

September 28, 2018

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

To,
The Manager,
Listing Department,
BSE Ltd.
P J Towers, Dalal Street,
Mumbai -400001, India

NSE Symbol: SKIL

BSE Security Code: 539861

Dear Sir/Ma'am,

Sub.: Voting results of the 35th Annual General Meeting of SKIL Infrastructure Limited pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the 35th Annual General Meeting of SKIL Infrastructure Limited.

Also, a copy of the Scrutinizer's Report is enclosed herewith for your kind records.

Kindly acknowledge the receipt of the same.

Thanking you,

For **SKIL Infrastructure Limited,**



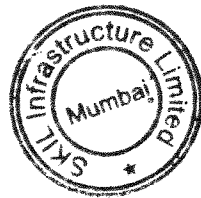
Nilesh Mehta
Company Secretary

Encl: a/a

SKIL Infrastructure Limited

ANNEXURE - 1

| | |
|---|--------------------|
| Date of the AGM | September 28, 2018 |
| Total number of shareholders on record date | 5,599 |
| No. of Shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group: | 3 |
| Public: | 37 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | - |
| Public: | - |



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ANNEXURE - 2

| 1. Resolution required: Ordinary | | | To consider and adopt the Audited Financial Statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|-------------------------------|
| 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 votes Polled |
| | | 1 | 2 | $(3) = \frac{(2)}{(1)} * 100$ | 4 | 5 | $(6) = \frac{(4)}{(2)} * 100$ | $(7) = \frac{(5)}{(2)} * 100$ |
| Promoter and Promoter Group | E-Voting | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |



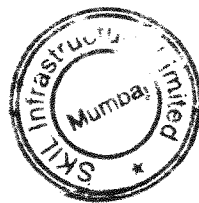
| 2. Resolution required: Ordinary | | | To appoint a Director in place of Mr. Nikhil Gandhi: (DIN 00030560), who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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| 3. Resolution required: Ordinary | | | To consider the modification of terms of appointment of M/s. Kailash Chand Jain & Co. as the Statutory Auditors of the Company. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No. | | | | | |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | % of Votes Polled on outstanding Shares | No. of Votes - in Favour | No. of Votes - Against | % of Votes in favour on votes Polled | % of Votes against on votes Polled |
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| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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| 4. Resolution required: Special | | | Approval for continuation of office by Mr. J. Alexander as an Independent Director. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
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| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

Note



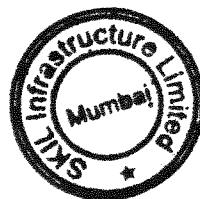
| 5. Resolution required: Special | | | Approval for continuation of office by Mr. V. Ramanan as an Independent Director. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

Nil



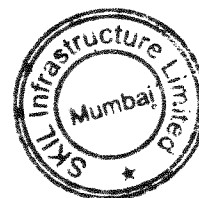
| 6. Resolution required: Ordinary | | | Appointment of Mr. Rakesh Mohan as an Independent Director. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether 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 |
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| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
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| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

None



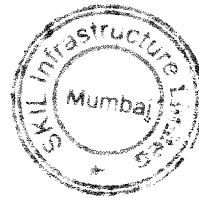
| 7. Resolution required: Ordinary | | | Appointment of Mr. Shankar Aggarwal (DIN: 02116442) as Director of the Company. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | % of Votes Polled on outstanding Shares | No. of Votes - in Favour | No. of Votes - Against | % of Votes in favour on votes Polled | % of Votes against on votes Polled |
| | | 1 | 2 | (3)={{(2)/(1)}}*100 | 4 | 5 | (6)={{(4)/(2)}}*100 | (7)={{(5)/(2)}}*100 |
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| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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| 8. Resolution required: Special | | | Appointment of Mr. Shankar Aggarwal (DIN: 02116442) as the Whole time Director of the Company. | | | | | |
|--|----------------|---------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | % of Votes Polled on outstanding Shares | No. of Votes - in Favour | No. of Votes - Against | % of Votes in favour on votes Polled | % of Votes against on votes Polled |
| | | 1 | 2 | (3)={{(2)/(1)}}*100 | 4 | 5 | (6)={{(4)/(2)}}*100 | (7)={{(5)/(2)}}*100 |
| Promoter and Promoter Group | E-Voting | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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AASHISH K. BHATT & ASSOCIATES

Practising Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S., PGDSL

SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

September 28, 2018

To,
The Chairman,
SKIL INFRASTRUCTURE LIMITED,
Skil House, 209, Bank Street,
Cross Lane, Fort, Mumbai - 400023.

**Subject : Consolidated Report on Members' voting through remote e-voting and poll
at the 35th Annual General Meeting**

Dear Sir,

I, Aashish K. Bhatt, Practicing Company Secretary, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of SKIL Infrastructure Limited (hereinafter referred as "the Company") vide Board Resolution dated August 14, 2018 in pursuance to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules") and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, to scrutinize the remote e-voting and voting at the Annual General Meeting ("AGM") of the members of the Company, held on September 28, 2018 at 14.30 hours at Babasaheb Dahanukar Hall, Oricon House, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001.

Members of the Company were provided remote e-voting facility through Central Depository Services (India) Limited ("CDSL") whereby they could cast their votes during the e-voting period and some members of the Company voted during the aforesaid period.

Members attending the AGM and who did not cast their votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Poll on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the aforesaid Rules. Accordingly, the Members present casted their votes through Poll conducted at AGM.

The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Friday, September 21, 2018.

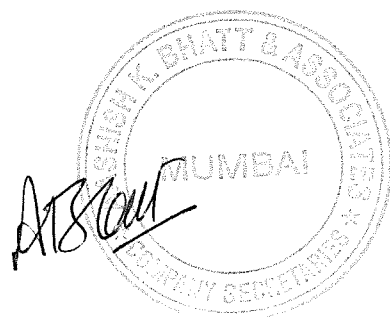
After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in our presence with due identification marks placed by us.

Upon conclusion of the Poll conducted by the Chairman, the ballot box wherein the Members had dropped their Poll Papers were opened by me in presence of two witnesses not in employment of the Company. The Poll Papers were diligently scrutinized by us and reconciled with the records maintained by the Company and relevant authorizations / proxies lodged with the Company. In case of votes received through Poll at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through Poll were considered invalid.

In pursuance of sub-rule 4(xii) of Rule 20 of the aforesaid Rules; immediately after the conclusion of voting at the AGM, I first counted the votes casted through Poll and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next alongwith this Report.

The papers pertaining to e-voting and all other relevant records are kept in our safe custody.

Information with respect to AGM as well Members' participation in the AGM is provided in Annexure 1 and the consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that resolutions were passed with requisite majority.



You are requested to acknowledge receipt of this report.

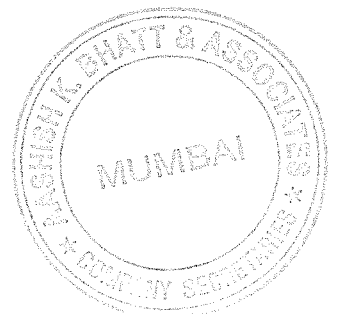
Thanking you,



Aashish K. Bhatt
Practicing Company Secretary
(Membership No.: A19639 / COP No.: 7023)

Place: Mumbai

Date: September 28, 2018



WITNESSES' CONFIRMATION

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Poll and e-voting by Members of SKIL Infrastructure Limited ("**the Company**") on all resolutions set out in the Notice convening the 35thAGM of Company, which was held on September 28, 2018 at 14.30 hours at Babasaheb Dahanukar Hall, Oricon House, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001. We, Mr. Nikhil Joshi (working at D/101, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) and Ms. Khushboo Bhatt (working at D/101, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) hereby confirm our witnessing the following-

- a) After completion of the voting process through Poll at the above mentioned AGM, the Polling Box wherein the members of the Company have dropped their Poll Papers was opened by Mr. Aashish K. Bhatt in our presence; and
- b) After completion of voting by Members through Poll, Mr. Aashish K. Bhatt un-blocked the votes that the members of the Company have casted through e-voting.

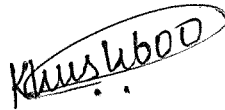
We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:

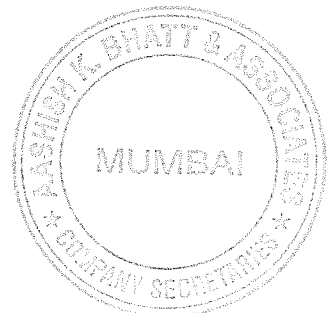


(Nikhil Joshi)



(Khushboo Bhatt)

Date: September 28, 2018
Place: Mumbai



ANNEXURE - 1

| | |
|---|--------------------|
| Date of the AGM | September 28, 2018 |
| Total number of shareholders on record date | 5,599 |
| No. of Shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group: | 3 |
| Public: | 37 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | - |
| Public: | - |

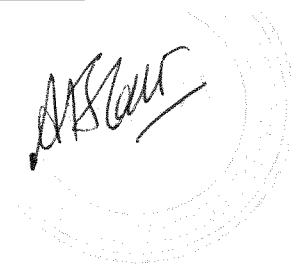


ANNEXURE - 2

| 1. Resolution required: Ordinary | | | To consider and adopt the Audited Financial Statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

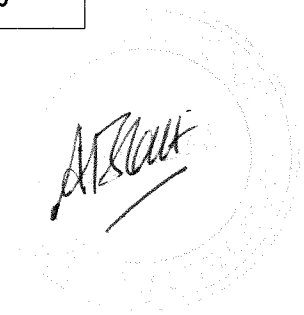
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| 2. Resolution required: Ordinary | | | To appoint a Director in place of Mr. Nikhil Gandhi: (DIN 00030560), who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |



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| 3. Resolution required: Ordinary | | | To consider the modification of terms of appointment of M/s. Kailash Chand Jain & Co. as the Statutory Auditors of the Company. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No. | | | | | |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | % of Votes Polled on outstanding Shares | No. of Votes - in Favour | No. of Votes - Against | % of Votes in favour on votes Polled | % of Votes against on votes Polled |
| | | 1 | 2 | (3)={(2)/(1)}*100 | 4 | 5 | (6)={(4)/(2)}*100 | (7)={(5)/(2)}*100 |
| Promoter and Promoter Group | E-Voting | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |



| 4. Resolution required: Special | | | Approval for continuation of office by Mr. J. Alexander as an Independent Director. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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Circular stamp: [Faint, illegible text]

| 5. Resolution required: Special | | | Approval for continuation of office by Mr. V. Ramanan as an Independent Director. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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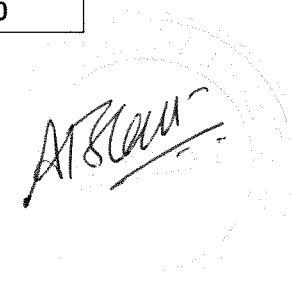
| 6. Resolution required: Ordinary | | | Appointment of Mr. Rakesh Mohan as an Independent Director. | | | | | |
|---|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether 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 | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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| 7. Resolution required: Ordinary | | | Appointment of Mr. Shankar Aggarwal (DIN: 02116442) as Director of the Company. | | | | | |
|--|----------------|---------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | % of Votes Polled on outstanding Shares | No. of Votes - in Favour | No. of Votes - Against | % of Votes in favour on votes Polled | % of Votes against on votes Polled |
| | | 1 | 2 | (3)={{(2)/(1)}}*100 | 4 | 5 | (6)={{(4)/(2)}}*100 | (7)={{(5)/(2)}}*100 |
| Promoter and Promoter Group | E-Voting | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0.00 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |

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| 8. Resolution required: Special | | | Appointment of Mr. Shankar Aggarwal (DIN: 02116442) as the Whole time Director of the Company. | | | | | |
|--|----------------|---------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of Votes Polled | % of Votes Polled on outstanding Shares | No. of Votes - in Favour | No. of Votes - Against | % of Votes in favour on votes Polled | % of Votes against on votes Polled |
| | | 1 | 2 | (3)={{(2)/(1)}}*100 | 4 | 5 | (6)={{(4)/(2)}}*100 | (7)={{(5)/(2)}}*100 |
| Promoter and Promoter Group | E-Voting | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 14,83,77,432 | 14,81,26,498 | 99.83 | 14,81,26,498 | 0 | 100.00 | 0.00 |
| Public - Institutions | E-Voting | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1,14,48,664 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public - Non Institutions | E-Voting | 5,67,45,136 | 2,64,59,053 | 46.63 | 2,64,59,053 | 0 | 100.00 | 0 |
| | Poll | | 17,571 | 0.03 | 17,571 | 0 | 100.00 | 0.00 |
| | Total | 5,67,45,136 | 2,64,76,624 | 46.66 | 2,64,76,624 | 0 | 100.00 | 0.00 |
| Total | | 21,65,71,232 | 17,46,03,122 | 80.62 | 17,46,03,122 | 0 | 100.00 | 0.00 |



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