



August 03, 2016

To,

The Deputy Manager Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400 001 <b>Scrip Code: 532784</b>	The Manager, National Stock Exchange of India Limited, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051 <b>Scrip Code: SOBHA</b>
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Dear Sir / Madam,

**Sub: Voting Results of the Twenty First Annual General Meeting held on August 03, 2016**

With reference to the above captioned subject, this is to inform that the Twenty First Annual General Meeting of the Company was held on Wednesday, the 03<sup>rd</sup> day of August, 2016 at The Gateway Hotel Residency Road Bangalore, 66, Residency Road, Bangalore - 560 025 at 4:00 PM. The business of the meeting was transacted electronically and by way of poll.

The e-voting period began on July 31, 2016 at 9:00 AM and ended on August 02, 2016 at 5:00 PM. The Company also conducted a poll on the day of the meeting to enable members who could not cast their vote through remote e-voting to exercise their right.

Based on the results of the e-voting and poll submitted by Mr. Nagendra D Rao, Scrutiniser, the outcome of the Annual General Meeting as per the format prescribed by SEBI vide Circular CIR/CFD/CMD/8/2015 dated November 4, 2015 is as follows:

<b>Date of the AGM</b>	August 03, 2016		
<b>Total number of shareholders on record date, i.e. July 27, 2016 being the cut-off date for the purpose of e-voting and poll.</b>	53,928		
<b>No. of shareholders present in the meeting</b>	<b>Particulars</b>	<b>Promoters and Promoter Group</b>	<b>Public</b>
	Either in person or through proxy	4	79
	Through video conferencing	Video Conferencing facility was not provided	

**SOBHA LIMITED** (formerly SOBHA DEVELOPERS LTD.)

REGD & CORPORATE OFFICE : 'SOBHA', SARJAPUR - MARATHAHALLI OUTER RING ROAD (ORR), DEVARABISANAHALLI, BELLANDUR POST  
BANGALORE - 560103, INDIA | CIN: L45201KA1995PLC018475 | TEL : +91-80-49320000 | FAX : +9180 49320444 | www.sobha.com

## AGENDA-WISE VOTING RESULTS

**Item No. 1:** To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2016

Resolution Required (Ordinary / Special)				Ordinary				
Whether the 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>58,009,300</b>	<b>58,009,300</b>	<b>100.00</b>	<b>58,009,300</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,786,055	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>34,258,886</b>	<b>23,786,055</b>	<b>69.43</b>	<b>23,786,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public – Non-Institutions*	E-Voting	4,036,490	275,810	6.83	275,810	-	100.00	-
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>4,036,490</b>	<b>276,107</b>	<b>6.84</b>	<b>276,107</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Grand Total</b>		<b>96,304,676</b>	<b>82,071,462</b>	<b>85.22</b>	<b>82,071,462</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



**Item No. 2:** To declare dividend on equity shares

Resolution Required (Ordinary / Special)				Ordinary				
Whether the 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 outstand ing 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>58,009,300</b>	<b>58,009,300</b>	<b>100.00</b>	<b>58,009,300</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,786,055	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>34,258,886</b>	<b>23,786,055</b>	<b>69.43</b>	<b>23,786,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public – Non- Institutions*	E-Voting	4,036,490	275,810	6.83	275,810	-	100.00	-
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>4,036,490</b>	<b>276,107</b>	<b>6.84</b>	<b>276,107</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Grand Total</b>		<b>96,304,676</b>	<b>82,071,462</b>	<b>85.22</b>	<b>82,071,462</b>	<b>-</b>	<b>100.00</b>	<b>-</b>





**Item No. 3:** To appoint a Director in place of Mr. J C Sharma (DIN: 01191608), who retires by rotation and being eligible has offered himself for reappointment.

Resolution Required (Ordinary / Special)				Ordinary				
Whether the 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 outstand ing 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>58,009,300</b>	<b>58,009,300</b>	<b>100.00</b>	<b>58,009,300</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,292,872	493,183	97.93	2.07
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>34,258,886</b>	<b>23,786,055</b>	<b>69.43</b>	<b>23,292,872</b>	<b>493,183</b>	<b>97.93</b>	<b>2.07</b>
Public – Non- Institutions*	E-Voting	4,036,490	275,740	6.83	275,078	662	99.76	0.24
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>4,036,490</b>	<b>276,037</b>	<b>6.84</b>	<b>275,375</b>	<b>662</b>	<b>99.76</b>	<b>0.24</b>
<b>Grand Total</b>		<b>96,304,676</b>	<b>82,071,392</b>	<b>85.22</b>	<b>81,577,547</b>	<b>493,845</b>	<b>99.40</b>	<b>0.60</b>



**Item No. 4:** To ratify the appointment of S.R. Batliboi & Associates LLP (Firm Registration Number 101049W/E300004) as the Statutory Auditors of the Company

Resolution Required (Ordinary / Special)				Ordinary				
Whether the 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 outstand ing 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,786,055	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	34,258,886	23,786,055	69.43	23,786,055	-	100.00	-
Public – Non- Institutions*	E-Voting	4,036,490	275,769	6.83	275,686	83	99.97	0.03
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	4,036,490	276,066	6.84	275,983	83	99.97	0.03
Grand Total		96,304,676	82,071,421	85.22	82,071,338	83	99.99	0.00**



**Item No. 5:** Re-appointment of Mr. Ravi PNC Menon (DIN: 02070036) as a Whole-Time Director designated as Chairman of the Company

Resolution Required (Ordinary / Special)				Special				
Whether the promoter / promoter group are interested in the agenda / resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>58,009,300</b>	<b>58,009,300</b>	<b>100.00</b>	<b>58,009,300</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,651,355	134,700	99.43	0.57
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>34,258,886</b>	<b>23,786,055</b>	<b>69.43</b>	<b>23,651,355</b>	<b>134,700</b>	<b>99.43</b>	<b>0.57</b>
Public – Non- Institutions*	E-Voting	4,036,490	275,769	6.83	275,687	82	99.97	0.03
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>4,036,490</b>	<b>276,066</b>	<b>6.84</b>	<b>275,984</b>	<b>82</b>	<b>99.97</b>	<b>0.03</b>
<b>Grand Total</b>		<b>96,304,676</b>	<b>82,071,421</b>	<b>85.22</b>	<b>81,936,639</b>	<b>134,782</b>	<b>99.84</b>	<b>0.16</b>





**Item No. 6:** Ratification of remuneration payable to M/s Srinivas & Co, Cost Accountants (Firm Registration No. 000278), the Cost Auditors of the Company

Resolution Required (Ordinary / Special)				Ordinary				
Whether the 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 outstand ing 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>58,009,300</b>	<b>58,009,300</b>	<b>100.00</b>	<b>58,009,300</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,786,055	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>34,258,886</b>	<b>23,786,055</b>	<b>69.43</b>	<b>23,786,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public – Non- Institutions*	E-Voting	4,036,490	275,769	6.83	275,632	137	99.95	0.05
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>4,036,490</b>	<b>276,066</b>	<b>6.84</b>	<b>275,929</b>	<b>137</b>	<b>99.95</b>	<b>0.05</b>
<b>Grand Total</b>		<b>96,304,676</b>	<b>82,071,421</b>	<b>85.22</b>	<b>82,071,284</b>	<b>137</b>	<b>100.00</b>	<b>0.00**</b>



**Item No. 7:** Issue of Non-Convertible Debentures on a Private Placement basis

Resolution Required (Ordinary / Special)				Special				
Whether the 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 outstand ing 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	58,009,300	58,009,300	100.00	58,009,300	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>58,009,300</b>	<b>58,009,300</b>	<b>100.00</b>	<b>58,009,300</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	34,258,886	23,786,055	69.43	23,786,055	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>34,258,886</b>	<b>23,786,055</b>	<b>69.43</b>	<b>23,786,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public – Non- Institutions*	E-Voting	4,036,490	275,810	6.83	275,588	222	99.92	0.08
	Poll		297	0.01	297	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>4,036,490</b>	<b>276,107</b>	<b>6.84</b>	<b>275,885</b>	<b>222</b>	<b>99.92</b>	<b>0.08</b>
<b>Grand Total</b>		<b>96,304,676</b>	<b>82,071,462</b>	<b>85.22</b>	<b>82,071,240</b>	<b>222</b>	<b>100.00</b>	<b>0.00**</b>





\*Out of 4,036,490 equity shares, 841 equity shares have not been claimed by the respective allottees and are lying in an Unclaimed Suspense Account in terms of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 .

\*\*Less than 0.01%

The Consolidated Scrutiniser's Report dated August 03, 2016 issued by Mr. Nagendra D Rao, Scrutiniser is enclosed herewith.

We request you to kindly take the above information on record in terms of the compliance requirements detailed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read with SEBI Circular CIR/CFD/CMD/8/2015 dated November 4, 2015.

Thanking you.

Yours sincerely,

FOR SOBHA LIMITED



J C SHARMA

VICE CHAIRMAN AND MANAGING DIRECTOR

DIN: 01191608





**Nagendra D. Rao**, B.Com., LL.B., F.C.S.  
Practising Company Secretary

August 3, 2016

To,

The Chairman  
Sobha Limited,  
SOBHA, Sarjapur-Marathahalli Outer Ring Road (ORR),  
Devarabisanahalli, Balladur Post,  
Bengaluru - 560 103.

Dear Sir,

**Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.**

I, Nagendra D Rao, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Sobha Limited vide resolution dated May 19, 2016, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing e-voting process in a fair and transparent manner and voting on poll conducted for business to be transacted at the 21<sup>st</sup> Annual General Meeting of the Shareholders of the Company held on August 03, 2016 at 4.00 p.m., at The Gateway Hotel Residency Road Bengaluru, 66, Residency Road, Bengaluru - 560 025.

Accordingly, Sobha Limited has made arrangement with the system provider viz, National Securities Depository Limited (NSDL) for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Annual General Meeting Notice dated May 19, 2016 sent to the shareholders by Speed Post and Courier to their registered address.

The shareholders of the Company holding shares as on "cut-off" date July 27, 2016 were entitled to vote on the resolution as contained in the Notice of the Annual General Meeting and the total shareholders of the Company as on the "cut-off" date were 53,928.

Pursuant to Rule 20 (3) of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in Financial Express, English Newspaper and Samyuktha Karnataka in Kannada Newspaper on July 11, 2016 informing about the completion of dispatch of the notices along with other related matters mentioned therein.

The e-voting period commences on July 31, 2016 (9:00 AM) and ends on August 02, 2016 (5:00 PM).

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.



I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system. After the closure of the voting at the Annual General Meeting, the report on the poll taken at the meeting was generated in my presence and the voting was diligently scrutinized.

I now submit my Consolidated Report on the evoting process and poll conducted at the 21<sup>st</sup> Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

**I. Resolution No. 1:-** To consider and adopt the Standalone and Consolidated Financial Statements of the Company which includes the Audited Balance Sheet as at March 31, 2016 the statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with reports of the Board of Directors and the Statutory Auditors thereon.

**Type of Resolution - Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	140	8,2071,165	99.99
Poll	17	297	0.01
<b>Total</b>	<b>157</b>	<b>82,071,462</b>	<b>100.00</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

**Remarks:** The Ordinary Resolution No.1 as mentioned above is passed Unanimously.





**II. Resolution No. 2:-** To declare Dividend on equity shares.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	140	82,071,165	99.99
Poll	17	297	0.01
<b>Total</b>	<b>157</b>	<b>82,071,462</b>	<b>100.00</b>

(ii) Voted against the Resolution:

Mode of Voting.	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

**Remarks:** The Ordinary Resolution No.2 as mentioned above is passed Unanimously.

**III. Resolution No. 3:-** To appoint a Director in place of Mr. J C Sharma (DIN: 01191608), who retires by rotation and being eligible has offered himself for reappointment.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	127	81,577,250	99.39
Poll	17	297	0.01
<b>Total</b>	<b>144</b>	<b>81,577,547</b>	<b>99.40</b>



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	10	493,845	0.60
Poll	Nil	Nil	Nil
<b>Total</b>	<b>10</b>	<b>493,845</b>	<b>0.60</b>

(iii) Invalid Votes:

Mode of Voting.	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them.
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed by requisite majority.

**IV. Resolution No. 4:-** To ratify the appointment of Statutory Auditors.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	134	82,071,041	99.98
Poll	17	297	0.01
<b>Total</b>	<b>151</b>	<b>82,071,338</b>	<b>99.99</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	4	83	0.01
Poll	Nil	Nil	Nil
<b>Total</b>	<b>4</b>	<b>83</b>	<b>0.01</b>



(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

**Remarks:** The Ordinary Resolution No. 4 as mentioned above is passed by requisite majority.

**V. Resolution No. 5:-** Re-appointment of Mr. Ravi PNC Menon (DIN: 02070036) as a Whole-Time Director designated as Chairman.

Type of Resolution - **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	134	81,936,342	99.83
Poll	17	297	0.01
<b>Total</b>	<b>151</b>	<b>81,936,639</b>	<b>99.84</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	4	134,782	0.16
Poll	Nil	Nil	Nil
<b>Total</b>	<b>4</b>	<b>134,782</b>	<b>0.16</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

**Remarks:** The Special Resolution No. 5 as mentioned above is passed by requisite majority.





**VI. Resolution No. 6:-** Ratification of remuneration payable to Cost Auditors.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	134	82,070,987	99.98
Poll	17	297	0.01
<b>Total</b>	<b>151</b>	<b>82,071,284</b>	<b>99.99</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	4	137	0.01
Poll	Nil	Nil	Nil
<b>Total</b>	<b>4</b>	<b>137</b>	<b>0.01</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

**Remarks:** The Ordinary Resolution No. 6 as mentioned above is passed by requisite majority.

**VII. Resolution No.7:-** Issue of Non-Convertible Debentures on a Private Placement basis.

Type of Resolution - **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	131	82,070,943	99.98
Poll	17	297	0.01
<b>Total</b>	<b>148</b>	<b>82,071,240</b>	<b>99.99</b>



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	9	222	0.01
Poll	Nil	Nil	Nil
<b>Total</b>	<b>9</b>	<b>222</b>	<b>0.01</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	1	10
<b>Total</b>	<b>1</b>	<b>10</b>

**Remarks: The Special Resolution No. 7 as mentioned above is passed by requisite majority.**

The register, all other papers and relevant records relating to electronic voting and 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 are handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT - 13.

Thanking You,

Yours Faithfully,



**Nagendra D Rao**  
**Practising Company Secretary**