

August 14, 2018

The General Manager
Corporate Relations Department
Bombay Stock Exchange Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001
Scrip Code No. 532481

Mr. K Hari
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code No. NOIDA TOLL EQ

**Sub : Intimation of Voting Result of 22nd Annual General Meeting of the Company
held on August 14, 2018**

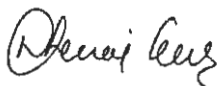
Dear Sirs,

Pursuant to the applicable provisions of the Companies Act 2013 and the SEBI (Listing Obligations and Disclosure Requirements) 2015 (“Listing Regulations”), we write to inform you that the members of the Company at their 22nd Annual General Meeting (“AGM”) held on Tuesday, August 14, 2018 at 9.00 am at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, transacted all the proposed business items as set out in the AGM notice dated May 21, 2018 and passed all the proposed resolutions as set out in the AGM notice with requisite majority except resolution no.2 as Mr. Pradeep Puri has already resigned from Directorship of the Company with effect from August 10, 2018, the agenda item no. 2 relating to his re-appointment in the Notice convening the 22nd Annual General Meeting had no relevance at the said meeting.

In this regard, details of Voting Results as prescribed under Regulation 44 of the Listing Regulations along with Scrutinizer’s Report on remote e-voting and poll conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 alongwith Rules framed thereunder, are attached.

You are requested to take the same on record.

Sincerely



Dhiraj Gera
Company Secretary & Compliance Officer

NAME: **NOIDA TOLL BRIDGE COMPANY LIMITED**

SLNO	DESCRIPTION					
A	DATE OF AGM					
B	BOOK CLOSURE DATE					
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE					
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY					
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	1	0	1	49095007	26.36752
	PUBLIC	199	0	199	1143417	0.61410
	TOTAL	200	0		50238424	26.98162
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					



Shrey Das

Date of the AGM/EGM	NOIDA TOLL BRIDGE COMPANY LIMITED
Total number of shareholders on record date	14-08-2018
No. of shareholders present in the meeting either in person or through proxy:	73022
Promoters and Promoter Group:	1
Public:	199
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ending March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.									
Resolution required: (Ordinary/Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		0	0.0000	00	0	0.0000	0.0000		
	Poll	49095007	49095007	100.0000	49095007	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		49095007	100	49095007	0	100	0		
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000		
	Poll	18880139	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting		437166	0.3698	437166	0	100.0000	0.0000		
	Poll	118219856	887174	0.7504	887174	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		1324340	1.1202	1324340	0	100	0		
	Total	186195002	50419347	27.0788	50419347	0	100.0000	0.0000		



Attest

Resolution No.	ORDINARY - To appoint a Director in place of Mr Pradeep Puri (CIN 00051987), who retires by rotation and being eligible offers himself for re-appointment.									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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										
	49095007	0	0.0000	00	0	0.0000	0.0000			
		49095007	100.0000	00	49095007	0.0000	100.0000			
		0	0.0000	00	0	0.0000	0.0000			
Total		49095007	100	00	49095007	0	100			
Public- Institutions										
	18880139	0	0.0000	00	0	0.0000	0.0000			
		0	0.0000	00	0	0.0000	0.0000			
Total		0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions										
		437166	0.3698	435183	1983	99.5463	0.4536			
		887174	0.7504	3329	883845	0.3752	99.6247			
Total		1324340	1.1202	438512	885828	33.1117	66.8883			
Total	186195002	50419347	27.0788	438512	49980835	0.8697	99.1303			



Pradeep Puri

Resolution No. 3

ORDINARY - To appoint Mrs. Namita Pradhan (DIN 07194008) as an Independent Director of the Company and in this regard to consider, and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	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
Category								
Promoter and Promoter Group	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll	49095007	49095007	100.0000	49095007	0	100.0000	0.0000
	Postal Ballot (if applicable)							
Total			49095007	100	49095007	0	100	0
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll	18880139	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
Total			0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting		437166	0.3698	435188	1978	99.5475	0.4524
	Poll	118219856	887174	0.7504	87174	800000	9.8260	90.1739
	Postal Ballot (if applicable)							
Total			1324340	1.1202	522362	801978	39.4432	60.5568
Total		186195002	50419347	27.0788	49617369	801978	98.4094	1.5906

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Resolution No.	ORDINARY - To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:										
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	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	0	0.0000	00	0	0.0000	0.0000				
	Poll	49095007	100.0000	49095007	0	100.0000	0.0000				
	Postal Ballot (if applicable)										
	Total	49095007	100	49095007	0	100	0.0000				
Public- Institutions											
	E-Voting	0	0.0000	00	0	0.0000	0.0000				
	Poll	18880139	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if applicable)										
	Total	0	0.0000	00	0	0.0000	0.0000				
Public- Non Institutions											
	E-Voting	437136	0.3698	435251	1885	99.5687	0.4312				
	Poll	887174	0.7504	887174	0	100.0000	0.0000				
	Postal Ballot (if applicable)										
	Total	1324310	1.1202	132425	1885	99.8577	0.1423				
	Total	50419317	27.0788	50417432	1885	99.9963	0.0037				

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REPORT
OF
NOIDA TOLL BRIDGE
COMPANY LIMITED

(AGM HELD ON 14TH DAY OF AUGUST, 2018)

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Reg.: 22nd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held on Tuesday, 14th day of August, 2018 at 09:00 A.M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091

I, **Saket Sharma**, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and voting at the Annual General Meeting on resolutions contained in the Notice dated 21st May, 2018 for Annual General Meeting of Noida Toll Bridge Company Limited (hereinafter referred to as the Company), held on 14th day of August, 2018 at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, submit my report as under:

- (1) The members of the Company as on the cut-off date i.e. 07th August, 2018 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 & 2 and Special Businesses being Item Nos. 3 & 4 as set out in the Notice of 22nd Annual General Meeting of the Company).



(ii) The remote e-voting period remained open from 10th August, 2018 (09:00 A.M.) to 13th August, 2018 (05:00 P M). Further, the company provided the facility of voting by poll for the members attending the meeting and who have not exercised their right to vote through remote e-voting.

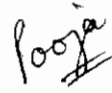
(iii) The locked ballot boxes were subsequently opened in the presence of 2 witnesses and poll papers were diligently scrutinized. They have signed below in confirmation of the box being opened in their presence



Signature:

Name: Neetika Gupta

R/o: 61/43, Sitaram Mohal,
Kanpur – 208001

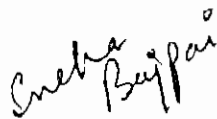


Signature.

Name: Pooja Kakrania

R/o: Geeta Bhawan, 128/50, 'Y' Block,
Kidwai Nagar, Kanpur – 208011

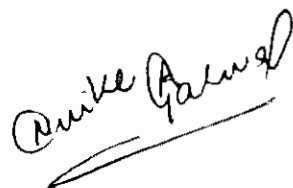
(iv) The votes cast by remote e-voting were unblocked on 14th August, 2018 at around 10:15 A.M in presence of 2 witnesses, who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.



Signature:

Name: Sneha Bajpai

Address: 119/545 Gumti No. 5
Kanpur – 208012



Signature.

Name: Monika Agarwal

Address: 30/71, Etawah Bazar,
Kanpur – 208001

Below is provided the consolidated summary of results of remote e-voting and voting at Annual General Meeting through poll:



ORDINARY BUSINESS (ES)

Resolution No. 1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes	Percentage of Total favorable vote cast (valid)
E-voting	437166	0	0	--
Ballot	49982181	0	0	--
Total	50419347	0	0	100

Resolution No. 2

Appointment of a Director in place of Mr. Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	435183	1983	0	--
Ballot	3329	49978852	0	--
Total	438512	49980835	0	0.87

SPECIAL BUSINESS (ES)

Resolution No. 3

Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company.



Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	435188	1978	0	--
Ballot	49182181	800000	0	--
Total	49617369	801978	0	98.41

Resolution No.4

Approval of service of any document through a particular mode to any members upon receipt of request along with fees

Method of voting	Votes in favour of the resolution	Votes against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	435251	1885	0	--
Ballot	49982181	0	0	--
Total	50417432	1885	0	99.99

I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You

Yours' Faithfully

For GSK & Associates
Company Secretaries



Saket Sharma
(Partner)

M. No.: F4229

C. P. No.: 2565

Date: 14.08.2018

Place: New Delhi

GSK & ASSOCIATES

Company Secretaries

FORM No. MGT-13
Report of Scrutinizer

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Reg.: 22nd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held
on Tuesday, 14th day of August, 2018 at 09:00 A.M at Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Dear Sir

I, **Saket Sharma**, Partner – GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 22nd Annual General Meeting of Noida Toll Bridge Company Limited, held on Tuesday, 14th day of August, 2018 at 09:00 A.M at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091, submit my report as under:

- 1 After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. 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 the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company
3. The meeting was attended by 200 (Two Hundred) members (including members in person, Authorized Representative and Proxy)
4. I did not find any poll paper invalid
- 5 The result of the poll is as under



ORDINARY BUSINESS (ES)

(a) Resolution No.1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	49982181	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(b) Resolution No. 2

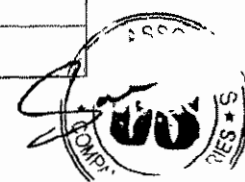
Appointment of a Director in place of Mr Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
46	3329	0.007

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	49978852	99.993



(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

SPECIAL BUSINESS (ES)

(c) **Resolution No. 3**

Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	49182181	98.399

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	800000	1.601

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(d) **Resolution No. 4**

Approval of service of any document through a particular mode to any members upon receipt of request along with fees

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	49982181	100



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

6. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You
Yours' Faithfully

For GSK & Associates
Company Secretaries



Saket Sharma
(Partner)
M. No.: F4229
C. P. No.: 2565

Date: 14.08.2018
Place: New Delhi

Ballot Vote Counting Sheet of Noida Toll Bridge Company Limited - AGM held on 14-08-2018

Folio No	Name of Shareholder/Proxy	Resolution No 1 (Ordinary Resolution)			Resolution No 2 (Ordinary Resolution)			Resolution No 3 (Special Resolution)			Resolution No 4 (Special Resolution)		
		For	Against	Invalid	For	Against	Invalid	For	Against	Invalid	For	Against	Invalid
		To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon.			Appointment of a Director in place of Mr. Pradeep Puri (DIN 00051987), who retires by rotation and being eligible offers himself for re-appointment			Appointment of Mrs. Namika Pradhan (DIN 07194008) as an independent Director of the Company			Approval of service of any document through a particular mode to any members upon receipt of request along with fees		
1201410000098655	NARENDER SINGH CHAUHAN	1	0	0	1	0	0	1	0	0	1	0	0
IN30011810242590	ASHOK KUMAR JAIN	1	0	0	1	0	0	1	0	0	1	0	0
IN30011811366279	KULDIP PARKASH SOOD	12	0	0	12	0	0	12	0	0	12	0	0
IN30020610907641	MANJIT SINGH	29	0	0	29	0	0	29	0	0	29	0	0
1201910103078366	SANDEEP SINGH	1	0	0	1	0	0	1	0	0	1	0	0
IN3002061044542	GAGAN KUMAR	18	0	0	18	0	0	18	0	0	18	0	0
1201910102090517	SARJEET SINGH	50	0	0	50	0	0	50	0	0	50	0	0
IN3002061044559	SAVITA RANI	2	0	0	2	0	0	2	0	0	2	0	0
IN30020610575317	HARJIT KAUR ALAGH	1	0	0	1	0	0	1	0	0	1	0	0
IN30096610092184	DASHMEET KAUR ALAGH	1	0	0	1	0	0	1	0	0	1	0	0
1203840000114503	INDER MOHAN PANDEY	90	0	0	90	0	0	90	0	0	90	0	0
IN30236510000789	SWARAN LATA	2	0	0	2	0	0	2	0	0	2	0	0
1201410000012013	BANSI LAL	2	0	0	2	0	0	2	0	0	2	0	0
IN30020610489845	SURJIT SINGH ALAGH	2	0	0	2	0	0	2	0	0	2	0	0
IN30226910284493	M L WADHWHA	1	0	0	1	0	0	1	0	0	1	0	0
1201410000010225	RAKESH KUMAR	30	0	0	30	0	0	30	0	0	30	0	0
IN301209102221815	JATINDER KUMAR BHAMBRI	10	0	0	10	0	0	10	0	0	10	0	0
IN30120910221807	JATINDER KUMAR BHAMBRI	5	0	0	5	0	0	5	0	0	5	0	0
IN30120910221831	JATINDER KUMAR BHAMBRI	10	0	0	10	0	0	10	0	0	10	0	0
IN30612210028000	SANTOSH SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30290243374136	SIPRA ADHIKARI	2100	0	0	2100	0	0	2100	0	0	2100	0	0
NFD002028	S P CHAWLA	700	0	0	700	0	0	700	0	0	700	0	0
1205900000004176	ASHUTOSH SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30226912930328	VISHNU DUTT SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30011811529059	VISHNU DUTT SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30612210004802	VISHNU DUTT SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30267932235260	BIJAY KRISHNA ADHIKARI	100	0	0	100	0	0	100	0	0	100	0	0
IN30011811564431	PUNAM SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30612210028042	PUNAM SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
NFD950014	GURU DAYAL UPADHYAY	10	0	0	10	0	0	10	0	0	10	0	0
IN30135620465778	RAVI KARAN SHARMA	4	0	0	4	0	0	4	0	0	4	0	0
IN30011811564423	VIJAY SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30612210028018	VIJAY SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
1201910101582021	KESHAV SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
NFD960060	RASHMI SHARMA	5	0	0	5	0	0	5	0	0	5	0	0
1201410000010109	SURENDER KUMAR ARORA	1	0	0	1	0	0	1	0	0	1	0	0
IN30299410048236	PRAVIN SOOD	2	0	0	2	0	0	2	0	0	2	0	0
IN30011811367614	RADHA SOOD	2	0	0	2	0	0	2	0	0	2	0	0
IN30011810227960	SHASHI JAIN	1	0	0	1	0	0	1	0	0	1	0	0
IN30020611015388	ANKIT GUPTA	2	0	0	2	0	0	2	0	0	2	0	0
IN30114311142981	ASHOK KUMAR GUPTA	1	0	0	1	0	0	1	0	0	1	0	0
1205900000002335	KRISHNA KANT SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30133021955925	SURENDRA KUMAR TANGRI	70	0	0	70	0	0	70	0	0	70	0	0
1204630001800472	SURENDRA KUMAR TANGRI	50	0	0	50	0	0	50	0	0	50	0	0
1205900000002316	TUSHAR KANT SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
1205900000002320	RASHMI SHARMA	1	0	0	1	0	0	1	0	0	1	0	0
IN30012610061482	RAJ KUMAR BHARGAVA	77345	0	0	77345	0	0	77345	0	0	77345	0	0
IN30012610829547	KESHAV MISRA	800000	0	0	800000	0	0	800000	0	0	800000	0	0
IN30009511247882	T M SINDHU	1500	0	0	1500	0	0	1500	0	0	1500	0	0
IN30302854014673	RAJIV JAIN	5000	0	0	5000	0	0	5000	0	0	5000	0	0
IN30009511373165	IL AND FS TRANSPORTATION NETWORKS LTD	49095007	0	0	49095007	0	0	49095007	0	0	49095007	0	0
	TOTAL	49982181	0	0	3329	49978852	0	49182182	800000	0	49982181	0	0



**REPORT OF SCRUTINIZER
[E-VOTING]**

**[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rule, 2014 as amended by the Companies
(Management and Administration) Amendment Rules, 2015]**

To,
The Chairman
Noida Toll Bridge Company Limited
Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Reg. 22nd Annual General Meeting of NOIDA TOLL BRIDGE COMPANY LIMITED held
on Tuesday, 14th day of August, 2018 at 09:00 A.M. at Toll Plaza, Mayur Vihar Link Road,
New Delhi-110091

Dear Sir,

I, **Saket Sharma**, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the 22nd Annual General Meeting of Noida Toll Bridge Company Limited, held on Tuesday, 14th day of August, 2018 at 09:00 A.M. at Toll Plaza, Mayur Vihar Link Road, New Delhi-110091 for the purpose of scrutinizing the remote E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on remote E-voting carried out as per the provisions of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolutions, submit my report as under:

- 1 The remote E-Voting period remained open from 10th August, 2018 at 09:00 A.M. and ended on 13th August, 2018 at 05:00 P.M.
2. The shareholders holding shares either in physical form or in dematerialised form as on the "cut-off" date, i.e. 7th August, 2018 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Annual General Meeting of "Noida Toll Bridge Company Limited"



- 3 The votes were unblocked on 14th August, 2018 at around 10:15 A.M in the presence of two witnesses, namely Ms. Sneha Bajpai r/o 119/545 Gumti No 5 Kanpur – 208012 & Ms Monika Agarwal r/o 30/71, Etawah Bazar, Kanpur – 208001 who are not in the employment of Noida Toll Bridge Company Limited
They have signed below in confirmation of the votes being unblocked in their presence.

Sneha Bajpai

(Sneha Bajpai)

Monika Agarwal

(Monika Agarwal)

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from E-voting website of Karvy Computershare Private Limited (<https://www.evoting.karvy.com>).
5. The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off):

ORDINARY BUSINESS (ES)

(a) Resolution No.1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon

- (i) Voted **in favour** of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
34	437166	100

- (ii) Voted **against** the resolution.

Number of members	Number of votes cast by them	% of total number of valid votes cast
0	0	0

- (iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(b) **Resolution No. 2**

Appointment of a Director in place of Mr. Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
29	435183	99.55

(ii) Voted **against** the resolution.

Number of members	Number of votes cast by them	% of total number of valid votes cast
5	1983	0.45

(iii) **Invalid** votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

SPECIAL BUSINESS (ES)

(c) **Resolution No. 3**

Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company

(i) Voted **in favour** of the resolution.

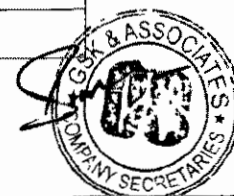
Number of members	Number of votes cast by them	% of total number of valid votes cast
30	435188	99.55

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
4	1978	0.45

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



(d) **Resolution No. 4**

Approval of service of any document through a particular mode to any member upon receipt of request along with fees.

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

Number of members	Number of votes cast by them	% of total number of valid votes cast
28	435251	99.57

(ii) Voted **against** the resolution.

Number of members	Number of votes cast by them	% of total number of valid votes cast
4	1885	0.43

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

- (i) The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company

Thanking you
Yours faithfully

For GSK & Associates
Company Secretaries

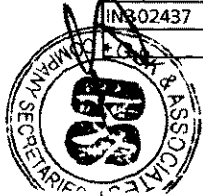


Saket Sharma
(Partner)
M. No.: F4229
C. P. No.: 2565

Date: 14.08.2018
Place: New Delhi

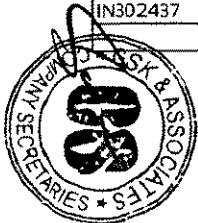
Resolution No. 1-To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon

User ID	Shareholders' name			No of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	Thrd Holder	For	Against	
IN300118	PRAVEEN KUMAR			1	0	0
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA			500	0	0
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	0
30400	CONSORT DIAS JACOBS			130	0	0
IN300394	PARMOD KUMAR JAIN			101	0	0
IN300484	KAUSHAL BANSAL			200	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	0
81600	MANOJ KUMAR			99709	0	0
IN302365	RAMA JAIN	VIMAL JAIN	SWARAN LATA	1	0	0
IN300118	VIMAL JAIN			2	0	0
24200	GAURAV SACHAR			100	0	0
10600	RAJINDER KUMAR			273	0	0
IN303028	VIJAYKUMAR VISHWANATHAN			9000	0	0
IN302902	AMIT GROVER			200	0	0
IN300484	MAKWANA ANANDKUMAR P			872	0	0
IN300214	JAYESH KUMAR			1500	0	0
IN301151	DICK HOSY MODY	ZENOBIA DICK MODY		318095	0	0
64200	JIGNESH PRUTHVIRAJ RAUL			15	0	0
IN301549	VINOD NARSHIBHAI MAV			80	0	0
41400	SATYAJIT DE			300	0	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR		35	0	0
32400	TATINENI VENKATADURGAPRASAD			1468	0	0
IN302863	KALYANI K			350	0	0
IN302863	JAYARAMA RAO NEKKANTI			685	0	0
47200	PAUL FRANCIS			1500	0	0
10600	SRIKANTA GUPTA N			5	0	0
IN300441	SUBRAMANIAM S V			20	0	0
IN301549	S JAYACHANDRAN			200	0	0
36000	NIRANJAN S			15	0	0
IN302951	SOUMITRA DE			300	0	0
IN302814	RAJESH KUMAR SINGH			98	0	0
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	0	0
IN302437	SATYASWARUP BEHERA			1000	0	0
	TOTAL			437166	0	0



Resolution No. 2 - Appointment of a Director in place of Mr. Pradeep Puri (DIN: 00051987), who retires by rotation and being eligible offers himself for re-appointment

User ID	Shareholders' name			No of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	Third Holder	For	Against	
IN300118	PRAVEEN KUMAR			1	0	0
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA			500	0	0
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	0
30400	CONSORT DIAS JACOBS			130	0	0
IN300394	PARMOD KUMAR JAIN			101	0	0
IN300484	KAUSHAL BANSAL			200	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	0
81600	MANOJ KUMAR			99709	0	0
IN302365	RAMA JAIN	VIMAL JAIN	SWARAN LATA	1	0	0
IN300118	VIMAL JAIN			2	0	0
24200	GAURAV SACHAR			100	0	0
10600	RAJINDER KUMAR			273	0	0
IN303028	VIJAYKUMAR VISHWANATHAN			9000	0	0
IN302902	AMIT GROVER			200	0	0
IN300484	MAKWANA ANANDKUMAR P			872	0	0
IN300214	JAYESH KUMAR			0	1500	0
IN301151	DICK HOSY MODY	ZENOBIJA DICK MODY		318095	0	0
64200	JIGNESH PRUTHVIRAJ RAUL			15	0	0
IN301549	VINOD NARSHIBHAI MAV			0	80	0
41400	SATYAJIT DE			300	0	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR		35	0	0
12400	TATINENI VENKATADURGAPRASAD			1468	0	0
IN302863	KALYANI K			350	0	0
IN302863	JAYARAMA RAO NEKKANTI			685	0	0
47200	PAUL FRANCIS			1500	0	0
10600	SRIKANTA GUPTA N			0	5	0
IN300441	SUBRAMANIAM S V			20	0	0
IN301549	S JAYACHANDRAN			200	0	0
36000	NIRANJAN S			15	0	0
IN302951	SOUMITRA DE			0	300	0
IN302814	RAJESH KUMAR SINGH			0	98	0
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	0	0
IN302437	SATYASWARUP BEHERA			1000	0	0
	TOTAL			435183	1983	0



Resolution No. 3 - Appointment of Mrs. Namita Pradhan (DIN: 07194008) as an Independent Director of the Company

User ID	Shareholders' name			No. of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	Third Holder	For	Against	
IN300118	PRAVEEN KUMAR			1	0	0
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA			500	0	0
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	0
3040D	CONSORT DIAS JACOBS			130	0	0
IN300394	PARMOD KUMAR JAIN			101	0	0
IN300484	KAUSHAL BANSAL			200	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	0
81600	MANOJ KUMAR			99709	0	0
IN302365	RAMA JAIN	VIMAL JAIN	SWARAN LATA	1	0	0
IN30D118	VIMAL JAIN			2	0	0
24200	GAURAV SACHAR			100	0	0
10600	RAJINDER KUMAR			273	0	0
IN303028	VIJAYKUMAR VISHWANATHAN			9000	0	0
IN302902	AMIT GROVER			200	0	0
IN300484	MAKWANA ANANDKUMAR P			872	0	0
IN300214	JAYESH KUMAR			0	1500	0
IN301151	DICK HOSY MDDY	ZENOBI DICK MODY		318095	0	0
64200	JIGNESH PRUTHVIRAJ RAUL			15	0	0
IN301549	VINOD NARSHIBHAI MAV			0	80	0
41400	SATYAJIT DE			300	0	0
47200	MAHESH VASUDEO KELKAR	SUNITA MAHESH KELKAR		35	0	0
12400	TATINENI VENKATADURGAPRASAD			1468	0	0
IN302863	KALYANI K			350	0	0
IN302863	JAYARAMA RAO NEKKANTI			685	0	0
47200	PAUL FRANCIS			1500	0	0
10600	SRIKANTA GUPTA N			5	0	0
IN300441	SUBRAMANIAM S V			20	0	0
IN301549	S JAYACHANDRAN			200	0	0
36000	NIRANJAN S			15	0	0
IN302951	SOUMITRA DE			0	300	0
IN302814	RAJESH KUMAR SINGH			0	98	0
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	0	0
IN302437	SATYASWARUP BEHERA			1000	0	0
	TOTAL			435188	1978	0



Resolution No. 4 - Approval of service of any document through a particular mode to any members upon receipt of request along with fees

User ID	Shareholders' name			No. of Vote cast through E-voting		Invalid Votes
	First Holder	Second Holder	Third Holder	For	Against	
IN300118	PRAVEEN KUMAR			1	0	0
41400	LOKESH GUPTA	RAJNI GUPTA		1	0	0
33200	KIRTIKUMAR JIVANLAL KANSARA			500	0	0
IN301549	RAMESH RAMCHAND SADANI	GEETA RAMCHAND SADANI		150	0	0
30400	CONSORT DIAS JACOBS			130	0	0
IN300394	PARMOD KUMAR JAIN			101	0	0
IN300484	KAUSHAL BANSAL			200	0	0
IN300118	HARMOHAN SINGH SAWHNEY	BAYANT KAUR		60	0	0
81600	MANOJ KUMAR			99709	0	0
IN302365	RAMA JAIN	VIMAL JAIN	SWARAN LATA	1	0	0
IN300118	VIMAL JAIN			2	0	0
24200	GAURAV SACHAR			100	0	0
10600	RAJINDER KUMAR			273	0	0
IN303028	VIJAYKUMAR VISHWANATHAN			9000	0	0
IN302902	AMIT GROVER			200	0	0
IN300484	MAKWANA ANANDKUMAR P			872	0	0
IN300214	JAYESH KUMAR			0	1500	0
IN301151	DICK HOSY MODY	ZENOBIA DICK MODY		318095	0	0
64200	JIGNESH PRUTHVIRAJ RAUL			0	0	0
IN301549	VINOD NARSHIBHAI MAV			0	80	0
41400	SATYAJIT DE			300	0	0
47200	MAHESH VASUDED KELKAR	SUNITA MAHESH KELKAR		35	0	0
12400	TATINENI VENKATADURGAPRASAD			1468	0	0
IN302863	KALYANI K			350	0	0
IN302863	JAYARAMA RAO NEKKANTI			685	0	0
47200	PAUL FRANCIS			1500	0	0
10600	SRIKANTA GUPTA N			0	5	0
IN300441	SUBRAMANIAM S V			20	0	0
IN301549	S JAYACHANDRAN			200	0	0
36000	NIRANJAN S			0	0	0
IN302951	SOUMITRA DE			0	300	0
IN302814	RAJESH KUMAR SINGH			98	0	0
IN301774	LEKHA PAL	TAPO GOPAL PAL		200	0	0
IN302437	SATYASWARUP BEHERA			1000	0	0
	TOTAL			435251	1885	0

