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AKSH

AKSH OPTIFIBRE LIMITED

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CIN NO. : L24305RJ1986PLC016132

September 21, 2020

To

National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051.	**BSE Limited** Phirozee Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001

Sub: Disclosure pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Dear Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed the following:

a. Voting Results of the 33rd AGM held on September 21, 2020 at 11:30 a.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

b. Consolidated Report of Scrutinizer dated September 21, 2020 on remote e-voting and e-voting done at the AGM.

This is for your information and record.

Thanking you

for Aksh Optifibre Limited

(Gaurav Mehta)
Chief-Corporate Affairs & Company Secretary
Encl: A/a

Name of Company	AKSH OPTIFIBRE LIMITED
Date of the AGM	21-09-2020
Total number of shareholders on record date	66864
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	6
Public:	66

Resolution No. 1										
Resolution required: (Ordinary/ Special)	**ORDINARY - To consider and adopt the Audited Financial Statements as at 31st March, 2020 along with the Report of the Auditors' and Board of Director's thereon.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	**E-Voting**	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	**E-Voting**	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	**E-Voting**	11,68,13,648	21,48,611	1.84	20,64,072	84,539	96.07	3.93	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**20,64,072**	**84,539**	**96.07**	**3.93**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,75,34,407**	**84,539**	**99.82**	**0.18**	**0**	**1637**

Resolution No. 2										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint a Director Dr. Kailash S. Choudhari, who retires by rotation and being eligible offers himself for re-appointment.**									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	**Mode of Voting**	**No. of shares held (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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	20,52,287	96,324	95.52	4.48	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**20,52,287**	**96,324**	**95.52**	**4.48**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,75,22,622**	**96,324**	**99.80**	**0.20**	**0**	**1637**

Resolution No. 3										
Resolution required: (Ordinary/ Special)	**ORDINARY - To ratify the remuneration of Cost Auditors for the Financial Year 2020-21.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	20,61,922	86,689	95.97	4.03	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**20,61,922**	**86,689**	**95.97**	**4.03**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,75,32,257**	**86,689**	**99.82**	**0.18**	**0**	**1637**

Resolution No. 4										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint Mr. Rikhab Chand Mogha (DIN 08579064) Non-Executive Director of the Company with effect from October 9, 2019**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	20,61,592	87,019	95.95	4.05	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**20,61,592**	**87,019**	**95.95**	**4.05**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,75,31,927**	**87,019**	**99.82**	**0.18**	**0**	**1637**

Resolution No. 5										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint Ms. Yamini Agarwal (DIN 08597491) in the capacity of Non-Executive, Independent Director of the Company with effect from October 29, 2019 to hold office for a period of 5 five consecutive years.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	1,13,93,372	3,40,76,963	25.06	74.94	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**1,13,93,372**	**3,40,76,963**	**25.06**	**74.94**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	1,67,841	19,80,770	7.81	92.19	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**1,67,841**	**19,80,770**	**7.81**	**92.19**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**1,15,61,213**	**3,60,57,733**	**24.28**	**75.72**	**0**	**1637**

Resolution No. 6										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint Mr. Arvind Gupta (DIN 00560901) in the capacity of Non-Executive, Independent Director of the Company with effect from February 13, 2020 to hold office for a period of 5 five consecutive years**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	0	4,54,70,335	0.00	100.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**0**	**4,54,70,335**	**0.00**	**100.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	1,27,557	20,21,054	5.94	94.06	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**1,27,557**	**20,21,054**	**5.94**	**94.06**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**1,27,557**	**4,74,91,389**	**0.27**	**99.73**	**0**	**1637**

Resolution No. 7										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint Mr. Charandeep Singh DIN 07590912 in the capacity of Non-Executive, Independent Director of the Company with effect from May 25, 2020 to hold office for a period of 5 five consecutive years.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	21,44,839	3,772	99.82	0.18	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**21,44,839**	**3,772**	**99.82**	**0.18**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,76,15,174**	**3,772**	**99.99**	**0.01**	**0**	**1637**

Resolution No. 8										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint Mr. Sanjay Katyal (DIN 00299412)in the capacity of Non-Executive, Independent Director of the Company with effect from June 9, 2020 to hold office for a period of 5 five consecutive years.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	21,44,839	3,772	99.82	0.18	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**21,44,839**	**3,772**	**99.82**	**0.18**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,76,15,174**	**3,772**	**99.99**	**0.01**	**0**	**1637**

Resolution No. 9										
Resolution required: (Ordinary/ Special)	**ORDINARY - To appoint Ms. Anuja Bansal (DIN 08755399) in the capacity of Non-Executive, Independent Director of the Company with effect from June 9, 2020 to hold office for a period of 5 five consecutive years.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,48,611	1.84	21,44,589	4,022	99.81	0.19	0	1,637
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,48,611**	**1.84**	**21,44,589**	**4,022**	**99.81**	**0.19**	**0**	**1637**
	Total	**16,26,97,971**	**4,76,18,946**	**29.27**	**4,76,14,924**	**4,022**	**99.99**	**0.01**	**0**	**1637**

Resolution No. 10										
Resolution required: (Ordinary/ Special)	**SPECIAL - To ratify the remuneration paid to Mr. Satyendra Gupta as Managing Director for a period February 12, 2019 till September 30, 2019.**									
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**	**Votes Invalid**	**Votes Abstained**
Promoter and Promoter Group	E-Voting	4,54,70,335	4,54,70,335	100.00	4,54,70,335	0	100.00	0.00	0	0
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**4,54,70,335**	**100.00**	**4,54,70,335**	**0**	**100.00**	**0.00**	**0**	**0**
Public- Institutions	E-Voting	4,13,988	-	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**	**0**	**0**
Public- Non Institutions	E-Voting	11,68,13,648	21,46,411	1.84	20,49,137	97,274	95.47	4.53	0	3,837
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		**21,46,411**	**1.84**	**20,49,137**	**97,274**	**95.47**	**4.53**	**0**	**3837**
	Total	**16,26,97,971**	**4,76,16,746**	**29.27**	**4,75,19,472**	**97,274**	**99.80**	**0.20**	**0**	**3837**

Pooja Anand & Associates
COMPANY SECRETARIES

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Consolidated Scrutinizer's Report

[*Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014*]

To,

Dr. Kailash S. Choudhari,

The Chairman
33rd Annual General Meeting of the Equity Shareholders of,
Aksh Optifibre Limited, held on Monday, 21st September, 2020
at 11:30 AM through Video Conferencing ("VC") /
Other Audio Visual Means ("OAVM")

Dear Sir,

We, Pooja Anand & Associates, Company Secretaries, appointed by the Board of Directors of Aksh Optifibre Limited ("the Company"), as Scrutinizer for the purpose of scrutinizing the E-Voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/ 2020 dated April 13, 2020 and MCA General Circular No. 20/2020 dated May 05, 2020 read with SEBI Circular No. SEBI/HO/CFD/CMDl/CIR/P/2020/79 dated May 12, 2020, in respect of resolutions proposed at the 33rd Annual General Meeting of the Equity Shareholders of Aksh Optifibre Limited held on Monday, 21st September, 2020 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules). As the Scrutinizer, We have to scrutinize:

(i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote evoting"); and
(ii) process of e-voting at the AGM through electronic voting system ("e-voting").

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e- voting at AGM) is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The shareholders holding shares as on the "cut off' date i.e. 14th September,2020 were entitled to vote on the proposed resolutions for Item Nos. 1 to 10 as set out in the Notice of the 33rd AGM of Aksh Optifibre Limited.

In this regard, we hereby submit our report as under:-

1. The Company has availed the remote e-voting services (remote e-voting and e-voting at AGM) from KFin Technologies Private Limited for providing the Members with the facility to cast their vote electronically.

2. The remote e-Voting period remained open from (09.00 a.m. IST) on 18th September, 2020 up to (05.00 p.m. IST) on 20th September, 2020.

3. The Company had also provided e-voting facility to the Members present/ logged-in at the AGM through VC and who had not cast their vote earlier through remote e-voting.

4. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company.

5. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions that was put to vote, were generated from the e-voting portal of KFin Technologies Private Limited and based on such reports generated, data regarding the e-voting was scrutinized.

Accordingly, We hereby submit the Consolidated Scrutinizer's Report on the results remote e-voting of and e-voting at the AGM, as under:

a) Resolution No.1:

Ordinary Resolution for Adoption of Audited Financial Statements (Standalone & Consolidated), along with the Report of Auditors' and the Board of Director's thereon for the financial year ended March 31, 2020:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
107	47,534,407	99.8225

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
15	84,539	0.1775

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/Abstain'	Total number of votes cast by them declared 'Invalid/Abstain'
1	1637

b) Resolution No.2:

Ordinary Resolution for re-appointment of Dr. Kailash S. Choudhari, as Director who retires by rotation and being eligible offers himself for re-appointment:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
102	47,522,622*	99.7977

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
20	96,324	0.2023

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/Abstain'	Total number of votes cast by them declared 'Invalid/Abstain'
1	1637

*including the shareholding of Dr. Kailash S. Choudhari i.e. 20,205,678 equity shares.

c) Resolution No.3:

Ordinary Resolution for ratification of remuneration of Cost Auditors M/s. Sanjay Gupta & Associates, Cost Accountants (FRN 000212) of the Company for the Financial Year 2020-21:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
104	47,532,257	99.8180

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
18	86,689	0.1820

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/Abstain'	Total number of votes cast by them declared 'Invalid/Abstain'
1	1637

d) Resolution No. 4:

Ordinary Resolution for appointment of Mr. Rikhab Chand Mogha (DIN: 08579064) Non-Executive Director of the Company with effect from October 9, 2019 :

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
103	47,531,927	99.8173

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
19	87,019	0.1827

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/ Abstain''	Total number of votes cast by them declared 'Invalid/ Abstain''
1	1637

e) Resolution No. 5:

Ordinary Resolution for appointment of Ms. Yamini Agarwal (DIN: 08597491) in the capacity of Non-Executive, Independent Director of the Company with effect from October 29, 2019 to hold office for a period of 5 (five) consecutive years:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
92	11,561,213	24.2786

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
30	36,057,733	75.7214

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/ Abstain''	Total number of votes cast by them declared 'Invalid /Abstain''
1	1637

f) Resolution No. 6:

Ordinary Resolution for appointment of Mr. Arvind Gupta (DIN: 00560901) in the capacity of Non-Executive, Independent Director of the Company with effect from February 13, 2020 to hold office for a period of 5 (five) consecutive years:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
76	127,557	0.2679

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
46	47,491,389	99.7321

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/ Abstain''	Total number of votes cast by them declared 'Invalid/ Abstain''
1	1637

g) Resolution No. 7:

Ordinary Resolution for appointment of Mr. Charandeep Singh (DIN: 07590912) in the capacity of Non-Executive, Independent Director of the Company with effect from May 25, 2020 to hold office for a period of 5 (five) consecutive years:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
104	47,615,174	99.9921

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
18	3,772	0.0079

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/ Abstain''	Total number of votes cast by them declared 'Invalid/ Abstain''
1	1637

h) Resolution No. 8:

Ordinary Resolution for appointment of Mr. Sanjay Katyal (DIN: 00299412) in the capacity of Non-Executive, Independent Director of the Company with effect from June 9, 2020 to hold office for a period of 5 (five) consecutive years:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
104	47,615,174	99.9921

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
18	3,772	0.0079

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/Abstain'	Total number of votes cast by them declared 'Invalid/ Abstain''
1	1637

i) **Resolution No. 9:**

Ordinary Resolution for appointment of Ms. Anuja Bansal (DIN: 08755399) in the capacity of Non-Executive, Independent Director of the Company with effect from June 9, 2020 to hold office for a period of 5 (five) consecutive years:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
103	47,614,924	99.9916

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
19	4,022	0.0084

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/Abstain'	Total number of votes cast by them declared 'Invalid/Abstain'
1	1637

j) Resolution No. 10:

Special Resolution to act upon the resolution earlier passed by the Shareholders in the AGM held September 30, 2019, for the appointment and payment of remuneration paid / accrued to Mr. Satyendra Gupta as Managing Director for the period February 12, 2019 till September 30, 2019:

(i) Voted 'FOR ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast in '**Favour**' of resolution	% of total number of valid votes cast
97	47,519,472	99.7957

(ii) Voted 'AGAINST ' the resolution :

Number of members (foliowise) Voted	Number of Votes cast '**Against'** of resolution	% of total number of valid votes cast
21	97,274	0.2043

(iii) Votes 'INVALID/ABSTAIN':

Total number of members whose votes were declared 'Invalid/Abstain'	Total number of votes cast by them declared 'Invalid/Abstain'
5	3837

All electronic data and relevant records of voting until will remain in our custody the Chairman considers, approves and signs the minutes of the 33rd Annual General Meeting and the-same shall be handed over thereafter to the Company Secretary for safe keeping.

For POOJA ANAND & ASSOCIATES
Company Secretaries

MUKUL TYAGI

Digitally signed by MUKUL TYAGI
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Date: 2020.09.21 20:25:41 +05'30'

CS Mukul Tyagi
Partner
M.No.- F9973
C P No.- 16631
UDIN: F009973B000744982

KAILASH SHANTILAL CHOUDHARI

Digitally signed by KAILASH SHANTILAL CHOUDHARI
DN: CN = KAILASH SHANTILAL CHOUDHARI, C = IN, S = Delhi, O = Personal
Date: 2020.09.22 10:31:59 +05'30'

Date: 21/09/2020
Place: New Delhi