Larsen & Toubro Limited
Secretarial Department
L&T House, Ballard Estate
Narottam Morarjee Marg
Mumbai - 400 001, INDIA
Tel: +91 22 6752 5656
Fax: +91 22 6752 5858
www.Larsentoubro.com

SEC/AGM/ 2018 August 23, 2018

The Secretary BSE Limited Phiroze Jejeebhoy Towers, Dalal Street, MUMBAI - 400 001 **STOCK CODE: 500510**	National Stock Exchange Of India Limited Exchange Plaza, 5th Floor Plot No.C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 **STOCK CODE: LT**

Dear Sir,

Re : **73rd Annual General Meeting of the Company for FY 2017-18 held on 23rd August 2018**

This is to inform you that Annual General Meeting (AGM) of the Company was held on 23rd August 2018 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Marine Lines, Mumbai - 400020.

Enclosed please find the voting results in respect of the business conducted at the AGM, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations (SEBI LODR Regulations) (Annexure A) along with the Scrutinizer's Report (Annexure B).

Please take note of the same and acknowledge receipt.

Thanking you,

Yours Faithfully
For **LARSEN & TOUBRO LIMITED**

HARIHARAN NARAYANSWAMY

Digitally signed by HARIHARAN NARAYANSWAMY
DN: c=IN, o=Personal, postalCode=400080, st=Maharashtra, 2.5.4.20=dc60015749af83edd61e561f6044de1b3b6f2bd98780753baeefc9e607a97cf9, serialNumber=ebb42fd56a4456c2a7039435166cb5e822fc6c270bda36af0706e316358cb6f5, cn=HARIHARAN NARAYANSWAMY
Date: 2018.08.23 21:01:00 +05'30'

N. HARIHARAN
EXECUTIVE VICE PRESIDENT &
COMPANY SECRETARY
M. No. A3471

Annexure A.

	LARSEN & TOUBRO LIMITED
Date of the AGM/EGM	23-08-2018
Total number of shareholders on record date	973142
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	526
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of audited financial statements for the year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company and the reports of the auditors thereon for the year ended March 31, 2018.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	584,877,845	85.3314	500,131,437	84,746,408	85.5104	14.4895
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		587,841,620	85.7638	503,095,212	84,746,408	85.5835	14.4165
Public- Non Institutions	E-Voting	716,567,674	281,383,685	39.2683	252,500,032	28,883,653	89.7351	10.2648
	Poll		28,278,001	3.9463	28,277,775	226	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		309,661,686	43.2146	280,777,807	28,883,879	90.6724	9.3276
	Total	1,401,987,036	897,503,306	64.0165	783,873,019	113,630,287	87.3393	12.6607

LARSEN & TOUBRO LIMITED Secretarial Dept. MUMBAI

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Dividend on equity shares for the financial year 2017-18.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	600,957,616	87.6774	586,165,242	14,792,374	97.5385	2.4614
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		603,921,391	88.1098	589,129,017	14,792,374	97.5506	2.4494
Public- Non Institutions	E-Voting	716,567,674	305,782,623	42.6732	304,353,048	1,429,575	99.5324	0.4675
	Poll		28,278,001	3.9463	28,278,000	1	99.9999	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		334,060,624	46.6195	332,631,048	1,429,576	99.5721	0.4279
	Total	1,401,987,036	937,982,015	66.9038	921,760,065	16,221,950	98.2705	1.7295

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint Mr. Subramanian Sarma (DIN: 00554221) as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	601,384,932	87.7397	589,885,376	11,499,556	98.0878	1.9121
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		604,348,707	88.1721	592,849,151	11,499,556	98.0972	1.9028
Public- Non Institutions	E-Voting	716,567,674	304,715,586	42.5243	303,163,357	1,552,229	99.4905	0.5094
	Poll		28,278,001	3.9463	28,277,775	226	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		332,993,587	46.4706	331,441,132	1,552,455	99.5338	0.4662
	Total	1,401,987,036	937,342,294	66.8581	924,290,283	13,052,011	98.6076	1.3924

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint Mrs. Sunita Sharma (DIN: 02949529), as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	590,871,387	86.2058	569,596,225	21,275,162	96.3993	3.6006
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		593,835,162	86.6382	572,560,000	21,275,162	96.4173	3.5827
Public- Non Institutions	E-Voting	716,567,674	304,716,423	42.5244	283,313,728	21,402,695	92.9761	7.0238
	Poll		28,278,001	3.9463	28,277,775	226	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		332,994,424	46.4707	311,591,503	21,402,921	93.5726	6.4274
	Total	1,401,987,036	926,829,586	66.1083	884,151,503	42,678,083	95.3953	4.6047

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint Mr. A.M Naik (DIN: 00001514), as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	600,849,262	87.6616	582,021,352	18,827,910	96.8664	3.1335
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		603,813,037	88.094	584,985,127	18,827,910	96.8818	3.1182
Public- Non Institutions	E-Voting	716,567,674	303,082,604	42.2964	297,240,572	5,842,032	98.0724	1.9275
	Poll		28,278,001	3.9463	28,274,849	3,152	99.9888	0.0111
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		331,360,605	46.2427	325,515,421	5,845,184	98.2360	1.7640
	Total	1,401,987,036	935,173,642	66.7034	910,500,548	24,673,094	97.3617	2.6383

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint Mr. D.K Sen (DIN: 03554707), as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	591,046,140	86.2313	585,482,155	5,563,985	99.0586	0.9413
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		594,009,915	86.6637	588,445,930	5,563,985	99.0633	0.9367
Public- Non Institutions	E-Voting	716,567,674	307,410,783	42.9005	302,466,736	4,944,047	98.3917	1.6082
	Poll		28,278,001	3.9463	28,277,775	226	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		335,688,784	46.8468	330,744,511	4,944,273	98.5271	1.4729
	Total	1,401,987,036	929,698,699	66.3129	919,190,441	10,508,258	98.8697	1.1303

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Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint Mr. Hemant Bhargava (DIN: 01922717), as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	601,384,932	87.7397	600,680,793	704,139	99.8829	0.1170
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		604,348,707	88.1721	603,644,568	704,139	99.8835	0.1165
Public- Non Institutions	E-Voting	716,567,674	304,717,105	42.5245	300,756,912	3,960,193	98.7003	1.2996
	Poll		28,278,001	3.9463	28,277,775	226	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		332,995,106	46.4708	329,034,687	3,960,419	98.8107	1.1893
	Total	1,401,987,036	937,343,813	66.8582	932,679,255	4,664,558	99.5024	0.4976

Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Appoint Mr. A.M Naik (DIN: 00001514) aged 75 years, as a Non-Executive Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	600,350,253	87.5888	596,175,611	4,174,642	99.3046	0.6953
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		603,314,028	88.0212	599,139,386	4,174,642	99.3080	0.6920
Public- Non Institutions	E-Voting	716,567,674	279,849,542	39.0542	278,084,978	1,764,564	99.3694	0.6305
	Poll		28,278,001	3.9463	28,274,850	3,151	99.9888	0.0111
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		308,127,543	43.0005	306,359,828	1,767,715	99.4263	0.5737
	Total	1,401,987,036	911,441,571	65.0107	905,499,214	5,942,357	99.3480	0.6520

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Approve payment of remuneration to Mr. A.M Naik (DIN: 00001514), as Non-Executive Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	344,796,404	50.3044	344,179,404	617,000	99.8210	0.1789
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		347,760,179	50.7368	347,143,179	617,000	99.8226	0.1774
Public- Non Institutions	E-Voting	716,567,674	304,712,599	42.5239	303,798,250	914,349	99.6999	0.3000
	Poll		28,278,001	3.9463	28,274,850	3,151	99.9888	0.0111
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		332,990,600	46.4702	332,073,100	917,500	99.7245	0.2755
	Total	1,401,987,036	680,750,779	48.5561	679,216,279	1,534,500	99.7746	0.2254

Resolution No.	10							
Resolution required: (Ordinary/ Special)	SPECIAL - Issue listed/unlisted secured/unsecured redeemable non-convertible debentures, in one or more series/tranches/currencies, aggregating up to Rs.6000 crore.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	591,136,140	86.2444	579,061,875	12,074,265	97.9574	2.0425
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		594,099,915	86.6768	582,025,650	12,074,265	97.9676	2.0324
Public- Non Institutions	E-Voting	716,567,674	307,488,821	42.9113	307,035,040	453,781	99.8524	0.1475
	Poll		28,278,001	3.9463	28,277,776	225	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		335,766,822	46.8576	335,312,816	454,006	99.8648	0.1352
	Total	1,401,987,036	929,866,737	66.3249	917,338,466	12,528,271	98.6527	1.3473

Resolution No.	11							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration payable to M/s R. Nanabhoy & Co. Cost Accountants (Regn. No. 00010) for the financial year 2018-19.							
Whether promoter/ promoter group are interested in the agenda/resolution?	N.A							
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	685,419,362	601,384,932	87.7397	600,579,681	805,251	99.8661	0.1338
	Poll		2,963,775	0.4324	2,963,775	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		604,348,707	88.1721	603,543,456	805,251	99.8668	0.1332
Public- Non Institutions	E-Voting	716,567,674	307,408,520	42.9001	307,315,606	92,914	99.9697	0.0302
	Poll		28,278,001	3.9463	28,277,775	226	99.9992	0.0007
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		335,686,521	46.8464	335,593,381	93,140	99.9723	0.0277
	Total	1,401,987,036	940,035,228	67.0502	939,136,837	898,391	99.9044	0.0956

Annexure B

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704: Fax 2539 0292: email sna@snaco.net: website www.snaco.net

23rd August, 2018

To,

The Chairman

Larsen & Toubro Limited

CIN: L99999MH1946PLC004768

L&T House, Ballard Estate,

Mumbai – 400 001.

Dear Sir,

At the outset, we would like to express our gratitude to the Company for appointing us as the Scrutinizer for remote e-voting process and voting by your members at the 73rd Annual General Meeting of your Company held today.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

S. N. Ananthasubramanian

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S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704: Fax 2539 0292: email sna@snaco.net: website www.snaco.net

SCRUTINIZER'S REPORT

Name of the Company	**Larsen & Toubro Limited**
Meeting	**73rd Annual General Meeting**
Day, Date & Time	**Thursday, 23rd August, 2018 at 3:00 p.m.**
Venue	**Birla Matushri Sabhagar, 19, Marine Lines, Mumbai – 400 020.**

1. **Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting process as well as the voting conducted at the 73rd Annual General Meeting (AGM) of **Larsen & Toubro Limited** (hereinafter referred to as **the Company**).

2. **Dispatch of Notice convening the AGM**

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM as under:

- On **24th July, 2018,** by **Courier** to **2,41,726** members in physical form.
- On **25th July, 2018**, by **Speed Post** to **11,182** members in physical form.
- On **26th July, 2018**, by **Registered Post** to **904** members in physical form.
- On **28th July, 2018**, by **E-mail** to **7,02,969** members who had registered their Email-IDs with the Company/ Depositories.

3. **Cut-off date**

Voting rights were reckoned as on **Thursday, 16th August, 2018**, being the cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the AGM.

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4. Remote e-voting process

4.1 **Agency**

The Company appointed **Karvy Computershare Private Limited (Karvy)** as the agency for providing the remote e-voting platform.

4.2 **Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m. on Monday, 20th August, 2018 till 05:00 p.m. on Wednesday, 22nd August, 2018** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions on the remote e-voting platform provided by Karvy.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, Karvy, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company provided tab-based e-voting facility to the members attending the AGM who had not cast their votes through remote e-voting to cast their votes.

5.4 After the Chairman of the meeting announced the commencement of voting, Karvy provided tab based e-voting facility.

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6. Counting Process

6.1 On completion of voting at the AGM, Karvy provided us with the list of members who had cast their votes, their shareholding details and details of vote cast on the Resolutions.

6.2 Votes were reconciled with the records maintained by the Company and Karvy, the Registrar and Share Transfer Agent of the Company (RTA) with respect to the authorizations/ proxies lodged with the Company.

6.3 We unblocked the remote e-voting results on the Karvy remote e-voting platform in the presence of Mr. Aditya Ambastha and Ms. Janvi V and downloaded the remote e-voting results.

7. Results

7.1 We observed that:

a) **317** Members had cast their votes at the AGM out of which votes in respect of **01** Member was found to be invalid.

b) **2,006** Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 28th May, 2018 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 8 Ordinary Resolutions as set out in Item No. 1 to Item No. 7 and Item No. 11 and 3 Special Resolutions as set out in Item No. 8 to Item No. 10 of the Notice of the AGM dated 28th May, 2018 have been passed with the requisite majority.

S. N. ANANTHASUBRAMANIAN & CO. S. N. ANANTHASUBRAMANIAN PARTNER FCS 4206 C.O.P. No. 1774 COMPANY SECRETARIES

S. N. Ananthasubramanian
Partner
FCS : 4206
C.O.P. No. : 1774

23rd August, 2018
Mumbai

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CONSOLIDATED RESULTS

Item No. 1: Adoption of audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Report of the Board of Directors and Auditors thereon and audited Consolidated Financial Statements of the Company and report of Auditors thereon for the year ended 31st March, 2018.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,555	75,26,31,469	314	3,12,41,550	1,869	78,38,73,019	87.34
Dissent	370	11,36,30,061	2	226	372	11,36,30,287	12.66
Total	1,925*	86,62,61,530	316	3,12,41,776	2,241	89,75,03,306	100.00

* Votes in respect of 02 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. PARTNER FCS 4206 C.O.P. No. 1774 COMPANY SECRETARIES

S. N. Ananthasubramanian
Partner
FCS : 4206
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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 2: Declaration of Dividend on Equity Shares for the Financial Year 2017-18.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,883	89,05,18,290	315	3,12,41,775	2,198	92,17,60,065	98.27
Dissent	80	1,62,21,949	1	1	81	1,62,21,950	1.73
Total	1,963*	90,67,40,239	316	3,12,41,776	2,279	93,79,82,015	100.00

* Votes in respect of 03 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

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Partner
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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 3: Re-appointment of Mr. Subramanian Sarma (DIN: 00554221) as Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,875	89,30,48,733	314	3,12,41,550	2,189	92,42,90,283	98.61
Dissent	70	1,30,51,785	2	226	72	1,30,52,011	1.39
Total	1,945*	90,61,00,518	316	3,12,41,776	2,261	93,73,42,294	100.00

* Votes in respect of 03 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

S. N. Ananthasubramanian
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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 4: Re-appointment of Mrs. Sunita Sharma (DIN: 02949529) as Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,749	85,29,09,953	314	3,12,41,550	2,063	88,41,51,503	95.40
Dissent	181	4,26,77,857	2	226	183	4,26,78,083	4.60
Total	1,930*	89,55,87,810	316	3,12,41,776	2,246	92,68,29,586	100.00

* Votes in respect of 05 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

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CONSOLIDATED RESULTS

Item No. 5: Re-appointment of Mr. A. M. Naik (DIN: 00001514) as Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,767	87,92,61,924	312	3,12,38,624	2,079	91,05,00,548	97.36
Dissent	171	2,46,69,942	4	3,152	175	2,46,73,094	2.64
Total	1,938*	90,39,31,866	316	3,12,41,776	2,254	93,51,73,642	100.00

* Votes in respect of 04 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. PARTNER FCS 4206 C.O.P. No. 1774 COMPANY SECRETARIES

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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 6: Re-appointment of Mr. D. K. Sen (DIN: 03554707) as Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,864	88,79,48,891	314	3,12,41,550	2,178	91,91,90,441	98.87
Dissent	69	1,05,08,032	2	226	71	1,05,08,258	1.13
Total	1,933*	89,84,56,923	316	3,12,41,776	2,249	92,96,98,699	100.00

* Votes in respect of 03 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

S. N. Ananthasubramanian
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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 7: Appointment of Mr. Hemant Bhargava (DIN: 01922717) as a Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,870	90,14,37,705	314	3,12,41,550	2,184	93,26,79,255	99.50
Dissent	77	46,64,332	2	226	79	46,64,558	0.50
Total	1,947*	90,61,02,037	316	3,12,41,776	2,263	93,73,43,813	100.00

* Votes in respect of 05 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 7** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

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CONSOLIDATED RESULTS

Item No. 8: Appointment and continuation of Mr. A. M. Naik (DIN: 00001514) who has attained 75 years of age as a Non-Executive Director with effect from 01st October, 2017.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,819	87,42,60,589	313	3,12,38,625	2,132	90,54,99,214	99.35
Dissent	120	59,39,206	3	3,151	123	59,42,357	0.65
Total	1,939*	88,01,99,795	316	3,12,41,776	2,255	91,14,41,571	100.00

* Votes in respect of 06 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 8** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

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S. N. Ananthasubramanian
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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 9: Approval for Payment of Remuneration to Mr. A. M. Naik (DIN: 00001514), Non-Executive Director, being in excess of 50% of total remuneration payable to all Non-Executive Directors.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,795	64,79,77,654	313	3,12,38,625	2,108	67,92,16,279	99.77
Dissent	105	15,31,349	3	3,151	108	15,34,500	0.23
Total	1,900*	64,95,09,003	316	3,12,41,776	2,216	68,07,50,779	100.00

* Votes in respect of 05 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 9** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

S. N. Ananthasubramanian
Partner
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23rd August, 2018
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CONSOLIDATED RESULTS

Item No. 10: To offer or invite subscriptions for Listed/ Unlisted/ Secured/ Unsecured/ Redeemable/ Non-Convertible Debentures, in one or more series/ tranches/ currencies, aggregating up to Rs. 6,000 Crore on Private Placement basis.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,885	88,60,96,915	315	3,12,41,551	2,200	91,73,38,466	98.65
Dissent	71	1,25,28,046	1	225	72	1,25,28,271	1.35
Total	1,956*	89,86,24,961	316	3,12,41,776	2,272	92,98,66,737	100.00

* Votes in respect of 07 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 10** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

S. N. Ananthasubramanian
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CONSOLIDATED RESULTS

Item No. 11: Ratification of remuneration payable to M/s. R Nanabhoy & Co., Cost Accountants (Registration No. 00010) who are appointed as Cost Auditors for the Financial Year 2018-19.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,891	90,78,95,287	314	3,12,41,550	2,205	93,91,36,837	99.90
Dissent	58	8,98,165	2	226	60	8,98,391	0.10
Total	1,949*	90,87,93,452	316	3,12,41,776	2,265	94,00,35,228	100.00

* Votes in respect of 06 folios have not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 11** of the Notice of the AGM dated 28th May, 2018 has been **passed with requisite majority.**

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23rd August, 2018
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