



PERSISTENT

NSE & BSE / 2018-19 / 40

July 28, 2018

The Manager
Corporate Services,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

The Manager
Corporate Services,
BSE Limited
14th Floor, P J Towers, Dalal Street,
Mumbai 400 001

Ref: Symbol: PERSISTENT

Ref: Scrip Code: 533179

Dear Sir / Madam,

Sub.: Announcement of the Result of Remote e-Voting and Ballot Paper Voting / Venue e-Voting conducted at the 28th Annual General Meeting held on Friday, July 27, 2018

**Ref.: (a) Our Letter bearing no. NSE & BSE / 2018-19 / 35 dated July 27, 2018
(b) Our Letter bearing no. NSE & BSE / 2018-19 / 35A dated July 28, 2018**

With reference to our abovementioned letters, Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI vide Circular dated November 4, 2015, please find attached the detailed report on the votes casted by the Members through remote e-voting and Ballot Paper voting / Venue e-voting as **Annexure 1**.

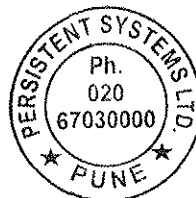
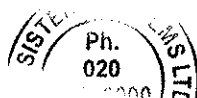
Please also find attached the Form MGT 13 and Consolidated Report on the Remote e-voting, Ballot Paper Voting and Venue e-voting issued by M/s. SKO & Associates, Practicing Company Secretaries, the Scrutinizers as **Annexure 2** for your ready reference.

Please acknowledge the receipt.

Thanking you,

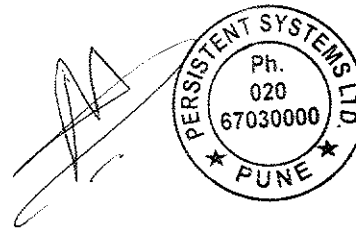
Yours faithfully,
For Persistent Systems Limited

Amit Atre
Company Secretary



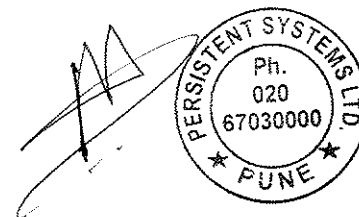
Format for Voting Results

Date of the Annual General Meeting	July 27, 2018		
Total number of shareholders on ~~record date~~ / cut-off date i.e. July 20, 2018	48,084		
No. of shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	Public	
	In Person	In Person	Through Proxy
	3	131	2
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public	
	Not Applicable	Not Applicable	



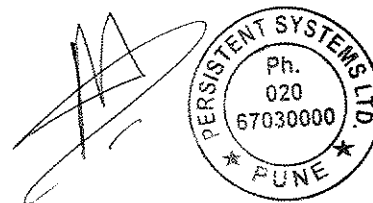
Resolution No. 1: Adoption of the Audited Financial Statements, Reports of the Board of Directors and the Auditors thereon and Audited Consolidated Financial Statements for the year ended March 31, 2018

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,58,31,074	46.57	1,58,31,074	0	100	0
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	49,17,007	22.70	49,16,916	91	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,51,38,119	56.42	4,51,38,028	91	100	0



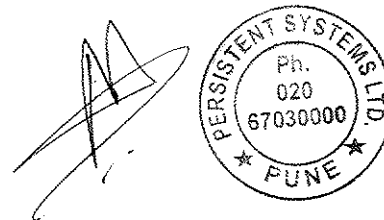
Resolution No. 2: Confirmation of the payment of the Interim Dividend of INR 7 per share and declaration of Final Dividend of INR 3 per share for the Financial Year 2017-18

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,59,45,540	46.91	1,59,45,540	0	100	0
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	49,17,167	22.70	49,17,117	50	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,52,52,745	56.57	4,52,52,695	50	100	0



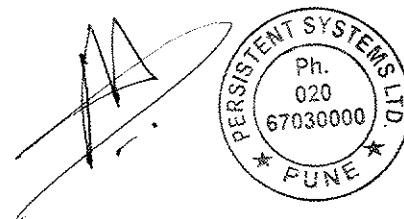
Resolution No. 3: Re-appointment of Mr. Thomas Kendra (DIN: 07406678), Non-Executive Non-Independent Director who retires by rotation

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,52,45,739	44.85	1,36,38,467	16,07,272	89	11
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	49,16,477	22.70	49,15,959	518	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,45,52,254	55.69	4,29,44,464	16,07,790	96	4



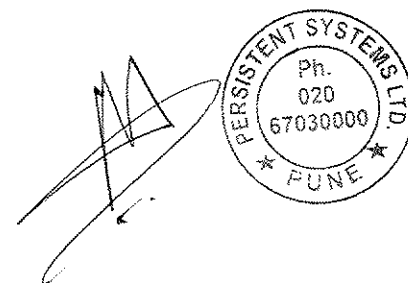
Resolution No. 4: Appointment of Dr. Anant Deep Jhingran (DIN: 05116722) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to November 20, 2022

Resolution required: (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,52,45,739	44.85	1,41,48,392	10,97,347	93	7
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	49,10,233	22.67	49,09,869	364	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,45,46,010	55.68	4,34,48,299	10,97,711	98	2



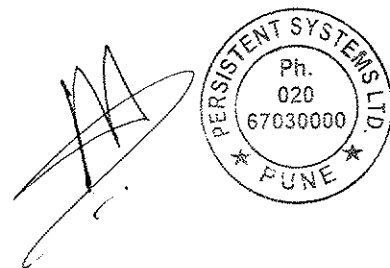
Resolution No. 5: Appointment of Prof. Deepak B. Phatak (DIN: 00046205) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to April 23, 2023

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,52,45,739	46.57	1,42,45,739	10,00,000	93	7
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	49,10,332	22.70	49,10,128	204	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,45,46,109	55.68	4,35,45,905	10,00,204	98	2



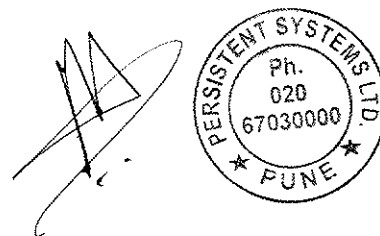
Resolution No. 6: Appointment of Mr. Guy Eiferman (DIN: 08101854) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to April 23, 2023

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,52,45,739	46.57	1,42,45,739	10,00,000	93	7
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	49,16,985	22.70	49,16,651	334	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,45,52,762	55.69	4,35,52,428	10,00,334	98	2



Resolution No. 7: Appointment of Mr. Sunil Sapre (DIN: 06475949) as an Executive Director of the Company, liable to retire by rotation to hold office for 3 (Three) consecutive years i.e. up to January 26, 2021.

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	of Votes in favour on votes polled (6)=[(4)/(2)]*100	of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2,43,46,345	2,42,74,525	99.71	2,42,74,525	0	100	0
	Poll (Ballot Voting)		63,240	0.26	63,240	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	3,39,91,805	1,59,45,540	46.57	78,94,438	80,51,102	50	50
	Poll (Ballot Voting)		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non-Institutions	E-Voting	2,16,61,850	48,45,038	22.70	48,44,788	250	100	0
	Poll (Ballot Voting)		52,273	0.24	52,273	0	100	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Total		8,00,00,000	4,51,80,616	56.48	3,71,29,264	80,51,352	82	18



Anand Deshpande
Anand Deshpande
Chairman and Managing Director

SKO & ASSOCIATES
COMPANY SECRETARIES

FORM NO. MGT.13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

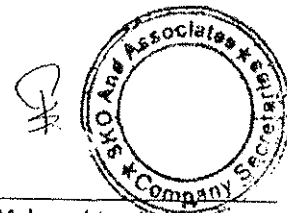
To,
The Chairman
Persistent Systems Limited

Twenty-Eighth Annual General Meeting of the Equity Shareholders of Persistent Systems Limited held on Friday, July 27, 2018 at 11:00 a.m. at Persistent Systems Limited, Dewang Mehta Auditorium, Bhageerath, 402, Senapati Bapat Road, Pune - 411016, India.

Dear Sir,

I, Pallavi Salunke, Partner, SKO & Associates, Company Secretaries having its office at Level 1, Sargam Tower, 2 Neelkamal Society, Near Rajaram Bridge, Karvenagar, Pune - 411052, Maharashtra, India, appointed as Scrutinizer by the Board of Directors of Persistent Systems Limited (the "Company") for the purpose of the poll taken on the below mentioned resolution(s), at the Twenty-Eighth Annual General Meeting of the Equity Shareholders of the Company held on Friday, July 27, 2018 at 11:00 a.m. at Persistent Systems Limited, Dewang Mehta Auditorium, Bhageerath, 402 Senapati Bapat Road, Pune - 411016, India, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box was kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened by me in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:
 - a) **Item No. 1 of the AGM Notice**
To receive, consider and adopt:
 - a) Audited Financial Statements, Reports of the Board of Directors and the Auditors thereon, and
 - b) Audited Consolidated Financial Statements.



i. Voted in favor of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60

b) Item No. 2 of the AGM Notice

To confirm the payment of the Interim Dividend of ₹ 7 per share and to declare a Final Dividend of ₹ 3 per share for the Financial Year 2017-18.

i. Voted in favor of the Resolution:

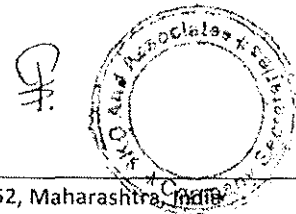
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60



c) Item No. 3 of the AGM Notice

To appoint a director in place of Mr. Thomas Kendra, (DIN: 07406678), Non-Executive Non-Independent Director, who retires by rotation and has confirmed his eligibility and willingness to accept office, if re-appointed.

i. Voted in favor of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60

d) Item No. 4 of the AGM Notice

To appoint Dr. Anant Deep Jhingran (DIN: 05116722) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to November 20, 2022.

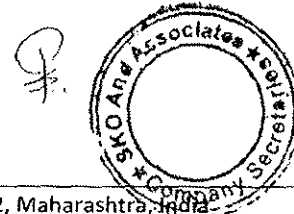
i. Voted in favor of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

iii. Invalid Votes:



Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60

- e) Item No. 5 of the AGM Notice
To appoint Prof. Deepak B. Phatak (DIN: 00046205) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to April 23, 2023.

- i. Voted in favor of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

- ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

- iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60

- f) Item No. 6 of the AGM Notice

To appoint Mr. Guy Eiferman (DIN: 08101854) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to April 23, 2023.

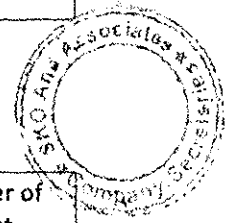
- i. Voted in favor of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

- ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

₹.



iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60

g) Item No. 7 of the AGM Notice

To appoint Mr. Sunil Sapre (DIN: 06475949) as an Executive Director of the Company, liable to retire by rotation, to hold office for 3 (Three) consecutive years i.e. up to January 26, 2021.

i. Voted in favor of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	1,15,573	99.9480%

ii. Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

iii. Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	60

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Thanking you.

Yours faithfully,

For SKO and Associates


Pallavi Salunke

Partner

FCS No. 5640

CP No. 4453

Scrutinizer

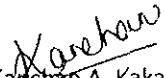


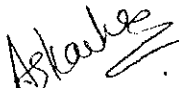
Place: Pune

Date: 28th July, 2018

We understand that the locked ballot box was opened in our presence at 02:07 p.m. on July 27, 2018.

Witnesses:


Karshan A. Kakade


Amruta Karkare



Anand Deshpande

SKO & ASSOCIATES

COMPANY SECRETARIES

Anand Deshpande

Chairman and Managing Director
REPORT OF SCRUTINIZER

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

The Chairman,
Persistent Systems Limited.

Twenty-Eighth Annual General Meeting of the Equity Shareholders of Persistent Systems Limited held on Friday, July 27, 2018 at 11:00 a.m at Persistent Systems Limited, Dewang Mehta Auditorium, Bhageerath, 402, Senapati Bapat Road, Pune 411016, India.

Dear Sir,

I, Pallavi Salunke, Partner, SKO & Associates, Company Secretaries having its office at Level 1, Sargam Tower, 2 Neelkamal Society, Near Rajaram Bridge, Karvenagar, Pune - 411052, Maharashtra, India, appointed as Scrutinizer by the Board of Directors of Persistent Systems Limited (the "Company") for the purpose of scrutinizing e-voting and Poll process in a fair and transparent manner in respect of the below mentioned resolutions proposed at the Twenty-Eighth Annual General Meeting of the Equity Shareholders of the Company held on Friday, July 27, 2018 at 11:00 a.m. at Persistent Systems Limited, Dewang Mehta Auditorium, Bhageerath, 402 Senapati Bapat Road, Pune 411016, India, submit our report as under:

1. In accordance with the Notice of the Twenty-Eighth Annual General Meeting dated June 07, 2018, sent to the shareholders and the 'Advertisement' published pursuant to the Rule 20(3)(v) of the Companies (Management and Administration) Rules, 2014 on Tuesday, July 03, 2017, the e-voting opened at 12:01 a.m. on Tuesday, July 24, 2018 and remained open up to 5:00 p.m. on Thursday, July 26, 2018 and voting was also done by Poll paper and electronic mode at the said Annual General Meeting.
2. The Equity Shareholders holding shares as on Friday, July 20, 2018 being the "cut-off date", were entitled to vote on the resolutions stated in the Notice to the Twenty-Eighth Annual General Meeting of the Company ("AGM Notice").
3. The votes were unblocked at 02:07 p.m. on Friday, July 27, 2018, in the presence of Mrs. Kanchan Kakade and Ms. Amruta Karkare who are not the employees of the Company and who have signed below as witness to the unblocking of the e-voting website of National Securities Depository Limited (NSDL) and the Poll papers.
4. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting and Poll paper process in respect of the resolutions contained in the Notice to the Twenty-Eighth Annual General Meeting of the members of the Company.

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Our responsibility as scrutinizer for the e-voting and Poll paper process is restricted to make Scrutinizers Report of the votes cast "in favor" or "against" the resolutions stated below, based on data downloaded from the e-voting website of National Securities Depository Limited (NSDL), the votes cast by Poll paper and electronic mode, by the shareholders of the Company at the said Annual General Meeting.

5. The consolidated result of the e-voting, voting by Poll paper and voting by electronic mode at the Annual General Meeting is as under:

A) Ordinary Business

a) Item No. 1 of the AGM Notice

To receive, consider and adopt:

- a) Audited Financial Statements, Reports of the Board of Directors and the Auditors thereon, and
- b) Audited Consolidated Financial Statements

Type of Resolution – Ordinary Resolution

- i. Voted in favor of the Resolution:

Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	4,50,22,515	411	4,51,38,028	99.9998%

- ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	2	-	91	2	91	0.0002%

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iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	72,18,393

b) Item No. 2 of the AGM Notice

To confirm the payment of the Interim Dividend of ₹ 7 per share and to declare a Final Dividend of ₹ 3 per share for the financial year 2017-18

Type of Resolution – Ordinary Resolution

i. Voted in favor of the Resolution

Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	4,51,37,182	411	4,52,52,695	99.9999%

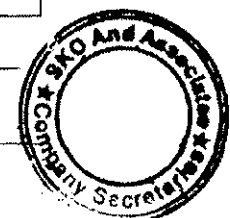
ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	1	-	50	1	50	0.0001%

iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	78,45,977

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c) **Item No. 3 of the AGM Notice**

To appoint a director in place of Mr. Thomas Kendra, (DIN: 07406678), Non-Executive Non Independent Director, who retires by rotation and has confirmed his eligibility and willingness to accept office, if re-appointed.

Type of Resolution – Ordinary Resolution

i. Voted in favor of the Resolution

Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	4,28,28,951	411	4,29,44,464	96.3912%

ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	24	-	16,07,790	24	16,07,790	3.6088%

iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	78,43,336

B) Special Business

a) **Item No. 4 of the AGM Notice**

To appoint Dr. Anant Deep Jhingran (DIN: 05116722) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to November 20, 2022.

Type of Resolution – Special Resolution

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i. Voted in favor of the Resolution

Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	4,33,32,786	411	4,34,48,299	97.5358%

ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	13	-	10,97,711	13	10,97,711	2.4642%

iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	78,43,336

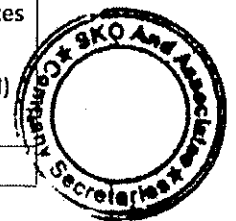
b) Item No. 5 of the AGM Notice

To appoint Prof. Deepak B. Phatak (DIN: 00046205) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to April 23, 2023.

Type of Resolution – Ordinary Resolution

i. Voted in favor of the Resolution

Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	4,34,30,392	411	4,35,45,905	97.7547%



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ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	9	-	10,00,204	9	10,00,204	2.2453%

iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	78,43,336

c) Item No. 6 of the AGM Notice

To appoint Mr. Guy Eiferman (DIN: 08101854) as an Independent Director of the Company, not liable to retire by rotation, to hold office for 5 (Five) consecutive years i.e. up to April 23, 2023.

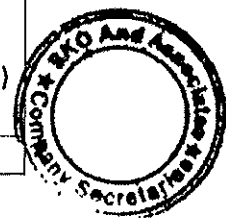
Type of Resolution – Ordinary Resolution

i. Voted in favor of the Resolution

Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	4,34,36,915	411	4,35,52,428	97.7547%

ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	12	-	10,00,334	12	10,00,334	2.2453%



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iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	78,43,336

d) Item No. 7 of the AGM Notice

To appoint Mr. Sunil Sapre (DIN: 06475949) as an Executive Director of the Company, liable to retire by rotation, to hold office for 3 (Three) consecutive years i.e. up to January 26, 2021.

Type of Resolution – Ordinary Resolution

i. Voted in favor of the Resolution

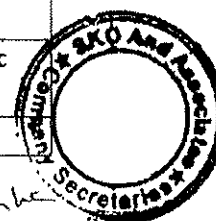
Number of members voting		Number of votes cast in favor of resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast in favor of resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
10	401	1,15,513	3,70,13,751	411	3,71,29,264	82.1796%

ii. Voted against the Resolution:

Number of members voting		Number of votes cast against the resolution		Total Number of Members Voted (Consolidated)	Total Number of votes cast against the resolution (Consolidated)	% of total numbers of valid votes cast (Consolidated)
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system			
-	87	-	80,51,352	87	80,51,352	17.8204%

iii. Invalid Votes:

Total number of members whose votes declared invalid		Total number of votes cast by them	
Through Poll paper	Through electronic system	Through Poll paper	Through electronic system
2	51	60	77,61,657



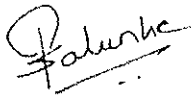
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- C) It has been presumed that in case of custodians and body corporate shareholders, the authorized signatories who have been authorized by the Board Resolution or in terms of the Power of Attorney have actually voted on electronic platform.
- D) All the relevant records of the voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the Twenty-Eighth Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary of the Company for safe keeping.

Thanking you

Yours faithfully

For SKO and Associates



Pallavi Salunke

Partner

FCS No. 5640

CP No. 4453

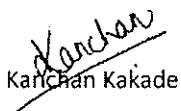
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Place: Pune

Date: 28th July, 2018

We understand that the votes were unblocked from the e- voting website of National Securities Depository Limited (NSDL) in our presence at 02:07 p.m. on July 27, 2018.

Witnesses



Karan Kakade



Amruta Karkare