

STI India Limited

Regd. Off: Rau-Pithampur Link Road, Tehsil: Mhow, Dist.: Indore - 453 332 (M. P.) India
Phone No. 0091-731-4014400, Fax 0091-731-4020011 Email:share3@stitextile.net
Website: www.stitextile.net CIN: L27105MP1984PLC002521

STIIL:SH:32AGM:REP:NSE:2016-17

29th September, 2017

To,
The Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, 05th Floor, Plot No. C/ 1, G.
Block, Bandra- Kurla Complex,
Bandra (E), Mumbai - 400 051
Phone No. 022-26598100-8114

To,
The Listing Department,
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001

Sub : Proceeding and voting results of the 32nd Annual General Meeting.

Dear Sir / Madam,

In terms of Regulation 30 (read with Para A of Part A of Schedule III) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceeding of the 32nd Annual General Meeting of the Company and results of Remote Evoting and Ballot in the prescribed format along with report of Scrutinizer.

S. No.	Particulars	Details
01.	Date of Annual General Meeting	Friday, the 29 th September, 2017
02.	Total No. of Shareholders as on Cut of date i.e. 22 nd September, 2017.	5472
03.	Total No. of shareholders present in the meeting either in person or through proxy: 01. Promoter / Promoter Group 02. Public: Total Members Present 33 Less: Invalid Nil	01 33
04.	Total No. shareholders attended the meeting through video conferencing: 01. Promoter / Promoter Group 02. Public	Not applicable
05.	Resolution(s) required in the Annual General Meeting	Ordinary & Special Resolutions
06.	Mode of Voting	Remote E-voting and Polling
07.	Details of agenda wise voting	Enclosed herewith

Thanking you,

Yours faithfully,
For **STI India Limited**



CS Deepesh Kumar Nayak
Company Secretary

Encl: as above.



STI India Limited

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(M. P.) Phone No. 0091-731-4014400, Fax 0091-731-4020011 Email:share3@stitextile.net , Website:
www.stitextile.net, CIN: L27105MP1984PLC002521

PROCEEDING OF 32ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY STI INDIA LIMITED HELD ON FRIDAY, THE 29TH SEPTEMBER, 2017 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT RAU-PITHAMPUR LINK ROAD, TEHSIL – MHOW, DISTT-INDORE (M.P.) 453 332 AT 11.00 A.M.

Dr. R.B. Baheti, Chairman, took the Chair and presided over the meeting. He welcomed all the Members and invitees to the meeting. Thereafter, he ascertained the quorum and declared that the meeting was duly convened and properly constituted. He informed that in aggregate 29 members were present person at the AGM and 5 persons were present through proxies / representatives received by the Company.

He then informed to the members that in terms of the provisions of the Companies Act, 2013 and Listing Regulations, Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were present in the meeting. The Representatives of Scrutinizer and Statutory Auditor were also present at the AGM.

He informed that all the Statutory Registers including Register of Directors' Shareholding, maintained under the Companies Act, 2013, are available for inspection by the Members.

Thereafter, the Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Listing Regulations, the Company had extended the e-voting facility to the Members of the Company in respect of businesses transacted at the Annual General Meeting. The Company had engaged Central Depository Services of India Limited (CDSL) as the Authorized Agency to provide e-voting facility to the shareholders to cast their votes for resolutions transacted at the Annual General Meeting. The e-voting commenced at 9:00 a.m. on Tuesday, the 26th September, 2017 and ended at 05:00 p.m. on Thursday, the 28th September, 2017.

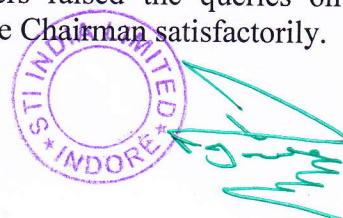
The Chairman then stated that the shareholders who have not casted their votes through e-voting facility can cast their votes through ballot paper.

The Company had appointed M/s. Rao Saklecha & Co., Company Secretaries, Indore as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Chairman thereafter proposed that with the consent of the Members, the Notice of the 32nd Annual General Meeting and Directors' Report along with its annexures as already circulated to Members be taken as read. The Company Secretary read out the Auditors' Report as circulated to the Members.

Thereafter, the Chairman explained in detail, the performance of the Company during the Financial Year 2016-17 and future prospects of the Company.

As invited by the Chairman of the Meeting, the Members raised the queries on the performance of the Company and the same were replied by the Chairman satisfactorily.



Thereafter, the Chairman took up the following businesses for voting by poll, before the Meeting as per the Notice of the Annual General Meeting. He also instructed to representatives of M/s Rao Saklecha & Co. Practicing Company Secretary, Scrutinizer for poll process, to conduct the poll and take the polling box in their safe custody.

ORDINARY BUSINESSES

- ITEM NO. 1 : TO CONSIDER AND APPROVE AUDITED ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR 2016-17.**
- ITEM NO. 2 : RE-APPOINTMENT OF DIRECTOR DR. R. B. BAHETI (DIN: 00008202) WHO IS LIABLE TO RETIRE BY ROTATION.**
- ITEM NO. 3 : RE-APPOINTMENT OF DIRECTOR MR. A. R. MUNDRA (DIN: 00019234) WHO IS LIABLE TO RETIRE BY ROTATION.**
- ITEM NO. 4 : RATIFICATION OF APPOINTMENT OF M/S. V.K. BESWAL & ASSOCIATES, CHARTERED ACCOUNTANTS, MUMBAI AS STATUTORY AUDITOR OF THE COMPANY & TO FIX THEIR REMUNERATION.**
- ITEM NO. 5 : RE-APPOINTMENT OF MR. PRASHANT AGRAWAL (DIN: 00019464) AS MANAGING DIRECTOR OF THE COMPANY.**
- ITEM NO. 6 : APPROVAL FOR INVESTMENT(S), LOAN(S), GUARANTEE(S) AND SECURITY (IES) IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE ACT.**
- ITEM NO. 7 : APPOINTMENT OF MR. SURESH SHANKAR VISHWASRAO (DIN: 00837235) AS DIRECTOR OF THE COMPANY.**

The Scrutinizer then conducted the poll and after closing the poll process took the custody of the polling boxes.

Thereafter, the members were informed that a consolidated report on total votes cast in favour and against shall be submitted by the Scrutinizer within 48 hours of the conclusion of the AGM and the same shall be forthwith declared by the Company by publishing on its website, the website of CDSL and by notifying to the Stock Exchange where the shares of the Company are listed.

The AGM concluded with a vote of thanks to the present.

Thanking you,
Yours faithfully,
For STI India Limited



Deepesh Kumar Nayak
Company Secretary

STI INDIA LIMITED

Report on Annual General Meeting held on 29.09.2017 (E-Voting & Physical)
(As per Regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2016)

Resolution No. 1 : Adoption of Books of Accounts for the financial year ended on 31st March, 2017

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1)	(2)					
Promoter/Promoter Group	21750000	21750000	100	21750000	0	100.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3766	0.19	3766	0	100.00	0.00
	29000000	21753766	75.013	21753766	0	100.0	0.00

Resolution No. 2: Re-appointment of Dr. R. B. Baheti (DIN: 00008202) Director retiring by rotation

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1)	(2)					
Promoter/Promoter Group	21750000	21750000	100	21750000	0	100.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3684	0.19	3684	0	100.00	0.00
	29000000	21753684	75.013	21753684	0	100.0	0.00

Resolution No. 3: Re-appointment of Mr. A. R. Mundra (DIN: 00019234) Director retiring by rotation

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1)	(2)					
Promoter/Promoter Group	21750000	21750000	100	0	0	0.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3766	0.19	3766	0	100.00	0.00
	29000000	21753766	75.013	3766	0	100.0	0.00

Resolution No. 4: Ratification of appointment of M/s V. K. Beswal & Associates, Chartered Accountant, Mumbai as Statutory Auditor of the Company

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1)	(2)					
Promoter/Promoter Group	21750000	21750000	100	21750000	0	100.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3766	0.19	3766	0	100.00	0.00
	29000000	21753766	75.013	21753766	0	100.0	0.00



Resolution No. 5: Re-appointment of Mr. Prashant Agrawal (DIN: 00019464) as Managing Director of the Company

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1) 21750000	(2) 21750000	100	0	0	0.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3766	0.19	3766	0	100.00	0.00
	29000000	21753766	75.013	3766	0	100.0	0.00

Resolution No. 6: Approval under section 186 of the Act for loan, guarantee and security

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1) 21750000	(2) 21750000	100	21750000	0	100.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3766	0.19	3766	0	100.00	0.00
	29000000	21753766	75.013	21753766	0	100.0	0.00

Resolution No. 7: Appointment of Mr. Suresh Shankar Vishwasrao (DIN: 00837235) as Director of the Company

Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)] * 100	No. of votes (in favour) (4)	No. of votes (in against) (5)	% of votes in favour on votes polled (6) = [(4) / (2)] * 100	% of votes in against on votes polled (7) = [(5) / (2)] * 100
Promoter/Promoter Group	(1) 21750000	(2) 21750000	100	21750000	0	100.00	0.00
Public - Institutional holders	5317922	0	0	0	0	0.00	0.00
Public - Others	1932078	3766	0.19	3766	0	100.00	0.00
	29000000	21753766	75.013	21753766	0	100.0	0.00



No. :

Date _____

Scrutinizer's Report

To,
The Chairman
STI India Limited
Rau-pithampur Link Road,
Tehsil - Mhow, Distt. Indore
453 332 (M.P.)

Dear Sir,

Sub: Scrutinizer's Report on the Remote E-voting and Physical Voting through Ballot Paper conducted at 32nd Annual General Meeting of the Members of STI India Limited held on 29th September 2017.

STI India Limited ("the Company"), at their Board Meeting held on 08th May, 2017 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and as per provisions of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), at the 32nd Annual General Meeting ("32nd AGM"), on the resolutions contained in the Notice dated 08th May, 2017 for the AGM, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of the Listing Regulations, relating to remote e-voting and voting through physical ballot on the basis of the aforesaid notice. My responsibility as a Scrutinizer is to scrutinize the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited ("CDSL") and of voting through ballot as provided by the Company.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the 32nd AGM was sent to the Members by permitted means, for seeking approval of members on the following resolutions:



1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of the Audited Financial Statements of the Company for the financial year 31st March, 2017 together with the Report of the Board of Directors and Auditors thereon;
2. **Resolution No. 2** as an Ordinary Resolution for re-appointment of Dr. R. B. Baheti (DIN: 00008202), who retires by rotation at this Annual General Meeting;
3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of Mr. A. R. Mundra (DIN: 00019234), who retires by rotation at this Annual General Meeting;
4. **Resolution No. 4** as an Ordinary Resolution for ratification of appointment of M/s. V. K. Beswal & Associates, Chartered Accountants (Firm Registration No. 101083W) as the Statutory Auditors of the Company and to authorise the Board of Directors to fix their remuneration
5. **Resolution No. 5** as an Ordinary Resolution for confirmation of appointment of Mr. Prashant Agrawal (DIN: 00019464) as Director of the Company;

RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Articles of Association of the Company and all other applicable rules, laws and acts (if any) and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities while granting such approvals as may be applicable, the consent of the members of the Company, be and is hereby accorded for the re-appointment of Mr. Prashant Agrawal (DIN: 00019464) as Managing Director of the Company for a period of 3 (three) years with effect from 25th November, 2016 to 24th November 2019 without any remuneration and sitting fees, for attending the meetings of Board and Committees thereof and he shall not be liable to retire by rotation;

FURTHER RESOLVED THAT the Board of Directors and Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters, things etc. and take all such steps as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution"

6. **Resolution No. 6** as a Special Resolution for Approval for Investment(s), Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act, 2013.

"RESOLVED THAT pursuant to Section 186(3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification thereof for the time being in force and as may be enacted from time to time), and in terms of Articles of Association of the Company and subject to such approvals, permissions and sanctions as may be necessary, the consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which

term shall be deemed to include any Committee which the Board may constitute for this purpose or any person(s) authorized by the Board) for loan and advances given or to be given to the Company or its subsidiary, Bombay Rayon Fashions Limited, as the Board of Directors, as in and to the best interests of the Company, shall be deemed beneficial in the interest of the Company, for an amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores Only) at any time notwithstanding that such loans/advances given or to be given are in excess of the limits prescribed under Section 186 of the Companies Act, 2013;

FURTHER RESOLVED THAT for the purpose of giving effect to the above, the Board of Directors of the Company be and is hereby authorized to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental thereto as they may in their absolute discretion deem fit to give effect to this resolution."

7. **Resolution No. 7** as an Ordinary Resolution for confirmation of appointment of Mr. Suresh Shankar Vishwasrao (DIN: 00837235) as Director of the Company; and,

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with schedule IV (Appointment and Qualification of Directors) Rules, 2014 (including any amendments or re-enactment(s) thereof for the time being in force) and other applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, Mr. Suresh Shankar Vishwasrao (DIN: 00837235), who was appointed as an Additional Independent Director of the Company on 05th November, 2016, pursuant to the provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office up to the date of this 32nd Annual General Meeting and in respect of whom the Company has received notice under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years i.e. from 05th November, 2016 to 04th November, 2021 and who shall not liable to retire by rotation;

FURTHER RESOLVED THAT the Board of Directors or Company Secretary of the Company be and are hereby authorised to do all acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

The Company provided the remote e-Voting facility offered by CDSL to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facilities were made available to shareholders of the Company to exercise their voting rights from 9:00 a.m. of Tuesday, 26th September, 2017 upto 5:00 p.m. of Thursday, 28th September, 2017. Accordingly, e-votes casted upto 5:00 p.m. of Thursday, the 28th September, 2017 have been considered for scrutiny.



After the conclusion of the 32nd AGM, first the voting conducted through remote e-voting and thereafter through physical ballot at the meeting, had been unblocked in the presence of two witnesses not in employment of the Company. A summary of the votes cast by shareholders through remote e-voting and physical ballots at the 32nd Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the 32nd Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company who has also countersigned this report.

Thanking you,
Yours Faithfully,



Scrutinizer

Name: Pankaj Kumar Saklecha

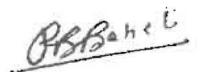
Rao Saklecha & Co.

Practicing Company Secretary

FCS: 6292; CP: 6434



Countersigned by
For STI India Limited



Dr. R. B. Baheti
Chairman

Witness 1:

Hansa Maloo D/o Kailash Chandra Maloo

Add:-Sadar Bazar, Sarwania Maharaj,

Teh. Jawad, Dist. Neemuch (M.P.)-458220



Witness 2:

Preeti Sharma D/o Vinod Kumar Sharma

Add: - 109, Baradwari, Narsinghgarh

Dist. Rajgarh (MP)-465669



ANNEXURE

The summary of the votes cast through e-Voting and physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well as through Remote E-voting. (Remote E-voting was considered for votes) Less: Invalid Ballot	NIL	NIL
d.	Net Valid Physical Ballot Forms /Remote e-Voting	36	2,17,53,766
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	36	2,17,53,766
% of Assent			100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	NIL	NA
% of Dissent			0%

For Resolution No. 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well as through Remote E-voting. (Remote E-voting was considered for votes) Less: Invalid Ballot	**2	82
d.	Net Valid Physical Ballot Forms /Remote e-Voting	34	2,17,53,684
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	34	2,17,53,684
% of Assent			*99.99%
	(ii) Physical Ballot Forms / Remote e-	NIL	NA

	Voting with dissent for the Resolution	
% of Dissent		0%

* Rounded off to the nearest number.

** There are 2 Members, holding 82 shares in aggregate, who voted electronically are interested, therefore their votes are invalid.

For Resolution No. 3:

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well as through Remote E-voting. (Remote E-voting was considered for votes) Less: Invalid Ballot	***1	2,17,50,000
d.	Net Valid Physical Ballot Forms /Remote e-Voting	35	3,766
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	35	3,766
	% of Assent		*0.0173%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	NIL	NA
	% of Dissent		0%

Note:

* Rounded off to the nearest number

*** There is 1 Member, holding 21750000 shares in aggregate, who voted electronically is interested, therefore, their votes are invalid.

For Resolution No. 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well as through Remote E-voting. (Remote E-voting was considered for votes)	NIL	NIL

	Less: Invalid Ballot		
d.	Net Valid Physical Ballot Forms /Remote e-Voting	36	2,17,53,766
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	36	2,17,53,766
% of Assent			*100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	NIL	NA
% of Dissent			0%

Resolution No. 5:

Sr. No.	Particulars	Resolution 5	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well as through Remote E-voting. (Remote E-voting was considered for votes) Less: Invalid Ballot	***1	2,17,50,000
d.	Net Valid Physical Ballot Forms /Remote e-Voting	35	3,766
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	35	3,766
% of Assent			*0.0173%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	NIL	NA
% of Dissent			0%

Note:

* Rounded off to the nearest number.

*** There is 1 Member, holding 21750000 shares in aggregate, who voted electronically is interested, therefore, their votes are invalid.

For Resolution No. 6:

Sr.	Particulars	Resolution 6	
		No. of Ballots / Remote E-Voting	No. of Shares voted
	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well	NIL	NIL

	as through Remote E-voting. (Remote E-voting was considered for votes)		
	Less: Invalid Ballot		
d.	Net Valid Physical Ballot Forms /Remote e-Voting	36	2,17,53,766
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	36	2,17,53,766
% of Assent			100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	NIL	NA
% of Dissent			0%

For Resolution No. 7:

Sr.	Particulars	Resolution 7	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	19	2301
b.	Votes cast through Remote e-Voting	17	2,17,51,465
	Total	36	2,17,53,766
c.	Less: Invalid Votes casted through Ballot as well as through Remote E-voting. (Remote E-voting was considered for votes) Less: Invalid Ballot	NIL	NIL
d.	Net Valid Physical Ballot Forms /Remote e-Voting	36	2,17,53,766
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	36	2,17,53,766
% of Assent			100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	NIL	NA
% of Dissent			0%

Note:

Mr. Suresh Shankar Vishwasrao (DIN: 00837235) is Independent Director in the Company as well as in the Holding Company.

Thanking you,
Yours Faithfully,

Scrutinizer

Name: Pankaj Kumar Saklecha

Practicing Company Secretary

FCS: 6292; CP: 6434



September 29, 2017