



Salora International Ltd.

September 27, 2018

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051.

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI - 400 001.

Sub: Voting results and Scrutinizer's Report in respect of 49th Annual General Meeting of the Company

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

Dear Sir,

In respect of 49th Annual General Meeting of the Company held on 27th September, 2018 at 11.00 A.M. at India Islamic Cultural Centre, 87-88, Lodhi Road, New Delhi - 110 003, please find enclosed herewith the following:

| Annexure No. | Particulars |
|--------------|--|
| 1 | Consolidated voting results (e-voting & poll) |
| 2 | Scrutinizer's Report dated 27 th September, 2018 pursuant section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014. |

Thanking you,

Yours faithfully,

For Salora International Ltd.,


(Mohd. Faisal Farooq)

Company Secretary & Compliance Officer.



Encl.: As above

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General information about company

| | |
|---|------------------------------|
| Scrip code | 500370 |
| NSE Symbol | SALORAINTL |
| MSEI Symbol | NOTLISTED |
| ISIN | INE924A01013 |
| Name of the company | SALORA INTERNATIONAL LIMITED |
| Type of meeting | AGM |
| Date of the meeting / Date of declaration of results (in case of Postal Ballot) | 27-09-2018 |
| Start time of the meeting | 11:05 AM |
| End time of the meeting | 11:33 AM |

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Scrutinizer Details

| | |
|---|---------------------------|
| Name of the Scrutinizer | NAVNEET ARORA |
| Firms Name | NAVNEET K ARORA & Co. LLP |
| Qualification | CS |
| Membership Number | 3214 |
| Date of Board Meeting in which appointed | 28-05-2018 |
| Date of Issuance of Report to the company | 27-09-2018 |

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| Voting results | |
|---|---------------------------|
| Record date | 21-09-2018 |
| Total number of shareholders on record date | 4485 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 7 |
| b) Public | 44 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of resolution passed in the meeting | 5 |
| Disclosure of notes on voting results | Add Notes |

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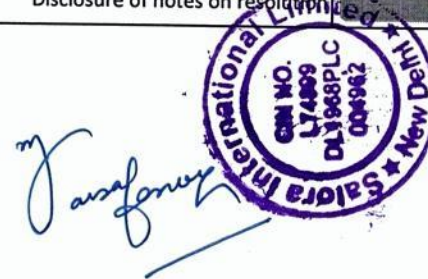
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| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon. | | | | |
| 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 | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | | 0 | 0 | | |
| | Poll | | 0 | | 0 | 0 | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 1229137 | 41.9338 | 1218607 | 10530 | 99.1433 | 0.8567 |
| | Poll | 2931134 | 269 | 0.0092 | 269 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2931134 | 1229406 | 41.9430 | 1218876 | 10530 | 99.1435 | 0.8565 |
| Total | | 8807300 | 6546643 | 74.3320 | 6536113 | 10530 | 99.8392 | 0.1608 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | |
| Public - Non Insitutions | 0 |



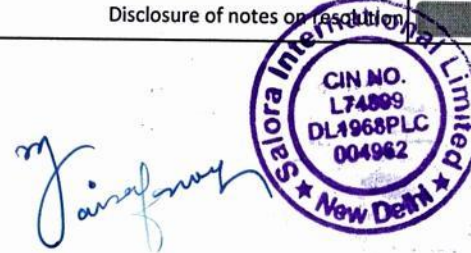
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| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint a director in place of श्री रारुन जीवारजका (डीएन 00386240), who retires by rotation and being eligible offers himself for reappointment. | | | | |
| 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 | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | | 0 | 0 | | |
| | Poll | | 0 | | 0 | 0 | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 1229137 | 41.9338 | 1169815 | 59322 | 95.1737 | 4.8263 |
| | Poll | 2931134 | 269 | 0.0092 | 269 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2931134 | 1229406 | 41.9430 | 1170084 | 59322 | 95.1747 | 4.8253 |
| Total | | 8807300 | 6546643 | 74.3320 | 6487321 | 59322 | 99.0939 | 0.9061 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | |
| Public - Non Insitutions | 0 |



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Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Ratification of Cost Auditors' remuneration

| 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 | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | | |
| | Poll | | 0 | | 0 | 0 | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | | |
| Public- Non Institutions | E-Voting | | 1229137 | 41.9338 | 1215807 | 13330 | 98.9155 | 1.0845 |
| | Poll | 2931134 | 269 | 0.0092 | 269 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2931134 | 1229406 | 41.9430 | 1216076 | 13330 | 98.9157 | 1.0843 |
| | Total | 8807300 | 6546643 | 74.3320 | 6533313 | 13330 | 99.7964 | 0.2036 |
| Whether resolution is Pass or Not. | | | | | | | | |
| Yes | | | | | | | | |
| Disclosure of notes on resolution | | | | | | | | |
| Add Notes | | | | | | | | |

* this fields are optional

Details of Invalid Votes

| Category | No. of Votes |
|-----------------------------|--------------|
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public - Non Institutions | 0 |




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| Resolution (4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | Revision of remuneration of Shri Gopal Sitaram Jiwrajka, Chairman and Managing Director (DIN: 00024325). | | | | |
| 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 | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 5876166 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 5876166 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | | 0 | 0 | | |
| | Poll | | 0 | | 0 | 0 | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 1229137 | 41.9338 | 1169815 | 59322 | 95.1737 | 4.8263 |
| | Poll | 2931134 | 269 | 0.0092 | 269 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2931134 | 1229406 | 41.9430 | 1170084 | 59322 | 95.1747 | 4.8253 |
| Total | | 8807300 | 1229406 | 13.9589 | 1170084 | 59322 | 95.1747 | 4.8253 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 5317237 |
| Public Insitutions | |
| Public - Non Insitutions | 0 |



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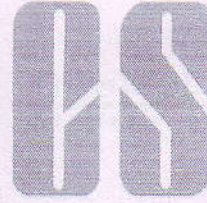
| Resolution (5) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Sale of undertaking under Section 180 (1) (a) of the Companies Act, 2013 | | | | |
| 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 | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 5876166 | 5317237 | 90.4882 | 5317237 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | | 0 | | 0 | 0 | | |
| | Poll | | 0 | | 0 | 0 | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 1229137 | 41.9338 | 231 | 1228906 | 0.0188 | 99.9812 |
| | Poll | 2931134 | 269 | 0.0092 | 269 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2931134 | 1229406 | 41.9430 | 500 | 1228906 | 0.0407 | 99.9593 |
| Total | | 8807300 | 6546643 | 74.3320 | 5317737 | 1228906 | 81.2285 | 18.7715 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | |
| Public - Non Insitutions | 0 |

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Near Geeta Ghatam Mandir,
Malviya Nagar, New Delhi-110017
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+91 9810328141, 8076401996

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www.navneetkarora.com
LLPIN-RR1-0972

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
of the 49th Annual General Meeting of the Equity Shareholders of
Salora International Limited
Held on 27th day of September, 2018 at 11:00 A.M.,
At India Islamic Cultural Centre, 87-88,
Lodhi Road, Lodhi Gardens, Lodi Estate, New Delhi- 110003

Sub: Scrutinizer's Report on voting through remote e-voting and polling papers conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir,

The Board of Directors of the Company vide resolution dated 28th May, 2018 appointed me as a Scrutinizer for conducting the remote e-voting process and voting through polling paper in pursuance of the provisions of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and applicable provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and as per agreement with the Stock Exchanges, to seek the approval of the Equity Shareholders in respect of the following resolutions as proposed in the Notice of the 49th Annual General Meeting ("AGM") of the members of the Company held on Thursday, 27th September, 2018 at 11:00 A.M. at India Islamic Cultural Centre, 87-88, Lodhi Road, Lodhi Gardens, Lodi Estate, New Delhi- 110003:

| Resolution No(s). | Particulars |
|-------------------------------|---|
| Ordinary Resolution(s) | |
| 1 | To Consider and adopt:- a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon; and b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of Auditors thereon. |
| 2 | Appointment of a Director in place of those retiring by rotation To appoint a director in place of Shri Tarun Jivrajka (DIN 00386240), who retires by rotation and being eligible offers himself for reappointment. |
| 3. | Ratification of Cost Auditors' remuneration. |





| Special Resolution(s) | |
|-----------------------|---|
| 4. | Revision of remuneration of Shri Gopal Sitaram Jiwarajka, Chairman and Managing Director (DIN: 00024325). |
| 5. | Sale of undertaking under Section 180 (1) (a) of the Companies Act, 2013. |

The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules made thereunder relating to voting through electronic means and polling papers received on the resolutions contained in the Notice of AGM. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and polling paper are conducted in fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions based on the report generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency appointed by the Company for providing remote e-voting facilities and polling paper received by the Company.

I have completed the scrutiny of remote e-voting and polling papers received and submit my report as under:-

1. The Company has engaged the services of NSDL as the Authorized Agency to provide secured system for remote e-voting to the shareholders to vote on resolutions through the remote e-voting facility by casting their votes on the designated website www.evoting.nsdl.com of NSDL.
2. The Company has completed on 01st September, 2018 the dispatch of Notice along with the details of Login ID and password to its members through courier and through email to members whose email ID were registered with the Company or its Registrar and Share Transfer Agent. The cut-off date for determining the eligibility of shareholders to exercise e-voting rights was 21st September, 2018 - Total shareholders of the Company as on the cut-off date was 4485.
3. The remote e-voting period remained open from Monday the, 24th September, 2018 (9.00 am) up to Wednesday the, 26th September, 2018 (5.00 pm). All the votes received by casting of votes electronically through NSDL portal upto 5.00 pm on 26th September, 2018, the last date and time fixed by the Company were considered for my scrutiny.
4. After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote e-voting were downloaded from the e-voting website of NSDL for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the AGM.

[Handwritten Signature]





5. At the AGM, after the declaration of voting by polling paper by the Chairman, one ballot box kept for voting was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence along with two witnesses (1) CS Ms. Akansha Munjal R/o A-118 Vishal Enclave, New Delhi-110027 and (2) Mr. Mohd Sharif, R/o A 45, Panchsheel Vihar, Malviya Nagar, New Delhi-110017 who are not in the employment of the Company and polling papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unlocked in my presence. The Polling papers have been reconciled with the records maintained by the Company / Registrar and Share Transfer Agent of the Company and the authorization / proxies lodged with the Company.

Akansha

Name: CS Ms Akansha Munjal

Mohd Sharif

Name: Mr. Mohd Sharif

7. There were no polling papers, which were incomplete and / or which were otherwise found defective to be treated as invalid.
8. After counting, the votes casted by the members and proxy holders present at the AGM through polling papers, the votes casted through remote e-voting by the members were unblocked on Thursday the 27th September, 2018 at 11:35 pm in the presence of 2 (Two) witnesses namely (1) CS Ms. Akansha Munjal R/o A-118 Vishal Enclave, New Delhi-110027 and (2) Mr. Mohd Sharif, R/o A 45, Panchsheel Vihar, Malviya Nagar, New Delhi-110017 who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Akansha

Name: CS Ms Akansha Munjal

Mohd Sharif

Name: Mr. Mohd Sharif

9. Thereafter, the details containing *inter alia*, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of NSDL.
10. Based on report generated from the e-voting website of NSDL and voting through polling paper at AGM, the consolidated report on the result of voting on each resolution are given hereunder:





Item No -1- Ordinary Resolution

To Consider and adopt:-a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon; and b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of Auditors thereon.

(i) Voted 'FOR' the resolution :

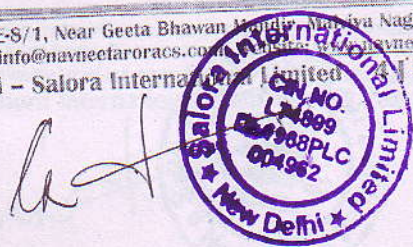
| Mode of voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
|--|-------------------------|--|---------------------------------------|
| Remote e-voting | 15 | 1218607 | 18.62 |
| Voting through polling paper (in person or by proxy) | 13 | 5317506 | 81.22 |
| Total | 28 | 6536113 | 99.84 |

(ii) Voted 'AGAINST' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
|--|-------------------------|---|---------------------------------------|
| Remote e-voting | 2 | 10530 | 0.16 |
| Voting through polling paper (in person or by proxy) | 0 | 0 | 0 |
| Total | 2 | 10530 | 0.16 |

(iii) Votes 'INVALID':

| Mode of voting | Number of members whose votes were declared 'Invalid' | Number of votes cast by them were declared 'Invalid' |
|--|---|--|
| Remote e-voting | NIL | NIL |
| Voting through polling paper (in person or by proxy) | NIL | NIL |
| Total | NIL | NIL |





Item No -2- Ordinary Resolution

Appointment of a Director in place of those retiring by rotation

To appoint a director in place of Shri Tarun Jiwrajka (DIN 00386240), who retires by rotation and being eligible offers himself for reappointment.

(i) Voted 'FOR' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
|--|-------------------------|--|---------------------------------------|
| Remote e-voting | 12 | 1169815 | 17.87 |
| Voting through polling paper (in person or by proxy) | 13 | 5317506 | 81.22 |
| Total | 25 | 6487321 | 99.09 |

(ii) Voted 'AGAINST' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
|--|-------------------------|---|---------------------------------------|
| Remote e-voting | 5 | 59322 | 0.91 |
| Voting through polling paper (in person or by proxy) | 0 | 0 | 0 |
| Total | 5 | 59322 | 0.91 |

(iii) Votes 'INVALID':

| Mode of voting | Number of members whose votes were declared 'Invalid' | Number of votes cast by them were declared 'Invalid' |
|--|---|--|
| Remote e-voting | NIL | NIL |
| Voting through polling paper (in person or by proxy) | NIL | NIL |
| Total | NIL | NIL |





Item No -3- Ordinary Resolution

Ratification of Cost Auditors' remuneration.

(i) Voted 'FOR' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
|--|-------------------------|--|---------------------------------------|
| Remote e-voting | 14 | 1215807 | 18.58 |
| Voting through polling paper (in person or by proxy) | 13 | 5317506 | 81.23 |
| Total | 27 | 6533313 | 99.80 |

(ii) Voted 'AGAINST' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
|--|-------------------------|---|---------------------------------------|
| Remote e-voting | 3 | 13330 | 0.20 |
| Voting through polling paper (in person or by proxy) | 0 | 0 | 0 |
| Total | 3 | 13330 | 0.20 |

(iii) Votes 'INVALID':

| Mode of voting | Number of members whose votes were declared 'Invalid' | Number of votes cast by them were declared 'Invalid' |
|--|---|--|
| Remote e-voting | NIL | NIL |
| Voting through polling paper (in person or by proxy) | NIL | NIL |
| Total | NIL | NIL |





Item No -4- Special Resolution

Revision of remuneration of Shri Gopal Sitaram Jiwrajka, Chairman and Managing Director (DIN: 00024325).

(i) Voted 'FOR' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
|--|-------------------------|--|---------------------------------------|
| Remote e-voting | 12 | 1169815 | 95.15 |
| Voting through polling paper (in person or by proxy) | 07 | 269 | 00.02 |
| Total | 19 | 1170084 | 95.17 |

(ii) Voted 'AGAINST' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
|--|-------------------------|---|---------------------------------------|
| Remote e-voting | 5 | 59322 | 4.83 |
| Voting through polling paper (in person or by proxy) | 0 | 0 | 0 |
| Total | 5 | 59322 | 4.83 |

(iii) Votes 'INVALID':

| Mode of voting | Number of members whose votes were declared 'Invalid' | Number of votes cast by them were declared 'Invalid' |
|--|---|--|
| Remote e-voting | NIL | NIL |
| Voting through polling paper (in person or by proxy) | 06 | 5317237 |
| Total | 06 | 5317237 |



Item No -5- Special Resolution

Sale of undertaking under Section 180 (1) (a) of the Companies Act, 2013.

(i) Voted 'FOR' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Favour' of resolution | % of total number of valid votes cast |
|--|-------------------------|--|---------------------------------------|
| Remote e-voting | 4 | 231 | 0.01 |
| Voting through polling paper (in person or by proxy) | 13 | 5317506 | 81.22 |
| Total | 17 | 5317737 | 81.23 |

(ii) Voted 'AGAINST' the resolution :

| Mode of voting | Number of members voted | Number of votes cast in 'Against' of resolution | % of total number of valid votes cast |
|--|-------------------------|---|---------------------------------------|
| Remote e-voting | 13 | 1228906 | 18.77 |
| Voting through polling paper (in person or by proxy) | 0 | 0 | 0 |
| Total | 13 | 1228906 | 18.77 |

(iii) Votes 'INVALID':

| Mode of voting | Number of members whose votes were declared 'Invalid' | Number of votes cast by them were declared 'Invalid' |
|--|---|--|
| Remote e-voting | NIL | NIL |
| Voting through polling paper (in person or by proxy) | NIL | NIL |
| Total | NIL | NIL |



11. I would like to inform you that all the above Resolution(s) as contained in the Notice dated 9th August, 2017 have been passed with requisite majority i.e. Resolution No. 1 (One) to 3 (Three) as Ordinary Resolutions, Resolution No.4 (Four) and 5 (Five) as a Special Resolution. You may accordingly declare the result of the voting through Remote E-voting and Polling papers at AGM.
12. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Chairman or the person authorized by him for safe keeping.

Thanking you,
Yours faithfully,


CS Navneet Arora
Managing Partner
FCS: 3214, COP-3005
Scrutinizer
Navneet K. Arora & Co LLP,
Company Secretaries
Place: New Delhi
Date: 27th September, 2018

