**NUCLEUS SOFTWARE EXPORTS LTD.**
CIN : L74899DL1989PLC034594

**Corporate Office**
A-39, Sector-62, Noida,
Uttar Pradesh, 201307. India.

T.: + 91 . 120 . 4031 . 400
F.: +91 . 120 . 4031 . 672
E.: nsl@nucleussoftware.com
W.: www.nucleussoftware.com

July 09, 2016

The Listing Department
**The National Stock Exchange of India Ltd.**
Exchange Plaza, Bandra-Kurla Complex
Bandra (E)
**Mumbai-400051.**
Fax Nos. 022-26598236/237/238

Dear Sir/Madam,

**Sub: Voting Results Announcement and Scrutinizer Report**

**Ref: Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above mentioned subject, Please find the enclosed herewith copy of Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and Report of Scrutinizer, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking You.

Yours Sincerely
**FOR NUCLEUS SOFTWARE EXPORTS LIMITED**

**(POONAM BHASIN)**
**COMPANY SECRETARY**
**Membership No: A10865**
**Address: 136,IIIrd Floor, Sant Nagar**
**New Delhi-110065**

**Encl: A/a**

NUCLEUS SOFTWARE EXPORTS LTD.
CIN : L74899DL1989PLC034594

**Corporate Office**
A-39, Sector-62, Noida,
Uttar Pradesh, 201307. India.

T.: + 91 . 120 . 4031 . 400
F.: +91 . 120 . 4031 . 672
E.: nsl@nucleussoftware.com
W.: www.nucleussoftware.com

| Voting Results of Annual General Meeting | |
|---|---|
| Details of e-voting and Poll through electronic voting system (Insta-Poll) 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 | 08.07.2016 |
| Total number of shareholders on record date | 17,524 |
| No. of shareholders present in the meeting either in person or through Proxy:<br>Promoters and Promoters Group:01(one)<br>Public: 112(One Hundred Twelve) | 113 |
| No. of shareholders attended the meeting through Video Conferencing<br>Promoters and Promoters Group:<br>Public: | N.A. |

1. Ordinary Resolution: To receive, consider and adopt:
(a) the audited financial statements of the Company for the year ended March 31, 2016 including Audited Balance Sheet as at March 31, 2016 and Profit and Loss account for the year ended on that date together with 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, 2016:

| Whether promoter/ promoter group are intersted 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 |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | E-voting | 1,96,31,866 | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-voting | 32,10,774 | 3,185,484 | 99.2123 | 3,185,484 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3,185,484 | 99.2123 | 3,185,484 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-voting | 95,41,084 | 1,702 | 0.0178 | 1,702 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 460 | 0.0048 | 458 | 2 | 99.5652 | 0.4348 |
| | Total | | 2,162 | 0.0226 | 2,160 | 2 | 99.9075 | 0.0925 |
| Total | | 3,23,83,724 | 18,857,386 | 58.2311 | 18,857,384 | 2 | 100.0000 | 0.0000 |

2. Ordinary Resolution: To confirm the payment of Interim Dividend of Rs.5 per equity share for FY 2015-16:

| Whether promoter/ promoter group are intersted 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 |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | E-voting | 19,631,866 | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-voting | 3,210,774 | 3,185,484 | 99.2123 | 3,185,484 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3,185,484 | 99.2123 | 3,185,484 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-voting | 9,541,084 | 1,683 | 0.0176 | 1,683 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 460 | 0.0048 | 458 | 2 | 99.5652 | 0.4348 |
| | Total | | 2,143 | 0.0224 | 2,141 | 2 | 99.9075 | 0.0925 |
| Total | | 3,23,83,724 | 18,857,367 | 58.2310 | 18,857,365 | 2 | 100.0000 | 0.0000 |

3. Ordinary Resolution: To re-appoint Mr. R.P Singh (DIN 00008350), as Whole-Time Director of the Company who retires by rotation and being eligible offers himself for re-appointment:

| Whether promoter/ promoter group are intersted 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 |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | E-voting | 19,631,866 | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-voting | 3,210,774 | 3,185,484 | 99.2123 | 3,185,484 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3,185,484 | 99.2123 | 3,185,484 | 0 | 100.0000 | 0.0000 |
| Public-Non Institutions | E-voting | 9,541,084 | 312 | 0.0033 | 312 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 460 | 0.0048 | 458 | 2 | 99.5652 | 0.4348 |
| | Total | | 772 | 0.0081 | 770 | 2 | 99.7409 | 0.2591 |
| Total | | 3,23,83,724 | 18,855,996 | 58.2268 | 18,855,994 | 2 | 99.9999 | 0.0001 |

**Regd. Office**
33-35 Thyagraj Market, New Delhi, 110003. India.
T.: + 91 . 11 . 2462 . 7552 F.: +91 . 11 . 2462 . 0872
www.nucleussoftware.com

# NUCLEUS SOFTWARE EXPORTS LTD.

CIN : L74899DL1989PLC034594

**Corporate Office**
A-39, Sector-62, Noida,
Uttar Pradesh, 201307. India.

T.: + 91 . 120 . 4031 . 400
F.: +91 . 120 . 4031 . 672
E.: nsl@nucleussoftware.com
W.: www.nucleussoftware.com


**4. Ordinary Resolution: Appointment of M/s BSR & Associates LLP as Auditors in place of retiring auditors to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of fifth consecutive Annual General Meeting of the Company:**

| Whether promoter/ promoter group are intersted 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 |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | E-voting | 19,631,866 | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-voting | 3,210,774 | 3,185,484 | 99.2123 | 3,086,690 | 98,794 | 96.8986 | 3.1014 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3,185,484 | 99.2123 | 3,086,690 | 98,794 | 96.8986 | 3.1014 |
| Public-Non Institutions | E-voting | 9,541,084 | 702 | 0.0074 | 312 | 390 | 44.4444 | 55.5556 |
| | Insta-Poll | | 460 | 0.0048 | 458 | 2 | 99.5652 | 0.0438 |
| | Total | | 1,162 | 0.0122 | 770 | 392 | 66.2651 | 33.7349 |
| Total | | 3,23,83,724 | 18,856,386 | 58.2280 | 18,757,200 | 99,186 | 99.4740 | 0.5260 |

**5. Ordinary Resolution: Appointment of Mr. S M Acharya (DIN: 00545141) as an Independent Director:**

| Whether promoter/ promoter group are intersted 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 |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | E-voting | 19,631,866 | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0.0000 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-voting | 3,210,774 | 3,185,484 | 99.2123 | 3,086,690 | 98,794 | 96.8986 | 3.1014 |
| | Insta-Poll | | 0.0000 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 3,185,484 | 99.2123 | 3,086,690 | 98,794 | 96.8986 | 3.1014 |
| Public-Non Institutions | E-voting | 9,541,084 | 312 | 0.0033 | 312 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 460 | 0.0048 | 458 | 2 | 99.5652 | 0.0438 |
| | Total | | 772 | 0.0053 | 770 | 2 | 99.7409 | 0.2591 |
| Total | | 3,23,83,724 | 18,855,996 | 58.2268 | 18,757,200 | 98,796 | 99.4760 | 0.5240 |

**6. Special Resolution: Re-appointment of Mr. Vishnu R Dusad (DIN: 00008412) as Managing Director to be designated as "Chief Executive Officer and Managing Director" of the Company:**

| Whether promoter/ promoter group are intersted 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 |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter Group | E-voting | 1,96,31,866 | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 15,669,740 | 79.8179 | 15,669,740 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-voting | 32,10,774 | 31,85,484 | 99.2123 | 3,006,043 | 1,79,441 | 94.3670 | 5.6330 |
| | Insta-Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 31,85,484 | 99.2123 | 3,006,043 | 179,441 | 94.3670 | 5.6330 |
| Public-Non Institutions | E-voting | 95,41,084 | 1,312 | 0.0136 | 1,312 | 0 | 100.0000 | 0.0000 |
| | Insta-Poll | | 460 | 0.0048 | 458 | 2 | 99.5652 | 0.4348 |
| | Total | | 1,772 | 0.0184 | 1,770 | 2 | 99.8871 | 0.1129 |
| Total | | 3,23,83,724 | 18,856,996 | 58.2299 | 18,677,553 | 179,443 | 99.0484 | 0.9516 |

For Nucleus Software Exports Limited

Poonam Bhasin
Company Secretary

Nucleus Software Exports Limited


**Regd. Office**
33-35 Thyagraj Market, New Delhi, 110003. India.
T.: + 91 . 11 . 2462 . 7552 F.: +91 . 11 . 2462 . 0872
www.nucleussoftware.com

# SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : 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, as amended till date]

To,

THE CHAIRMAN

**NUCLEUS SOFTWARE EXPORTS LIMITED**

(CIN: L74899DL1989PLC034594)

33-35, THYAGRAJ NAGAR MARKET,

NEW DELHI - 110003, INDIA

Dear Sir,

I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having its office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as a Scrutinizer for the purpose of scrutinizing Annual General Meeting ("AGM") voting process, i.e. remote e-voting and voting by means of Poll through electronic voting system ("Insta-Poll") at 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 up to date) on the resolution(s) mentioned in Notice dated June 02, 2016 for 27th AGM of the Shareholders of the Company held on Friday, 8th day of July, 2016 at 11:30 A.M. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110003.

I submit my report as under:-

1. The remote e-voting period commenced on Monday, July 4, 2016 at 10:00 A.M. and ended on Thursday, July 7, 2016 at 05:00 P.M. on the designated website i.e. http://evoting.karvy.com via Karvy e-Voting Platform.

2. The Shareholders of the Company as on the "cut off" date i.e. Friday, July 1, 2016 were entitled to avail the facility of remote e-voting as well as voting at the AGM on the proposed resolutions (item no. 1 to 6) as set out in the Notice dated June 02, 2016.

3. The total paid up Equity Share Capital of the Company as on cut off date i.e. on July 01, 2016 was 32,38,37,240/- (Rupees Thirty Two Crores Thirty Eight Lakhs Thirty Seven Thousand Two Hundred and Forty Only) divided into 3,23,83,724 (Three Crores Twenty Three Lakhs Eighty Three Thousand Seven Hundred and Twenty Four) equity shares of Rs. 10 /- (Rupee Ten Only) each.

4. The Chairman ordered for poll through electronic voting system ("Insta-Poll") at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended till date. Insta-Poll was provided at the venue of AGM through Karvy Computershare Private Limited which was successfully conducted.

5. After completion of Insta-Poll at the AGM at 11:45 A.M. votes cast by the members were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the Members who participated in Insta-Poll at AGM.

6. The votes cast through remote e-voting were unblocked after completion of insta-poll at the AGM in the presence of two witnesses, Ms. Dipika Jain R/o R-7 Rita Block, Shakarpur, Laxmi Nagar, New Delhi- 110092 and Ms. Saloni Gupta R/o 301, Sant Nagar, New Delhi- 110065 who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Dipika

Dipika Jain

Saloni

Saloni Gupta



SANJAY GROVER & ASSOCIATES NEW DELHI

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

(i) **Resolution No. 1**- To receive, consider and adopt:

(a) the audited financial statements of the Company for the year ended March 31, 2016 including Audited Balance Sheet as at March 31, 2016 and Profit and Loss account for the year ended on that date together with 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, 2016:

| Ordinary Resolution | | | | |
|---|---|---|---|---|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Insta-Poll | Total | |
| Assent | 1,88,56,926 | 458 | 1,88,57,384 | 100.0000 |
| Dissent | 0 | 2 | 2 | 0.0000 |
| Total | 1,88,56,926 | 460 | 1,88,57,386 | 100.0000 |

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

(ii) **Resolution No. 2**- To Confirm the payment of Interim Dividend of Rs. 5 per equity share for FY 2015-16:

| Ordinary Resolution | | | | |
|---|---|---|---|---|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Insta-Poll | Total | |
| Assent | 1,88,56,907 | 458 | 1,88,57,365 | 100.0000 |
| Dissent | 0 | 2 | 2 | 0.0000 |
| Total | 1,88,56,907 | 460 | 1,88,57,367 | 100.0000 |



SAHAJ GROVER & ASSOCIATES NEW DELHI

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

(iii) **Resolution No. 3-** To re-appoint Mr. R.P Singh (DIN 00008350), as Whole-Time Director of the Company who retires by rotation and being eligible offers himself for re-appointment:

| Ordinary Resolution | | | | |
|---|---|---|---|---|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Insta-Poll | Total | |
| Assent | 1,88,55,536 | 458 | 1,88,55,994 | 100.0000 |
| Dissent | 0 | 2 | 2 | 0.0000 |
| Total | 1,88,55,536 | 460 | 1,88,55,996 | 100.0000 |

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

(iv) **Resolution No. 4-** Appointment of M/s BSR & Associates LLP as Auditors in place of retiring auditors to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of fifth consecutive Annual General Meeting of the Company:

| Ordinary Resolution | | | | |
|---|---|---|---|---|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Insta-Poll | Total | |
| Assent | 1,87,56,742 | 458 | 1,87,57,200 | 99.4740 |
| Dissent | 99,184 | 2 | 99,186 | 0.5260 |
| Total | 1,88,55,926 | 460 | 1,88,56,386 | 100.0000 |

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





(v) **Resolution No. 5-** Appointment of Mr. S M Acharya (DIN: 00545141) as an Independent Director:

| Ordinary Resolution | | | | |
|---|---|---|---|---|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Insta-Poll | Total | |
| Assent | 1,87,56,742 | 458 | 1,87,57,200 | 99.4760 |
| Dissent | 98,794 | 2 | 98,796 | 0.5240 |
| Total | 1,88,55,536 | 460 | 1,88,55,996 | 100.0000 |

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

(vi) **Resolution No. 6-** Re-appointment of Mr. Vishnu R Dusad (DIN: 00008412) as Managing Director to be designated as "Chief Executive Officer and Managing Director" of the Company:

| Special Resolution | | | | |
|---|---|---|---|---|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Insta-Poll | Total | |
| Assent | 1,86,77,095 | 458 | 1,86,77,553 | 99.0484 |
| Dissent | 1,79,441 | 2 | 1,79,443 | 0.9516 |
| Total | 1,88,55,536 | 460 | 1,88,56,996 | 100.0000 |

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

8. The register and all other papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the company.

Thank you,

Yours faithfully,

**For SANJAY GROVER & ASSOCIATES**
**COMPANY SECRETARIES**

**Sanjay Grover**
**(Managing Partner)**
**Scrutinizer**
**CP No. 3850**

**COUNTERSIGNED BY**

**Managing Director**

**Date:** July 9, 2016
**Place: New Delhi**

**Annexure - A**

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

**A1. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| (a) Net Valid Votes | 27 | 1,88,56,926 | 18,85,69,260 | 58.2296 |
| (b) Votes with Assent | 27 | 1,88,56,926 | 18,85,69,260 | 58.2296 |
| (c) Votes with dissent | 0 | 0 | 0 | 0.0000 |

**A2. VOTING THROUGH INSTA-POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| a) Total votes received | 19 | 460 | 4,600 | 0.0014 |
| b) Less: Invalid Votes | 0 | 0 | 0 | 0.0000 |
| c) Net Valid votes cast | 19 | 460 | 4,600 | 0.0014 |
| d) Votes with assent for the Resolution | 18 | 458 | 4,580 | 0.0014 |
| e) Votes with dissent for the Resolution | 1 | 2 | 20 | 0.0000 |





**Annexure - B**

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

**B1. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| (a) Net Valid Votes | 26 | 1,88,56,907 | 18,85,69,070 | 58.2296 |
| (b) Votes with Assent | 26 | 1,88,56,907 | 18,85,69,070 | 58.2296 |
| (c) Votes with dissent | 0 | 0 | 0 | 0.0000 |

**B2. VOTING THROUGH INSTA-POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| a) Total votes received | 19 | 460 | 4,600 | 0.0014 |
| b) Less: Invalid Votes | 0 | 0 | 0 | 0.0000 |
| c) Net Valid votes cast | 19 | 460 | 4,600 | 0.0014 |
| d) Votes with assent for the Resolution | 18 | 458 | 4,580 | 0.0014 |
| e) Votes with dissent for the Resolution | 1 | 2 | 20 | 0.0000 |





**Annexure - C**

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

**C1. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| (a) Net Valid Votes | 25 | 188,55,536 | 18,85,55,360 | 58.2253 |
| (b) Votes with Assent | 25 | 1,88,55,536 | 18,85,55,360 | 58.2253 |
| (c) Votes with dissent | 0 | 0 | 0 | 0.0000 |

**C2. VOTING THROUGH INSTA-POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| a) Total votes received | 19 | 460 | 4,600 | 0.0014 |
| b) Less: Invalid Votes | 0 | 0 | 0 | 0.0000 |
| c) Net Valid votes cast | 19 | 460 | 4,600 | 0.0014 |
| d) Votes with assent for the Resolution | 18 | 458 | 4,580 | 0.0014 |
| e) Votes with dissent for the Resolution | 1 | 2 | 20 | 0.0000 |





**Annexure -D**

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

**D1. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| (a) Net Valid Votes | 26 | 1,88,55,926 | 18,85,59,260 | 58.2266 |
| (b) Votes with Assent | 23 | 1,87,56,742 | 18,75,67,420 | 57.9203 |
| (c) Votes with dissent | 3 | 99,184 | 9,91,840 | 0.3063 |

**D2. VOTING THROUGH INSTA-POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| a) Total votes received | 19 | 460 | 4,600 | 0.0014 |
| b) Less: Invalid Votes | 0 | 0 | 0 | 0.0000 |
| c) Net Valid votes cast | 19 | 460 | 4,600 | 0.0014 |
| d) Votes with assent for the Resolution | 18 | 458 | 4,580 | 0.0014 |
| e) Votes with dissent for the Resolution | 1 | 2 | 20 | 0.0000 |



SANJAY GROVER & ASSOCIATES NEW DELHI

**Annexure -E**

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

**E1. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| (a) Net Valid Votes | 25 | 1,88,55,536 | 18,85,55,360 | 58.2253 |
| (b) Votes with Assent | 23 | 1,87,56,742 | 18,75,67,420 | 57.9203 |
| (c) Votes with dissent | 2 | 98,794 | 9,87,940 | 0.3050 |

**E2. VOTING THROUGH INSTA-POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| a) Total votes received | 19 | 460 | 4,600 | 0.0014 |
| b) Less: Invalid Votes | 0 | 0 | 0 | 0.0000 |
| c) Net Valid votes cast | 19 | 460 | 4,600 | 0.0014 |
| d) Votes with assent for the Resolution | 18 | 458 | 4,580 | 0.0014 |
| e) Votes with dissent for the Resolution | 1 | 2 | 20 | 0.0000 |

**Annexure -F**

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

**F1. VOTING THROUGH REMOTE E-VOTING:**

| Particulars | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| (a) Net Valid Votes | 26 | 1,88,56,536 | 18,85,65,360 | 58.2284 |
| (b) Votes with Assent | 21 | 1,86,77,095 | 18,67,70,950 | 57.6743 |
| (c) Votes with dissent | 5 | 1,79,441 | 17,94,410 | 0.5541 |

**F2. VOTING THROUGH INSTA-POLL:**

| Particulars | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares (In Rs.) | % of Total Paid-up Equity Capital (Approx.) |
|---|---|---|---|---|
| a) Total votes received | 19 | 460 | 4,600 | 0.0014 |
| b) Less: Invalid Votes | 0 | 0 | 0 | 0.0000 |
| c) Net Valid votes cast | 19 | 460 | 4,600 | 0.0014 |
| d) Votes with assent for the Resolution | 18 | 458 | 4,580 | 0.0014 |
| e) Votes with dissent for the Resolution | 1 | 2 | 20 | 0.0000 |