			<b>Mukand Ltd.</b> <b>Regd. Office :</b> Bajaj Bhawan, 3rd Floor Jamnalal Bajaj Marg 226 Nariman Point, Mumbai, India 400 021 Tel : 91 22 6121 6666 Fax : 91 22 2202 1174 www.mukand.com
	/81AGM/ August, 2019		Kalwe Works : Thane-Belapur Road Post office Kalwe, Thane, Maharashtra India 400 605 Tel : 91 22 2172 7500 / 7700 Fax : 91 22 2534 8179
1.	Department of Corporate Services <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 021.	2.	CIN : 1999999MH1937PLC002726 Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai – 400051
	ISIN CODE : INE304A01026 INE304A04012 BSE Scrip Code : 500460		ISIN CODE : INE304A01026 INE304A04012 NSE Scrip Name : MUKAND LTD.

# Sub :Outcome of 81st Annual General Meeting (AGM) held on 8th August, 2019Re :Submission of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations &

Disclosure Requirements) Regulations, 2015.

#### Dear Sirs,

We wish to inform you that 81<sup>st</sup> AGM of the Company was held on Thursday, 8<sup>th</sup> August, 2019 at 4.00 p.m. at Kamalnayan Bajaj Hall, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai 400021.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ("Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) Regulations, 2015'), the Company had provided facility for remote e-voting to the equity and 0.01 % Cumulative Preference shareholders as on 2<sup>nd</sup> August, 2019 (being the cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Monday, 5<sup>th</sup> August, 2019 (9.00 am) to Wednesday, 7<sup>th</sup> August, 2019 (5.00 pm).

As required under the said Rules, voting facility was also made available at the venue of the AGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting using ballot paper.

The Company has now received the consolidated report of the Scrutinizer, confirming details of voting through remote e-voting and details of voting at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of the AGM, i.e. on 8<sup>th</sup> August, 2019.

A disclosure of voting results of the meeting in terms of Regulation 44 of SEBI (LODR) Regulations, 2015, and the businesses considered and approved by the shareholders with requisite majority is enclosed, together with the Scrutinizer's consolidated report on e-voting. A copy of the same is also being placed on the Company's and on the website of Karvy Fintech Pvt. Ltd..

Kindly acknowledge and take the above on record.

Thanking you,

Yours faithfully, For Mukand Limited K. J. Mallva

K. J. Maliya Company Secretary (<u>kjmallya@mukand.com</u>)

Encl: As Above



## Mukand Limited - Voting Results for Equity Shares

The information required under Regulation 44 of SEBI (LODR) Regulations, 2015 is as under:

Date of A.G.M	Thursday, 8th August, 2019
Book Closure date	27th July, 2019 to 8th August, 2019 (both days inclusive)
Total number of Shareholders as on record date date i.e. 2 <sup>nd</sup> August, 2019 (i.e. cut-off date for E-Voting)	37,135 Equity Shareholders
No. of Shareholders present in the meeting either in person or through proxy :	88
Promoters and Promoter Group	22
Public	66
No. of Shareholders attended the meeting through Video Conferencing :	NIL
Promoters and Promoter Group	NIL
Public	NIL
Details of the Agenda, Type of Resolutions required & Mode of Voting	As per <u>Annexure A</u>

## Mukand Limited - Voting Results for 0.01% Cumulative Redeemable Preference Shares (CRPS)

The information required under Regulation 44 of SEBI (LODR) Regulations, 2015 is as under:

Date of A.G.M.	Thursday, 8th August, 2019
Book Closure date	27 <sup>th</sup> July, 2019 to 8 <sup>th</sup> August, 2019 (both days inclusive)
Total number of Shareholders as on record date date i.e. 2 <sup>nd</sup> August, 2018 (i.e. cut-off date for E-Voting)	39,795 CRPS holders
Details of the Agenda, Type of Resolutions required & Mode of Voting	As per <u>Annexure B</u>





### ANNEXURE A

				Equity Shares - 81st		1		1	]
Resolution No.	Category	Mode of Voting	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 agains on votes polled (7)= [(5)/(2)]*100
Resolution	n No. 1: Adoption of audited sta	indalone financial stateme	ents and audited co	nsolidated financial	statements for the	e year ended 31st M	arch, 2019 and th	ne Reports of Direct	ors' and Auditors
hereon.									1.1
	n Required: Ordinary Resolution								
Whether p	promoter / promoter group are	interested in agenda / res	olution: Nc						
	· · · · · · · · · · · · · · · · · · ·								
1	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0		
		AGM Poll	105,132,468	0	-	0	0		
		Postal Ballot (if applicable)		-					
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	
		AGM Poll	5,359,734	0	-	0	0	-	
	Postal Ballot (if	3,555,754	-	-	-	-			
	applicable) Public-Others F-Voting								
	Public-Others	E-Voting	30,913,659	4,852,708	15.6976	4,852,601	107	99.998	0.00
		AGM Poll		222,617	0.7201	222,617	0	100.000	
		Postal Ballot (if			-			-	
		1. 1. 1							
		applicable)							
	Total		141,405,861	110,010,353	77.7976	110,010,246	107	99.9999	0.000
		· · · · · · · · · · · · · · · · · · ·				110,010,246	107	99.9999	0.00
	n No. 2: Re-appointment of Shri	Suketu V. Shah (DIN: 000				110,010,246	107	99.9999	0.00
Resolution	n No. 2: Re-appointment of Shri n Required: Ordinary Resolutior	Suketu V. Shah (DIN: 000	33407), as a Directo			110,010,246	107	99.9999	0.00
Resolution	n No. 2: Re-appointment of Shri	Suketu V. Shah (DIN: 000	33407), as a Directo			110,010,246	107	99.9999	0.00
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolutior promoter / promoter group are	Suketu V. Shah (DIN: 000) interested in agenda / res	33407), as a Directo	r, who retires by rot	ation				
Resolution	n No. 2: Re-appointment of Shri n Required: Ordinary Resolutior	Suketu V. Shah (DIN: 000) interested in agenda / res	33407), as a Directo		ation.	87,051,750	0	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolutior promoter / promoter group are	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll	33407), as a Directo	r, who retires by rot	ation			100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolutior promoter / promoter group are	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if	33407), as a Directo solution: Yes	r, who retires by rot	ation	87,051,750	0	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable)	33407), as a Directo solution: Yes	r, who retires by rot 87,051,750 0	ation. 82.80 -	87,051,750 0 -	0 0	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolutior promoter / promoter group are	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting	33407), as a Directo solution: Yes	r, who retires by rot	ation	87,051,750 0 - 199	000000000000000000000000000000000000000	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll	33407), as a Directo solution: Yes	r, who retires by rot 87,051,750 0	ation. 82.80 -	87,051,750 0 -	0 0	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if	33407), as a Directo solution: Yes 105,132,468	r, who retires by rot 87,051,750 0	ation. 82.80 -	87,051,750 0 - 199	000000000000000000000000000000000000000	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group Public – Institutional Holders	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable)	33407), as a Directo solution: Yes 105,132,468	r, who retires by rot 87,051,750 0 199	ation. 82.80 - - 0.0037 - -	87,051,750 0 - 199 0 -	0 0 - - 0 0 0	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting E-Voting E-Voting	33407), as a Directo solution: Yes 105,132,468	r, who retires by rot 87,051,750 0 - - - - 4,849,008	ation. 82.80 	87,051,750 0 - 199 0 - 4,848,901	0 0 - 0 0 0 - 107	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group Public – Institutional Holders	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll E-Voting AGM Poll	33407), as a Directo solution: Yes 105,132,468	r, who retires by rot 87,051,750 0 199	ation. 82.80 - - 0.0037 - -	87,051,750 0 - 199 0 -	0 0 - - 0 0 0	100.00	
Resolution Whether p	n No. 2: Re-appointment of Shri n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group Public – Institutional Holders	Suketu V. Shah (DIN: 000) interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting E-Voting E-Voting	33407), as a Directo solution: Yes 105,132,468 5,359,734	r, who retires by rot 87,051,750 0 - - - - 4,849,008	ation. 82.80 	87,051,750 0 - 199 0 - 4,848,901	0 0 - 0 0 0 - 107	100.00	

MUKAND LIMITED



Resolution No.	Category	Mode of Voting	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 (S)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Resolution	No. 3: Re-appointment of M/s	. Haribhakti & Co. LLP, Cha	artered Accountant	s, as Statutory Audit	ors and to fix thei	r remuneration.			14 10 11
	n Required: Ordinary Resolution								Sall and and
Whether p	promoter / promoter group are	interested in agenda / res	solution: No						
3	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105,132,468	0	-	0	0		
		Postal Ballot (if	105,152,408				-		
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0		
		AGM Poll	5,359,734	0		0	0		
		Postal Ballot (if	5,339,/34						
		applicable)							
	Public-Others	E-Voting	30,913,659	4,848,968	15.6855	4,848,961	7	100.000	0.000
		AGM Poll		222,617	0.7201	222,617	0	100.000	
		Postal Ballot (if		-		-			
		applicable)			12 3 I				
	Total		141,405,861	110,006,613	77.7949	110,006,606	7	100.0000	0.0000
	No. 4: Ratification of remuner		•	•					
	promoter / promoter group are		olution No.						
whether	Fomoter / promoter group are	Interested in agenua / res							
		C.V		104,934,829	99.81	104,934,829	0	100.00	
4	Promoter and Promoter Group	E-Voting			99.81	104,934,829	0		
		AGM Poll	105,132,468	0	-	0	0		
		Postal Ballot (if		-	-	-			
		applicable)							
	Public – Institutional Holders	E-Voting	-	199	0.0037	199	0		
		AGM Poll	5,359,734	0		0	0		
		Postal Ballot (if		ī	-	-	-		
		applicable)							
	Public-Others	E-Voting		4,848,968	15.6855	4,848,961	7	100.000	0.0003
	1	AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	
		Postal Ballot (if		1	-	-	-		
		applicable)							
	Total		141,405,861	110,006,613	77.7949	110,006,606	7	100.0000	0.0000



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esolution No.	Category	Mode of Voting	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 agains on votes polled (7)= [(5)/(2)]*100
	n No. 5: Approval/Ratification o		ransactions for FY 2	018-19					
	n Required: Ordinary Resolution promoter / promoter group are		olution: Vor						
viletier	promoter / promoter group are	interesteu in agenua / res							
5	Promoter and Promoter Group	E-Voting		-			0	-	
		AGM Poll	105 433 460	0	-	0	0	-	
		Postal Ballot (if applicable)	105,132,468		- 8	-			
	Public – Institutional Holders	E-Voting		199	0.0037	199	0		
		AGM Poll		0		0	0		
		Postal Ballot (if	5,359,734		-	-	-		
		applicable)							
	Public-Others E-Voting AGM Poll Postal Ballot (if			4,849,008	15.6856	4,848,901	107	99.998	0.00
			30,913,659	222,617	0.7201	222,617	0		
		Postal Ballot (if	30,913,659	-		4		-	
		applicable)							
	Total		141,405,861	5,071,824	3.5867	5,071,717	107	99.9979	0.00
esolutio	n No. 6: Approval of Material Re n Required: Ordinary Resolution promoter / promoter group are	า							
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res							
esolutio	n Required: Ordinary Resolution	n interested in agenda / res E-Voting			-		0		
esolutio /hether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting AGM Poll	olution: Yes	0	-		0		
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting		0		-			
esolutio /hether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting AGM Poll	olution: Yes	0		-			
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting	olution: Yes	0	- - 0.0037				
esolutio /hether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting AGM Pol! Postal Ballot (if applicable)	olution: Yes 105,132,468		0.0037	-	0		
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting	olution: Yes	199	0.0037	- 199	0 - 0		
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group Public – Institutional Holders	n interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable)	olution: Yes 105,132,468		-	- 199 0 -	0 - 0 -		
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are	n interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting E-Voting	olution: Yes 105,132,468	199 0 4,849,008	- - 15.6856		0 - 0		0.00
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group Public – Institutional Holders	n interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable)	olution: Yes 105,132,468 5,359,734		-	- 199 0 -	0 - 0 -		0.00
esolutio Vhether	n Required: Ordinary Resolution promoter / promoter group are Promoter and Promoter Group Public – Institutional Holders	n interested in agenda / res E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting E-Voting	olution: Yes 105,132,468	199 0 4,849,008	- - 15.6856		0 0 0 - 107		0.00;

Resolution No.	Category	Mode of Voting	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
Resolution	No. 7: Issue of Redeembable No	on-Convertible Debenture	es on Private Place	ment basi:					
Resolution	Required: Special Resolution					in the second second	CONTRACTOR OF	and an in the second	States and the states
Whether p	romoter / promoter group are ir	nterested in agenda / res	olution: No						

7	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105 133 468	0	-	0	0	-	
		Postal Ballot (if	105,132,468	-	-	-		-	
		applicable)				and the second second			
	Public – Institutional Holders	E-Voting	5,359,734	199	0.0037	199	0		
		AGM Poll		0	-	0	0	-	
		Postal Ballot (if		-	-	-	-	-	
		applicable)							
	Public-Others	E-Voting		4,852,708	15.6976	4,852,601	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	50,915,059	-	-	-	-	-	
	Total	applicable)				the second second second			
			141,405,861	110,010,353	77.7976	110,010,246	107	99.9999	0.0001

Resolution No. 8: Continuation of Shri Dhirajlal S. Mehta as an Independent Director Resolution Required: Special Resolution Whether promoter / promoter group are interested in agenda / resolution: Nc

. 8	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	-
		AGM Poll	105 133 460	0		0	0	-	-
		Postal Ballot (if	105,132,468	-	-	-	-	-	-
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	-
		AGM Poll	5,359,734	0	-	0	0	-	-
	Postal Ballot (if	Postal Ballot (if	3,359,734	-	-	-	-	-	-
	applicable)						1.1		
	Public-Others	E-Voting		4,852,708	15.6976	4,852,601	107	99.998	0.0022
		AGM Pol!	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	50,915,039	-	-	-	-	-	-
		applicable)				100 B 100 B			
	Total		141,405,861	110,010,353	77.7976	110,010,246	107	99.9999	0.0001

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Resolution No.	Category	Mode of Voting	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
Resolution	No. 9: Continuation of Shri N. C.	Sharma as an Independe	ent Director						
Resolution	Required: Special Resolution								
Whether p	romoter / promoter group are in	terested in agenda / res	olution: No						

9	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105 122 468	0	-	0	0		
		Postal Ballot (if	105,132,468	-	-		-		
		applicable)			-				and the second second
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	
		AGM Poll	5,359,734	0		0	0	-	
		Postal Ballot (if	3,335,734	-	-	-	-	-	
		applicable)							State State
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	
	Postal Ballot (if applicable)	50,915,059	-	-	-	-	-		
	Total	141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001	

#### Resolution No. 10: Continuation of Shri Prakash V. Mehta as an Independent Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: No

10	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105 122 460	0	-	0	0		Constant Const
		Postal Ballot (if	105,132,468		-	-	-	-	
		applicable)	0						and and
	Public – Institutional Holders	E-Voting	5,359,734	199	0.0037	199	0	-	
		AGM Poll		0	-	0	0	-	
		Postal Ballot (if		-	-	-		-	1.1.1.1
		applicable)							
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.002
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	
		Postal Ballot (if	50,915,039	-	-	-	-	-	
	Total	applicable)							
			141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

Resolution No. 11: Re-appointment of Shri Prakash V. Mehta as an Independent Director Resolution Required: Special Resolution Whether promoter / promoter group are interested in agenda / resolution: No

Ē	11	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
1			AGM Poll	105,132,468	0	-	0	0		
31			Postal Ballot (if	105,152,408	-	-	-		-	
			applicable)							



Resolution No.	Category	Mode of Voting	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
	Public - Institutional Holders	E-Voting		199	0.0037	199	0	-	-
		AGM Poll	5,359,734	0		0	- 0		-
		Postal Ballot (if	5,559,754	-	-	-			-
		applicable)							
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	30,913,039	-	-	-	-	-	-
		applicable)							and the second
	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

#### Resolution No. 12: Re-appointment of Shri Amit Yadav as an Independent Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: No

12	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	-
		AGM Poll	105 122 468	0	-	0	0		-
		Postal Ballot (if	105,132,468	-	-	-	-	-	-
		applicable)							1.1.1.1.1.1.1.1.1
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	-
		AGM Poll	5,359,734	0	-	0	0	-	
		Postal Ballot (if		-	-	-	-		-
		applicable)				Advertised in the second s			
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	50,915,059	-	-	-	-	-	
		applicable)							
	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

Resolution No. 13: Re-appointment of Smt. Bharti R. Gandhi as an Independent Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: No

13	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	-
		AGM Poll	105,132,468	0	-	0	0	-	-
		Postal Ballot (if	105,152,408	-	-	-	-	-	
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	-
		AGM Poll	5,359,734	0	-	0	0	-	
		Postal Ballot (if	5,559,754	-	-	-	-	-	
		applicable)						and and and and and	Sand and the same
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	50,915,059	-	-	-		-	-
		applicable)							

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Resolution No.	Category	Mode of Voting	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
-	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

Resolution No. 14: Appointment of Shri Sankaran Radhakrishnan as an Independent Director Resolution Required: Ordinary Resolution Whether promoter / promoter group are interested in agenda / resolution: No

4	Promoter and Promoter Group	E-Voting	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105.132.468	0	-	0	0	-	
		Postal Ballot (if	103,132,400	-	-	-		-	
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0		
		AGM Poll	5,359,734	0		0	0	-	
		Postal Ballot (if		-	-	-	-	-	
		applicable)						-	
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.002
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	
		Postal Ballot (if	50,913,059	-	-	-	-	-	
		applicable)	-				and the second second		
	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.000

Resolution No. 15: Remuneration to Shri Niraj Bajaj, Chairman & Managing Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: Yes

15	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105,132,468	0		0	0	-	
		Postal Ballot (if	103,132,408	-	-		-		
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	-
		AGM Poll	5 250 724	0	-	0	0	-	-
		Postal Ballot (if	5,359,734	-	-	-	-		-
		applicable)					11		
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	30,913,039	-	-	-	-		
		applicable)	· · · · · · · · · · · · · · · · · · ·						
1	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

Resolutio	on No. 16: Remuneration to Shri	Rajesh V. Shah, Co-Chair	man & Managing Directo	10					
Resolutio	on Required: Special Resolution								
Whether	r promoter / promoter group are	interested in agenda / r	esolution: Yes	4					
16	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	
		AGM Poll	105 137 468	0	-	0	0	-	



Resolution No.	Category	Mode of Voting	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
		Postal Ballot (if	100,102,100	-		-	-		1
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0		
	AGM Poll	AGM Poll	5,359,734	0		0	0		
		Postal Ballot (if applicable)	3,333,734	-					
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	20.012.650	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	30,913,659	-	-	-			
		applicable)							
	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

Resolution No. 17: Remuneration to Shri Suketu V. Shah, Joint Managing Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: Yes

17	Promoter and Promoter Group	E-Voting		104,934,829	99.81	104,934,829	0	100.00	-
		AGM Poll	105,132,468	0	-	0	0	-	-
		Postal Ballot (if	105,152,408	-	-	1	-	-	-
		applicable)							
	Public – Institutional Holders	E-Voting		199	0.0037	199	0	-	-
	34	AGM Poll	5,359,734	0		0	0	-	-
		Postal Ballot (if		-	-		-	-	-
		applicable)							
	Public-Others	E-Voting		4,849,008	15.6856	4,848,901	107	99.998	0.0022
		AGM Poll	30,913,659	222,617	0.7201	222,617	0	100.000	-
		Postal Ballot (if	30,913,039	-	-		-	-	-
		applicable)							
	Total		141,405,861	110,006,653	77.7950	110,006,546	107	99.9999	0.0001

\* Excluding Invalid & abstain votes.

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#### ANNEXURE B

		Voting Results for				and a start	2015		
Resolutio No.	n Category	Mode of Voting	Shares Heid (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 agains on votes polled (7)= [(5)/(2)]*100
Resolutio	n No. 1: Adoption of audited st	andalone financial stater	ments and audited co	nsolidated financi	al statements for	the year ended 31s	t March, 2019 ar	nd the Reports of [	Directors' and
Auditors'	thereon.								
Resolutio	n Required: Ordinary Resolutio	n				S			
Whether	promoter / promoter group are	e interested in agenda / I	esolution: No			1			
			10						
1	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	
		AGM Poll	1,432,161	0	-	0	0	-	
		Postal Ballot (if	1,452,101		-	-	-	-	
		applicable)							
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1,175,158	0		0	0	-	
		Postal Ballot (if	1,1/3,138	-	-	-	-	-	
		applicable)							
	Public-Others	E-Voting	3,019,001	1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll		71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if		-	-			-	
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	
Resolutio	n No. 2: Re-appointment of Shr	i Suketu V. Shah (DIN: 00	033407), as a Directo	r, who retires by r	otation.				
Resolutio	n Required: Ordinary Resolutio	n							and the second se
Whether	promoter / promoter group are								
		e interested in agenda / I	esolution: Yes						1.1.1.1.1
	promoter / promoter Broup are	e interested in agenda / I	esolution: Yes						
2	Promoter and Promoter Group	E-Voting	esolution: Yes	950,401	66.36	950,401	0	100.00	
				950,401 0	66.36	950,401	0	100.00	
		E-Voting	1,432,161		66.36 - -			100.00	
		E-Voting AGM Poll Postal Ballot (if			66.36 - -			100.00	
		E-Voting AGM Poll Postal Ballot (if applicable)		0	-	0 -		100.00	
	Promoter and Promoter Group	E-Voting AGM Poll Postal Ballot (if	1,432,161		66.36 - - 11.36		0		
	Promoter and Promoter Group	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll		0 - 133,455	-	0 -	0 - 0		
	Promoter and Promoter Group	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if	1,432,161	0 - 133,455	-	0 -	0 - 0		
	Promoter and Promoter Group Public – Institutional Holders	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable)	1,432,161	0 - 133,455 0 -	- - 11.36 - -	0 - 133,455 0 -	0 - 0 -		
	Promoter and Promoter Group	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting	1,432,161	0 - - - - 1,094,549	- - - - - - 36.2553	0 - 133,455 0 - 1,094,549	0 - 0		
	Promoter and Promoter Group Public – Institutional Holders	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll	1,432,161	0 - 133,455 0 -	- - 11.36 - -	0 - 133,455 0 -	0 - 0 - - 0		
	Promoter and Promoter Group Public – Institutional Holders	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if e-Voting E-Voting AGM Poll Postal Ballot (if	1,432,161	0 - - - - 1,094,549	- - - - - - 36.2553	0 - 133,455 0 - 1,094,549	0 - 0 - - 0		
	Promoter and Promoter Group Public – Institutional Holders	E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll	1,432,161	0 - - - - 1,094,549	- - - - - - 36.2553	0 - 133,455 0 - 1,094,549	0 - 0 - - 0		

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Resolution No.	n Category	Mode of Voting	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 agains on votes polled (7)= [(5)/(2)]*100
Resolutio	n No. 3: Re-appointment of M/	s. Haribhaktl & Co. LLP, C	hartered Accountan	ts, as Statutory Au	ditors and to fix t	heir remuneration.	14 - 14 Mar 14		
Resolutio	n Required: Ordinary Resolutio	n							
Whether	promoter / promoter group are	e interested in agenda / r	esolution: No						
3	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	
		AGM Poll		0	-	0	0	-	
		Postal Ballot (if	1,432,161	-	-	-	-		and the second second
		applicable)							
	Public Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1	0	-	0	0	-	
		Postal Ballot (if	1,175,158	-	-	-	-		
		applicable)							and the second second
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if		-		-			
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	
							~		
Resolutio	n No. 4: Ratification of remune	ration to Cost Auditor.							Sec. Sec. Sec.
Resolutio	n Required: Ordinary Resolutio	n							1.53.15
Whether	promoter / promoter group are	e interested in agenda / r	esolution: No						
								101 10 10 10 10 10 10 10 10 10 10 10 10	
4	Promoter and Promoter Group	E-Voting		1.414.825	98.79	1.414.825	0	100.00	
4	Promoter and Promoter Group	E-Voting AGM Poll		1,414,825	98.79	1,414,825	0	100.00	
4	Promoter and Promoter Group	AGM Poll	1,432,161 -					100.00	
4	Promoter and Promoter Group	AGM Poll Postal Ballot (if	1,432,161 -						
4	Promoter and Promoter Group Public – Institutional Holders	AGM Poll Postal Ballot (if applicable)	1,432,161 -	0	-	0	0	-	
4		AGM Poll Postal Ballot (if applicable) E-Voting						-	
4		AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll	1,432,161 - 1,175,158 -	0 - 133,455	-	0	0 - 0	-	
4		AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if		0 - 133,455	-	0	0 - 0	-	
4	Public – Institutional Holders	AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable)		0 - 133,455 0 -		0 - 133,455 0 -	0 - 0 - -		
4		AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting	1,175,158 -	0 		0 - 133,455 0 - 1,094,549	0 - 0 - - 0	- - - - - - - - - - - - - - - - - - -	
4	Public – Institutional Holders	AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll		0 - 133,455 0 -		0 - 133,455 0 -	0 - 0 - -	- - - - - - - - - - - - - - - - - - -	
4	Public – Institutional Holders	AGM Poll Postal Ballot (if applicable) E-Voting AGM Poll Postal Ballot (if applicable) E-Voting	1,175,158 -	0 		0 - 133,455 0 - 1,094,549	0 - 0 - - 0	- - - - - - - - - - - - - - - - - - -	

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Resolution No.	Category	Mode of Voting	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
Resolution	No. 5: Approval of Material Re	lated Party Transactions	for FY 2018-19						
Resolution	Required: Ordinary Resolution								
Whether p	promoter / promoter group are	interested in agenda / ro	esolution: Yes		1.5.2				

5 Promoter and Promoter Group	E-Voting		0		- 1	0	-	-
	AGM Poll	1,432,161	0	-	-	0	-	
	Postal Ballot (if	1,432,101		-	-	-	-	
	applicable)							
Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	-
	AGM Poll	1,175,158	0	-	0	0	-	
	Postal Ballot (if		-	-	-	-	-	-
	applicable)							
Public-Others	E-Voting		1,094,549	36.2553	1,094,549	. 0	100.000	-
	AGM Poll	2 010 001	71,540	2.3697	71,540	0	100.000	-
	Postal Ballot (if	3,019,001	-	-	-	-	-	
	applicable)							
Total		5,626,320	1,299,544	23.0976	1,299,544	-	100.0000	-

Resolution No. 6: Approval of Material Related Party Transactions for FY 2019-20 Resolution Required: Ordinary Resolution Whether promoter / promoter group are interested in agenda / resolution: Yes

6	Promoter and Promoter Group	E-Voting		0	-	-	0	-	
		AGM Poll	1,432,161	0	-	-	0	-	
		Postal Ballot (if	1,452,101	-	-	-	-	-	
		applicable)							
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
	Ī	AGM Poll	1,175,158	0	-	0	0	-	
		Postal Ballot (if	1,1/3,138	-	-	-	-	-	en 20 Com
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if	3,015,001	-	-	-	-	-	
		applicable)							
	Total		5,626,320	1,299,544	23.0976	1,299,544	-	100.0000	

Resolution No.	Category	Mode of Voting	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 agains on votes polled (7)= [(5)/(2)]*100
	No. 7: Issue of Redeembable	Non-Convertible Debent	ures on Private Place	ement basis					
	Required: Special Resolution				_				
Nhether p	promoter / promoter group are	e interested in agenda / r	resolution: No						
7	Promoter and Promoter Group	[	· · · · · · · · · · · · · · · · · · ·	1 414 025	00.70	1 414 025		100.00	
	Promoter and Promoter Group	E-Voting AGM Poll		1,414,825	98.79	1,414,825	0	100.00	
		Postal Ballot (if	1,432,161	0	-	0	0		
P	I	applicable)							
		E-Voting		133.455	11.36	133,455	0	100.00	
		AGM Poll	1	0	-	0	0		
		Postal Ballot (if applicable)	1,175,158 -	-		-			
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	2 010 001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if applicable)	3,019,001 -						
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	

8	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	-
3		AGM Poll	1,432,161	0	-	0	0	-	
		Postal Ballot (if	1,432,101	2			-	-	-
		applicable)							2.1.2.1.1.1
		E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1,175,158	0	-	. 0	0	-	-
		Postal Ballot (if	1,175,158	-	-	-	-	· · · ·	
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	-
		AGM Poll	2 010 001	71,540	2.3697	71,540	0	100.000	-
62		Postal Ballot (if	3,019,001		-	-	-	-	
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	-

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Resolution No.	Category	Mode of Voting	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
Resolution	No. 9: Continuation of Shri N.	C. Sharma as an Indepen	dent Director						m. Charles
Resolution	Required: Special Resolution				and the second second				
Whether p	promoter / promoter group are	interested in agenda / r	esolution: No				-		

9	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00
		AGM Poll	1,432,161	0	-	0	0	-
		Postal Ballot (if	1,452,101	-	-	-	-	-
	- 1	applicable)						and the second second
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00
		AGM Poll	1,175,158	0	-	0	0	-
		Postal Ballot (if	1,1/5,156	-	-	-	-	-
		applicable)			and the second second	and the second se		
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000
		Postal Ballot (if	3,019,001	-	-	-	-	-
		applicable)						
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000

Resolution No. 10: Continuation of Shri Prakash V. Mehta as an Independent Director Resolution Required: Special Resolution Whether promoter / promoter group are interested in agenda / resolution: No

10	Promoter and Promoter Group	E-Voting		1,414.825	98.79	1,414,825	0	100.00	
		AGM Poll	1,432,161	0	-	0	0	-	
		Postal Ballot (if	1,432,101	-	-	-	-	-	
		applicable)	-						
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1,175,158	0	-	0	0	-	
		Postal Ballot (if		-	-	-	-	-	1
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	2 010 001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if 3,019,001 -	3,019,001	-	-	-	-	-	
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	

Resolution No. 11: Re-appointment of Shri Prakash V. Mehta as an Independent Director Resolution Required: Special Resolution Whether promoter / promoter group are interested in agenda / resolution: No

1	11	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	-
			AGM Poll	1,432,161	0	-	0	0		-
			Postal Ballot (if	1,452,101	-	-	-	-	-	-
			applicable)							



Resolution No.	Category	Mode of Voting	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
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	-
	AGM Poll	AGM Poll	1,175,158	0	-	0	0		-
		Postal Ballot (if	1,1/5,156	-	-				-
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	-
		Postal Ballot (if	5,019,001	-	-	-		-	-
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	-

## Resolution No. 12: Re-appointment of Shri Amit Yadav as an Independent Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: No

12	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	
		AGM Poli	1,432,161	0	-	0	0	-	
		Postal Ballot (if	1,452,101	-	-	-	-		12
		applicable)							
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1,175,158	0	-	0	0	-	
		Postal Ballot (if	1,175,158	-	-	-	-	100	
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if	3,019,001	-	-	-	-	-	
		applicable)							
	Tota!		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	1.1

Resolution No. 13: Re-appointment of Smt. Bharti R. Gandhi as an Independent Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: No

13	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	
		AGM Poll	1,432,161	0	-	0	0	-	-
		Postal Ballot (if	1,452,101	-	-			-	-
		applicable)							

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Resolution No.	Category	Mode of Voting	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
	Public – Institutional Holders	E-Voting	1,175,158 -	133,455	11.36	133,455	0	100.00	
		AGM Poll		0		0	0	-	
		Postal Ballot (if							
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if	3,019,001	-	-	-	-	-	
		applicable)					_		
	Total		5,626,320	2,714,369	48.2441	2,714,369		100.0000	

Resolution No. 14: Appointment of Shri Sankaran Radhakrishnan as an Independent Director Resolution Required: Ordinary Resolution

Whether promoter / promoter group are interested in agenda / resolution: No

14	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	
		AGM Poll	1,432,161	0	-	0	0	-	
		Postal Ballot (if	1,452,101	-	-	-	-	-	
		applicable)		· · · ·					
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1,175,158	0	-	0	0	-	
		Postal Ballot (if	1,1/5,156	-	-	-	-	-	
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if	5,019,001	-	-	-	-	-	
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	-

Resolution No. 15: Remuneration to Shri Niraj Bajaj, Chairman & Managing Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: Yes

15	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	-
		AGM Poll	1,432,161	0	-	0	0	-	-
		Postal Ballot (if	1,452,101	-	-	-	-	-	-
		applicable)							
	Public ~ Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	-
		AGM Poll	1,175,158	0	-	0	0	-	-
		Postal Ballot (if	1,1/3,138	-	-	-	-	-	-
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	-
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	-
		Postal Ballot (if	3,019,001	-		-	-	-	
		applicable)							
	Total		5,626,320	2,714,369	48.2441	2,714,369	-	100.0000	-



Resolution No.	Category	Mode of Voting	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
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Resolution No. 16: Remuneration to Shri Rajesh V. Shah, Co-Chairman & Managing Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: Yes

16	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00	
		AGM Poll	1 472 161	0	-	0	0	-	
		Postal Ballot (if	1,432,161	-		-	-	-	
		applicable)							
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00	
		AGM Poll	1,175,158	0	-	0	0	-	
		Postal Ballot (if	1,1/3,130	-	-	-	-	-	
		applicable)							
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000	
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000	
		Postal Ballot (if	3,019,001		-	-	-	-	
		applicable)							
	Total		S,626,320	2,714,369	48.2441	2,714,369	-	100.0000	

Resolution No. 17: Remuneration to Shri Suketu V. Shah, Joint Managing Director Resolution Required: Special Resolution

Whether promoter / promoter group are interested in agenda / resolution: Yes

.7	Promoter and Promoter Group	E-Voting		1,414,825	98.79	1,414,825	0	100.00
		AGM Poll	1,432,161	0	-	0	0	-
		Postal Bailot (if	1,432,101	-	-	-	-	-
		applicable)						
	Public – Institutional Holders	E-Voting		133,455	11.36	133,455	0	100.00
		AGM Poll	1,175,158	0	-	0	0	-
		Postal Ballot (if	1,175,156	-	-	-	-	
	· · ·	applicable)						
	Public-Others	E-Voting		1,094,549	36.2553	1,094,549	0	100.000
		AGM Poll	3,019,001	71,540	2.3697	71,540	0	100.000
		Postal Ballot (if	5,019,001	-	-	-	-	-
		applicable)						
	Total		S,626,320	2,714,369	48.2441	2,714,369	· -	100.0000

\* Excluding Invalid & abstain votes.

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Anant Khamankar

B.COM. LL.B. F.C.S.

## ANANT B KHAMANKAR & CO. COMPANY SECRETARIES HANDHOLDING ENTREPRENEURS. WORLDWIDE.

B-510, Neelkanth Business Park, Nathani Road, Vidyavihar (West), Mumbai - 400 086. © +91-22-2510 4666, 2510 4777, 2510 0888 ☐ +91-98200 44752 ⊠ anant@cskhamankar.com / khamankar@gmail.com website : www.cskhamankar.com

## Scrutinizer's Report

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

То

The Chairman Mukand Limited CIN: L99999MH1937PLC002726 3<sup>rd</sup> Floor, Bajaj Bhavan, Jamnalal Bajaj Marg, 226 Nariman Point, Mumbai- 400 021 Maharashtra.

Dear Sir,

- We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, had been appointed by the Board of Directors of Mukand Limited ("the Company") as the Scrutinizer for the purpose of Scrutinizing the e-voting process along with the Ballot Forms, and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the Notice convening (hereinafter referred to as "the Resolutions") the 81<sup>st</sup> Annual General Meeting (AGM) of the members of the Company, held on Thursday the 8<sup>th</sup> day of August, 2019 at 4.00 P.M. at Kamalnayan Bajaj Hall, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400 021, Maharashtra.
- The Notice dated 20<sup>th</sup> May, 2019 convening the AGM of the Company along with the statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the Resolutions to be passed at the said AGM of the Company.

Page 1 OF 3

SCRUTINIZERS REPORT-81<sup>57</sup> AGM- MUKAND LIMITED

- 3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Ballot Forms on the Resolutions contained in the Notice convening the AGM. Our responsibility as the Scrutinizers for the remote e-voting process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolutions and "invalid" and "abstained" ballots and votes, based on the reports generated from the remote e-voting process system provided by Karvy Fintech Private Limited (Karvy), the authorized agency engaged by the Company to provide remote e-voting facilities.
- 4. Further to the above, we submit our report as under:-
  - The remote e-voting period remained open from Monday, 05<sup>th</sup> August, 2019 at 9.00 a.m. (IST) and ended on Wednesday, 7<sup>th</sup> August, 2019 at 5.00 p.m. (IST).
  - Th members who were on record of the Company as on the "cut-off" date i.e. Friday, 02<sup>nd</sup> August, 2019 were entitled to vote on the Resolutions as set out in the Notice of the AGM.
  - iii. The ballot voting facility was provided at the AGM to those members who attended the meeting but not voted through remote e-voting facility.
  - iv. After the conclusion of counting of the voting cast at AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, viz. Mr. Surender Singh Chauhan and Ms. Gauri Mali, who are not in the employment of the Company.
  - v. Thereafter considering remote e-voting and ballot voting at AGM, the combined result of the voting by equity shareholders and 0.01% cumulative redeemable preference shareholders (CRPS) is prepared by us, and same is annexed as Annexure A and Annexure B respectively. The details containing inter alia, list of Equity Share Holders and CRPS, who voted "for" or

SCRUTINIZERS REPORT-81<sup>5T</sup> AGM- MUKAND LIMITED



"against", on each of the Resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy i.e. evoting.karvy.com and is based on such reports generated.

Based on the aforesaid results, I report that Seven Ordinary vi. Resolutions as contained in Item No. 1 to Item No. 6 and Item No. 14 and Ten Special Resolutions as contained in Item No. 7 to Item No. 13, 15, 16, 17 of the notice dated 20th May, 2019 have been passed with requisite majority.

Thanking You.

Yours truly, For Anant B. Khamankar& Co.

HAMAN FC.S. 3198 Anant B. Khamankar C.P. No.1860

FCS: 3198 CP No: 1860

Place: Mumbai, Date: 9<sup>th</sup>August, 2019

Based on the foregoing, the Resolutions Nos. 1 to 17 have been passed with requisite majority.

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For Mukand Limited

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NIRAJ BAJAJ CHAIRMAN& MANAGING DIRECTOR

SCRUTINIZERS REPORT-81<sup>57</sup> AGM- MUKAND LIMITED

ANANT B KHAMANKAR & CO. company secretaries

					n	MUKAND LI	VITED								
			Ballo	t Control Report (	e-voting &	& AGM Voti	ng) for the	AGM held on 08							
Resol	Resolution Description	AGM Poll	Total Votes received		Inval	lld Votes	Abs	tain Votes	Vall	d Votes		Voted in FAVOUR			Voted AGA
ntion No.			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Baliot S	No. of Votes / Shares
	Adoption of audited standalone financial satements and	Remote e-voting	123	109787736	0		0 0	0	123	109787736	119	109787629	99.99990	4	10
1	audited consolidated financial statements for the year ended March 31, 2019 and the Reports of Directors' and Auditors'	AGM Voting	32	222617	0		0 0	0	32	222617	32	222617	100.00000	0	
	thereon	TOTAL	155	110010353	0		0 0	0	155	110010353	151	110010246	99.99990	4	1
	Re-appointment of Shri Suketu V. Shah (DIN: 00033407), who	Remote e-voting	123	109787736	1				109	91900957	105	91900850	99.99988	4	1
2	retires by rotation	AGM Voting	32	222617	0				32	222617	32	and the second se	100.00000	0	-
_		TOTAL	155	110010353	0		) 14	17886779	141	92123574	137	92123467	99.99988	4	1
	To re-appoint Statutory Auditors of the Company and to fix	Remote e-voting	123	109787736	0		2 2	3740	121	109783996	118		99,99999	3	
3	their remuneration	AGM Voting	32	222617	0		0 0	0	32	222617	- 32	222617	100.00000	0	
		TOTAL	155	110010353	0		2 2	3740	153	110006613	150	110006606	99.99999	3	
		Remote e-voting	123	109787736	0		2	3740	121	109783996	118	109783989	99.99999	3	
4	Ratification of Cost Auditors Remuneration	AGM Voting	32	222617	0		0 0	0	32	222617	32	222617	100.00000	0	
		TOTAL	155	110010353	0		2 2	3740	153	110006613	150	110006606	99.99999	3	
-		Remote e-voting	123	109787736	0		53	104938529	70	4849207	66	4849100	99.99779	4	
5	Approval/Ratification of Material Related Party Transactions	AGM Voting	32	222617	1 1		0 0	1	32		32		100.00000	0	
	for FY: 2018-19	TOTAL	155	110010353	0		53	104938529	102	5071824	98	5071717	99.99789	4	1
		Remote e-voting	123	109787736	0		53	104938529	70	4849207	66	4849100	99.99779	4	
6	Approval of Material Related Party Transactions for FV: 2019-	AGM Voting	32	222617			0 0	and the second se	32	and the second se	32		100.00000	0	
2	20	TOTAL	255	110010353			53	in the second se	102		98		99.99789	4	
			123	109787736		A contract of the second se	0 0		123		119		99.99990	1	
7	Issue of Redeemable Non-convertible Debentures on private	Remote e-voting		and the second se											
	placement basis	AGM Voting TOTAL	32	222617			-	and the second s	32		32		100.00000		
_		In Constitution of the second se	155	110010353			0 0				151	and the second se	99.99990		
	Continuation of Shiri Dhirajlal S. Mehta as an independent	Remote e-voting	123	109787736			0 0		123	and a local division of the local division of the	119	all and a second s	99.99990	4	
8	Director	AGM Voting TOTAL	32	222617			0 0		32	the second se	32		100.00000		
_			155	110010353			0 0		155		151		99.99990	-	
		Remote e-voting	123	109787736	1		0 1		122		118		99.99990	1	
9	Continuation of Shri N. C. Sharma as an Independent Director	AGM Voting	32	222617			0 0		32	the second se	32		100.00000		
-			155	110010353			D 1		154		150		99.99990	-	
	Continuation of Shri Prakash V. Mehta as an Independent	Remote e-voting	123	109787736	-		0 1		122	the second se	118	a construction of the second sec	99.99990		-
10	Director	AGM Voting	32	222617			0 0		32	and the second se	32	and the second s	100.00000	0	
_		TOTAL	155	110010353	8 0		0 1	3700	154	110006653	150	110006546	99.99990	4	
	Re-appointment of Shri Prakash V. Mehta as an Independent	Remote e-voting	123	109787736	5 0	6	0 1	3700	122	109784036	118	109783929	99.99990	4	
11	Director	AGM Voting	32	222617	0	1	0 0	0	32	222617	32	222617	100.00000	0	
	Difector	TOTAL	155	110010353	8 0	1	0 1	3700	154	110006653	150	110006546	99.99990	4	
		Remote e-voting	123	109787730	0 0		0 1	3700	122	109784036	118	109783929	99.99990	4	
12	Re-appointment of Shri Amit Yaday as an Independent Director	AGM Veting	32	222617	0		ol o	0	32	222617	32	222617	100.00000	0	
		TOTAL	155	11001035		-	0 1		154		150	and an address of the second	99,99990	-	-
_		Remote e-voting	123	109787736	1		0 1		122		118		99,99990	-	-
13	Re-appointment of Smt. Bharti R. Gandhi as an Independent	AGM Voting	32	222613			0 0		32		32		100.00000		
7.2	Director	TOTAL	155	11001035	-		0 1	3700	154	the second se	150		99.99990		
		Remote e-voting		109787736				a contract of the last		and the second se	and the second se	the set of			
14	Appointment of Shri Sankaran Radhakrishnan as an	AGM Voting	123	22261					122		118		99.99990		
14	Independent Director	TOTAL	155					reasonable and the second s	154		150	and the second se	100.00000	-	
_			-	11001035			-	1		1			99.99990	1	1
1.0	Remuneration to Shri Niraj Bajaj, Chairman & Managing	Remote e-voting	123	104787730	-		C. 1		122		118			-	
15	Director	AGM Voting	32	22261			0 0	the second se	32		32		100.00000	ס	
_		TOTAL	155				0 1		154		150		99.99990	1	
	Remune ation to Shri Rajesh V. Shahi Co-Chairman &	Remote e-voting	123	10978773	5 0		0 1	3700	122	109784036	118		99.99990	4	
16	Managing Director	AGM Voting	32	22261	7 D		0 0	0	32	222617	32	222617	100 00000	0 0	
		TOTAL	155	11001035	3 0		0 1	3700	154	110006653	150	110006546	99.99990	9 4	KHA
		Remote a voting	123	10978773	5 0		0 1	3700	122	109784036	118	109783929	99.99990	1	8.
17	Remone at on to Shri Suketu V Shan, Joint Managing Director	AGM Voting	32	22261	7 0		6 6	5 0	32	222617	32	222617	100 00000		1
		TOTAL	155	12001035	3 0		0 1	3700	154	110006653	150	110006546	99,99990	11.00	1



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	Annexure B						TED						_	-		
			Ballot	Control Report (		UKAND LIMI Physical ballo		M held on OS	/08/2019							
			Danot	control kepolit (	e-voring or	Filysical Dalid	IT IN THE AG	vi nela oli os	00/2013.	1						
Resoluti	Resolution Description	AGM Poll	Total V	otes received	Invali	d Votes	Abstain	Votes	Valle	Votes	V	oted in FAVOUR		Ve	oted AGAINST	т
on No.	nesonation ocscription			No. of Votes /	Ballots	No. of	Ballots	No. of	Ballots	No. of Votes /	Ballots	No. of Votes /	%	Ballots	No. of	%
				Shares		Votes / Shares		Votes / Shares		Shares		Shares	100		Votes / Shares	0.0
	Adoption of audited standalone financial satements	Remote e-voting	82	2642829	0	0	0	0	82	2642829	82	2642829	100.00	0	0	0
1	and audited consolidated financial statements for the year ended March 31, 2019 and the Reports of	AGM Voting	5	71540	0	0	0	0	5	71540	5	71540	100.00	0	0	0.
	Directors' and Auditors' thereon	TOTAL	87	2714369	0	0	0	0	87	2714369	87	2714369	100.00	0	0	0.
	Re-appointment of Shri Suketu V. Shah (DIN:	Remote e-voting	82	2642829	0	0	11	464424	71	2178405	71	2178405	100.00	0	0	0
2	COC33407}, who retires by rotation	AGM Voting	5	71540	0	0	0	0	5	71540	5	71540	100.00	0	0	0
		TOTAL	87	2714369	0	0	11	464424	76	2249945	76	2249945	100.00	0	0	0.
	To an over the Strength of A. Kenner State Concerns and	Remote e-voting	82	2642829	0	0	0	0	82	2642829	82	2642829	100.00	0	0	0
3	3 To re-appoint Statutory Auditors of the Company and to fix their remuneration	AGM Voting	5	71540	0	0	0	0	5	71540	5	71540	100.00	0	0	0.
	to hx their remuneration	TOTAL	87	2714369	0	0	0	0	87	2714369	87	2714369	100.00	0	0	0.
		Remote e-voting	82	2642829	0	0	0	0	82	2642829	82	2642829	100.00	0	0	0.
4	Ratification of Cost Auditors Remuneration	AGM Voting	5	71540	0	0	0	0	5	71540	5	71540	100.00	0	0	0.
		TOTAL	87	2714369	0	0	0	0	87	2714369	87	2714369	100.00	0	0	0.
		Remote e-voting	82		0	0	30	1414825	52		52		100.00	0	0	
5	Approval/Ratification of Material Related Party	AGM Voting	5		0	0	0	0	5		5		100.00	0		-
TI	Fransactions for FY: 2018-19	TOTAL	87		0		30	1414825	57		57		100.00	0		_
			82		0	0	30	1414825	52		52		100.00	0		
6	Approval of Material Related Party Transactions for FV	Remote e-voting AGM Voting	5		0	0	0	1414023	5		36	71540	100.00	0		-
	2019-20	TOTAL	87		0	0	30	1414825	57		57		100.00	0		
		the second s				-							and the second second second			
7	Issue of Redeemable Non-convertible Debentures on	Remote e-voting	82	and the second sec	0	0	0	0	87		82	And and a second s	100.00	0		
1	private placement basis	AGM Voting TOTAL	5	the second se	0	0	to reason the second seco				2	71540	100.00	0		
		591.017119	87		0	0		0			87		100.00	. 0		
	Continuation of Shri Ohirajial S Menta as an	Remote e-voting	82		0	.0		0	82		82		100.00	0		-
8		AGM Voting	5	71540	0	0		0	5		5	71540	100.00	0		
		TOTAL	87		0						87		100.00	0		
	Continuation of Shri N. C. Sharma as an Independent	Remote e-voting	82		0	0					32		100.00	0		1
9	Director	AGM Voting	5		0	0					5	71540	100.00	D		
		TOTAL	87	1	0	0					87		100.00	0		-
	Continuation of Shri Prakash V Mehta as an	Remote e-voting	82	the second se	0	0		0		the second state of the se	82		100.00	D		A
10	Independent Director	AGM Voting	- 5		0	0		0	5		5	71540	100.00	0		
		TOTAL	87		0	0					87		100.00	0		1
	Re-appointment of Shri Prakash V. Mehta as an	Remote e-voting	82		0	0	-				82		100.00	0		
11	Independent Director	AGM Voting	5		0	0		0			5		100.00			
		TOTAL	87		0	0					87		100.00		1	1
	Re-appointment of Shn Amit Vaciav as an Independent	Remote e-voting	82		0	0		0			82		100.00			
17 1	Director	AGM Voting	5		0	0					5		100.00			
		TOTAL	87		0	0					87		100.00			
	Re-appointment of Smt. Bhart: R. Gandhias an	Remote e-voting	82		0	0		0			82	A Description of the second second distance with the barbon	100.00			1
13	Independent Director	AGM Voting	5		0	0	0				5		100.00			
	independent pricetor	TOTAL	87		0	0					87	the second se	100.00			
_	Appointment of Shri Sankaran Radhakrishnan as an	Remote e-voting	82		0			0			82		100.00			
14	Independent Director	AGM Voting	5		0						5		100.00			
	in opendent precipi	TOTAL	87	2714369	0	0	0	0			87	2714369	100.00	0	0	
	Remuneration to Shn Niraj Bajaj, Chairman &	Remate e-voting	82		0		0	0	82	2642829	82	2642829	100.00	.0	0 0	1 9
15	Managing Director	AGM Voting	5	71540	0	0	0	0		71540	5	71540	100.00	0	0 0	
	B.B. Sector	TOTAL	87		0			0			87		100.00			
	Remuneration to Shn Rajes!: V Smah, Co-Chairman &	Remote e-voting	82		0						82		100.00			1 01
	Managing Director	AGM Voting	5	and the second s	0								100.00			1
		TOTAL	87	2714369	0	0	0	0	1		87	2714369	100.00	0	0 0	
	Remuneration to Shri Suret	Re +unte e voting	82		C		0			A share a second s		4	100.00			
	Director	A GAN Voting	5	71540	0		0	0			-	71540	.00 00	0	0 0	0 0
		TOTAL	87	2714369	0	13	0	0	87	2714369	87	2714369	100.00	0	0 0	0

