Security by a Person Resident Outside India) Regulations, 2000 (Regulations) as amended up to date, the current Consolidated Foreign Direct Investment Policy Circular of 2016, the Companies Act, 2013 as amended, Companies Act, 1956, to the extent that such provisions have not been superseded by the Companies Act, 2013 and all other applicable Rules, Schedules, Regulations, Circulars, Directions, Notifications, Press Notes, Guidelines and Laws (including any statutory modifications or re-enactment thereof for the time being in force) and subject to all applicable approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities while granting such approvals, permissions, sanctions, consent of the members of the Company be and is hereby accorded to the Board of Directors to increase the total shareholding limit of foreign investments by a Foreign Portfolio Investors (FPIs) and/ Foreign Institutional Investors (FIIs) as defined and registered under the relevant regulations by the Securities and Exchange Board of India (SEBI) on their own account and on behalf of each of their SEBI approved subaccounts by whatever name called, to acquire and hold equity shares of the Company by acquisition through secondary market route under the “Foreign Portfolio Investment Scheme” under FEMA and regulations framed thereunder, up to an aggregate limit upto 49% of the paid-up equity share capital of the Company, provided however that the shareholding of foreign investors including FPIs or FIIs, on its own account and on behalf of each of their SEBI approved sub-accounts in the Company, shall not exceed such limits as may be prescribed from time to time, under applicable Acts, Laws, Rules and Regulations.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which shall include any committee which the Board may constitute, or any Director/Officer authorized by the Board for this purpose) be and is hereby authorized to do all such acts, deeds, matters and things and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto including raising limit from 24% to 49% of the paid up equity share capital of the Company without requiring to secure any further consent or



approval of the members of the Company and to file necessary form(s) and document(s) with Registrar of Companies, Reserve Bank of India and other concerned authorities and/or departments.”

*The above resolution is passed with the requisite majority.*



**For Shalimar Paints Limited**



**Nitin Gupta**

**Company Secretary**

**Membership No. FCS8485**

**Regd. Off.: Stainless Centre, 4<sup>th</sup> Floor,**

**Plot No. 50, Sector-32,**

**Gurugram, Haryana - 122001**

**Date : 07<sup>th</sup> July, 2018**

**Place : Gurugram**



# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

## SCRUTINIZER'S REPORT ON E-VOTING/POSTAL BALLOT FOR SHALIMAR PAINTS LIMITED

{pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2015.}

The Managing Director  
Shalimar paints Limited  
Stainless Centre, 4th Floor, Plot No. 50,  
Sector 32, Gurugram,  
Haryana - 122001

Postal Ballot/e-voting of Shalimar Paints Limited

**Subject: Passing of resolutions through electronic voting/postal ballot pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Amendment Rules, 2015.**

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of Shalimar Paints Limited. (hereinafter referred to as the "Company") on 23<sup>rd</sup> May, 2018, I was appointed as an Scrutinizer for the e-voting and postal ballot process in a fair and transparent manner, as mentioned under Rule 20(4)(ix) and Rule 22(5) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions set out in the Notice dated 23<sup>rd</sup> May, 2018.

The Company engaged Central Depositories Services India Limited ("CDSL") an e- voting platform as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on all special businesses sought to be transacted vide postal ballot notice dated 23<sup>rd</sup> May, 2018. CDSL e- voting platform had set up e-voting facility on their website [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of the business to be transacted on the website of the Company and also on the website of Service Provider to facilitate their shareholders to cast their vote through e-voting.

As on the cutoff date for dispatch of Notice i.e. 18<sup>th</sup> May, 2018, there were 14,749 Shareholders of the Company. The postal ballot notice was sent through email to 10389 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA and in the physical form to 4360 shareholders.

The Notice sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Companies (Management and Administration) Amendment Rules, 2015.



Office address: B-603, Gayatri Apartments, Plot N0.27, Sector-10, Dwarka, Delhi-110075

Communication Address: A-1/B, Third Floor (T-2), Sector-16, NOIDA-201301, U.P.

Email: [manisharawatfcs@gmail.com](mailto:manisharawatfcs@gmail.com); [mrawatandassociates@gmail.com](mailto:mrawatandassociates@gmail.com); ☎: +91-9999016929, 0120-4227699


# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

The cutoff date (Record date) for the purposes of identifying the Shareholders who were entitled to vote on the resolutions placed for the approval of the shareholders was 18.05.2018. The e-voting facility was kept open from 7<sup>th</sup> June, 2018 (09.00 A.M.) to 6<sup>th</sup> July, 2018 (05.00 P.M.)

Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published 21 days before the date of declaration of postal ballot result i.e., 7<sup>th</sup> July 2018 in Financial Express – All Editions (English Language) and Jansatta – Delhi Edition (Hindi Language) both dated 5<sup>th</sup> June, 2018. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h) of Companies (Management and Administration) Amendment Rules, 2015.

At the end of the voting period on July 6, 2018 at 5.00 P.M. the voting Portal of the service provider was blocked forthwith. On July 6, 2018 after closing of the voting, the votes cast through e-voting facility were duly unblocked by me as a Scrutinizer in the presence of Ms. Gurpreet Kaur and Ms. Diksha Garg who acted as the witnesses, as prescribed in sub Rule (4)(xii) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.

  
.....  
Diksha Garg  
ACS No. 51676

  
.....  
Gurpreet Kaur  
PAN- BYVPB1930Q

Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.



Office address: B-603, Gayatri Apartments, Plot N0.27, Sector-10, Dwarka, Delhi-110075  
Communication Address: A-1/B, Third Floor (T-2), Sector-16, NOIDA-201301, U.P.  
Email: [manisharawatfcs@gmail.com](mailto:manisharawatfcs@gmail.com); [mrawatandassociates@gmail.com](mailto:mrawatandassociates@gmail.com); ☎: +91-9999016929, 0120-4227699

# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

As a Scrutinizer the report of the e-voting carried by the shareholders was duly complied, the detail of which are as follows.

## RESOLUTION NO. 1 - ORDINARY RESOLUTION FOR INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION

### (i) Voted in favour of the Resolution:

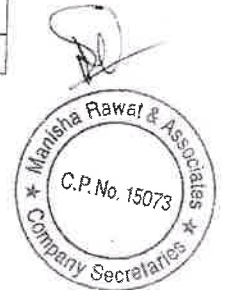
No. of Members who cast their votes		Number of Votes cast in favour	Total number of votes casted	% age of the Total valid votes received (aggregate of e-voting and physical)
Electronic	47	14318476	14318727	-
Physical	17	4343	4373	-
<b>Total</b>	<b>64</b>	<b>14322819</b>	<b>14323100</b>	<b>99.9980</b>

### (ii) Voted against the Resolution:

No. of Members who cast their votes electronically		Total Number of Votes cast against the resolution	Total number of votes casted	% age of the Total valid votes received
Electronic	1	251	14318727	-
Physical	1	30	4373	-
<b>Total</b>	<b>2</b>	<b>281</b>	<b>14323100</b>	<b>00.0020</b>

### (iii) Invalid Votes:

No. of Members who cast their votes		Reasons for rejection
Electronic	NIL	NIL
Physical	5	4 Incomplete forms received and 1 sign mismatch
<b>Total</b>	<b>5</b>	



Office address: B-603, Gayatri Apartments, Plot N0.27, Sector-10, Dwarka, Delhi-110075

Communication Address: A-1/B, Third Floor (T-2), Sector-16, NOIDA-201301, U.P.

Email: [manisharawatfcs@gmail.com](mailto:manisharawatfcs@gmail.com); [mrawatandassociates@gmail.com](mailto:mrawatandassociates@gmail.com); ☎: +91-9999016929, 0120-4227699

# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

## RESOLUTION NO. 2 - SPECIAL RESOLUTION FOR ALTERATION IN ARTICLES OF ASSOCIATION

### (i) Voted in favour of the Resolution:

No. of Members who cast their votes		Number of Votes cast in favour	Total number of votes casted	% age of the Total valid votes received (aggregate of e-voting and physical)
Electronic	47	14318476	14318727	-
Physical	17	4343	4373	-
<b>Total</b>	<b>64</b>	<b>14322819</b>	<b>14323100</b>	<b>99.9980</b>

### (ii) Voted against the Resolution:

No. of Members who cast their votes electronically		Total Number of Votes cast against the resolution	Total number of votes casted	% age of the Total valid votes received
Electronic	1	251	14318727	-
Physical	1	30	4373	-
<b>Total</b>	<b>2</b>	<b>281</b>	<b>14323100</b>	<b>0.0020</b>

### (iii) Invalid Votes:

No. of Members who cast their votes		Reasons for rejection
Electronic	NIL	NIL
Physical	5	4 Incomplete forms received and 1 sign mismatch
<b>Total</b>	<b>5</b>	



Office address: B-603, Gayatri Apartments, Plot N0.27, Sector-10, Dwarka, Delhi-110075  
Communication Address: A-1/B, Third Floor (T-2), Sector-16, NOIDA-201301, U.P.  
Email: [manisharawatfcs@gmail.com](mailto:manisharawatfcs@gmail.com); [mrawatandassociates@gmail.com](mailto:mrawatandassociates@gmail.com); ☎: +91-9999016929, 0120-4227699

# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

## RESOLUTION NO. 3 – SPECIAL RESOLUTION FOR CONSIDERING AND APPROVAL OF RIGHTS ISSUE .

### (i) Voted in favour of the Resolution:

No. of Members who cast their votes		Number of Votes cast in favour	Total number of votes casted	% age of the Total valid votes received (aggregate of e-voting and physical)
Electronic	47	14318476	14318727	-
Physical	15	3358	4373	-
<b>Total</b>	<b>62</b>	<b>14321834</b>	<b>14323100</b>	<b>99.9912</b>

### (ii) Voted against the Resolution:

No. of Members who cast their votes electronically		Total Number of Votes cast against the resolution	Total number of votes casted	% age of the Total valid votes received
Electronic	1	251	14318727	-
Physical	3	1015	4373	-
<b>Total</b>	<b>4</b>	<b>1266</b>	<b>14323100</b>	<b>0.0088</b>

### (iii) Invalid Votes:

No. of Members who cast their votes		Reasons for rejection
Electronic	NIL	NIL
Physical	5	4 Incomplete forms received and 1 sign mismatch
<b>Total</b>	<b>5</b>	



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 Communication Address: A-1/B, Third Floor (T-2); Sector-16, NOIDA-201301, U.P.  
 Email: [manisharawatfcs@gmail.com](mailto:manisharawatfcs@gmail.com); [mrawatandassociates@gmail.com](mailto:mrawatandassociates@gmail.com); ☎: +91-9999016929, 0120-4227699

# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

**RESOLUTION NO. 4 - SPECIAL RESOLUTION FOR INCREASE IN THE LIMIT OF TOTAL SHAREHOLDING OF ALL REGISTERED FOREIGN PORTFOLIO INVESTORS (FPIs)/REGISTERED FOREIGN INSTITUTIONAL INVESTORS (FIIs) PUT TOGETHER FROM 24% TO 49% OF THE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY**

**(i) Voted in favour of the Resolution:**

No. of Members who cast their votes		Number of Votes cast in favour	Total number of votes casted	% age of the Total valid votes received (aggregate of e-voting and physical)
Electronic	47	14318476	14318727	-
Physical	17	4343	4373	-
<b>Total</b>	<b>64</b>	<b>14322819</b>	<b>14323100</b>	<b>99.9980</b>

**(ii) Voted against the Resolution:**

No. of Members who cast their votes electronically		Total Number of Votes cast against the resolution	Total number of votes casted	% age of the Total valid votes received
Electronic	1	251	14318727	-
Physical	1	30	4373	-
<b>Total</b>	<b>2</b>	<b>281</b>	<b>14323100</b>	<b>0.0020</b>

**(iii) Invalid Votes:**

No. of Members who cast their votes		Reasons for rejection
Electronic	NIL	NIL
Physical	5	4 Incomplete forms received and 1 sign mismatch
<b>Total</b>	<b>5</b>	



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Email: [manisharawatfcs@gmail.com](mailto:manisharawatfcs@gmail.com); [mrawatandassociates@gmail.com](mailto:mrawatandassociates@gmail.com); ☎: +91-9999016929, 0120-4227699

# MANISHA RAWAT & ASSOCIATES

COMPANY SECRETARIES

The Postal Ballot Forms and all other related records are kept in my custody and shall be handed over to Mr. Nitin Gupta, Company Secretary, who is authorized by the Board to supervise the Postal Ballot process.

Since the number(s) of vote(s) cast in favour of the resolution(s) are more than the number of votes cast against the resolution, I hereby report that the above said ordinary resolution/ special resolutions have been duly passed with requisite majority. You may accordingly declare the result of the voting by Postal Ballot.



**MANISHA RAWAT**  
**SCRUTINIZER (C. P. No. 15073)**  
**PROPRIETOR**  
**MANISHA RAWAT & ASSOCIATES**  
**COMPANY SECRETARIES**



Place : Gurugram

Dated: 7<sup>th</sup> July 2018

Office address: B-603, Gayatri Apartments, Plot N0.27, Sector-10, Dwarka, Delhi-110075

Communication Address: A-1/B, Third Floor (T-2), Sector-16, NOIDA-201301, U.P.

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