



## IVP LIMITED

**Regd. Office :**

Shashikant N. Redij Marg,  
Ghorupdeo, Mumbai - 400 033

Tel. : +91-22-6248 8400

Email : [ivp@ivpindia.com](mailto:ivp@ivpindia.com)

Website : [www.ivpindia.com](http://www.ivpindia.com)

CIN : L 74999MH1929PLC001503

Ref: IVPSEC/E-Voting/071/08/2018-19

10<sup>th</sup> August, 2018

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 <b>Security Code: 507580</b>	National Stock Exchange of India Limited 'Exchange Plaza', C - 1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai – 400 051 <b>Stock Symbol: IVP</b>
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Dear Sir/Madam

**Sub: Outcome of 89<sup>th</sup> Annual General Meeting**

This is to inform you that the Members of the Company at the Annual General Meeting (AGM) held on 9<sup>th</sup> August, 2018 transacted the Business as per the AGM notice. The AGM was held at 10.30 a.m. at M.C.Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20 Kaikhushru Dubash Marg, Mumbai - 400 001.

With respect to 89<sup>th</sup> AGM please find enclosed the following:

- Disclosure of voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- Consolidated Report of the Scrutinizers, dated 10<sup>th</sup> August, 2018, on remote e-voting and voting through Ballot Paper at AGM.

Kindly take the above on your records.

Thanking you,

Yours faithfully,  
For IVP Limited

**Nisha Kantirao**  
Company Secretary

Encl. As above

Cc.: Central Depository Services (India) Limited

IVP Limited – 89<sup>th</sup> Annual General Meeting Voting results  
 Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)  
 Regulations, 2015

Description	Particulars
Date of the AGM	9 <sup>th</sup> August, 2018
Total No. of Shareholders on record date	4108
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Group  Public  <b>Total</b>	  13  35  <b>48</b>
No. of shareholders attended the meeting through Video conferencing  Promoters and Group Public	Not Applicable



## IVP Limited

1 - To consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018 together with the reports of 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]= $\frac{[2]}{[1]}*100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]}*100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]}*100$	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	7317237	7317237	100.0000	7317237	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	69810	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2939216	54	0.0018	53	1	98.1481	1.8519	0
	Poll		229	0.0078	227	2	99.1266	0.8734	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



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## IVP Limited

2 - To declare dividend on equity shares.									
No									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	7317237							
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	69810							
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting		54	0.0018	53	1	98.1481	1.8519	0
	Poll		229	0.0078	227	2	99.1266	0.8734	0
	Postal Ballot	2939216							
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



**IVP Limited**

3 - To appoint a Director in place of Mr. Vishal Pandit (DIN: 00121297), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required : (Ordinary)		No									
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	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting	7317237	7317237	100.0000	7317237	0	100.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Institutions	E-Voting	69810	0	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Non Institutions	E-Voting	2939216	54	0.0018	53	1	98.1481	1.8519	0		
	Poll		229	0.0078	227	2	99.1266	0.8734	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>		
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		



**IVP Limited**

4 - Appointment of M/s. B S R Associates LLP, Chartered Accountants as the Statutory Auditors of the Company.

Resolution Required : (Ordinary)  
Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	No. of votes Invalid
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$	[8]
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	69810	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting		54	0.0018	53	1	98.1481	1.8519	0
	Poll		229	0.0078	227	2	99.1266	0.8734	0
	Postal Ballot	2939216	0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>





**IVP Limited**

5 - Ratification of remuneration payable to M/s. Hemant Shah & Associates,  
the Cost Auditors for the financial year ended 31st March, 2019.

Resolution Required : {Ordinary}		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	No. of votes Invalid [8]		
Promoter and Promoter Group	E-Voting	7317237	7317237	100.0000	7317237	0	100.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Institutions	E-Voting	69810	0	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Non Institutions	E-Voting	2939216	54	0.0018	53	1	98.1481	1.8519	0		
	Poll		229	0.0078	227	2	99.1266	0.8734	0		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0		
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>		
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>		



## IVP Limited

6 - Appointment of Mr. Priya Ranjan as a Director of the Company.

No

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	7317237		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	69810		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting		54	0.0018	53	1	98.1481	1.8519	0
	Poll		229	0.0078	227	2	99.1266	0.8734	0
	Postal Ballot	2939216		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



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## IVP Limited

### 7 - Adoption of new Articles of Association of the Company.

No

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	7317237		0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll	69810	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting		54	0.0018	53	1	98.1481	1.8519	0
	Poll		229	0.0078	227	2	99.1266	0.8734	0
	Postal Ballot	2939216	0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



## IVP Limited

Resolution Required : (Special)									
8 - Increase in Borrowing Limits.									
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	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	69810	0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting		54	0.0018	53	1	98.1481	1.8519	0
	Poll		229	0.0078	227	2	99.1266	0.8734	0
	Postal Ballot	2939216	0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>



**IVP Limited**

9 - Continuation of term of appointment of Ms. Nina D. Kapadia.										
No										
Resolution Required : (Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
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	No. of votes Invalid [8]	
Promoter and Promoter Group	E-Voting		7317237	100.0000	7317237	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	7317237	0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>		<b>7317237</b>	<b>100.0000</b>	<b>7317237</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	69810	0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	
Public Non Institutions	E-Voting		54	0.0018	53	1	98.1481	1.8519	0	
	Poll		229	0.0078	227	2	99.1266	0.8734	0	
	Postal Ballot	2939216	0	0.0000	0	0	0.0000	0.0000	0	
	<b>Total</b>		<b>283</b>	<b>0.0096</b>	<b>280</b>	<b>3</b>	<b>98.9399</b>	<b>1.0601</b>	<b>0</b>	
<b>Total</b>		<b>10326263</b>	<b>7317520</b>	<b>70.8632</b>	<b>7317517</b>	<b>3</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	



## **A.A.MULLA & ASSOCIATES**

COMPANY SECRETARIES

Office : 3<sup>rd</sup> Floor, New Hari Leela House, 34/38 Mint Road, OPP.G.P.O., Mumbai – 400 001  
Tel : 91-22-22644435, Fax: 22644434,

Email:- aqueelmulla@gmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108/109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
IVP Limited  
Shashikant N Redij Marg,  
Ghorupdeo,  
Mumbai – 400 033

Dear Sir,

I Aqueel Ahmed Mulla, had been appointed as Scrutinizer by the Board of Directors of IVP Limited., for the purpose of remote e-voting held between 6<sup>th</sup> August, 2018 to 8<sup>th</sup> August, 2018 and the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders IVP Limited held on Thursday, 9<sup>th</sup> August, 2018 at 10 30 a.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20 K.Dubash Marg, Kala Ghoda, Mumbai-400 001.

1. After the time fixed for the closing of the poll by the Chairman, 1 ballot box Kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence. I found 11 polling paper in the Ballot Box.
3. I unblocked remote e-voting and counted the votes cast in favour and against the resolutions held between 6<sup>th</sup> August, 2018 to 8<sup>th</sup> August, 2018 using CDSL e-voting platform, in presence of two witnesses.
4. The consolidated result of the remote e-voting and poll is as under:  
(a) Resolution No.1:

Resolution Passed	Ordinary / Special Resolution
To consider and adopt the audited financial statements for the financial year ended 31 <sup>st</sup> March, 2018 together with the reports of Board of Directors and Auditors thereon.	<b>ORDINARY</b>

(i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	9	227	0.003
e-voting	36	7317290	99.997
Total	45	7317517	100

(ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	2	2	0.00
e-voting	1	1	0.00
Total	3	3	0.00



(iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	0	0
e-voting	0	0
Total	0	0

(b) Resolution No.2:

Resolution Passed	Ordinary / Special Resolution
To declare a dividend on equity shares.	ORDINARY

(i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	9	0.003
e-voting	36	99.997
Total	45	100

(ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	2	0.00
e-voting	1	0.00
Total	3	0.00

(iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	0	0
e-voting	0	0
Total	0	0

(c) Resolution No.3:

Resolution Passed	Ordinary / Special Resolution
To appoint a Director in place of Mr. Vishal Pandit (DIN: 00121297), who retires by rotation and being eligible, offers himself for re-appointment.	ORDINARY

(i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	9	0.003
e-voting	36	99.997
Total	45	100





## (ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	2	0.00
e-voting	1	0.00
Total	3	0.00

## (iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	0	0
e-voting	0	0
Total	0	0

## (d) Resolution No.4:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of sections 139 and other applicable provisions, if any, of the Companies Act, 2013, and Rules framed thereunder, as amended from time to time M/s. B S R Associates LLP, Chartered Accountants,(Firm Registration No. 116231W/W-100024) be and are hereby appointed as Statutory Auditors of the Company for a term of five years consecutive years, to hold office from the conclusion of this 89<sup>th</sup> Annual General Meeting until the conclusion of 94<sup>th</sup> Annual General Meeting of the company to be held in the calendar year 2023, on such remuneration as may be decided by the Board.</p>	<b>ORDINARY</b>

## (i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	9	0.003
e-voting	36	99.997
Total	45	100

## (ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	2	0.00
e-voting	1	0.00
Total	3	0.00

## (iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	0	0
e-voting	0	0
Total	0	0





(e) Resolution No.5:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors M/s. Hemant Shah &amp; Associates, Cost Accountants, (Registration No. 000394) appointed by the Board of Directors of the Company, on the recommendation of Audit Committee, to conduct the audit of the cost records of the Company for the Financial Year ending 31<sup>st</sup> March, 2019, be paid the remuneration as set out in the explanatory statement annexed to the notice convening this meeting and the same is hereby ratified and approved."</p> <p><b>"RESOLVED FURTHER THAT</b> the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."</p>	<b>ORDINARY</b>

(i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	9	227	0.003
e-voting	36	7317290	99.997
<b>Total</b>	<b>45</b>	<b>7317517</b>	<b>100</b>

(ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	2	2	0.00
e-voting	1	1	0.00
<b>Total</b>	<b>3</b>	<b>3</b>	<b>0.00</b>

(iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	0	0	0
e-voting	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>



## (f) Resolution No.6:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of Section 149, 152 and all other applicable provisions, of the Companies Act 2013 read with the Companies (Appointment &amp; Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force as amended from time to time), Mr. Priya Ranjan (DIN: 08065588), who was appointed as an Additional (Non-Executive, Non-Independent) Director at the meeting of the Board of Directors of the Company held on 12<sup>th</sup> February, 2018 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as a Director of the Company and whose term of office shall be liable to retire by rotation."</p>	<b>ORDINARY</b>

## (i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	9	227
e-voting	36	7317290
Total	45	7317517
		0.003
		99.997
		100

## (ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	2	2
e-voting	1	1
Total	3	3
		0.00
		0.00
		0.00

## (iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	0	0
e-voting	0	0
Total	0	0
		0
		0
		0

## (g) Resolution No.7:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the new set of Articles of Associations as submitted to this meeting, be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company.</p> <p><b>"RESOLVED FURTHER THAT</b> the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution,"</p>	<b>SPECIAL</b>



(i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	9	227	0.003
e-voting	36	7317290	99.997
Total	45	7317517	100

(ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	2	2	0.00
e-voting	1	1	0.00
Total	3	3	0.00

(iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast	
Poll	0	0	0
e-voting	0	0	0
Total	0	0	0

(h) Resolution No.8:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> is supersession of the earlier resolutions passed in this regard and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which expression shall also include a duly constituted/to be constituted Committee thereof for exercising the powers conferred on the Board by this resolution) to borrow such sum(s) of money from time to time, with or without security, on such terms and conditions as it may consider fit, notwithstanding that the amount to be borrowed together with amount already borrowed by the company (apart from temporary loan obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of paid-up capital and free reserves, provided that the total amount that may be borrowed by the Board and outstanding at any point of time shall not exceed Rs.400,00,00,000\)- (Rupees Four Hundred Crores Only).</p> <p><b>RESOLVED FURTHER THAT</b> the Board of Directors of the Company be and is hereby authorized to take all necessary steps and do all necessary things in this regard in order to comply with all the legal and procedural formalities and further to authorize any of its Committee(s)/ Director(s) or any Officer(s) of the Company to do all such acts, deeds or things as may be required from time to time to give effect to the aforesaid resolution and matters related thereto."</p>	<b>SPECIAL</b>



## (i) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	9	227
e-voting	36	7317290
Total	45	7317517
		100

## (ii) Voted against the resolution

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	2	2
e-voting	1	1
Total	3	3
		0.00
		0.00
		0.00

## (iii) Invalid Votes

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	0	0
e-voting	0	0
Total	0	0
		0

## (i) Resolution No.9:

Resolution Passed	Ordinary / Special Resolution
<p><b>"RESOLVED THAT</b> pursuant to Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended by SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 effective from 1<sup>st</sup> April, 2019, consent of the Members of the Company be and is hereby accorded to Ms. Nina D. Kapadia (DIN: 06948701) who was appointed as an Independent Director of the Company, at the 86<sup>th</sup> Annual General Meeting of the Company held on 10<sup>th</sup> August, 2015 in accordance with the applicable provisions of the Companies Act, 2013 to continue her Directorship upto 24<sup>th</sup> August, 2019 even after attaining the age of 75 years.</p> <p><b>"RESOLVED FURTHER THAT</b> the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."</p>	SPECIAL

## (iv) Voted in favor of the resolution:

Number of members present, voting ( in presence or proxy) and by e-voting	Number of votes cast by them	% of total number of valid votes cast
Poll	9	227
e-voting	36	7317290
Total	45	7317517
		100





(v) **Voted against the resolution**

Number of members present, voting ( in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of valid votes cast
Poll	2	2	0.00
e-voting	1	1	0.00
Total	3	3	0.00

(vi) **Invalid Votes**

Number of members present, voting ( in presence or proxy) and by e-voting		Number of votes cast by them	% of total number of valid votes cast
Poll	0	0	0
e-voting	0	0	0
Total	0	0	0

**Summary of Voting:**

Resolution No	Members Voted In favor	Members Voted against	Invalid votes	Total	Remark
1	7317517	3	0	7317520	Passed by Simple Majority
2	7317517	3	0	7317520	Passed by Simple Majority
3	7317517	3	0	7317520	Passed by Simple Majority
4	7317517	3	0	7317520	Passed by Simple Majority
5	7317517	3	0	7317520	Passed by Simple Majority
6	7317517	3	0	7317520	Passed by Simple Majority
7	7317517	3	0	7317520	Passed by 3/4 <sup>th</sup> Majority
8	7317517	3	0	7317520	Passed by 3/4 <sup>th</sup> Majority
9	7317517	3	0	7317520	Passed by 3/4 <sup>th</sup> Majority

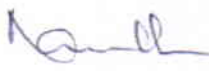
5. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai  
Date: 10<sup>th</sup> August, 2018



  
Aqueel A Mulla  
Scrutinizer



