

Ref: STL / AGM Voting Results / 02 / 10092019

Dated: 10th September, 2019

To,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

To,
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400 0051

BSE Code: 541163; NSE: Sandhar

Sub: Disclosure of Voting Results at the 27th Annual General Meeting ("AGM") of the Company held on 09th September, 2019 as required under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In continuation to our letter dated 09th September, 2019, wherein the Company had submitted with the exchange the proceedings of the 27th AGM which was held on Monday, 09th September, 2019, at 10:00 AM at Sri Sathya Sai International Centre (A Unit of Sri Sathya Sai Central Trust), Pragati Vihar, Bhisham Pitamah Marg, New Delhi - 110003. We wish to bring your kind notice that the business items [from Nos. (1) to (11)] mentioned in the Notice dated 03rd August, 2019 and Addendum to Notice dated 12th August, 2019 of the said AGM were transacted and approved by the shareholders at the said meeting with requisite majority.

In this regard, please find enclosed herewith the combined voting result (i.e. result of remote e-voting and result of voting conducted at the AGM) as required under Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report dated 10th September, 2019 thereon.

Kindly take the aforesaid on your record and oblige.

Thanking you,

Yours faithfully,

FOR SANDHAR TECHNOLOGIES LIMITED


Arvind Joshi
Whole-Time Director, Chief Financial Officer & Company Secretary
DIN:01877905



Sandhar Technologies Limited

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Registered Office : B-6/20, Local Shopping Complex, Safdarjung Enclave, New Delhi- 110029 Ph: +91-11-40511800
Email - enquiries@sandhar.in; website - www.sandhargroup.com; CIN - U74999DL1987PLC029553

CIN: L74999DL1987PLC029553

SANDHAR TECHNOLOGIES LIMITED

Voting results of AGM

Details of poll of AGM & E-Voting results as per Regulation 44(3) of SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following Resolutions:

Date of AGM	09-09-2019
Total number of shareholders on record date	24683
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	232
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	12

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the year ended on the 31st March, 2019 together with the Auditor's Report and the Board's Report thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	51971031	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend of Rs. 1.25/- per equity share of Rs. 10/- each fully paid up, and to confirm the interim dividend of Rs. 1.25/- per equity share of 10/- each fully paid up, already paid, for the year ended 31st March, 2019.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	51971031	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Shri Dharmendar Nath Davar (DIN- 00002008), who retires by rotation and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	41397488	97.9051	41397488	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		42283292	97.9051	41397488	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9341515	388930	96.0030	3.9970
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		10831670	89.8333	9341515	388930	96.0030	3.9970
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7075746	0.0497	3516	1	99.9716	0.0284
Total		60190708	51131450	84.9491	50742519	388931	99.2394	0.7606
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Smt. Monica Davar (DIN- 00100875), who retires by rotation and being eligible, offers herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	39614345	93.6879	39614345	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	39614345	93.6879	39614345	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9341515	388930	96.0030	3.9970
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9341515	388930	96.0030	3.9970
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	49348307	81.9866	48959376	388931	99.2119	0.7881
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Shri Krishan Lal Chugh (DIN: 00140124), as a Non-Executive Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	7903096	1827349	81.2203	18.7797
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	7903096	1827349	81.2203	18.7797
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	50143682	1827350	96.4839	3.5161
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Shri Arvind Kapur (DIN: 00096308) as a Non-Executive Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730446	89.8333	8673316	1057130	89.1359	10.8641
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730446	89.8333	8673316	1057130	89.1359	10.8641
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971033	86.3439	50913902	1057131	97.9659	2.0341
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Shri Mohan Lal Bhagat (DIN: 00699750) as a Non-Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	7903096	1827349	81.2203	18.7797
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	7903096	1827349	81.2203	18.7797
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	50143682	1827350	96.4839	3.5161
Whether resolution is Pass or Not.							Yes	

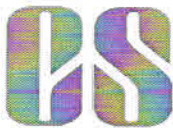
Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Shri Ravinder Nagpal (DIN: 00102970) as a Non-Executive Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	8673316	1057129	89.1359	10.8641
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	8673316	1057129	89.1359	10.8641
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	50913902	1057130	97.9659	2.0341
Whether resolution is Pass or Not.							Yes	

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Smt. Archana Capoor as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	51971031	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to Cost Auditor vis. A.N. Satija & Co for audit of cost records for the financial year 2019-2020				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	51971031	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Amendments to Articles of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	51971031	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (12)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Bharat Anand as an Independent Director:				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	42283292	42237070	99.8907	42237070	0	100.0000	0.0000
Public-Institutions	E-Voting	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10831670	9730445	89.8333	9730445	0	100.0000	0.0000
Public-Non Institutions	E-Voting	7075746	2703	0.0382	2703	0	100.0000	0.0000
	Poll		814	0.0115	813	1	99.8771	0.1229
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7075746	3517	0.0497	3516	1	99.9716	0.0284
Total		60190708	51971032	86.3439	51971031	1	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



K K SACHDEVA & ASSOCIATES

Company Secretaries

201, 3rd Floor, Dr. Mukherjee Nagar, Delhi-110009

Ph. 011 27608683, 9811071577, E-mail: kks445@gmail.com

SCRUTINIZER REPORT

The Chairman
Sandhar Technologies Limited
B-6/20, L.S.C Safdarjung Enclave,
New Delhi-110029

Sub: Resolutions passed through E-Voting and Poll conducted at the 27th Annual General Meeting of Sandhar Technologies Limited

I, **K. K. Sachdeva, (Practicing Company Secretary)**, have been appointed as the Scrutinizer by the Board of Directors of **Sandhar Technologies Limited** having its registered office at B-6/20, L.S.C Safdarjung Enclave, New Delhi-110029 for the purpose of scrutinizing the electronic voting process and votes through poll at the Annual General Meeting held on 9th September, 2019.

The Company has appointed Link Intime India Private Limited as the Service Provider for extending the facility of electronic voting to the Shareholders. The remote e-voting period commenced on Friday, 6th September, 2019, at 09:00 A.M. IST and ended on Sunday, 8th September, 2019, at 05:00 P.M. IST.

The Company has also provided voting facility by poll (Ballot Paper) at the 27th Annual General Meeting of the Company, to the members present in person or by proxy, who did not exercised their right to vote through electronic voting facility.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on resolutions specified in the notice of the 27th Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process and poll is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

All the resolutions for the Ordinary and Special Business as set out in Item No.1 to 11 in the Notice of the 27th Annual General Meeting and Addendum of Notice to the 27th Annual General Meeting were duly approved by the members with requisite majority.

The Consolidated Summary of result of the Remote E-Voting together with that of Poll at AGM is as follows:

1. As an Ordinary Resolution- Item No. 1.

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended 31st March, 2019 including Audited



Balance Sheet and the Statement of Profit and Loss for the year ended on that date together with the Reports of Directors' and Auditor's thereon.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	73	51970218	100.00
Poll	78	813	0.00
Total	151	51971031	100.00

II. Voted against the Resolution

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	1	1	0
Total	1	1	0

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 1

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	51971031	100
Votes against	1	0

Result: Resolution Approved



2. As an Ordinary Resolution – Item No.2

To declare a final dividend of Rs. 1.25/- per equity share of Rs. 10/- each fully paid up and to confirm the Interim Dividend of Rs.1.25/- per equity share of Rs. 10/- each fully paid up, already paid, for the financial year 31st March 2019.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	73	51970218	100.00
Poll	78	813	0.00
Total	151	51971031	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	1	1	0
Total	1	1	0

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3



Summary of Total Valid Votes for Resolution No. 2

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	51971031	100
Votes against	1	0

Result: Resolution Approved

3(a). As an Ordinary Resolution - Item No.3(a)

Re-appointment of Shri Dharmendar Nath Davar (DIN 00002008) as Director retiring by rotation.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	71	50741706	99.24
Poll	78	813	0.00
Total	149	50742519	99.24

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	388930	0.76
Poll	1	1	0
Total	2	388931	0.76

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 3(a)

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	50742519	99.24
Votes against	388931	0.76

Result: Resolution Approved

3(b). As an Ordinary Resolution - Item No.3(b)

Re-appointment of Smt Monica Davar (DIN 00100875) as Director retiring by rotation.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	71	48958563	96.40
Poll	78	813	0.00
Total	149	48959376	96.40

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	388930	3.60
Poll	1	1	0
Total	2	388931	3.60

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 3(b)

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	50143682	96.40
Votes against	1827350	3.60

Result: Resolution Approved

4. As Special Resolution - Item No.4

To re-appoint Shri Krishan Lal Chugh (DIN 00140124) as a Non- Executive Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	70	50142869	96.48
Poll	78	813	0.00
Total	148	50143682	96.48

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	3	1827349	3.52
Poll	1	1	0
Total	4	1827349	3.52

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 4

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	50143682	96.48
Votes against	1827349	3.52

Result: Resolution Approved

5. As Special Resolution – Item No.5

To re-appoint Shri Arvind Kapur (DIN 00096308) as a Non- Executive Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	72	50913089	97.96
Poll	78	813	0.00
Total	150	50913902	97.96

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	1057129	2.04
Poll	1	1	0
Total	2	1057130	2.04

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total		

Summary of Total Valid Votes for Resolution No. 5

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	50913902	96.48
Votes against	1057129	3.52

Result: Resolution Approved

6. As Special Resolution - Item No.6

To re-appoint Shri Mohan Lal Bhagat (DIN 00699750) as a Non- Executive Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	70	50142869	96.48
Poll	78	813	0.00
Total	150	50143682	96.48

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	3	1827349	3.52
Poll	1	1	0.00
Total	4	1827350	3.52



III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 6

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	50143682	96.48
Votes against	1827350	3.52

Result: Resolution Approved

7. As Special Resolution - Item No.7

To re-appoint Shri Ravinder Nagpal (DIN 00102970) as a Non- Executive Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	72	50913089	97.96
Poll	78	813	0.00
Total	151	51971032	97.96



II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	1	1057129	2.04
Poll	1	1	0
Total	2	1057130	2.04

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 7

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	50913902	97.96
Votes against	1057130	2.04

Result: Resolution Approved

8. As Special Resolution - Item No.8

To re-appoint Smt Archana Capoor (DIN 00102970) as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	73	51970218	100.00
Poll	78	813	0.00
Total	151	51971032	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	1	1	0
Total	1	1	0

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total		

Summary of Total Valid Votes for Resolution No. 8

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	51971032	100
Votes against	1	0

Result: Resolution Approved

9. As an Ordinary Resolution - Item No.9

Ratification of Remuneration of Cost Auditors, M/s. A N Satija & Co., Cost Accountants for the financial year 2019-20.



I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	73	51970218	100.00
Poll	78	813	0.00
Total	151	51971032	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	1	1	0
Total	1	1	0

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 9

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	51971032	100
Votes against	1	0

Result: Resolution Approved



10. As Special Resolution - Item No.10

Amendment to Articles of Association by replacing Article 69 of Articles of Association of the Company

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	73	51970218	100.00
Poll	78	813	0.00
Total	151	51971032	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	1	1	0
Total	1	1	0

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3

Summary of Total Valid Votes for Resolution No. 10

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	51971032	100
Votes against	1	0

Result: Resolution Approved

11. As Ordinary Resolution - Item No.11

Appointment of Shri Bharat Anand as an Independent Director

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	73	51970218	100.00
Poll	78	813	0.00
Total	151	51971032	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	1	1	0
Total	1	1	0

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)
E-Voting	0	0
Poll	3	3
Total	3	3



Summary of Total Valid Votes for Resolution No. 10

Particulars	Number of votes cast by members	% of total number of valid votes
Votes in favour	51971032	100
Votes against	1	0

Result: Resolution Approved

The register, all other papers and relevant records relating to electronic voting and physical poll shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours Faithfully,

For **K KSachdeva & Associates**


(K KSachdeva)
Proprietor
FCS 7153, C.P No. 4721



Dated: 10th September, 2019
Place: Gurugram, Haryana