

September 26, 2019

Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East)  
Mumbai - 400051

**Scrip Code: 539940**

**Scrip Code: MAXVIL**

**Sub.: Declaration of Voting results of Fourth Annual General Meeting pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed voting results of Fourth Annual General Meeting of the Company held on September 24, 2019 at the Registered Office of the Company at Punjab.

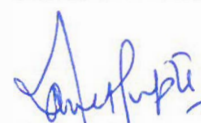
Further, in this regard the report of Scrutinizer, Mr. Sanjay Grover, Practicing Company Secretary dated September 26, 2019 is attached for your information and records.

This is for your information and records.

Thanking you,

Yours faithfully

For Max Ventures and Industries Limited

A handwritten signature in blue ink, appearing to read "Saket Gupta", is written over the printed name.

**Saket Gupta**  
**Company Secretary and Compliance officer**



Encl. as above

| Voting Results of AGM                                                                                                                                                                    |            |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions: |            |
| Date of the AGM                                                                                                                                                                          | 24.09.2019 |
| Total number of shareholders on record date                                                                                                                                              | 35,920     |
| No. of shareholders present in the meeting either in person or through Proxy:<br>Promoters and Promoters Group:<br>Public:                                                               | 2<br>35    |
| No. of Shareholders attended the meeting through Video Conferencing<br>Promoters and Promoters Group:<br>Public:                                                                         | NIL        |

| 1. Ordinary Resolution: To receive, consider and adopt:<br>a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, and the Reports of the Board of Directors and Auditors thereon.<br>b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and Report of the Auditors thereon. |                |                    |                          |                                                            |                        |                      |                                                         |                                                       |    |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|--------------------|--------------------------|------------------------------------------------------------|------------------------|----------------------|---------------------------------------------------------|-------------------------------------------------------|----|
| Category                                                                                                                                                                                                                                                                                                                                                                                 | Mode of Voting | No. of shares held | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares<br>(3)=(2)/(1)*100 | No. of Votes in Favour | No. of Votes Against | % of votes in favour on Votes Polled<br>(6)=(4)/(2)*100 | % of votes against on Votes Polled<br>(7)=(5)/(2)*100 | NO |
| Promoters and Promoter Group                                                                                                                                                                                                                                                                                                                                                             | E-voting       | 70,111,993         | 70,001,015               | 99.8417                                                    | 70,001,015             | 0                    | 100.0000                                                | 0.0000                                                |    |
|                                                                                                                                                                                                                                                                                                                                                                                          | Poll           |                    | 0                        | 0.0000                                                     | 0                      | 0                    | 0.0000                                                  | 0.0000                                                |    |
|                                                                                                                                                                                                                                                                                                                                                                                          | Total          |                    | 70,001,015               | 99.8417                                                    | 70,001,015             | 0                    | 100.0000                                                | 0.0000                                                |    |
| Public-Institutions                                                                                                                                                                                                                                                                                                                                                                      | E-voting       | 45,797,960         | 9,476,636                | 20.6923                                                    | 9,476,636              | 0                    | 100.0000                                                | 0.0000                                                |    |
|                                                                                                                                                                                                                                                                                                                                                                                          | Poll           |                    | 0                        | 0.0000                                                     | 0                      | 0                    | 0.0000                                                  | 0.0000                                                |    |
|                                                                                                                                                                                                                                                                                                                                                                                          | Total          |                    | 9,476,636                | 20.6923                                                    | 9,476,636              | 0                    | 100.0000                                                | 0.0000                                                |    |
| Public-Non Institutions                                                                                                                                                                                                                                                                                                                                                                  | E-voting       | 30,691,959         | 26,857                   | 0.0875                                                     | 26,177                 | 680                  | 97.4681                                                 | 2.5319                                                |    |
|                                                                                                                                                                                                                                                                                                                                                                                          | Poll           |                    | 304,673                  | 0.9927                                                     | 304,673                | 0                    | 100.0000                                                | 0.0000                                                |    |
|                                                                                                                                                                                                                                                                                                                                                                                          | Total          |                    | 331,530                  | 1.0802                                                     | 330,850                | 680                  | 99.7949                                                 | 0.2051                                                |    |
| Total                                                                                                                                                                                                                                                                                                                                                                                    |                | 146,601,912        | 79,809,181               | 54.4394                                                    | 79,808,501             | 680                  | 99.9991                                                 | 0.0009                                                |    |



| 2. Ordinary Resolution: Re-appointment of Mr. Mohit Talwar (DIN: 02394694) as a director liable to retire by rotation. |                |                    |                          |                                         |                        |                      |                                      |                                    |    |
|------------------------------------------------------------------------------------------------------------------------|----------------|--------------------|--------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|----|
| Whether promoter/ promoter group are interested in the Agenda/resolution                                               |                |                    |                          |                                         |                        |                      |                                      |                                    |    |
| Category                                                                                                               | Mode of Voting | No. of shares held | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes Against | % of votes in favour on Votes Polled | % of votes against on Votes Polled | NO |
| Promoters and Promoter Group                                                                                           | E-voting       | (1)                | (2)                      | (3)=(2)/(1)*100                         | (4)                    | (5)                  | (6)=(4)/(2)*100                      | (7)=(5)/(2)*100                    |    |
|                                                                                                                        | Poll           | 70,111,993         | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |    |
|                                                                                                                        | <b>Total</b>   |                    |                          |                                         | <b>70,001,015</b>      | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |    |
| Public-Institutions                                                                                                    | E-voting       |                    | 9,476,636                | 20.6923                                 | 9,476,636              | 0                    | 100.0000                             | 0.0000                             |    |
|                                                                                                                        | Poll           | 45,797,960         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |    |
|                                                                                                                        | <b>Total</b>   |                    | <b>9,476,636</b>         | <b>20.6923</b>                          | <b>9,476,636</b>       | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |    |
| Public-Non Institutions                                                                                                | E-voting       |                    | 26,857                   | 0.0875                                  | 26,162                 | 695                  | 97.4122                              | 2.5878                             |    |
|                                                                                                                        | Poll           | 30,691,959         | 304,673                  | 0.9927                                  | 304,673                | 0                    | 100.0000                             | 0.0000                             |    |
|                                                                                                                        | <b>Total</b>   |                    | <b>331,530</b>           | <b>1.0802</b>                           | <b>330,835</b>         | <b>695</b>           | <b>99.7904</b>                       | <b>0.2096</b>                      |    |
| <b>Total</b>                                                                                                           |                | <b>146,601,912</b> | <b>79,809,181</b>        | <b>54.4394</b>                          | <b>79,808,486</b>      | <b>695</b>           | <b>99.9991</b>                       | <b>0.0009</b>                      |    |

| 3. Ordinary Resolution: Re-appointment of Mr. Anallit Singh (DIN: 00029641) as a director liable to retire by rotation. |                |                    |                          |                                         |                        |                      |                                      |                                    |     |
|-------------------------------------------------------------------------------------------------------------------------|----------------|--------------------|--------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|-----|
| Whether promoter/ promoter group are interested in the Agenda/resolution                                                |                |                    |                          |                                         |                        |                      |                                      |                                    |     |
| Category                                                                                                                | Mode of Voting | No. of shares held | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes Against | % of votes in favour on Votes Polled | % of votes against on Votes Polled | YES |
| Promoters and Promoter Group                                                                                            | E-voting       | (1)                | (2)                      | (3)=(2)/(1)*100                         | (4)                    | (5)                  | (6)=(4)/(2)*100                      | (7)=(5)/(2)*100                    |     |
|                                                                                                                         | Poll           | 70,111,993         | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |     |
|                                                                                                                         | <b>Total</b>   |                    | <b>70,001,015</b>        | <b>99.8417</b>                          | <b>70,001,015</b>      | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |     |
| Public-Institutions                                                                                                     | E-voting       |                    | 9,476,636                | 20.6923                                 | 9,475,765              | 871                  | 99.9908                              | 0.0092                             |     |
|                                                                                                                         | Poll           | 45,797,960         | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |     |
|                                                                                                                         | <b>Total</b>   |                    | <b>9,476,636</b>         | <b>20.6923</b>                          | <b>9,475,765</b>       | <b>871</b>           | <b>99.9908</b>                       | <b>0.0092</b>                      |     |
| Public-Non Institutions                                                                                                 | E-voting       |                    | 26,857                   | 0.0875                                  | 26,162                 | 695                  | 97.4122                              | 2.5878                             |     |
|                                                                                                                         | Poll           | 30,691,959         | 304,673                  | 0.9927                                  | 304,673                | 0                    | 100.0000                             | 0.0000                             |     |
|                                                                                                                         | <b>Total</b>   |                    | <b>331,530</b>           | <b>1.0802</b>                           | <b>330,835</b>         | <b>695</b>           | <b>99.7904</b>                       | <b>0.2096</b>                      |     |
| <b>Total</b>                                                                                                            |                | <b>146,601,912</b> | <b>79,809,181</b>        | <b>54.4394</b>                          | <b>79,807,615</b>      | <b>1566</b>          | <b>99.9980</b>                       | <b>0.0020</b>                      |     |

| 4. Ordinary Resolution: To appoint Ms. Gauri Padmanabhan (DIN: 01550668) as a Non- Executive Independent Director of the Company. |  |  |  |  |  |  |  |  |  |
|-----------------------------------------------------------------------------------------------------------------------------------|--|--|--|--|--|--|--|--|--|
| Whether promoter/ promoter group are interested in the Agenda/resolution                                                          |  |  |  |  |  |  |  |  |  |
| NO                                                                                                                                |  |  |  |  |  |  |  |  |  |



| Category                     | Mode of Voting | No. of shares held | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes Against | % of votes in favour on Votes Polled | % of votes against on Votes Polled |
|------------------------------|----------------|--------------------|--------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Promoters and Promoter Group | E-voting       | (1)                | (2)                      | (3)=(2)/(1)*100                         | (4)                    | (5)                  | (6)=(4)/(2)*100                      | (7)=(5)/(2)*100                    |
|                              | Poll           | 70,111,993         | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |
|                              | Total          |                    | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |
| Public-Institutions          | E-voting       | 45,797,960         | 9,476,636                | 20.6923                                 | 9,476,636              | 0                    | 100.0000                             | 0.0000                             |
|                              | Poll           |                    | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|                              | Total          |                    | 9,476,636                | 20.6923                                 | 9,476,636              | 0                    | 100.0000                             | 0.0000                             |
| Public-Non Institutions      | E-voting       | 30,691,959         | 26,857                   | 0.0875                                  | 25,727                 | 1130                 | 95.7925                              | 4.2075                             |
|                              | Poll           |                    | 304,673                  | 0.9927                                  | 304,673                | 0                    | 100.0000                             | 0.0000                             |
|                              | Total          |                    | 331,530                  | 1.0802                                  | 330,400                | 1130                 | 99.6592                              | 0.3408                             |
| Total                        |                | 146,601,912        | 79,809,181               | 54.4394                                 | 79,808,051             | 1130                 | 99.9986                              | 0.0014                             |

**5. Special Resolution: Revision/Payment of remuneration to Mr. Sahil Vachani, Managing Director & CEO For the remaining period of his current tenure i.e., from April 1, 2020 until January 14, 2021.**

| Whether promoter/ promoter group are interested in the Agenda/resolution |                | YES                |                          |                                         |                        |                      |                                      |                                    |
|--------------------------------------------------------------------------|----------------|--------------------|--------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Category                                                                 | Mode of Voting | No. of shares held | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes Against | % of votes in favour on Votes Polled | % of votes against on Votes Polled |
| Promoters and Promoter Group                                             | E-voting       | (1)                | (2)                      | (3)=(2)/(1)*100                         | (4)                    | (5)                  | (6)=(4)/(2)*100                      | (7)=(5)/(2)*100                    |
|                                                                          | Poll           | 70,111,993         | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |
|                                                                          | Total          |                    | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |
| Public-Institutions                                                      | E-voting       | 45,797,960         | 9,476,636                | 20.6923                                 | 9,475,765              | 871                  | 99.9908                              | 0.0092                             |
|                                                                          | Poll           |                    | 0                        | 0.0000                                  | 0                      | 0                    | 0.0000                               | 0.0000                             |
|                                                                          | Total          |                    | 9,475,765                | 20.6904                                 | 9,475,765              | 0                    | 100.0000                             | 0.0000                             |
| Public-Non Institutions                                                  | E-voting       | 30,691,959         | 26,857                   | 0.0875                                  | 26,051                 | 806                  | 96.9989                              | 3.0011                             |
|                                                                          | Poll           |                    | 304,673                  | 0.9927                                  | 304,673                | 0                    | 100.0000                             | 0.0000                             |
|                                                                          | Total          |                    | 330,724                  | 1.0776                                  | 330,724                | 0                    | 100.0000                             | 0.0000                             |
| Total                                                                    |                | 146,601,912        | 79,809,181               | 54.4394                                 | 79,807,504             | 1677                 | 99.9979                              | 0.0021                             |

**6. Special Resolution: Extending the benefits of ESOP Plan 2016 of the Company to the eligible employees and Directors of its subsidiaries.**

| Whether promoter/ promoter group are interested in the Agenda/resolution |                | NO                 |                          |                                         |                        |                      |                                      |                                    |
|--------------------------------------------------------------------------|----------------|--------------------|--------------------------|-----------------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Category                                                                 | Mode of Voting | No. of shares held | No of Valid Votes Polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes Against | % of votes in favour on Votes Polled | % of votes against on Votes Polled |
| Promoters and Promoter Group                                             | E-voting       | (1)                | (2)                      | (3)=(2)/(1)*100                         | (4)                    | (5)                  | (6)=(4)/(2)*100                      | (7)=(5)/(2)*100                    |
|                                                                          | Poll           | 70,111,993         | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |
|                                                                          | Total          |                    | 70,001,015               | 99.8417                                 | 70,001,015             | 0                    | 100.0000                             | 0.0000                             |





# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi - 110 024  
Tel. : (011) 4679 0000, Fax : (011) 4679 0012  
e-mail : [contact@cssanjaygrover.in](mailto:contact@cssanjaygrover.in)  
website : [www.cssanjaygrover.in](http://www.cssanjaygrover.in)

### Consolidated Scrutinizer's Report

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

To,

The Chairman

**MAX VENTURES AND INDUSTRIES LIMITED**

(CIN:L85100PB2015PLC039204)

419, Bhai Mohan Singh Nagar,  
Village Railmajra, Tehsil Balachaur,  
District Nawanshehar, Punjab- 144533

Dear Sir,

I, Sanjay Grover, Practicing Company Secretary, Managing Partner of M/s Sanjay Grover & Associates having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through ballot paper (Poll) at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice dated Thursday, August 8, 2019 for 4<sup>th</sup> AGM of the Company held on Tuesday, September 24, 2019 at 12:00 P.M. at 419, Bhai Mohan Singh Nagar, Village Railmajra, Tehsil Balachaur, District Nawanshehar, Punjab-144533

I submit my report as under:-

1. The remote e-voting period commenced on Friday, September 20, 2019 at 09:00 A.M. and ended on Monday, September 23, 2019 at 05:00 P.M. via remote e-voting platform on the designated website of National Securities Depository Limited (NSDL), Authorized Agency to provide remote e-voting facility viz.: [www.evoting.nsdl.com](http://www.evoting.nsdl.com).



2. The Members of the Company as on the "cut off" date i.e. Tuesday, September 17, 2019 were entitled to avail the facility of remote e-voting or poll at the 4<sup>th</sup> AGM on the proposed resolution(s) as set out in the Notice dated Thursday, August 8, 2019.
3. The total paid up Equity Share Capital of the Company as on Tuesday, September 17, 2019 was Rs.146,60,19,120/- (Rupees One Hundred Forty Six Crores Sixty Lakhs Nineteen Thousand One Hundred and Twenty Only) divided into 14,66,01,912 (Fourteen Crores Sixty Six Lakhs One Thousand Nine Hundred and Twelve) equity shares of Rs. 10 (Rupees Ten Only) each.
4. The Chairman ordered for poll at AGM as per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time.
5. 1 (One) ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of poll at the AGM, the ballot box was opened in my presence and ballot papers were diligently scrutinized. Thereafter, ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and poll at AGM.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Himanshu Kukreja and Mr. Rishab Kansal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:  
  

  
Himanshu Kukreja

  
Rishab Kansal
8. The Ballot papers and remote e-voting were matched with the Register of Members of the Company as on cut-off date.



9. The consolidated summary of results of poll at the AGM and remote e-voting are as under:

**Resolutions No. 1-** To receive, consider and adopt

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of Auditors thereon

| Ordinary Resolution |                       |             |             |            |
|---------------------|-----------------------|-------------|-------------|------------|
| Particulars         | Number of Valid Votes |             |             | Percentage |
|                     | Poll                  | e-Votes     | Total       |            |
| Assent              | 3,04,673              | 7,95,03,828 | 7,98,08,501 | 99.9991    |
| Dissent             | 0                     | 680         | 680         | 0.0009     |
| Total               | 3,04,673              | 7,95,04,508 | 7,98,09,181 | 100        |

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure- A.**

**Resolution No. 2-** Re-appointment of Mr. Mohit Talwar (DIN: 02394694) as a director liable to retire by rotation

| Ordinary Resolution |                       |             |             |            |
|---------------------|-----------------------|-------------|-------------|------------|
| Particulars         | Number of Valid Votes |             |             | Percentage |
|                     | Poll                  | e-Votes     | Total       |            |
| Assent              | 3,04,673              | 7,95,03,813 | 7,98,08,486 | 99.9991    |
| Dissent             | 0                     | 695         | 695         | 0.0009     |
| Total               | 3,04,673              | 7,95,04,508 | 7,98,09,181 | 100        |

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure- B**



**Resolution No. 3-** Re-appointment of Mr. Analjit Singh (DIN: 00029641) as a director liable to retire by rotation

| Ordinary Resolution |                       |             |             |            |
|---------------------|-----------------------|-------------|-------------|------------|
| Particulars         | Number of Valid Votes |             |             | Percentage |
|                     | Poll                  | e-Votes     | Total       |            |
| Assent              | 3,04,673              | 7,95,02,942 | 7,98,07,615 | 99.9980    |
| Dissent             | 0                     | 1,566       | 1,566       | 0.0020     |
| Total               | 3,04,673              | 7,95,04,508 | 7,98,09,181 | 100        |

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- C.

**Resolution No. 4-** To appoint Ms. Gauri Padmanabhan (DIN: 01550668) as a Non-Executive Independent Director of the Company

| Ordinary Resolution |                       |             |             |            |
|---------------------|-----------------------|-------------|-------------|------------|
| Particulars         | Number of Valid Votes |             |             | Percentage |
|                     | Poll                  | e-Votes     | Total       |            |
| Assent              | 3,04,673              | 7,95,03,378 | 7,98,08,051 | 99.9986    |
| Dissent             | 0                     | 1,130       | 1,130       | 0.0014     |
| Total               | 3,04,673              | 7,95,04,508 | 7,98,09,181 | 100        |

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-D.



**Resolution No. 5-** Revision/Payment of remuneration to Mr. Sahil Vachani, Managing Director & CEO for the remaining period of his current tenure i.e. from April 1, 2020 until January 14, 2021

| Special Resolution |                       |             |             |            |
|--------------------|-----------------------|-------------|-------------|------------|
| Particulars        | Number of Valid Votes |             |             | Percentage |
|                    | Poll                  | e-Votes     | Total       |            |
| Assent             | 3,04,673              | 7,95,02,831 | 7,98,07,504 | 99.9979    |
| Dissent            | 0                     | 1,677       | 1,677       | 0.0021     |
| Total              | 3,04,673              | 7,95,04,508 | 7,98,09,181 | 100        |

Therefore, the Resolution No. 5 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-E.**

**Resolution No. 6-** Extending the benefits of ESOP Plan 2016 of the Company to the eligible employees and Directors of its subsidiaries.

| Special Resolution |                       |             |             |            |
|--------------------|-----------------------|-------------|-------------|------------|
| Particulars        | Number of Valid Votes |             |             | Percentage |
|                    | Poll                  | e-Votes     | Total       |            |
| Assent             | 3,04,673              | 7,95,03,538 | 7,98,08,211 | 99.9988    |
| Dissent            | 0                     | 970         | 970         | 0.0012     |
| Total              | 3,04,673              | 7,95,04,508 | 7,98,09,181 | 100        |

Therefore, the Resolution No. 6 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-F.**



10. The register, ballot papers and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register, ballot papers and all other related papers to the Company Secretary.

Thanking you,

For SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

  
(Sanjay Grover)

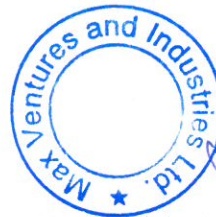
Managing Partner

Scrutinizer

CP No.:3850

Date: September 26, 2019

Place: New Delhi



Countersigned by



Officer authorized by the Chairman

Date: September 26, 2019

Place: Noida

**Annexure – A**

Details of poll at AGM & remote e-voting for Resolution No. 1 are as under:

**A1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 3,04,673             | 30,46,730                          |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid votes      | 23            | 3,04,673             | 30,46,730                          |
| d) Votes with Assent    | 23            | 3,04,673             | 30,46,730                          |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**A2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 73              | 7,95,04,508          | 79,50,45,080                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 73              | 7,95,04,508          | 79,50,45,080                       |
| d) Votes with Assent    | 70              | 7,95,03,828          | 79,50,38,280                       |
| e) Votes with Dissent   | 3               | 680                  | 6,800                              |



**Annexure - B**

Details of poll at AGM & remote e-voting for Resolution No. 2 are as under:

**B1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 3,04,673             | 30,46,730                          |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid votes      | 23            | 3,04,673             | 30,46,730                          |
| d) Votes with Assent    | 23            | 3,04,673             | 30,46,730                          |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**B2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 73              | 7,95,04,508          | 79,50,45,080                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 73              | 7,95,04,508          | 79,50,45,080                       |
| d) Votes with Assent    | 69              | 7,95,03,813          | 79,50,38,130                       |
| e) Votes with Dissent   | 4               | 695                  | 6,950                              |



**Annexure - C**

Details of poll at AGM & remote e-voting for Resolution No. 3 are as under:

**C1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 3,04,673             | 30,46,730                          |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid votes      | 23            | 3,04,673             | 30,46,730                          |
| d) Votes with Assent    | 23            | 3,04,673             | 30,46,730                          |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**C2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 73              | 7,95,04,508          | 79,50,45,080                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 73              | 7,95,04,508          | 79,50,45,080                       |
| d) Votes with Assent    | 68              | 7,95,02,942          | 79,50,29,420                       |
| e) Votes with Dissent   | 5               | 1,566                | 15,660                             |



**Annexure -D**

Details of poll at AGM & remote e-voting for Resolution No. 4 are as under:

**D1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 3,04,673             | 30,46,730                          |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 3,04,673             | 30,46,730                          |
| d) Votes with Assent    | 23            | 3,04,673             | 30,46,730                          |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**D2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 73              | 7,95,04,508          | 79,50,45,080                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 73              | 7,95,04,508          | 79,50,45,080                       |
| d) Votes with Assent    | 69              | 7,95,03,378          | 79,50,33,780                       |
| e) Votes with Dissent   | 4               | 1,130                | 11,300                             |



**Annexure -E**

Details of poll at AGM & remote e-voting for Resolution No. 5 are as under:

**E1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 3,04,673             | 30,46,730                          |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 3,04,673             | 30,46,730                          |
| d) Votes with Assent    | 23            | 3,04,673             | 30,46,730                          |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**E2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 73              | 7,95,04,508          | 79,50,45,080                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 73              | 7,95,04,508          | 79,50,45,080                       |
| d) Votes with Assent    | 65              | 7,95,02,831          | 79,50,28,310                       |
| e) Votes with Dissent   | 8               | 1,677                | 16,770                             |



**Annexure -F**

Details of poll at AGM & remote e-voting for Resolution No. 6 are as under:

**F1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 23            | 3,04,673             | 30,46,730                          |
| b) Less: Invalid Votes  | 0             | 0                    | 0                                  |
| c) Net Valid Votes      | 23            | 3,04,673             | 30,46,730                          |
| d) Votes with Assent    | 23            | 3,04,673             | 30,46,730                          |
| e) Votes with Dissent   | 0             | 0                    | 0                                  |

**F2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 73              | 7,95,04,508          | 79,50,45,080                       |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 73              | 7,95,04,508          | 79,50,45,080                       |
| d) Votes with Assent    | 70              | 7,95,03,538          | 79,50,35,380                       |
| e) Votes with Dissent   | 3               | 970                  | 9,700                              |

