



GE Power India Limited  
(formerly ALSTOM India Limited)  
CIN-L74140MH1992PLC068379

Corporate Office: IHDP Building,  
Plot No. 7, Sector 127,  
Noida - 201 301, Uttar Pradesh

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[www.ge.com/in/ge-power-india-limited](http://www.ge.com/in/ge-power-india-limited)

31 July 2017

To,  
The Manager - Listing  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai - 400 051

To,  
The Manager - Listing  
**BSE Ltd.**  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai - 400 001

Symbol : **GEPIL**

Scrip Code : **532309**

**Sub.: Proceedings of the 25<sup>th</sup> Annual General Meeting ("AGM") and reporting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") in respect of the outcome (voting results)**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, we wish to inform that the members of the Company, at the 25<sup>th</sup> AGM held today i.e. 31 July 2017, have duly approved all the business as specified in the Notice convening the AGM dated 20 June 2017 through remote e-voting and Poll conducted through Instapoll at the AGM. The details of the same are given below:

1. Considered and adopted:
  - a) the audited standalone financial statements of the Company for the financial year ended 31 March 2017, the Reports of the Board of Directors and Auditors thereon; and
  - b) the audited consolidated financial statements for the financial year ended 31 March 2017;
2. Declared dividend on Equity Shares for the financial year ended 31 March 2017;
3. Ratified the appointment of M/s. B S R & Co LLP, Chartered Accountants (FRN - 101248W/W-100022) as Statutory Auditors of the Company
4. Ratified the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2017-18
5. Appointed Mr. Andrew H DeLeone (DIN: 07840902) as a Director of the Company, liable to retire by rotation



6. Appointed Mr. Vishal Keerti Wanchoo (DIN: 02776467) as a Director of the Company, liable to retire by rotation
7. Appointed Mr. Sanjeev Agarwal (DIN: 07833762) as a Director w.e.f. this Annual General Meeting and Whole-time Director of the Company w.e.f. 30 May 2017 for a period of 3 years
8. Approved material related party transactions entered during FY 2016-17
9. Approved proposed material related party transactions for FY 2017-18

Further, we wish to inform you that, based on the Report dated 31 July 2017 submitted by Mr. Hemant Kumar Singh, Partner, M/s. Hemant Singh & Associates, Company Secretaries, the Scrutinizer for the remote e-voting and the poll conducted through Instapoll at the AGM and Mr. Kaushik M. Jhaveri (Member of the Company), the Scrutinizer for the poll conducted through Instapoll at the AGM, the combined results of e-voting and poll have been declared on 31 July 2017.

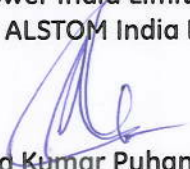
Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, please find enclosed the details of the voting results (outcome of the voting at the AGM) as **Annexure – A**.

Further, the Report of the scrutinizers is enclosed as **Annexure – B**.

You are requested to take the above information on your record.

Thanking you,  
Yours truly,

For GE Power India Limited  
(formerly ALSTOM India Limited)

  
Pradeepta Kumar Puhan  
Company Secretary



| VOTING RESULTS                                                                |                |
|-------------------------------------------------------------------------------|----------------|
| Date of the AGM/EGM                                                           | 31 July 2017   |
| Total number of shareholders on record date i.e. 24 July 2017                 | 39607          |
| No. of shareholders present in the meeting either in person or through proxy: |                |
| Promoters and Promoter Group:                                                 | 1              |
| Public:                                                                       | 133            |
| No. of Shareholders attended the meeting through Video Conferencing:          |                |
| Promoters and Promoter Group:                                                 | Not Applicable |
| Public:                                                                       | Not Applicable |

| Resolution No.                                                                 | 1                                                                                                                                                                                                                                                                                                           |                        |                         |                                                           |                              |                          |                                                        |                                                      |
|--------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution required:<br><b>ORDINARY</b>                                        | To receive, consider and adopt:<br>a) the audited standalone financial statements of the Company for the financial year ended 31 March 2017, the Reports of the Board of Directors and Auditors thereon; and<br>b) the audited consolidated financial statements for the financial year ended 31 March 2017 |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Whether promoter/ promoter group are interested in the agenda/resolution? - NO |                                                                                                                                                                                                                                                                                                             |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Category                                                                       | Mode of Voting                                                                                                                                                                                                                                                                                              | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                                    | E-Voting                                                                                                                                                                                                                                                                                                    | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                | Poll                                                                                                                                                                                                                                                                                                        |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                | Postal Ballot                                                                                                                                                                                                                                                                                               |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
| Public- Institutions                                                           | Total                                                                                                                                                                                                                                                                                                       | 46102083               | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |
|                                                                                | E-Voting                                                                                                                                                                                                                                                                                                    | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                | Poll                                                                                                                                                                                                                                                                                                        |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                | Postal Ballot                                                                                                                                                                                                                                                                                               |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
| Public- Non Institutions                                                       | Total                                                                                                                                                                                                                                                                                                       | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |
|                                                                                | E-Voting                                                                                                                                                                                                                                                                                                    | 9454836                | 828253                  | 8.7601                                                    | 828252                       | 1                        | 99.9998                                                | 0.0001                                               |
|                                                                                | Poll                                                                                                                                                                                                                                                                                                        |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                | Postal Ballot                                                                                                                                                                                                                                                                                               |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
|                                                                                | Total                                                                                                                                                                                                                                                                                                       | 9454836                | 837351                  | 8.8563                                                    | 837350                       | 1                        | 99.9999                                                | 0.0001                                               |
|                                                                                | Total                                                                                                                                                                                                                                                                                                       | 67227471               | 56433385                | 83.9439                                                   | 56433384                     | 1                        | 100.0000                                               | 0.0000                                               |



| Resolution No.                                                               | 2                                                                               |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
|------------------------------------------------------------------------------|---------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|--|--|
| Resolution required:<br>ORDINARY                                             | To declare dividend on Equity Shares for the financial year ended 31 March 2017 |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? NO |                                                                                 |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Category                                                                     | Mode of Voting                                                                  | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |  |
| Promoter and Promoter Group                                                  | E-Voting                                                                        | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Poll                                                                            |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |  |  |
|                                                                              | Postal Ballot                                                                   |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |  |  |
| Public- Institutions                                                         | Total                                                                           | 46102083               | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |  |  |
|                                                                              | E-Voting                                                                        | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Poll                                                                            |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |  |  |
| Public- Non Institutions                                                     | Postal Ballot                                                                   |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |  |  |
|                                                                              | Total                                                                           | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |  |  |
|                                                                              | E-Voting                                                                        | 9454836                | 828252                  | 8.7601                                                    | 828251                       | 1                        | 99.9998                                                | 0.0001                                               |  |  |
|                                                                              | Poll                                                                            |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Postal Ballot                                                                   |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |  |  |
|                                                                              | Total                                                                           | 9454836                | 837350                  | 8.8563                                                    | 837349                       | 1                        | 99.9999                                                | 0.0001                                               |  |  |
|                                                                              | Total                                                                           | 67227471               | 56433384                | 83.9439                                                   | 56433383                     | 1                        | 100.0000                                               | 0.0000                                               |  |  |



|                                                                              |                                                                                                                                        |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
|------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|--|--|
| Resolution No.                                                               | 3                                                                                                                                      |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Resolution required: ORDINARY                                                | To ratify the appointment of M/s. B S R & Co LLP, Chartered Accountants (FRN – 101248W/W-100022) as Statutory Auditors of the Company. |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? NO |                                                                                                                                        |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Category                                                                     | Mode of Voting                                                                                                                         | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |  |
| Promoter and Promoter Group                                                  | E-Voting                                                                                                                               | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Poll                                                                                                                                   |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |  |  |
|                                                                              | Postal Ballot                                                                                                                          |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |  |  |
| Public- Institutions                                                         | Total                                                                                                                                  | 46102083               | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |  |  |
|                                                                              | E-Voting                                                                                                                               | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Poll                                                                                                                                   |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |  |  |
| Public- Non Institutions                                                     | Postal Ballot                                                                                                                          |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |  |  |
|                                                                              | Total                                                                                                                                  | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |  |  |
|                                                                              | E-Voting                                                                                                                               | 9454836                | 828253                  | 8.7601                                                    | 828232                       | 21                       | 99.9974                                                | 0.0025                                               |  |  |
|                                                                              | Poll                                                                                                                                   |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Postal Ballot                                                                                                                          |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |  |  |
|                                                                              | Total                                                                                                                                  | 9454836                | 837351                  | 8.8563                                                    | 837330                       | 21                       | 99.9975                                                | 0.0025                                               |  |  |
|                                                                              | Total                                                                                                                                  | 67227471               | 56433385                | 83.9439                                                   | 56433364                     | 21                       | 100.0000                                               | 0.0000                                               |  |  |



| Resolution No.                                                               | 4                                                                                                                                              |                        |                         |                                                           |                              |                          |                                                        |                                                      |
|------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution required:<br>ORDINARY                                             | To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2017-18 |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Whether promoter/ promoter group are interested in the agenda/resolution? NO |                                                                                                                                                |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Category                                                                     | Mode of Voting                                                                                                                                 | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                                  | E-Voting                                                                                                                                       | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                              | Poll                                                                                                                                           |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                              | Postal Ballot                                                                                                                                  |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
| Public- Institutions                                                         | Total                                                                                                                                          |                        | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |
|                                                                              | E-Voting                                                                                                                                       | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                              | Poll                                                                                                                                           |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                              | Postal Ballot                                                                                                                                  |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
| Public- Non Institutions                                                     | Total                                                                                                                                          |                        | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |
|                                                                              | E-Voting                                                                                                                                       | 9454836                | 828253                  | 8.7601                                                    | 828252                       | 1                        | 99.9998                                                | 0.0001                                               |
|                                                                              | Poll                                                                                                                                           |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                              | Postal Ballot                                                                                                                                  |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
|                                                                              | Total                                                                                                                                          |                        | 837351                  | 8.8563                                                    | 837350                       | 1                        | 99.9999                                                | 0.0001                                               |
|                                                                              | Total                                                                                                                                          | 67227471               | 56433385                | 83.9439                                                   | 56433384                     | 1                        | 100.0000                                               | 0.0000                                               |



| Resolution No.                                                               | 5                                                                                                          |                        |                         |                                                           |                              |                          |                                                        |                                                      |
|------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution required:<br>ORDINARY                                             | To appoint Mr. Andrew H DeLeone (DIN: 07840902) as a Director of the Company, liable to retire by rotation |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Whether promoter/ promoter group are interested in the agenda/resolution? NO |                                                                                                            |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Category                                                                     | Mode of Voting                                                                                             | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                                  | E-Voting                                                                                                   | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                              | Poll                                                                                                       |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                              | Postal Ballot                                                                                              |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
|                                                                              | Total                                                                                                      | 46102083               | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |
| Public- Institutions                                                         | E-Voting                                                                                                   | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                              | Poll                                                                                                       |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                              | Postal Ballot                                                                                              |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
|                                                                              | Total                                                                                                      | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |
| Public- Non Institutions                                                     | E-Voting                                                                                                   | 9454836                | 828253                  | 8.7601                                                    | 828252                       | 1                        | 99.9998                                                | 0.0001                                               |
|                                                                              | Poll                                                                                                       |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                              | Postal Ballot                                                                                              |                        |                         |                                                           | NOT APPLICABLE               |                          |                                                        |                                                      |
|                                                                              | Total                                                                                                      | 9454836                | 837351                  | 8.8563                                                    | 837350                       | 1                        | 99.9999                                                | 0.0001                                               |
|                                                                              | Total                                                                                                      | 67227471               | 56433385                | 83.9439                                                   | 56433384                     | 1                        | 100.0000                                               | 0.0000                                               |



| Resolution No.                                                               | 6                                                                                                               |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
|------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|--|--|
| Resolution required:<br>ORDINARY                                             | To appoint Mr. Vishal Keerti Wanchoo (DIN: 02776467) as a Director of the Company, liable to retire by rotation |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? NO |                                                                                                                 |                        |                         |                                                           |                              |                          |                                                        |                                                      |  |  |
| Category                                                                     | Mode of Voting                                                                                                  | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |  |
| Promoter and Promoter Group                                                  | E-Voting                                                                                                        | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Poll                                                                                                            |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |  |  |
|                                                                              | Postal Ballot                                                                                                   |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |  |  |
| Public- Institutions                                                         | Total                                                                                                           |                        | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |  |  |
|                                                                              | E-Voting                                                                                                        | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Poll                                                                                                            |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |  |  |
| Public- Non Institutions                                                     | Postal Ballot                                                                                                   |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |  |  |
|                                                                              | Total                                                                                                           | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |  |  |
|                                                                              | E-Voting                                                                                                        | 9454836                | 828253                  | 8.7601                                                    | 828252                       | 1                        | 99.9998                                                | 0.0001                                               |  |  |
|                                                                              | Poll                                                                                                            |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |  |  |
|                                                                              | Postal Ballot                                                                                                   |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |  |  |
|                                                                              | Total                                                                                                           | 9454836                | 837351                  | 8.8563                                                    | 837350                       | 1                        | 99.9999                                                | 0.0001                                               |  |  |
|                                                                              | Total                                                                                                           | 67227471               | 56433385                | 83.9439                                                   | 56433384                     | 1                        | 100.0000                                               | 0.0000                                               |  |  |



| Resolution No.                                                                      | 7                                                                                                                                                                                     |                        |                         |                                                           |                              |                          |                                                        |                                                      |
|-------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution required:<br><b>ORDINARY</b>                                             | To appoint Mr. Sanjeev Agarwal (DIN: 078333762) as a Director w.e.f. ensuing Annual General Meeting and Whole-time Director of the Company w.e.f. 30 May 2017 for a period of 3 years |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Whether promoter/ promoter group are interested in the agenda/resolution? <b>NO</b> |                                                                                                                                                                                       |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Category                                                                            | Mode of Voting                                                                                                                                                                        | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                                         | E-Voting                                                                                                                                                                              | 46102083               | 46102083                | 100.0000                                                  | 46102083                     | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                     | Poll                                                                                                                                                                                  |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                     | Postal Ballot                                                                                                                                                                         |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
| Public- Institutions                                                                | Total                                                                                                                                                                                 | 46102083               | 46102083                | 100                                                       | 46102083                     | 0                        | 100                                                    | 0                                                    |
|                                                                                     | E-Voting                                                                                                                                                                              | 11670552               | 9328951                 | 79.9358                                                   | 9328951                      | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                     | Poll                                                                                                                                                                                  |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                     | Postal Ballot                                                                                                                                                                         |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
| Public- Non Institutions                                                            | Total                                                                                                                                                                                 | 11670552               | 9328951                 | 79.9358                                                   | 9328951                      | 0                        | 100                                                    | 0                                                    |
|                                                                                     | E-Voting                                                                                                                                                                              | 9454836                | 828253                  | 8.7601                                                    | 828252                       | 1                        | 99.9998                                                | 0.0001                                               |
|                                                                                     | Poll                                                                                                                                                                                  |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                     | Postal Ballot                                                                                                                                                                         |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
|                                                                                     | Total                                                                                                                                                                                 | 9454836                | 837351                  | 8.8563                                                    | 837350                       | 1                        | 99.9999                                                | 0.0001                                               |
|                                                                                     | Total                                                                                                                                                                                 | 67227471               | 56268385                | 83.6985                                                   | 56268384                     | 1                        | 100.0000                                               | 0.0000                                               |



| Resolution No.                                                                       | 8                                                                        |                        |                         |                                                           |                              |                          |                                                        |                                                      |
|--------------------------------------------------------------------------------------|--------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution required:<br><b>ORDINARY</b>                                              | To approve material related party transactions entered during FY 2016-17 |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Whether promoter/ promoter group are interested in the agenda/resolution? <b>YES</b> |                                                                          |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Category                                                                             | Mode of Voting                                                           | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                                          | E-Voting                                                                 | 46102083               | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                      | Poll                                                                     |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                      | Postal Ballot                                                            |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
| Public- Institutions                                                                 | Total                                                                    | 46102083               | 0                       | 0                                                         | 0                            | 0                        | 0                                                      | 0                                                    |
|                                                                                      | E-Voting                                                                 | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                      | Poll                                                                     |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                      | Postal Ballot                                                            |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
| Public- Non Institutions                                                             | Total                                                                    | 11670552               | 9493951                 | 81.3496                                                   | 9493951                      | 0                        | 100                                                    | 0                                                    |
|                                                                                      | E-Voting                                                                 | 9454836                | 828253                  | 8.7601                                                    | 828232                       | 21                       | 99.9974                                                | 0.0025                                               |
|                                                                                      | Poll                                                                     |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                      | Postal Ballot                                                            |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
|                                                                                      | Total                                                                    | 9454836                | 837351                  | 8.8563                                                    | 837330                       | 21                       | 99.9975                                                | 0.0025                                               |
|                                                                                      | Total                                                                    | 67227471               | 10331302                | 15.3677                                                   | 10331281                     | 21                       | 99.9998                                                | 0.0002                                               |



| Resolution No.                                                                       | 9                                                                      |                        |                         |                                                           |                              |                          |                                                        |                                                      |
|--------------------------------------------------------------------------------------|------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution required:<br><b>ORDINARY</b>                                              | To approve proposed material related party transactions for FY 2017-18 |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Whether promoter/ promoter group are interested in the agenda/resolution? <b>YES</b> |                                                                        |                        |                         |                                                           |                              |                          |                                                        |                                                      |
| Category                                                                             | Mode of Voting                                                         | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group                                                          | E-Voting                                                               | 46102083               | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                      | Poll                                                                   |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                      | Postal Ballot                                                          |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
|                                                                                      | Total                                                                  | 46102083               | 0                       | 0                                                         | 0                            | 0                        | 0                                                      | 0                                                    |
| Public- Institutions                                                                 | E-Voting                                                               | 11670552               | 9493951                 | 81.3496                                                   | 8774329                      | 719622                   | 92.4202                                                | 7.5797                                               |
|                                                                                      | Poll                                                                   |                        | 0                       | 0.0000                                                    | 00                           | 0                        | 0.0000                                                 | 0.0000                                               |
|                                                                                      | Postal Ballot                                                          |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
|                                                                                      | Total                                                                  | 11670552               | 9493951                 | 81.3496                                                   | 8774329                      | 719622                   | 92.4202                                                | 7.5798                                               |
| Public- Non Institutions                                                             | E-Voting                                                               | 9454836                | 828252                  | 8.7601                                                    | 828151                       | 101                      | 99.9878                                                | 0.0121                                               |
|                                                                                      | Poll                                                                   |                        | 9098                    | 0.0962                                                    | 9098                         | 0                        | 100.0000                                               | 0.0000                                               |
|                                                                                      | Postal Ballot                                                          |                        | NOT APPLICABLE          |                                                           |                              |                          |                                                        |                                                      |
|                                                                                      | Total                                                                  | 9454836                | 837350                  | 8.8563                                                    | 837249                       | 101                      | 99.9879                                                | 0.0121                                               |
|                                                                                      | Total                                                                  | 67227471               | 10331301                | 15.3677                                                   | 9611578                      | 719723                   | 93.0336                                                | 6.9664                                               |



**SCRUTINIZER'S REPORT**

|                     |                                                                                                                |
|---------------------|----------------------------------------------------------------------------------------------------------------|
| NAME OF THE COMPANY | <b>GE Power India limited</b><br>(formerly ALSTOM India Limited)                                               |
| MEETING             | <b>25<sup>th</sup> Annual General Meeting</b>                                                                  |
| DATE & TIME         | <b>Monday, 31<sup>st</sup> July, 2017 at 11:00a.m</b>                                                          |
| VENUE               | <b>Rama Watumull Auditorium, Kishinchand Chellaram College, Dinshaw Wachha Road, Churchgate, Mumbai-400020</b> |

**1. Appointment as Scrutinizer :**

I was appointed as the Scrutinizer for the remote e- voting as well as the electronic voting conducted at the 25<sup>th</sup> Annual General Meeting (AGM) of **GE Power India Limited** (hereinafter referred to as "the Company") held on Monday, 31<sup>st</sup> July, 2017 at 11:00 a.m. at **Rama Watumull Auditorium, Kishinchand Chellaram College, Dinshaw Wachha Road, Churchgate, Mumbai-400020.**

**2. Dispatch of Notice convening the meeting:**

The Company has informed that, on the basis of the Register of the Members and the list of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On 6<sup>th</sup> July 2017 by e-mail to 20598 members who had registered their e-mail -ids with the Company/Depositories.
- On 6<sup>th</sup> July 2017 by speed post to 19022 members in physical form.

**3. Cut- off Date**

The voting rights were reckoned as on Monday, 24<sup>th</sup> July 2017, being the Cut- off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the AGM.

**4. Remote e-Voting:**

**4.1 Agency:**

The Company had appointed **M/s Karvy Computershare Private Limited ('Karvy')**, the Registrar and Transfer Agents of the Company as the Agency for providing the remote e- voting platform.

**4.2 Remote e-Voting:**

Remote e-Voting platform was open from **Friday 28<sup>th</sup> July, 2017 at 9:00 a.m. IST and ended on Sunday, 30<sup>th</sup> July, 2017 at 5:00 p.m. IST** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by Karvy.



*[Handwritten signature]*

## 5. Voting at the AGM:

- 5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP ID/Client ID, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, Karvy provided us the names, DP ID/ Client ID, folio Numbers and shareholding of the members who had cast their votes through remote e-Voting.
- 5.3 Karvy provided e-Voting facility to the members who attended the AGM.
- 5.4 The Chairman appointed Mr. K. M. Jhaveri, member of the Company, as the second scrutinizer to scrutinize the e-Voting conducted at the AGM.

## 6. Counting process

- 6.1 On completion of voting at the meeting, Karvy provided me the list of members who had cast their votes, their holding details and details of vote cast on the resolution.
- 6.2 The votes were reconciled with the records maintained by the Company and Karvy with respect to the authorizations /proxies lodged with the Company.
- 6.3 The Instapoll Voting device was opened before me in the presence of two witnesses who are not the employees of the Company.
- 6.4 The votes on remote e-voting were unblocked at around 12.30 PM, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e- voting website of Karvy (<https://evoting.karvy.com>) and the same are being handed over to the Chairman.

## 7. Results:

- 7.1 I observed that
- 53 members had cast their votes at the meeting through insta-poll.
  - 74 members had cast their votes through remote e-Voting.
- 7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 25<sup>th</sup> AGM dated 20<sup>th</sup> June, 2017 is enclosed.
- 7.3 Based on the aforesaid results, I report that Nine **Ordinary Resolutions** as contained in **Item No. 1 to 9** of the Notice dated **20<sup>th</sup> June, 2017** have been passed with requisite majority.

For Hemant Singh & Associates  
(Company Secretaries)

Date: 31.07.2017  
Place: Mumbai

  
Hemant Kumar Singh  
Partner  
M.No. 6033  
C.P. No. 6370



*Handwritten note:*  
Ileelshik M. Jhaveri  
members  
folio No. K001379

## Consolidated Results

### a) **Resolution-1: Ordinary Resolution**

To receive, consider and adopt

- (a) The audited standalone financial statements of the Company for the financial year ended 31 March 2017, the Reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statements for the financial year ended 31 March 2017.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 73                      | 56424286                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 126                     | 56433384                    | 100                                   |

#### (ii) Voted **against** the Resolution:

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 1                       | 1                           |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 1                       | 1                           | 0.00                                  |

#### (iii) **Invalid** votes:

| Total number of members whose votes were declared invalid. | Total number of votes invalid |
|------------------------------------------------------------|-------------------------------|
| NIL                                                        | NIL                           |

### b) **Resolution-2: Ordinary Resolution**

To declare dividend on Equity Shares for the financial year ended 31 March 2017.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 73                      | 56424285                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 126                     | 56433383                    | 100                                   |

#### (ii) Voted **against** the Resolution:

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 1                       | 1                           |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 1                       | 1                           | 0.00                                  |

#### (iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| 1                                                         | 1*                            |

\*Less voted



*Ku*

c) **Resolution-3: Ordinary Resolution**

To ratify the appointment of M/s. B S R & Co LLP, Chartered Accountants (FRN - 101248W/W-100022) as Statutory Auditors of the Company.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 72                      | 56424266                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 125                     | 56433364                    | 100                                   |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 2                       | 21                          |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 2                       | 21                          | 0.00                                  |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| NIL                                                       | NIL                           |

d) **Resolution-4: Ordinary Resolution**

To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2017-18.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 73                      | 56424286                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 126                     | 56433384                    | 100                                   |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 1                       | 1                           |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 1                       | 1                           | 0.00                                  |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| NIL                                                       | NIL                           |



*Handwritten signature in blue ink.*

e) **Resolution-5: Ordinary Resolution**

To appoint Mr. Andrew H DeLeone (DIN: 07840902) as a Director of the Company, liable to retire by rotation.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 73                      | 56424286                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 126                     | 56433384                    | 100                                   |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 1                       | 1                           |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 1                       | 1                           | 0.00                                  |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| NIL                                                       | NIL                           |

f) **Resolution-6: Ordinary Resolution**

To appoint Mr. Vishal Keerti Wanchoo (DIN: 02776467) as a Director of the Company, liable to retire by rotation.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 73                      | 56424286                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 126                     | 56433384                    | 100.00                                |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 1                       | 1                           |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 1                       | 1                           | 0.00                                  |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| NIL                                                       | NIL                           |



*Handwritten signature*

g) **Resolution-7: Ordinary Resolution**

To appoint Mr. Sanjeev Agarwal (DIN: 07833762) as a Director w.e.f. this Annual General Meeting and Whole-time Director of the Company w.e.f. 30 May 2017 for a period of 3 years.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 71                      | 56259286                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 124                     | 56268384                    | 100.00                                |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 1                       | 1                           |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 1                       | 1                           | 0.00                                  |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| 2*                                                        | 165000*                       |

\*Abstained from voting

h) **Resolution-8: Ordinary Resolution**

To approve material related party transactions entered into by the Company during FY 2016-17.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 71                      | 10322183                    |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 124                     | 10331281                    | 99.9998                               |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 2                       | 21                          |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 2                       | 21                          | 0.0002                                |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| 1*                                                        | 46102083*                     |

\*Abstained from Voting



*Key*

i) **Resolution-9: Ordinary Resolution**

To approve proposed material related party transactions for FY 2017-18.

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 48                      | 9602480                     |                                       |
| Voting by Insta poll | 53                      | 9098                        |                                       |
| Total                | 101                     | 9611578                     | 93.0274                               |

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

| Mode of Voting       | Number of Members voted | Number of vote cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|-----------------------------|---------------------------------------|
| Remote e-Voting      | 25                      | 719723                      |                                       |
| Voting by Insta poll | 0                       | 0                           |                                       |
| Total                | 25                      | 719723                      | 6.9726                                |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes invalid |
|-----------------------------------------------------------|-------------------------------|
| 2*                                                        | 46102084*                     |

\*Abstained from voting/ less voted.

All electronic data and all relevant records of electronic voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 25<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

For **Hemant Singh & Associates**  
(Company Secretaries)

Date: 31.07.2017  
Place: Mumbai



*hsp*  
**Hemant Kumar Singh**  
Partner  
ICSI M.No. 6033  
C.P. No. 6370

*Khemika M. Jha*  
folo No. K0013791