

Date: August 17, 2018

To,

Listing Department BSE Limited 25th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001 Tel No. 022- 22723121 Fax No. 022- 22721919	Listing Department The National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel No.: 022- 26598100 Fax No. 022-26598120
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Dear Sir(s)/Ma'am(s),

Subject: Minutes of 36th Annual General Meeting of the Company

The 36th Annual General Meeting of the Company was held on Thursday, July 19, 2018 at 11.00 a.m. at H.T. Parekh Auditorium, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad-380 015, Gujarat at 11.00 a.m. In this regard, please find enclosed the Minutes of the 36th Annual General Meeting.

Request you to take the above on your record.

Yours faithfully,

For MASTEK LIMITED


Dinesh Kalani
Company Secretary
Encl: - As above



MINUTES OF THE PROCEEDINGS OF THE THIRTY SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF MASTEK LIMITED HELD ON THURSDAY, JULY 19, 2018 AT 11.00 A.M. AT H.T. PAREKH AUDITORIUM, AMA COMPLEX, ATIRA. DR. VIKRAM SARABHAI MARG, AHMEDABAD 380 015, GUJARAT.

The following Directors were present:

Mr. S. Sandilya	:	Chairman and also as Chairman of Audit Committee and Stakeholder Relationship Committee and as a Member of the Company
Mr. Sudhakar Ram	:	Vice Chairman & Managing Director and as a Member of the Company
Mr. Ashank Desai	:	Non-Executive Director and as a Member of the Company
Mr. Keith Bogg	:	Non- Executive and Independent Director

Also present:

Mr. John Owen	:	Group Chief Executive Officer-Present by invitation
Mr. Abhishek Singh	:	Group Chief Financial Officer and as a Member of the Company
Mr. Dinesh Kalani	:	Company Secretary
Mr. Prashant Mehta	:	Practising Company Secretary -Scrutinizer -Present by invitation

In aggregate 72 Members were present in person holding 48,38,104 Equity Shares, including one Authorized Representative representing 79,260 Equity Shares. No Proxies were received by the Company.

Mr. S. Sandilya Chairman of the Board of Directors took the Chair.

Mr. Dinesh Kalani, Company Secretary informed that the following details were made available for inspection by the Members:

- Register of Directors', Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013;
- The Board's Report, Standalone and Consolidated Audited Financial Statements for the year ended March 31, 2018 and the Auditor's Reports thereon, Secretarial Audit Report for the year ended March 31, 2018, Register of Proxies and Representations, Statutory Registers as required under Companies Act, 2013, documents and records as required by law.
- Auditor's Certificate in respect of Employee Stock Option Plans of the Company;
- Register of Contracts or arrangements in which Directors and Key Managerial Personnel are interested.

Mr. Dinesh Kalani informed that as required under Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Remote E-Voting facility was provided by the Company through KARVY E-voting platform to enable the Members to exercise their votes on the resolutions to be placed at the Annual General Meeting. The remote E-voting process was kept open for the Members from Sunday, July 15, 2018 (9.00 a.m. IST) till Wednesday, July 18, 2018 (5.00 p.m. IST). He also informed that the E-voting Platform was blocked by the Scrutinizer on July 18, 2018 after the closure of the Voting time.



He further informed that detailed procedure of Remote E-voting was also mentioned in Note no. 21 of the Notice of the Annual General Meeting on page no. 201 of the Annual Report.

He further informed that TAB based Instapoll facility was also provided to the Members present at the Annual General Meeting and who have not cast their votes through Remote E-Voting. The Members were provided with e-vote key which is One Time Password (i.e. OTP) to cast their vote electronically at the AGM Venue.

The Chairman then informed that as the requisite quorum was present, the Meeting was called to order.

The Chairman welcomed the Members present at the Thirty Sixth Annual General Meeting (AGM) of the Company and requested the Members to keep their mobiles on silent mode to avoid inconvenience to others and have smooth functioning of the AGM.

He then introduced the Directors, Group Chief Executive Officer, Group Chief Financial Officer and Company Secretary of the Company.

Chairman also welcomed Mr. Prashant Mehta - Practising Company Secretary who was appointed as the Scrutinizer to conduct the Voting process in fair and transparent manner and was present at the meeting.

He further informed that Ms. Priti Rao and Mr. Atul Kanagat- Chairman of Nomination and Remuneration Committee had expressed their inability to attend the Annual General Meeting due to their unavoidable engagements and with the permission of the Members leave of absence was granted to Mr. Atul Kanagat and Ms. Priti Rao. He informed further that Mr. Kanagat has requested him to be his authorized representative to respond to the queries, if any, of the Members with respect to functioning of the Nomination and Remuneration Committee,

Further the Chairman informed that representatives of M/s. Walker Chandio & Co. LLP, Chartered Accountants- Statutory Auditors have also sought the exemption from attending this Annual General Meeting due to their unavoidable engagements/circumstances and requested for exemption from attending this AGM. The Company has exempted them from attending the AGM.

Mr. Ashank Desai then informed the Members that the Company has been awarded with the most prestigious award for **"OUTSTANDING CONTRIBUTION – IT"** at the 1st edition of the CNBC-AWAAZ CEO Awards on July 07, 2018, chosen for the outstanding contribution in the IT Sector for an inspiring journey along with the impeccable credentials.

Shareholders appreciated the same.

The Chairman then requested Mr. Sudhakar Ram- Vice Chairman & Managing Director to provide an overview of the Company's Operations and address the Shareholders. Mr. Sudhakar Ram then provided an Overview of the Company's Operations and various developments during the year ended March 31, 2018 and the plans for the financial year 2018-19.

Mr. Sudhakar Ram then requested Mr. John Owen- Group Chief Executive Officer of the Company to address the Shareholders on the performance and future plans of the Company. Mr. John Owen then shared his view and Overview of the Company's Operations and future plans.

Mr. Sandilya, Chairman thanked Mr. Ashank Desai, Mr. Sudhakar Ram and Mr. John Owen.

Chairman then informed the Members about the flow of the events to be followed at the AGM and stated that he will move all the resolutions first as set out in the notice of the AGM and then will move to the discussion and Questions and Answer session. The shareholders present gave their consent for the flow of the AGM proceedings.



The Chairman also informed the Members that as per Section 145 of the Companies Act, 2013, if Auditor's Report does not contain any qualification/observation/comments from the Statutory Auditors of the Company, then it was not necessary to be read at the Annual General Meeting. The Chairman informed the Members that Mastek Limited's Auditor's Report does not have any qualification/observations. Therefore, it was not required to be read at AGM. Members consented for the same.

Further, with the consent of the Members, the Notice convening the 36th Annual General Meeting, the Standalone and Consolidated Audited Financial Statements and the Directors' and other Reports thereon were taken as read.

The Chairman then referred to the various Ordinary Resolutions and the Special Resolution and provided in brief the rationale and implications of each of the resolutions which have been put to vote to the Shareholders and informed the Members that they can ask/put up their queries.

The Chairman then read out the Ordinary Resolutions and Special Resolutions mentioned below as stated in the Notice of the Annual General Meeting:

ORDINARY BUSINESS: ORDINARY RESOLUTIONS:

Resolution No. 1 – To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with reports of the Board of Directors' and the Auditors' thereon.

The Chairman informed that the first item in the Notice is for adoption of the Audited Consolidated and Standalone Financial Statements of the Company for the financial year ended March 31, 2018 and the Reports of the Board of Directors' and Auditors' thereon. He further informed that the Annual Accounts were already with the Members quite some time and all might have gone through the same and was taken as read.

The following Ordinary Resolution was read out in this regard:

“RESOLVED THAT the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2018 together with all the schedules and notes annexed thereto and the Reports of the Board of Director's and Auditors' thereon as circulated to the members ,be received, considered and adopted.”

Resolution No. 2- To confirm the payment of Interim Dividend of Rs. 2/- per Equity Share and declare a Final Dividend of Rs. 4/- per Equity Share (Face Value of Rs. 5/- each) for the financial year 2017-18.

The Chairman announced that the Members are requested to confirm the Interim Dividend already paid in November, 2017 by the Company aggregating to Rs. 2/- per share for the financial year 2017-18 and approve the Final Dividend of Rs. 4/- per equity share for the Financial Year 2017-18 and to

The following Ordinary Resolution was read out in this regard:

“RESOLVED THAT the Interim Dividend at the rate of Rs. 2 per equity share (face value of Rs.5/- each), approved by the Board at its meeting held on October 26, 2017 and paid on November 15, 2017 be and is hereby noted and confirmed.

RESOLVED FURTHER THAT the Final Dividend of Rs. 4/- per equity share (face value of Rs.5/- each) for the financial year 2017-18 as recommended by the Board of Directors is hereby declared and the same be paid to those Members whose names appear on the register of members of the Company as of the end of the day on July 12, 018 in respect of the shares held in physical form, the dividend in respect of shares held in dematerialized form in the Depository System will be paid to the beneficial owner of the shares as on July 12, 2018, as per the list provided by the Depositories for this purpose.”



Resolution No. 3- Re-appointment of Mr. Ashank Desai (DIN: 00017767), a Non- Executive Director who retires by rotation and being eligible, offers himself for reappointment.

The Chairman informed that Mr. Ashank Desai aged 67 years is a B.E. from Mumbai University, M. Tech from the Indian Institute of Technology, Mumbai and Post Graduate Diploma in Business Management (PGDBM) from the IIM Ahmedabad. Mr. Desai is Founder and former Chairman of Mastek and has vast experience in IT arena. Mr. Desai, a founding member of NASSCOM, was also the President of Asian-Oceanic Computing Industry Organization (ASOCIO). He is also expert in Brand Building, Strategy Guidance, Merger and Acquisitions, Alliance and Partnerships etc. His outstanding contributions have earned him many accolades

The following Ordinary Resolution was read out in this regard:

“RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the approval of the members of the Company, be and is hereby accorded, for the reappointment of Mr. Ashank Desai (DIN: 00017767) as Director, liable to retire by rotation.”

Resolution No. 4- To consider the ratification for appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting, to be held in year 2022 and to fix their remuneration

The Chairman informed the Members that this agenda item is for the ratification of appointment of the Statutory Auditors of the Company as per the provisions of Companies Act, 2013 and M/s. Walker Chandiok & Co LLP are being proposed for ratifying their appointment as Statutory Auditors for the Company. The Board, based on the recommendation of the Audit Committee had recommended ratification of appointment of M/s. Walker Chandiok & Co LLP as the Statutory Auditors of the Company under Section 139 and 142 of the Companies Act, 2013 to hold office from conclusion of this Annual General Meeting till 40th Annual General Meeting, to be held in year 2022.

The following Ordinary Resolution was read out in this regard:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the Rules made thereunder as amended from time to time and pursuant to the resolution of the Members passed at the 35th Annual General Meeting (AGM), the appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting, to be held in year 2022, be and is hereby ratified on such remuneration in addition to taxes and out-of pocket expenses, etc. as may be mutually agreed upon by the Board of Directors and the Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and/or Company Secretary be and are hereby authorized to do all acts, file necessary forms with Registrar of Companies and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution.”



SPECIAL BUSINESS: SPECIAL RESOLUTION

Resolution No. 5- To consider Payment of Profit related Commission to Non- Executive Directors including Independent Directors for a period of five financial years commencing from April 01, 2018 to March 31, 2023.

The Chairman informed the Members that at the 31st Annual General Meeting of the Company held on July 17, 2013, the Members had passed a Special Resolution under erstwhile Section 309 of the Companies Act, 1956, approving the payment of Commission to Non-Executive Directors of the Company, for a period of five financial years commencing from April 01, 2013 till March 31, 2018.

Further, as members are aware, that the Companies Act, 2013, and dynamic business environment have placed more onerous responsibilities on the Non-Executive Directors (NED) and particularly the Independent Directors. This requires the Directors to play a more pro-active role along with greater involvement in Board's decision making process. Considering the above facts and with a view to align the remuneration payable to Non-Executive Directors / Independent Directors with the industry standards, it was proposed to renew the profit related commission, of a sum not exceeding in aggregate one percent per annum, of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, payable to all Non-Executive / Independent Directors for a further period of five financial years commencing from April, 2018 to March 2023.

In line with the prevailing practice, the Board had adopted a compensation structure for Non-Executive Directors/ Independent Directors that is linked to the attendance at Board meetings, Membership/Chairmanship of Committee/s of the Board, overall responsibilities as a Director and other relevant factors including time spent on critical policy decisions and higher degree of engagement. Within the overall limit, the Commission will be distributed amongst the Directors in accordance with the recommendation of Nomination and Remuneration Committee and directions given by the Board of Directors in respect of each financial year. The Commission will be in addition to the sitting fees payable to the Directors for attending the meetings of the Board or Committee thereof and reimbursement of expenses for participation in the Board and other meetings.

The following Special Resolution was read out in this regard:

“RESOLVED THAT pursuant to the provisions of Sections 149(9), 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the rules thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), payment of a profit related commission of a sum not exceeding in aggregate one percent per annum, of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, be paid to and distributed amongst any or all of the Directors of the Company, other than the Managing Director/ Whole-time Director(s) of the Company, but including the Independent Directors of the Company, for a period of five financial years commencing from April 01, 2018 to March 31, 2023, in such amounts or proportions and in such manner and in all respects as may be decided and determined by the Board of Directors of the Company, and such payments shall be made in respect of the profits of the Company for each financial year.

RESOLVED FURTHER THAT the Board of Directors of the Company (including Committee) and/or Company Secretary be and are hereby authorized to do all acts, file necessary forms with Registrar of Companies and take all such steps as may be necessary, proper or expedient to give effect to his resolution including payment of such commission for the five year period.”



Resolution No. 6- To consider Payment of Certain Benefits/Perquisites to Mr. Ashank Desai- Non-Executive Director for a period of three (3) years effective from July 01, 2018 to June 30, 2021

The Chairman informed the Members that Mr. Ashank Desai, one of the Founder Director of the Company, being a Non-Executive Director, represents the Company at various industry and public forums, both domestic and international. In view of his long association and in-depth knowledge of the Company and the industry, the Company is immensely benefitted by his continuous interaction with Government/ Semi-Government organizations. He has been actively involved with industry forums such as NASSCOM, ASSOCHAM and CII. Mr. Desai is the Chairman of Corporate Governance Committee and Member of Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee of the Company.

The Chairman further informed the Members that at the 33rd Annual General Meeting of the Company held on August 17, 2015, the Members had passed a Special Resolution under Section 197 and all other applicable provisions of the Companies Act, 2013, approving the payment of certain Benefits / Perquisites which can be paid to Mr. Ashank Desai not exceeding Rs.15 Lakhs per annum, for a period of three years commencing from July 01, 2015 till June 30, 2018.

Further, taking into consideration his long associations with the Company and his on-going contribution for the Company, the Board of Directors in their meeting held on April 18, 2018 had proposed to continue, based on the recommendation of Nomination and Remuneration Committee, to pay Mr. Ashank Desai as a Non- Executive Director, Benefits/ Perquisites.

The following Special Resolution was read out in this regard:

“RESOLVED THAT pursuant to Section 197 and all other applicable provisions if any, of the Companies Act, 2013 (“the Act”) and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to all such permissions, sanctions and approvals as may be necessary, approval of the Company be and is hereby accorded for the payment of certain benefits/ perquisites as mentioned herein below to Mr. Ashank Desai (00017767), Non-Executive Director of the Company, who is neither in Whole-time employment nor an Executive Director of the Company over and above the sitting fees and eligible commission payable to him as a Non-Executive Director:

- residence telephone expenses (including Internet Connection) incurred by Mr. Desai for official purposes, mobile bills and credit card fees;
- payment of premium for Mediclaim and Personal Accident (PA) policy covering Mr. Desai and his family and further renewal thereof;

RESOLVED FURTHER THAT the monetary value of the above perquisites/ facilities, shall not exceed Rs.15 Lakhs per annum for a period of three (3) years effective from July 01, 2018 to June 30, 2021.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary of the Company, be and is hereby authorized to do all such acts, deeds, file necessary form with Registrar of Companies and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

Afterwards the Chairman invited the Members to ask questions or seek any clarifications on the Financial Statements and on all the above resolutions. There were some queries from the Members which were responded satisfactorily by the Chairman and Executive Management.



Further the Chairman once again requested all the Members present to cast their votes through Instapoll which was provided to the Members present at the meeting and who have not cast their votes through Remote E-voting.

He also informed the Shareholders that in compliance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and rules/regulations made there under, the results of Instapoll being held at the AGM venue would be clubbed by Mr. Prashant Mehta, Practising Company Secretary, Scrutinizer with the results under Remote E-Voting and based on the Scrutinizer's Combined Report on both the voting, results would be declared by the Company and will also be placed on the website of the Company and on the web site of Karvy Computershare Pvt. Ltd. (Voting Agency) within forty-eight hours from the date of conclusion of the AGM. He stated that the voting results would also be communicated to the Stock Exchanges as well.

Chairman concluded the meeting after the process of voting was completed, by thanking the Members for attending and wholeheartedly participating in the meeting and for their kind words and appreciation and stated that their suggestions and feedback would be evaluated.

A vote of thanks was proposed to the Chair. The Meeting was declared concluded at 12.05 P.M.

After the Instapoll Voting concluded at the Venue of the AGM, the votes cast were un-locked by Mr. Prashant Mehta, Scrutinizer, which were reconciled with the records maintained by the Company/RTA. A reconciliation of all the votes cast through Remote E-Voting and Instapoll voting was done by Mr. Prashant Mehta, Scrutinizer, and based on which a duly signed Consolidated Scrutiniser Report in FORM MGT-13 was submitted by him to the Company Secretary of the Company on July 19, 2018.

Results of E-voting (attached as **Annexure**) was declared on July 19, 2018 and based on the Consolidated Scrutinizer's Report, all the above Resolutions was declared to be passed by the Shareholders with requisite majority.

Sd/-

S. SANDILYA
CHAIRMAN
DIN: 00037542

Place: New Delhi
Date: August 11, 2018



ANNEXURE

DECLARATION OF THE CONSOLIDATED RESULTS OF REMOTE E-VOTING AND INSTAPOLL VOTING AT THE 36TH ANNUAL GENERAL MEETING HELD ON JULY 19, 2018

As per the provisions of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of Remote E-Voting through KARVY E-voting platform to enable the Members to exercise their votes on the resolutions to be placed at the 36th Annual General Meeting (AGM). The Remote E-voting process was kept open for the Members from Sunday, July 15, 2018 (9.00 a.m. IST) till Wednesday, July 18, 2018 (5.00 p.m. IST). Also a TAB based Instapoll facility was also provided to the Members present at the Annual General Meeting and who have not cast their votes through Remote E-Voting. The Members were provided with e-vote key which is One Time Password (i.e. OTP) to cast their vote electronically at the AGM Venue.

The Board of Directors had appointed Mr. Prashant Mehta, Practising Company Secretary as the Scrutinizer for Remote E-Voting and TAB based Instapoll Voting at the AGM venue. The Scrutinizer had carried out the scrutiny of all the votes received through Remote E-Voting up to the close of Remote E-Voting period on July 18, 2018 and the votes cast through TAB based Instapoll Voting on July 19, 2018 at the AGM venue and had submitted his Report on July 19, 2018.

The Consolidated Results as per the Scrutinizer's Report dated July 19, 2018 was as follows:

The Consolidated Results as per the Scrutinizer's Report dated July 19, 2018 was as follows.					
Sr. No	Resolution as given in the Notice of 36 th Annual General Meeting	Particulars of Remote E-Voting and Instapoll			Results
		Particulars	Combined Voting		
			Nos.	%	
1.	To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with reports of the Board of Directors and the Auditors' thereon.	Votes Cast in favour	1,44,99,529	100%	Resolution No. 1 was declared as having been passed with the requisite majority
		Votes Cast against	0	0	
2.	To confirm the payment of Interim Dividend of Rs. 2/- per Equity Share and declare a Final Dividend of Rs. 4/- per Equity Share (Face Value of Rs. 5/- each) for the financial year 2017-18	Votes Cast in favour	1,44,99,529	100%	Resolution No. 2 was declared as having been passed with the requisite majority
		Votes Cast against	0	0	
3.	Re-appoint a Director in place of Mr. Ashank Desai (DIN: 0001 7767), a Non- Executive Director who retires by rotation and being eligible, offers himself for re-appointment.	Votes Cast in favour	1,04,22,792	93.97 %	Resolution No. 3 was declared as having been passed with the requisite majority
		Votes Cast against	6,68,785	6.03%	
Note: Mr. Ashank Desai and his relatives had Abstained from Voting being Interested in this Resolution.					



Sr. No	Resolution as given in the Notice of 36 th Annual General Meeting	Particulars of Remote E-Voting and Instapoll			Results
		Particulars	Combined Voting		
			Nos.	%	
4.	To consider the ratification for appointment of M/s. Walker Chandiook & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting, to be held in year 2022 and to fix their remuneration	Votes Cast in favour	1,44,99,509	100%	Resolution No. 4 was declared as having been passed with the requisite majority
		Votes Cast against	0	0	
Note: One Shareholder had Abstained from Voting.					
5.	To consider Payment of Profit related Commission to Non-Executive Directors including Independent Directors for a period of five financial years commencing from April 01, 2018 to March 31, 2023.	Votes Cast in favour	1,44,70,329	99.80 %	Resolution No. 5 was declared as having been passed with the requisite majority
		Votes Cast against	29,200	0.20%	
6.	To consider Payment of Certain Benefits/Perquisites to Mr. Ashank Desai- Non-Executive Director for a period of three (3) years effective from July 01, 2018 to June 30, 2021	Votes Cast in favour	1,05,27,373	94.91 %	Resolution No. 6 was declared as having been passed with the requisite majority
		Votes Cast against	5,64,184	5.09%	
Note: Mr. Ashank Desai and his relatives had Abstained from Voting being Interested in this Resolution and One more shareholder had remained abstained from Voting.					

Based on the Consolidated Scrutinizer's Report, all the above Resolutions as set out in Notice of the 36th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

The Scrutinizer's Report along with the Voting Result required to be submitted pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 was submitted to the Stock Exchanges on July 19, 2018 and the same was uploaded on the Company's and RTA website.

Sd/-
CHAIRMAN
DIN: 00037542

Place: New Delhi
Date: August 11, 2018

