

DCW LTD

MINUTES OF THE SEVENTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF DCW LIMITED HELD AT 10.00. A.M. ON THURSDAY, 27TH SEPTEMBER, 2018 AT THE REGISTERED OFFICE OF THE COMPANY (AT GUEST HOUSE NO.2) AT DHRANGADHRA, GUJARAT - 363 315.

CHAIRMAN & DIRECTORS

Shri Pramod Kumar Jain, Chairman and Managing Director of the Company took the chair pursuant to Article 81 of the Articles of Association of the Company at 10.00 a.m. and declared the commencement of the meeting as there was a quorum.

Smt. Sujata Ragnekar, Chairman of both Audit Committee and Nomination and Remuneration Committee was present in the meeting. Mr. Krishnamoorhy Krishnan, Chairman of the Stake Holders Relationship Committee was also present in the meeting.

Chairman stated that due to pre-occupation, other Directors could not attend the meeting. He further informed that Auditors of the Company were exempted from attending the meeting. Dr. S.K. Jain, Secretarial Auditor of the Company and Scrutinizer for the e-voting and voting by ballot was present in the meeting.

The Register of Directors and Key Managerial Personnel and their share holding, Register for Related Party Transactions and Auditors Report, Secretarial Report and all other Reports and Registers which were required for inspection of the members were available in the meeting

MEMBERS PRESENT

61 Members (including representatives of Corporate Bodies) were present in person including proxies.

NOTICE

Mr. P.K. Agarwal suggested that the notice dated 13th August, 2018 convening the Annual General Meeting be taken as read and the same was unanimously agreed by all the shareholders present. The Chairman thereafter took the notice dated 13th August, 2018 as read.

CHAIRMAN'S ADDRESS

Chairman stated that there are no qualifications, observations or comments or other remarks on the financial transactions or matters in the Auditors Report for the year ended 31st March, 2018 which have any adverse effect on the functioning of the Company. He further stated that there are no qualifications, observations or comments or other remarks in the report of the Secretarial Auditor.

Chairman thereafter welcomed the members to the 79th Annual General Meeting of the Company. He spoke about the working of the Company during the previous year. Chairman stated that sales for the year were Rs. 121340.71 lacs compared to Rs. 131277.26 lacs in the previous year. The profit for the year (before depreciation) was Rs. 3612.70 lacs against a profit of Rs. 9275.08 lacs in the previous year. The loss before tax amounted to Rs. 5167.24 lacs as against profit of Rs. 2482.30 lacs in the previous year. The loss after provision of current tax / taxes for the year is Rs. 5167.24 lacs against a profit of Rs. 2457.30 lacs for previous year and loss after deferred tax was Rs. 2187.90 lacs against profit of Rs. 2002.30 lacs for previous year.

Chairman briefed the meeting about the projects implemented during the last year and also projects which are under implementation. He also spoke about the working of the Company during the Current financial year. Chairman further stated that the domestic demand for all

the products manufactured by the Company is growing which gives opportunity to expand its production capacities and take benefit of the expanding market.

Chairman asked the members for any queries. Some members raised some queries which were suitably replied by the Chairman. He thereafter proceeded with the business of the meeting.

The Chairman then informed the members that in terms of Companies (Management & Administration) Rules, 2014 every listed company shall provide its members the facility to exercise their right to vote at General Meetings by Electronic means. The Company has accordingly mentioned the details of such Electronic voting in its notice dated 13th August, 2018 convening this Annual General Meeting. The members were required to exercise their voting by Electronic means during the period 24th September, 2018 at 10.00 a.m. to 26th September, 2018 at 5.00 p.m. Dr. S.K. Jain, a Practicing Company Secretary was appointed by the Company as Scrutinizer of the Electronic Voting.

He further stated that the members who are present in this meeting and who has not voted Electronically and also proxies of the members have to vote on the Resolutions mentioned in the notice convening this meeting by poll. Voting paper in the prescribed form MGT-12 will be distributed by the Scrutinizer Dr. S.K. Jain.

Chairman thereafter briefed the meeting on each of the business to be transacted in the Annual General Meeting.

Chairman then informed that the members have to vote by poll the following Resolutions which were proposed and seconded by members as stated hereinafter.

1. ADOPTION OF ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2018 BY ORDINARY RESOLUTION :

Mr. A. B. Singh proposed following Ordinary Resolution which was seconded by Mr. M. R. Vora.

"RESOLVED THAT the Audited financial statements of DCW Limited for the financial year ended 31st March, 2018 and the Reports of the Directors and Auditors thereon be and are hereby approved and adopted".

2. REAPPOINTMENT OF SHRI BAKUL JAIN, AS A DIRECTOR BY ORDINARY RESOLUTION:

Mr. Sunil Kumar proposed following Ordinary Resolution which was seconded by Mr. Harendra J. Trivedi.

"RESOLVED THAT Shri. Bakul Jain (DIN No.0 0380256) who retires by rotation be and is hereby re-appointed as a Director of the Company liable to retire by rotation".

3. APPOINTMENT OF SHRI PRADIP MADHAVJI (DIN NO. 00272161) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Poojara Hitesh proposed following Ordinary Resolution which was seconded by Mr. P. V. Jadeja.

"RESOLVED THAT pursuant to the provisions of Sections 149A, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) thereof for the time being in force and applicable provisions of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time; Shri Pradip Madhavji (DIN No.00272161) who was appointed as an Additional (Independent) Director by the Board of Directors on 13th November, 2017 and whose term of office expires at this

Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Shri Pradip Madhavji, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years ending 12th November, 2022".

4. APPOINTMENT OF SHRI KRISHNAMOORTHY KRISHNAN (DIN NO. 08129657) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Bimal P. Chandarana proposed following Ordinary Resolution which was seconded by Mr. Shamjibhai Laxmanbhal Makwana.

"RESOLVED THAT pursuant to the provisions of Sections 149A, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) thereof for the time being in force and applicable provisions of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time; Shri Krishnamoorthy Krishnan (DIN No. 08129657) who was appointed as an Additional (Independent) Director by the Board of Directors on 22nd May, 2018 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Shri Krishnamoorthy Krishnan be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years ending 21st May, 2023". **REAPPOINTMENT OF SHRI. BAKUL JAIN (DIN:00380256) AS MANAGING DIRECTOR OF THE COMPANY**

5. REAPPOINTMENT OF SHRI SAATVIK JAIN AS PRESIDENT OF THE COMPANY

Mr. Bipin K. Shah proposed following Ordinary Resolution which was seconded by Mr. Pradipbhai Poojara.

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 and the Rules prescribed there under and any statutory modifications thereof for the time being in force, approval of the shareholders of the Company be and is hereby accorded to the reappointment of Shri Saatvik Jain, as President of the Company for a period of 5 years with effect from 1st March 2019 and for payment of salary of Rs. 8,50,000/- per month in the grade Rs. 8,50,000/- - Rs. 50,000/- - Rs. 11,00,000 to Shri Saatvik Jain as President of the Company along with following perquisites:

- (a) Leave travel allowance: Rs. 30,000/- per annum;
- (b) Reimbursement of medical expenses: Rs. 45,000/- per annum;
- (c) House rent allowance: Rs.25,000/- per annum;
- (d) Free use of Company's car with chauffeur for Company's work and personal use, with all costs in respect thereof for petrol, maintenance, insurance, etc. being met by the Company;
- (e) Bonus, provident fund, superannuation and gratuity as per the Rules of the Company; and
- (f) Leave/encashment of leave as per the Rules of the Company."

6. REAPPOINTMENT OF SHRI ASHISH JAIN AS SR. PRESIDENT OF THE COMPANY

Mr. C. C. Ghelani proposed following Ordinary Resolution which was seconded by Ms. Sanjana Singh.

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 and the Rules prescribed there under and any statutory modifications thereof for the time being in force, approval of the shareholders of the Company be and is hereby accorded to the reappointment of Shri Ashish Jain, as Sr. President of the Company for a period of 5 years with effect from 1st April 2019 and for the payment of salary of Rs. 8,50,000 per month in

the grade of Rs. 8,50,000/- – Rs. 50,000/- – Rs. 11,00,000/- to Shri Ashish Jain as Sr. President of the Company along with following perquisites:

- (a) Leave travel allowance: Rs. 30,000/- per annum;
- (b) Reimbursement of medical expenses: Rs. 45,000/- per annum;
- (c) House rent allowance: Rs. 25,000/- per annum;
- (d) Free use of Company's car with chauffeur for Company's work and personal use, with all costs in respect thereof for petrol, maintenance, insurance, etc. being met by the Company;
- (e) Bonus, provident fund, superannuation and gratuity as per the Rules of the Company; and
- (f) Leave/encashment of leave as per the Rules of the Company."

7. REAPPOINTMENT OF SMT. PAULOMI JAIN AS PRESIDENT OF THE COMPANY

Mr. Yashwantsin V. Jadeja proposed following Ordinary Resolution which was seconded by Mr. Kapurchand Maheshwari.

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 and the Rules prescribed there under and any statutory modifications thereof for the time being in force, approval of the shareholders of the Company be and is hereby accorded to the reappointment of Smt. Paulomi Jain, as President of the Company for a period of 5 years with effect from 1st April 2019 and for payment of salary of Rs. 8,50,000/- per month in the grade of Rs. 8,50,000/- – Rs. 50,000/- – Rs. 11,00,000/- to Smt. Paulomi Jain as President of the Company alongwith following perquisites:

- (a) Leave travel allowance: Rs. 30,000 per annum;
- (b) Reimbursement of medical expenses: Rs. 45,000 per annum;
- (c) House rent allowance: Rs. 25,000 per annum;
- (d) Free use of Company's car with chauffeur for Company's work and personal use, with all costs in respect thereof for petrol, maintenance, insurance, etc. being met by the Company;
- (e) Bonus, provident fund, superannuation and gratuity as per the Rules of the Company; and
- (f) Leave/encashment of leave as per the Rules of the Company."

8. REAPPOINTMENT OF SMT. MALTI BHINDI AS PRESIDENT OF THE COMPANY

Mr. M. H. Raval proposed following Ordinary Resolution which was seconded by Mr. Kishor J. Chauhan.

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions of the Companies Act, 2013 and the Rules prescribed there under and any statutory modifications thereof for the time being in force, approval of the shareholders of the Company be and is hereby accorded to the reappointment of Smt. Malti Bhindi, as President of the Company for a period of 5 years with effect from 1st April 2019 and for the payment of salary of Rs. 8,50,000/- per month in the grade of Rs. 8,50,000/- – Rs. 50,000/- – Rs. 11,00,000/-, to Smt. Malti Bhindi as President of the Company alongwith following perquisites:

- (a) Leave travel allowance: Rs. 30,000/- per annum;
- (b) Reimbursement of medical expenses: Rs. 45,000/- per annum;
- (c) House rent allowance: Rs. 25,000/- per annum;

(d) Free use of Company's car with chauffeur for Company's work and personal use, with all costs in respect thereof for petrol, maintenance, insurance, etc. being met by the Company;

(e) Bonus, provident fund, superannuation and gratuity as per the Rules of the Company; and

(f) Leave/encashment of leave as per the Rules of the Company."

9. PAYMENT OF COMMISSION TO NON-EXECUTIVE DIRECTORS.

Mr. Ashokkumar M. Verma proposed following Ordinary Resolution which was seconded by Mr. Jagdish M. Vyas.

"RESOLVED THAT subject to the provisions of Section 197 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") including any amendment thereto for the time being in force and subject to such permissions, sanctions of appropriate authorities, as may be required, consent of the Company be and is hereby accorded to the payment of the commission computed @ 1% of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act for each financial year to all Non Executive Directors of the Company taken together for a period of 5 financial years from the financial year commencing from 1st April, 2018 subject to a limit of Rs. 3,00,000/- (Rupees three lakhs only) per Director per annum, in addition to the fees payable to them for attending the meetings of the Board of Directors of the Company or any Committee(s) thereof.

RESOLVED FURTHER THAT in the event of a Non Executive Director was in the office for part of a year, the commission payable shall be pro-rata for the period he was in the office.

AND RESOLVED FURTHER THAT the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as may be necessary proper or expedient to give effect to the above resolution".

10. OPTION TO IFCI LTD. TO CONVERT LOAN INTO EQUITY SHARES IN CASE OF DEFAULT.

Mr. A. B. Singh proposed following Special Resolution which was seconded by Mr. J. V. Trivedi.

RESOLVED THAT pursuant to the provisions of the Section 62 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules thereto and all other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to any permissions, sanctions and consents as may be required from any regulatory and other appropriate authorities, the consent of the Company be and is hereby accorded to the Board of Directors of the company (hereinafter referred to as "the Board" which term shall be deemed to include any committee which the Board may constitute for this purpose) to accept and give effect to the option of conversion of the whole or part of the outstanding amount of the Corporate loan granted by IFCI Ltd. (the Lender) to the Company in terms of the corporate loan agreement executed on 23rd September, 2016 with them, (which agreement be and is hereby approved and ratified), into fully paid-up equity shares of the Company as per the pricing of shares formula stipulated by Reserve Bank of India from time to time in the event the Company commits a default in payment or repayment of principle amounts of the loan or interest thereon or any combination thereof to the Lender.

RESOLVED FURTHER THAT though the SDR guidelines are repealed, for the purpose of pricing of the conversion of loan to shares, the applicable guidelines of RBI in respect of pricing of the shares shall be followed for such conversion.

RESOLVED FURTHER THAT though the SDR guidelines are repealed, for the purpose of pricing of the conversion of loan to shares, the applicable guidelines of RBI in respect of pricing of the shares shall be followed for such conversion.

AND RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable for such purpose or as may be required by any statutory, regulatory and other appropriate authorities for the purpose."

11. To approve remuneration of the Cost Auditors for the Financial year ending March 31, 2019.

Mr. Jaypal Poojara proposed following Ordinary Resolution which was seconded by Mr. K. J. Vora.

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members of the Company be and is hereby accorded for payment of remuneration as set out in the Explanatory Statement annexed hereto to M/s. Nanabhoy & Co. and M/s. N. D. Birla & Co. the Cost Auditors of the Company appointed by the Board of Directors at their meeting held on May 29, 2018, to conduct the audit of the cost records of the Company for the financial year ending on 31st March, 2019;

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts and take all such necessary steps as may be necessary, proper or expedient to give effect to the above resolution."

Chairman then informed the shareholders that the entire proceedings of polling will be under the direction and supervision of the Scrutinizer Dr. S. K. Jain and he has no further role in the proceedings. Thereafter he declared that the meeting is over and thanked the shareholders for attending the meeting.

The Scrutinizer Dr. S.K. Jain thereafter addressed the shareholders and explained the procedure of voting through poll. Dr. S.K. Jain appointed Mr. Harsh Kesharia to assist him in conducting the voting through poll. Dr. S. K. Jain and Mr. Harsh Kesharia thereafter distributed the Ballot papers to the shareholders and proxy holders present in the meeting. He thereafter opened the ballot box and shown the empty ballot box to all the shareholders and then locked the box.

The shareholders and proxy holders thereafter did the voting by poll and deposited the ballot papers in the ballot box. By 1.30 p.m. the polling was over. Dr. S.K. Jain thereafter sealed the ballot box in the presence of Directors, shareholders and authorised person of M/s. Bigshare Services Pvt.Ltd. (Registrar and Share Transfer Agent) of the Company.

Dr. S. K. Jain submitted his report dated 28th September, 2018 in respect of e-voting by the shareholders of the Company.

Dr. S.K. Jain submitted Scrutinizers report dated 28th September, 2018 on the voting by poll done by the shareholders at the 79th Annual General Meeting of the Company held on 27th September, 2018.

Dr. S.K. Jain also submitted a combined Scrutinizers Report i.e. of the e-voting and voting by poll on 28th September, 2019. The brief of the combined results as per this Report were as follows :

Resolution No.1

To consider and adopt the Audited Financial Statements for the year ended 31st March, 2018 and the Reports of the Directors and the Auditors thereon

ORDINARY RESOLUTION

Resolution required: Whether promoter/ promoter group are interested in the agenda/ resolution?			ORDINARY RESOLUTION										
Category			Mode of Voting		No. of shares held	No. of votes polled	% 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	101743923											
	Poll			0		100739344	99.0126	100739344		0		100.0000	0
	Postal Ballot (not applicable)			0		0	0	0		0		0	0
Public- Institutions	Total	101743923		100739344		99.0126	100739344			0		100.0000	0
	E-Voting	22467793		37654		0.1676	37654			0		100.0000	0
	Poll			0		0	0	0		0		0	0
Public- Non Institutions	Postal Ballot (not applicable)			0		0	0	0		0		0	0
	Total	22467793		37654		0.1676	37654			0		100.0000	0
	E-Voting	96775691		65572		0.0678	65187			385		99.4129	0.5871
Total	Poll			21112		0.0218	21112			0		100	0
	Postal Ballot (not applicable)			0		0	0	0		0		0	0
	Total	96775691		86684		0.0896	86299			385		99.5556	0.4444
		220987407		100863682		45.6423	100863297			385		99.9996	0.0004

Resolution No.2

To appoint a Director in place of Shri Bakul Jain, (DIN: 00380256) who retires by rotation and being eligible, offers himself for reappointment.

ORDINARY RESOLUTION

Resolution required: Whether promoter/ promoter group are interested in the agenda/ resolution?			ORDINARY RESOLUTION					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares (3)=[(2)/ (1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
		(1)	(2)		(4)	(5)		

CHAIRMAN'S INITIALS

Promoter and Promoter Group	E-Voting	101743923		0	0	0	0	0	0	0	0
	Poll			100739344	99.0126	100739344	0	0	100.0000	0	0
	Postal Ballot (not applicable)			0	0	0	0	0	0	0	0
Public- Institutions	Total	101743923		100739344	99.0126	100739344	0	0	100.0000	0	0
	E-Voting	22467793		37654	0.1676	37654	0	0	100.0000	0	0
	Poll			0	0	0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (not applicable)			0	0	0	0	0	0	0	0
	Total	22467793		37654	0.1676	37654	0	0	100.0000	0	0
	E-Voting	96775691		65572	0.0988	58987	6585	0	89.9576	10.0424	0
Public- Non Institutions	Poll			21112	0.0218	21112	0	0	100.0000	0	0
	Postal Ballot (not applicable)			0	0	0	0	0	0	0	0
	Total	96775691		86684	0.0896	80099	6585	0	92.4034	7.5966	0
Total		220987407		100863682	45.6423	100857097	6585	0	99.9935	0.0065	0

SPECIAL BUSINESS

Resolution No. 3

Appointment of Shri PradipMadhavji (Din No.: 00272161) as an Independent Director of the Company.

Resolution required:

ORDINARY RESOLUTION

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% 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	(1) 101743923	0	0	0	0	0	0
	Poll		100739344	99.0126	100739344	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
Public- Institutions	Total	101743923	100739344	99.0126	100739344	0	100.0000	0
	E-Voting		37654	0.1676	37654	0	100.0000	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (not applicable)	22467793	0	0	0	0	0	0
	Total		37654	0.1676	37654	0	100.0000	0
	E-Voting		65572	0.0678	64987	585	99.1079	0.8921
Public- Non Institutions	Poll	96775691	21112	0.0218	21112	0	100.0000	0
	Total		21112	0.0218	21112	0	100.0000	0
	E-Voting		65572	0.0678	64987	585	99.1079	0.8921

CHAIRMAN'S INITIALS

	Postal Ballot (not applicable)		0	0	0	0	0
Total	96775691	86684	0.0896	86099	585	99.3251	0.6749
	220987407	100863682	45.6423	100863097	585	99.9994	0.0006

Resolution No. 4

Appointment of Shri Krishnamoorthy Krishnan (DIN No.: 08129657) as an Independent Director of the Company.

Resolution required:

Whether promoter/ promoter group are interested in the agenda/resolution?

ORDINARY RESOLUTION

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	101743923	0	0	0	0	0	0
	Poll		100739344	99.0126	100739344	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	101743923	100739344	99.0126	100739344	0	100.0000	0
Public- Institutions	E-Voting	22467793	37654	0.1676	37654	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	22467793	37654	0.1676	37654	0	100.0000	0
Public- Non Institutions	E-Voting	96775691	65572	0.0678	64987	585	99.1079	0.8921
	Poll		21112	0.0218	21112	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	96775691	86684	0.0896	86099	585	99.3251	0.6749
Total		220987407	100863682	45.6423	100863097	585	99.9994	0.0006

Resolution No. 5

Reappointment of Shri Saatvik Jain as President of the Company

Resolution required:

Whether promoter/ promoter group are interested in the agenda/resolution?

ORDINARY RESOLUTION

YES

CHAIRMAN'S INITIALS

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour	No. of Votes - against	% 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	101743923	0	0	0	0	0	0
	Poll		38832969	38.1674	38832969	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
Public- Institutions	Total	101743923	38832969	38.1674	38832969	0	100.0000	0
	E-Voting	22467793	37654	0.1676	37654	0	100	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	22467793	37654	0.1676	37654	0	100	0
	E-Voting	96775691	65562	0.0677	58977	6585	89.9561	10.0439
Total	Poll		21112	0.0218	21112	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	96775691	86674	0.0896	80089	6585	92.4026	7.5974
		220987407	38957297	17.6287	38950712	6585	99.9831	0.0169

Resolution No. 6
Reappointment of Shri Ashish Jain as Sr. President of the Company

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour	No. of Votes - against	% 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	101743923	0	0	0	0	0	0
	Poll		32908120	32.3441	32908120	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
Total		101743923	32908120	32.3441	32908120	0	100.0000	0

CHAIRMAN'S INITIALS



Public- Institutions	E-Voting Poll	22467793	37654	0.1676	37654	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	22467793	37654	0.1676	37654	0	100.0000	0
	E-Voting Poll	96775691	65572	0.0678	58987	6585	89.9576	10.0424
	Postal Ballot (not applicable)		21112	0.0218	21112	0	100.0000	0
Public- Non Institutions	Total		0	0	0	0	0	0
Total		96775691	86684	0.0896	80099	6585	92.4034	7.5966
		220987407	33032458	14.9477	33025873	6585	99.9801	0.0199

CHAIRMAN'S INITIALS



Resolution No. Z									
Reappointment of Smt. Paulomi Jain as President of the Company									
Resolution required:									
Whether promoter/ promoter group are interested in the agenda/resolution?									
ORDINARY RESOLUTION									
YES									
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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		(1)	(2)		(4)	(5)			
	E-Voting Poll	101743923	0	0	0	0	0	0	0
	Postal Ballot (not applicable)		40024161	39.3381	40024161	0	100.0000	0	0
	Total	101743923	0	0	0	0	0	0	0
Public- Institutions									
	E-Voting Poll	22467793	40024161	39.3381	40024161	0	100.0000	0	0
	Postal Ballot (not applicable)		37654	0.1676	37654	0	100.0000	0	0
	Total	22467793	0	0	0	0	0	0	0
Public- Non									
	E-Voting Poll	22467793	37654	0.1676	37654	0	100.0000	0	0
	Total	96775691	64872	0.0670	58287	6585	89.8494	10.1508	0

Institutions	Poll		21112	0.0218	21112	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	96775691	85984	0.0888	79399	6585	92.3416	7.6584
Total		220987407	40147799	18.1674	40141214	6585	99.9983	0.017

Resolution No. 8
Reappointment of Smt. Malitibhindi as President of the Company.

Resolution required:		ORDINARY RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 1*100	No. of Votes - in favour	No. of Votes - against	% 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	101743923	0	0	0	0	0	0
	Poll		37460780	36.8187	37460780	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
Public- Institutions	Total	101743923	37460780	36.8187	37460780	0	100.0000	0
	E-Voting	22467793	37654	0.1676	37654	0	100.0000	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	22467793	37654	0.1676	37654	0	100	0
	E-Voting	96775691	65272	0.0674	58687	6585	89.9114	10.0886
Total	Poll		21112	0.0218	21112	0	100.0000	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	96775691	86384	0.0893	79799	6585	92.3771	7.6229
		220987407	37584818	17.0077	37578233	6585	99.9825	0.0175

Resolution No. 9
Payment of Commission to Non-Executive Directors.

Resolution required:	ORDINARY RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

CHAIRMAN'S INITIALS

