



Date: 30th June, 2018

PRICE "LESS" FASHION

Ref. No. : CS/S/L-268/ 2017-18

To,

To: The Listing Department NATIONAL STOCK EXCHANGE OF INDIA LIMITED "Exchange Plaza" Bandra-Kurla Complex Bandra (E), Mumbai-400 051 Scrip Code: VMART Fax: 022-26598120 Email: cmist@nse.co.in	To: The Corporate Relationship Department THE BSE LTD Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip code: 534976 Fax: 022-22723121 Email: corp.relations@bseindia.com
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Sub: Outcome (voting results) of 16th AGM of the Company & Scrutinizer Report

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the Outcome (voting results) of the **16th Annual General Meeting** of the Company held on Friday i.e. June 29, 2018 along with Scrutinizer's Report.

We request you to kindly take the same on record.

Thanking you,

For V-Mart Retail Limited


Megha Tandon
Company Secretary

(Encl.- as above)

V-MART RETAIL LTD.

CIN- L51909DL2002PLC163727

Corporate Office : Plot No. 862, Udyog Vihar, Industrial Area Phase V, Gurgaon - 122 016 (Haryana)
Tel : 0124 4640000 Fax No : 0124 4640040 Email : info@vmartretail.com

	V-MART RETAIL LIMITED
Date of the AGM/EGM	29-06-2018
Total number of shareholders on record date	19582
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	101
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 - To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon							
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	9795478	8069698	82.3819	8069698	0	100.0000	0.0000
	Poll		1725780	17.6181	1725780	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9795478	100	9795478	0	100	0
Public- Institutions	E-Voting	6348825	3190779	50.2578	3190779	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3190779	50.2578	3190779	0	100	0
Public- Non Institutions	E-Voting	1979192	25457	1.2862	25457	0	100.0000	0.0000
	Poll		61	0.0031	61	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		25518	1.2893	25518	0	100	0
Total		18123495	13011775	71.7951	13011775	0	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a dividend at the rate of Rs. 2/- per equity share for the financial year 2017-18							
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	9795478	8069698	82.3819	8069698	0	100.0000	0.0000
	Poll		1725780	17.6181	1725780	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9795478	100	9795478	0	100	0
Public- Institutions	E-Voting	6348825	3344202	52.6743	3207779	136423	95.9206	4.0793
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3344202	52.6743	3207779	136423	95.9206	4.0794
Public- Non Institutions	E-Voting	1979192	25457	1.2862	25457	0	100.0000	0.0000
	Poll		61	0.0031	61	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		25518	1.2893	25518	0	100	0
Total		18123495	13165198	72.6416	13028775	136423	98.9638	1.0362

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Madam GopalAgarwal (DIN 02249947), who retires by rotation and being eligible, offers himself for re-appointment							
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	9795478	8069698	82.3819	8069698	0	100.0000	0.0000
	Poll		1725780	17.6181	1725780	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9795478	100	9795478	0	100	0



Public- Institutions	E-Voting	6348825	3344202	52.6743	3207779	136423	95.9206	4.0793	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		3344202	52.6743	3207779	136423	95.9206	4.0794	
Public- Non Institutions	E-Voting	1979192	25457	1.2862	25457	0	100.0000	0.0000	
	Poll		61	0.0031	61	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		25518	1.2893	25518	0	100	0	
Total			18123495	13165198	72.6416	13028775	136423	98.9638	1.0362

Resolution No.	4							
	ORDINARY - To appoint M/s S.R. Batliboi & Co. LLP (ICAI Firm Registration Number: 301003E/E300005) as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of 21stAnnual General Meeting of the Company and to fix their remuneration							
Resolution required: (Ordinary/ 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	9795478	8069698	82.3819	8069698	0	100.0000	0.0000
	Poll		1725780	17.6181	1725780	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9795478	100	9795478	0	100	0
	Public- Institutions	E-Voting	6348825	3344202	52.6743	3207779	136423	95.9206
Poll		0		0.0000	00	0	0.0000	0.0000
Postal Ballot (if applicable)		0		0.0000	00	0	0.0000	0.0000
Total		3344202		52.6743	3207779	136423	95.9206	4.0794
Public- Non Institutions	E-Voting	1979192	25457	1.2862	25457	0	100.0000	0.0000
	Poll		61	0.0031	61	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		25518	1.2893	25518	0	100	0
Total		18123495	13165198	72.6416	13028775	136423	98.9638	1.0362

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and approve the holding of office of place of profit by Mr. Snehal Shah							
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	9795478	8069698	82.3819	8069698	0	100.0000	0.0000
	Poll		1725780	17.6181	1725780	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9795478	100	9795478	0	100	0
Public- Institutions	E-Voting	6348825	2862802	45.0918	2000623	862179	69.8833	30.1166
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2862802	45.0918	2000623	862179	69.8834	30.1166
Public- Non Institutions	E-Voting	1979192	25457	1.2862	25457	0	100.0000	0.0000
	Poll		61	0.0031	61	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		25518	1.2893	25518	0	100	0
Total		18123495	12683798	69.9854	11821619	862179	93.2025	6.7975



CS Jitender Singh

Practising Company Secretary

C.P. No.: 12463



**SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING THROUGH POLL AND
REMOTE E-VOTING**

THE CHAIRMAN

V-MART RETAIL LIMITED

**610-611, Guru Ram Dass Nagar,
Main Market, Opp. SBI Bank,
Laxmi Nagar, New Delhi - 110092**

Dear Sir,

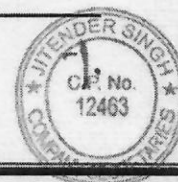
Sub: Consolidated Scrutinizer's Report on voting through Poll and Remote E-voting

I, Jitender Singh, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **V-Mart Retail Limited ("the Company") vide board resolution no. 25, dated May 24, 2018** for the purpose of scrutinizing the voting by electronic means ("**remote e-Voting**") in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the 16th Annual General Meeting ("**AGM**") of the Members of the Company, held on Friday, the 29th day of June, 2018 at 9.30 A.M. at Delhi Karnataka Sangha Auditorium, Rao Tularam Marg, Sector -12, R. K. Puram, New Delhi - 110022, India.

I hereby submit my report as under:

- (i) In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and the Listing Agreement with the Stock Exchanges, the Company has engaged Karvy Computershare Private Limited to provide the facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM ("**Remote E-Voting**");
- (ii) The Shareholders of the Company holding shares as on the "cut-off" date of June 21, 2018, were entitled to avail the facility of remote e-voting as well as voting at the AGM on the proposed resolution(s)/item(s) as set out at item nos. 1 to 5 in the Notice of the AGM;
- (iii) In terms of the AGM notice, the voting period for remote e-voting commenced on 26th June, 2018 at 9.00 a.m. and ended on 28th June 2018 at 5.00 p.m. (both days inclusive);

Off: 8/2, 3rd Floor, West Patel Nagar, New Delhi-110008, India
Email: hja.associate@gmail.com | Tel: +91-9871004314



dayr.



- (iv) At the end of remote e-voting period the Karvy e-voting platform was blocked;
- (v) The Company has also provided voting through ballot paper to the members present at the AGM (either in person or proxy) who had not cast their vote through remote e-voting;
- (vi) The Votes casted through Remote E-voting process were unblocked in the presence of Mr. Aditya Saini R/o 41, Madan Park, Street No. 4, East Punjabi Bagh, New Delhi-110026 & Mr. Parveen Dalain, R/o E-200, 3rd Floor, West Patel Nagar, New Delhi-110008, not being in the employment of the Company.
- (vii) Immediately after the conclusion of voting at the AGM through ballot paper, the ballot boxes having votes casted at the AGM through ballot paper were opened in the presence of Mr. Aditya Saini & Mr. Parveen Dalain, not being in the employment of the Company.

The Register, all other papers and relevant records relating to the electronic voting ("remote e-voting") & poll shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

I hereby submit my consolidated scrutinizer's report on the results of voting through electronic means (remote e-voting) and Physical ballot in respect of the Resolutions as mentioned/stated in the said AGM Notice is annexed and forms an integral part of the report.

Thanking you,
Yours faithfully,



(Jitender Singh)
Scrutinizer
CP No. 12463
ACS No. 33610

Date: June 29, 2018
Place: New Delhi



Resolution No. 1:	
Subject	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.
Type of Resolution	Ordinary Resolution

Particulars	No. of Members			No. of Votes Contained In			%age
	Remote E-Voting	Poll	Total	Remote E-Voting	Poll	Total	
In Favour	104	30	134	11285934	1725841	13011775	100
Against	0	0	0	0	0	0	0
Total	104	30	134	11285934	1725841	13011775	100
Invalid/ Abstain	5	2	7	153423	2	153425	-
This resolution has been passed with requisite majority.							



Agree



Resolution No. 2:	
Subject	To declare a dividend at the rate of Rs. 2/- per equity share for the financial year 2017-18.
Type of Resolution	Ordinary Resolution

Particulars	No. of Members			No. of Votes Contained In			%age
	Remote E-Voting	Poll	Total	Remote E-Voting	Poll	Total	
In Favour	105	30	135	11302934	1725841	13028775	98.9638
Against	4	0	4	136423	0	136423	1.0362
Total	109	30	139	11439357	1725841	13165198	100
Invalid/ Abstain	0	2	2	0	2	2	-

This resolution has been passed with requisite majority.



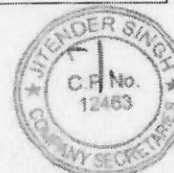
Resolution No. 3:	
Subject	To appoint a Director in place of Mr. Madan Gopal Agarwal (DIN 02249947), who retires by rotation and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary Resolution

Particulars	No. of Members			No. of Votes Contained In			%age
	Remote E-Voting	Poll	Total	Remote E-Voting	Poll	Total	
In Favour	105	30	135	11302934	1725841	13028775	98.9638
Against	4	0	4	136423	0	136423	1.0362
Total	109	30	139	11439357	1725841	13165198	100
Invalid/ Abstain	0	2	2	0	2	2	-

This resolution has been passed with requisite majority.

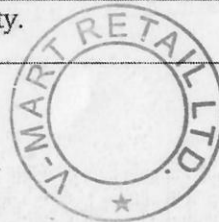


Agarwal



Resolution No. 4:	
Subject	To appoint M/s S.R. Batliboi & Co. LLP (ICAI Firm Registration Number: 301003E/E300005) as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of 21st Annual General Meeting of the Company and to fix their remuneration.
Type of Resolution	Ordinary Resolution

Particulars	No. of Members			No. of Votes Contained In			%age
	Remote E-Voting	Poll	Total	Remote E-Voting	Poll	Total	
In Favour	105	30	135	11302934	1725841	13028775	98.9638
Against	4	0	4	136423	0	136423	1.0362
Total	109	30	139	11439357	1725841	13165198	100
Invalid/ Abstain	0	2	2	0	2	2	-
This resolution has been passed with requisite majority.							



Signature



Resolution No. 5:	
Subject	To consider and approve the holding of office of place of profit by Mr. Snehal Shah.
Type of Resolution	Special Resolution

Particulars	No. of Members			No. of Votes Contained In			%age
	Remote E-Voting	Poll	Total	Remote E-Voting	Poll	Total	
In Favour	63	30	93	10095778	1725841	11821619	93.2025
Against	36	0	36	862179	0	862179	6.7975
Total	99	30	129	11439357	1725841	13165198	100
Invalid/ Abstain	10	2	12	481400	2	481402	-
This resolution has been passed with requisite majority.							



Agree



CS Jitender Singh
Practising Company Secretary
C.P. No.: 12463



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

16th Annual General Meeting of the Equity Shareholders of V-Mart Retail Limited held on Friday, June 29, 2018 at 9.30 A.M. at Delhi Karnataka Sangha Auditorium, Rao Tularam Marg, Sector -12, R. K. Puram, New Delhi - 110022, India.

Dear Sir,

I, Jitender Singh, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 16th AGM of the Equity Shareholders of V-Mart Retail Limited held on Friday, June 29, 2018 at 9.30 A.M. at Delhi Karnataka Sangha Auditorium, Rao Tularam Marg, Sector -12, R. K. Puram, New Delhi - 110022, India, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in presence of me with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in presence of Mr. Aditya Saini, R/o 41, Madan Park, Street No. 4, East Punjabi Bagh, New Delhi-110026, India & Mr. Parveen Dalain, R/o E-200, 3rd Floor, West Patel Nagar, New Delhi-110008, India and the 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.

Off: 8/2, 3rd Floor, West Patel Nagar, New Delhi-110008, India
Email: hja.associate@gmail.com | Tel: +91-9871004314



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:

Resolution No.1:

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(i) Voted in favour 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
30	1725841	100

(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
0	0	0

(iii) Invalid Votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	2

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Resolution No.2:

To declare a dividend at the rate of Rs. 2/- per equity share for the financial year 2017-18. (Ordinary Resolution)

(i) Voted in favour 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
30	1725841	100

(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
0	0	0

(iii) Invalid Votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	2

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Resolution No.3:

To appoint a Director in place of Mr. Madan Gopal Agarwal (DIN 02249947), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

(i) Voted in favour 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
30	1725841	100

(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
0	0	0

(iii) Invalid Votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	2

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Resolution No.4:

To appoint M/s S.R. Batliboi & Co. LLP (ICAI Firm Registration Number: 301003E/E300005) as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of 21st Annual General Meeting of the Company and to fix their remuneration. (Ordinary Resolution)

(i) Voted in favour 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
30	1725841	100

(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
0	0	0

(iii) Invalid Votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	2

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Agmt.



Resolution No.5:

**To consider and approve the holding of office of place of profit by Mr. Snehal Shah.
(Special Resolution)**

(i) Voted in favour 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
30	1725841	100

(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
0	0	0

(iii) Invalid Votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	2

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5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



(Jitender Singh)
Scrutinizer
CP No. 12463
ACS No. 33610

Date: June 29, 2018

Place: New Delhi



CS Jitender Singh
Practising Company Secretary
C.P. No.: 12463



SCRUTINIZER'S REPORT ON REMOTE E-VOTING

The Chairman

V-Mart Retail Limited

610-611, Guru Ram Dass Nagar, Main Market, Opp.
SBI Bank, Laxmi Nagar, New Delhi-110092, India

Dear Sir,

Subject: Scrutinizer's Report on Remote E-voting

I, Jitender Singh, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **V-Mart Retail Limited ("the Company") vide board resolution no. 25, dated May 24, 2018** for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the 16th Annual General Meeting ("AGM") of the Members of the Company held on Friday, June 29, 2018 at 9:30 A.M at Delhi Karnataka Sangha Auditorium, Rao Tularam Marg, Sector-12, R.K. Puram, New Delhi-110022, India.

I hereby submit my report as under:

1. The Company has availed the Remote e-voting facility offered by Karvy Computershare Private Limited for conducting Remote e-voting by the Shareholders of the Company.
2. The Shareholders of the Company holding shares as on the "cut-off" date of June 21, 2018 were entitled to vote on the proposed resolution(s) as set out at Resolution No. 1 to 5 in the Notice of the AGM of V-Mart Retail Limited.
3. The Remote e-voting period for Remote e-voting commenced on 26th June, 2018 at 9.00 a.m. and ended on 28th June 2018 at 5.00 p.m. and the Karvy Remote e-voting platform was unblocked in the presence of following two witnesses not being in the employment of the Company:
 - a) Mr. Parveen Dalain R/o E-200, 3rd Floor, West Patel Nagar, New Delhi-110008.
 - b) Mr. Aditya Saini R/o 41, Madan Park, Street No.4, East Punjabi Bagh, New Delhi-110026.
4. I have scrutinized and reviewed the Remote e-voting results along with the list of shareholders who voted "FOR" and "AGAINST" the below resolutions as were downloaded from the Karvy Remote e-voting system.

Off: 8/2, 3rd Floor, West Patel Nagar, New Delhi-110008, India
Email: hja.associate@gmail.com | Tel: +91-9871004314



I now submit the Report as under on the result of the Remote e-voting through electronic means in respect of the said Resolutions.

Resolution No. 1:

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
104	11285934	100

(ii) Voted against the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting
0	0

(iv) Abstain Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting
5	153423

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Resolution No. 2:

To declare a dividend at the rate of Rs. 2/- per equity share for the financial year 2017-18.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
105	11302934	98.8074 %

(ii) Voted against the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
4	136423	1.1926

(iii) Invalid Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote e-voting
0	0

(iv) Abstain Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote e-voting
0	0

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Agz



Resolution No. 3:

To appoint a Director in place of Mr. Madan Gopal Agarwal (DIN 02249947), who retires by rotation and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

(i) Voted in *favour* of the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
105	11302934	98.8074

(ii) Voted *against* the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
4	136423	1.1926

(iii) Invalid Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting
0	0

(iv) Abstain Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting
0	0

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Agar



Resolution No. 4:

To appoint M/s S.R. Batliboi & Co. LLP (ICAI Firm Registration Number: 301003E/E300005) as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of 21st Annual General Meeting of the Company and to fix their remuneration.

(Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
105	11302934	98.8074

(ii) Voted against the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
4	136423	1.1926

(iii) Invalid Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting
0	0

(iv) Abstain Votes:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting
0	0

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Resolution No. 5:

To consider and approve the holding of office of place of profit by Mr. Snehal Shah.

(Special Resolution)

(i) Voted in favour of the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
63	10095778	92.1319

(ii) Voted against the resolution:

Number of members voted in Remote e-voting	Number of votes cast (Shares) - Remote e-voting	% of total number of valid votes cast
36	862179	7.8681

(iii) Invalid Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote e-voting
0	0

(iv) Abstain Votes:

Number of members voted in Remote e- voting	Number of votes cast (Shares) - Remote e-voting
10	481400

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A handwritten signature in black ink, appearing to be "Snehal Shah".



5. The Register, all other papers and relevant records relating to electronic voting ("Remote e-voting") shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



(Jitender Singh)
Scrutinizer
CP No. 12463
ACS No. 33610



Date: June 29, 2018
Place: New Delhi

