

August 29, 2019

The Manager - Listing BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001. <u>Scrip code: 532366</u>	The Manager Listing National Stock Exchange Of India Ltd, Exchange Plaza, Bandra- Kurla Complex, Bandra (E), Mumbai- 400 051. <u>Scrip code: PNBGILTS</u>
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Dear Sir / Madam,

Sub: 23rd Annual General Meeting – Voting Results

In accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the voting results in the prescribed format and report as submitted by the Scrutinizer on resolutions passed at the Annual General Meeting held on August 28, 2019.

This is for your information and records.

Thanking you

Yours truly,
For PNB Gilts Ltd.



(Monika Kochar)
Company Secretary

23rd ANNUAL GENERAL MEETING HELD ON 28TH AUGUST, 2019

As per the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice and Addendum thereto of the 23rd Annual General Meeting (AGM). The remote e-voting was open from 24th August, 2019 (9:00 a.m.) to 27th August, 2019 (5:00 p.m.).

In line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by MCA, voting by show of hands was not permitted at the general meeting where remote e-voting has been offered to the shareholders. Therefore, at the 23rd AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Nitesh Latwal, Practising Company Secretary bearing CP No. 16276, as the Scrutinizer for remote e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 5:00 p.m. of 27th August, 2019 and poll received till the conclusion of the meeting and submitted their Reports (enclosed).

Based on the consolidated Report of the Scrutinizer (enclosed), all resolutions no. 1 to 10 as set out in Notice and Addendum thereto of 23rd Annual General Meeting have been duly approved by the shareholders with requisite majority.

For PNB Gilts Limited

August 29, 2019

Sunita Gupta

(Sunita Gupta)
Executive Director & CFO
DIN: 06902258



Details of Voting Results - 23rd Annual General Meeting of PNB Gilts Limited

Date of the AGM:	28-Aug-19
Total number of shareholders on record date (i.e. August 21, 2019 - cut - off date for voting purpose):	42370
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Promoter & Promoter Group : Nil
Public:	Public : 102
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public:	

Ordinary Business

Resolution No. 1				Adoption of financial statements of the Company for the year ended March 31, 2019, and the Reports of the Directors and Auditors thereon.				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
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	133,333,333	133,333,333	100.00	133,333,333	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0.00	100.00	0.00
Public Institutions	E-Voting	948,495	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0.00	0.00	0.00	0.00	0.00	0.00
Public Non Institutions	E-Voting	45,728,306	109,868	0.2403	109,868	0.00	100.00	0.00
	Poll		559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,427	0.2415	110,372	55	99.9502	0.0498
Total		180,010,134	133,443,760	74.1312	133,443,705	55	100.0000	0.0000



Resolution No. 2				Declaration of final dividend of Rs. 1.40/- per Equity Share of Rs. 10/- each for the year ended March 31, 2019.				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
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	133,333,333	133,333,333	100.00	133,333,333	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0.00	100.00	0.00
Public Institutions	E-Voting	948,495	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0.00	0.00	0.00	0.00	0.00	0.00
Public Non Institutions	E-Voting	45,728,306	109,868	0.2403	109,868	0.00	100.00	0.000
	Poll		559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,427	0.2415	110,372	55	99.9502	0.0498
Total		180,010,134	133,443,760	74.1312	133,443,705	55	100.0000	0.0000

Resolution No. 3				Appointment of Director in place of Smt. Sunita Gupta (DIN: 06902258), who retires by rotation and being eligible, offers herself for reappointment.				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
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	133,333,333	133,333,333	100.00	133,333,333	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100.00	133,333,333	0.00	100.00	0.00
Public Institutions	E-Voting	948,495	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)	Not Applicable						



	Total	948,495	0.00	0.00	0.00	0	0.00	0.00
Public Non Institutions	E-Voting		109,868	0.2403	105,416	4,452	95.9479	4.0521
	Poll	45,728,306	558	0.0012	503	55	90.1434	9.8566
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,426	0.2415	105,919	4,507	95.9185	4.0815
Total		180,010,134	133,443,759	74.1312	133,439,252	4,507	99.9966	0.0034

Resolution No. 4				Authorization to Board of Directors to fix the remuneration of the Statutory Auditor(s) of the Company as and when appointed by the Comptroller and Auditor General of India for FY 2019-20.				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
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		133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting		0	0	0	0	0	0
	Poll	948,495	0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0
Public Non Institutions	E-Voting		109,868	0.2403	89,235	20,633	81.2202	18.7798
	Poll	45,728,306	559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,427	0.2415	89,739	20,688	81.2655	18.7345
Total		180,010,134	133,443,760	74.1312	133,423,072	20,688	99.9845	0.0155

Special Business

Resolution No. 5	Increase in borrowing powers of the Company.
Resolution required: (Ordinary/Special)	Special Resolution
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	133,333,333	133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting	948,495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0
Public Non Institutions	E-Voting	45,728,306	109,868	0.2403	62,731	47,137	57.0967	42.9033
	Poll		540	0.0012	485	55	89.8148	10.1852
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,408	0.2414	63,216	47,192	57.2567	42.7433
Total		180,010,134	133,443,741	74.1312	133,396,549	47,192	99.9646	0.0354

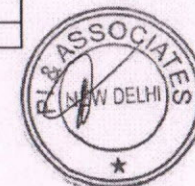
Resolution No. 6				Re-appointment of Sh. P. P. Pareek (DIN: 00615296) as an Independent Director for a term effective from August 30, 2019 to August 29, 2024.				
Resolution required: (Ordinary/Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				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	133,333,333	133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting	948,495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0
Public Non Institutions	E-Voting	45,728,306	109,868	0.2403	106,449	3,419	96.8881	3.1119
	Poll		559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,427	0.2415	106,953	3,474	96.8540	3.1460
Total		180,010,134	133,443,760	74.1312	133,440,286	3,474	99.9974	0.0026



Resolution No. 7				Appointment of Smt. Uma Ajay Relan (DIN: 07087902) as an Independent Director for a term effective from June 28, 2019 to June 27, 2024.				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
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	133,333,333	133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting	948,495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0
Public Non Institutions	E-Voting	45,728,306	109,868	0.2403	108,469	1,399	98.7267	1.2733
	Poll		559	0.0012	504	55	90.16100	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,427	0.2415	108,973	1,454	98.6833	1.3167
Total		180,010,134	133,443,760	74.1312	133,442,306	1,454	99.9989	0.0011
Resolution No. 8				Appointment of Sh. Vikas Goel (DIN: 08322541) as Managing Director & CEO for a term from February 01, 2019 to January 31, 2022.				
Resolution required: (Ordinary/Special)				Ordinary Resolution				
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	133,333,333	133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting	948,495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0



Public Non Institutions	E-Voting	45,728,306	109,735	0.2400	103,003	6,732	93.8652	6.1348
	Poll		559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,294	0.2412	103,507	6,787	93.8464	6.1536
Total		180,010,134	133,443,627	74.1312	133,436,840	6,787	99.9949	0.0051
Resolution No. 9		Appointment of Dr. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director for a tenure of 5 years w.e.f. 30 July, 2019 to 29 July, 2024.						
Resolution required: (Ordinary/Special)		Ordinary Resolution						
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	133,333,333	133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting	948,495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0
Public Non Institutions	E-Voting	45,728,306	109,768	0.2400	108,369	1,399	98.7255	1.2745
	Poll		559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,327	0.2413	108,873	1,454	98.6821	1.3179
Total		180,010,134	133,443,660	74.1312	133,442,206	1,454	99.9989	0.0011
Resolution No. 10		Appointment of Sh. Vishesh Kumar Srivastava (DIN: 07234326) as Director, whose office shall be liable to retire by rotation.						
Resolution required: (Ordinary/Special)		Ordinary Resolution						
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	E-Voting	133,333,333	133,333,333	100	133,333,333	0	100	0
	Poll		0	0	0	0	0	0



Promoter and Promoter Group	Postal Ballot (if applicable)	Not Applicable						
	Total	133,333,333	133,333,333	100	133,333,333	0	100	0
Public Institutions	E-Voting	948,495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	Not Applicable						
	Total	948,495	0	0	0	0	0	0
Public Non Institutions	E-Voting	45,728,306	109,868	0.2403	106,469	3,399	96.9063	3.0937
	Poll		559	0.0012	504	55	90.1610	9.8390
	Postal Ballot (if applicable)	Not Applicable						
	Total	45,728,306	110,427	0.2415	106,973	3,454	96.8721	3.1279
Total		180,010,134	133,443,760	74.1312	133,440,306	3,454	99.9974	0.0026



COMBINED SCRUTINIZER REPORT FOR E-VOTING AND POLL

To,
The Chairman
PNB Gilts Limited
5, Sansad Marg. New Delhi - 110001

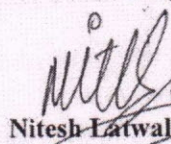
Dear Sir,

At the outset, I would like to thank you for appointing me as a scrutinizer for the voting through remote e-voting and ballot voting by your members, at the 23rd Annual General Meeting of your Company held on Wednesday, August 28, 2019 at 10:30 A.M. at Multi - Purpose Hall, Punjab National Bank, Head Office, Plot No. 4, Sector 10, Dwarka, New Delhi - 110075.

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you

Yours faithfully


Nitesh Latwal

Partner

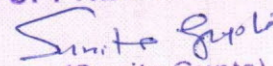
PI & Associates

ACS No. A32109,

CP No. 16276



For PNB GILTS LTD.


(Sunita Gupta)
Executive Director & CFO

Date: August 29, 2019

Place: New Delhi

CORPORATE OFFICE

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LOCATIONS

Hyderabad | Trivandrum | Vadodara

www.piassociates.co.in

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of the 23rd Annual General Meeting (AGM) of the Equity Shareholders' of PNB Gilts Limited held on Wednesday, August 28, 2019 at 10:30 A.M. at Multi - Purpose Hall, Punjab National Bank, Head Office, Plot No. 4, Sector 10, Dwarka, New Delhi - 110075.

Dear Sir,

I, Nitesh Latwal, Practising Company Secretary (CP No. 16276), was appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of remote e - voting and physical votes through ballot paper at the 23rd Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM .

My responsibility as a scrutinizer is to ensure that the voting process of both through electronic means and by ballot paper at the AGM were conducted in a fair and transparent manner and thereafter, to give scrutinizer's report(s) of the votes cast in "Favour" or "Against" on the resolutions, based on the reports generated from the e -voting system provided by NSDL, the Agency authorized under the Rules and from the ballot papers received at the venue of the AGM of the Company.

I submit my report as under:-

1. The Remote e - voting period was commenced from 09:00 a.m. Saturday, August 24, 2019 and ended on 5:00 p.m. Tuesday, August 27, 2019.
2. The members of the Company as on the "cut off" date i.e. August 21, 2019, were entitled to vote on the resolutions as set out in the notice of the 23rd AGM and Addendum thereto.

CORPORATE OFFICE

D-28 South Extn. Part-I, New Delhi - 110049 India | T : +91 11 40622200 | F : +91 11 40622201 | E : info@piassociates.co.in

LOCATIONS

Hyderabad | Trivandrum | Vadodara

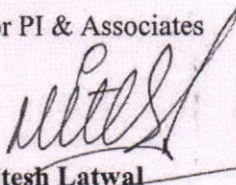
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3. After the time fixed for initiation of voting through ballot paper at the 23rd AGM by the Chairman, a ballot box kept for poll was locked in my presence.
4. After conclusion of the voting, the locked ballot box was subsequently opened in my presence and two witnesses not in the employment of the Company. Upon unlocking the box, there were seventeen (17) ballot papers which were diligently scrutinized and reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company. After scrutiny, it was found that all the ballot papers were valid. As informed by the Chairman in the AGM, no proxies were lodged with the Company.
5. After this, the votes cast on remote e-voting were unblocked in the presence of two witnesses who were not in employment of the Company and e-voting result/ list of equity shareholders who have voted " FOR" and "AGAINST" were downloaded from the e-voting website of National Securities Depository Limited i.e. website www.evoting.nsdl.com.
6. The combined results of the voting i.e. remote e-voting and ballot papers at the 23rd AGM is annexed herewith in **Annexure I**.
7. The poll papers and all other relevant records will be handed over to the Company Secretary/ director in a sealed cover for safe keeping.
8. Based on the aforesaid results, I report that all the Ten (10) Resolutions as contained in the Item No. 1 to 10 of Notice of 23rd AGM of the company and Addendum to the said Notice, have been passed with requisite majority.

Thanking You,

For PI & Associates


Nitesh Latwal

Partner

M.No. A32109

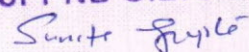
COP: 16276



Date: August 29, 2019

Place: Delhi

For PNB GILTS LTD.



(Sunita Gupta)

Executive Director & CFO

Combined Results of Remote E-Voting and Poll – 23rd Annual General Meeting of PNB Gilts Limited

A. Ordinary Business

Item No . 1: Ordinary Resolution

Adoption of financial statements of the Company for the year ended March 31, 2019, and the Reports of the Directors and Auditors thereon.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	74	133,443,201	16	504	90	133,443,705	100.00
Voted against the resolution	0	0	1	55	1	55	0.00
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	17	559	91	133,443,760	100.00

Item No . 2: Ordinary Resolution

Declaration of final dividend of Rs. 1.40/- per Equity Share of Rs. 10/- each for the year ended March 31, 2019.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	74	133,443,201	16	504	90	133,443,705	100.00
Voted against the resolution	0	0	1	55	1	55	0.00
Invalid Votes	0	0	0	0	0	0	0



Total	74	133,443,201	17	559	91	133,443,760	100.00
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Item No . 3: Ordinary Resolution

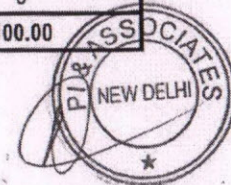
Appointment of Director in place of Smt. Sunita Gupta (DIN: 06902258), who retires by rotation and being eligible, offers herself for reappointment.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	66	133,438,749	15	503	81	133,439,252	99.9966
Voted against the resolution	8	4452	1	55	9	4,507	0.0034
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	16	558	90	133,443,759	100.00

Item No . 4: Ordinary Resolution

Authorization to Board of Directors to fix the remuneration of the Statutory Auditor(s) of the Company as and when appointed by the Comptroller and Auditor General of India for FY 2019-20.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	70	133,422,568	16	504	86	133,423,072	99.9845
Voted against the resolution	4	20633	1	55	5	20688	0.0155
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	17	559	91	133,443,760	100.00



B. Special Business

Item No . 5: Special Resolution

Increase in borrowing powers of the Company.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	69	133,396,064	14	485	83	133,396,549	99.9646
Voted against the resolution	5	47137	1	55	6	47192	0.0354
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	15	540	89	133,443,741	100.00

Item No . 6: Special Resolution

Re-appointment of Sh. P. P. Pareek (DIN: 00615296) as an Independent Director for a term effective from August 30, 2019 to August 29, 2024.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	69	133,439,782	16	504	85	133,440,286	99.9974
Voted against the resolution	5	3419	1	55	6	3474	0.0026
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	17	559	91	133,443,760	100.00

Item No . 7: Ordinary Resolution

Appointment of Smt. Uma Ajay Relan (DIN: 07087902) as an Independent Director for a term effective from June 28, 2019 to June 27, 2024.



	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	71	133,441,802	16	504	87	133,442,306	99.9989
Voted against the resolution	3	1399	1	55	4	1454	0.0011
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	17	559	91	133,443,760	100.00

Item No . 8: Ordinary Resolution

Appointment of Sh. Vikas Goel (DIN: 08322541) as Managing Director & CEO for a term from February 01, 2019 to January 31, 2022.

	Remote e – voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	69	133,436,336	16	504	85	133,436,840	99.9949
Voted against the resolution	4	6732	1	55	5	6787	0.0051
Invalid Votes	0	0	0	0	0	0	0
Total	73	133,443,068	17	559	90	133,443,627	100.00

Item No . 9: Ordinary Resolution

Appointment of Dr. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director for a tenure of 5 years w.e.f. 30 July, 2019 to 29 July, 2024.

	Remote e – voting	Voting by Poll	Consolidated valid voting results
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	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	70	133,441,702	16	504	86	133,442,206	99.9989
Voted against the resolution	3	1399	1	55	4	1454	0.0011
Invalid Votes	0	0	0	0	0	0	0
Total	73	133,443,101	17	559	90	133,443,660	100.00

Item No. 10: Ordinary Resolution

Appointment of Sh. Vishesh Kumar Srivastava (DIN: 07234326) as Director, whose office shall be liable to retire by rotation.

	Remote e - voting		Voting by Poll		Consolidated valid voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favor of the resolution	70	133,439,802	16	504	86	133,440,306	99.9974
Voted against the resolution	4	3399	1	55	5	3454	0.0026
Invalid Votes	0	0	0	0	0	0	0
Total	74	133,443,201	17	559	91	133,443,760	100.00

