

29th August, 2022

**The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
Fax No. : 022-26598237 / 38
NSE Symbol : GODFRYPHLP**

**The Manager
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Fax No. : 022-22721919, 3121
BSE Scrip Code : 500163**

Reg.: Voting Results and Consolidated Scrutinizer's Report of 85th Annual General Meeting

Dear Sirs,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby enclose the voting results of 85th Annual General Meeting held on Friday, the 26th August, 2022 at 3::00 P.M. (IST) and Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

We request you to take the same on record.

Thanking you.

Yours faithfully,
For **GODFREY PHILLIPS INDIA LIMITED**



SANJAY GUPTA
Company Secretary

Encl. : As above

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General information about company

Scrip code	500163
NSE Symbol	GODFRYPHLP
MSEI Symbol	NOTLISTED
ISIN	INE260B01028
Name of the company	GODFREY PHILLIPS INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-08-2022
Start time of the meeting	3:00 PM
End time of the meeting	4:00 PM

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Scrutinizer Details

Name of the Scrutinizer	V RAMACHANDRAN
Firms Name	V.R. ASSOCIATES
Qualification	CS
Membership Number	7731
Date of Board Meeting in which appointed	30-07-2022
Date of Issuance of Report to the company	29-08-2022

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Voting results

Record date	19-08-2022
Total number of shareholders on record date	31322
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	23
b) Public	26
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		a. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2022, the reports of the Board of Directors and Auditors thereon; and b. Adoption of Audited Consolidated Financial Statements of the Company for the financial year						
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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public- Institutions	E-Voting		5636797	91.8234	5636797	0	100.0000	0.0000
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5636797	91.8234	5636797	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1223336	15.3129	1223316	20	99.9984	0.0016
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	1223316	20	99.9984	0.0016
Total		51993920	44573412	85.7281	44573392	20	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Declaration of dividend @ Rs. 28/- per share on equity shares for the year ended 31st March, 2022						
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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public- Institutions	E-Voting		5665363	92.2887	5665363	0	100.0000	0.0000
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5665363	92.2887	5665363	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1223336	15.3129	1223316	20	99.9984	0.0016
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	1223316	20	99.9984	0.0016
Total		51993920	44601978	85.7831	44601958	20	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

Vacancy caused by the retirement by rotation of Mr. R. A. Shah (DIN 00009851), be not filled by the Company for the time being

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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public-Institutions	E-Voting		5665363	92.2887	5665363	0	100.0000	0.0000
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5665363	92.2887	5665363	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1223336	15.3129	1223316	20	99.9984	0.0016
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	1223316	20	99.9984	0.0016
Total		51993920	44601978	85.7831	44601958	20	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Resolution (4)

Resolution required: (Ordinary / Special)

Ordinary

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

No

Description of resolution considered

re-appointment of M/S. S.K.BAHLIBOI & CO. LLP, Chartered Accountants, (FIRM 301003E), as the Statutory Auditors of the Company for another term of five years to hold office from the date of the conclusion of this Annual General Meeting until the date of the conclusion of the Ninetieth

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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public- Institutions	E-Voting		5665363	92.2887	4990964	674399	88.0961	11.9039
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5665363	92.2887	4990964	674399	88.0961	11.9039
Public- Non Institutions	E-Voting		1223336	15.3129	1223316	20	99.9984	0.0016
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	1223316	20	99.9984	0.0016
Total		51993920	44601978	85.7831	43927559	674419	98.4879	1.5121
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (5)

Resolution required: (Ordinary / Special)

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

Special

No

Description of resolution considered

Approval for payment of remuneration to Dr. Bina Modi (DIN 00048606), President and Managing Director of the Company, with effect from 1st June, 2022 till the current tenure of her appointment which ends on 13th November, 2024.

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	37866270	37713279	99.5960	37713279	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		37866270	37713279	99.5960	37713279	0	100.0000
Public-Institutions	E-Voting	6138739	5665363	92.2887	158313	5507050	2.7944	97.2056
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6138739	5665363	92.2887	158313	5507050	2.7944
Public- Non Institutions	E-Voting	7988911	1220736	15.2804	162632	1058104	13.3225	86.6775
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		7988911	1220736	15.2804	162632	1058104	13.3225
Total		51993920	44599378	85.7781	38034224	6565154	85.2797	14.7203
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

*this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (6)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		07438861),as Whole-time Director of the Company for a period of 5 years with effect from 1st October 2022						
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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public- Institutions	E-Voting		5665363	92.2887	4796562	868801	84.6647	15.3353
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5665363	92.2887	4796562	868801	84.6647	15.3353
Public- Non Institutions	E-Voting		1223336	15.3129	208472	1014864	17.0413	82.9587
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	208472	1014864	17.0413	82.9587
Total		51993920	44601978	85.7831	42718313	1883665	95.7767	4.2233
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* (this fields are optional)

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (7)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Mr. Subramanian Lakshminarayanan (புலி உதயசுந்தரன்) as a non-executive Independent Director of the Company not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years i.e. from 28th May 2022 till 27th May 2027						
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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public-Institutions	E-Voting		5665363	92.2887	4990964	674399	88.0961	11.9039
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5665363	92.2887	4990964	674399	88.0961	11.9039
Public- Non Institutions	E-Voting		1223336	15.3129	170472	1052864	13.9350	86.0650
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	170472	1052864	13.9350	86.0650
Total		51993920	44601978	85.7831	42874715	1727263	96.1274	3.8726
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (8)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval for payment of managerial remuneration to all the directors in a financial year in excess of prescribed limit of 11% (with a maximum cap of 14% for all executive directors and 1% for all non-executive directors) of the net profits of the Company computed in accordance with Section						
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		37713279	99.5960	37713279	0	100.0000	0.0000
	Poll	37866270	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37866270	37713279	99.5960	37713279	0	100.0000	0.0000
Public-Institutions	E-Voting		5665363	92.2887	170328	5495035	3.0065	96.9935
	Poll	6138739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6138739	5665363	92.2887	170328	5495035	3.0065	96.9935
Public- Non Institutions	E-Voting		1223336	15.3129	168752	1054584	13.7944	86.2056
	Poll	7988911	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7988911	1223336	15.3129	168752	1054584	13.7944	86.2056
Total		51993920	44601978	85.7831	38052359	6549619	85.3154	14.6846
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* This fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



V.R. ASSOCIATES

Company Secretaries

Res: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104
Admin office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214-47548; e-mail: es.ram25@gmail.com
GST No. 27ACSPV8251A1Z7; MSME Regn no. LDAYAM-MH-18-0050392

29th August, 2022

Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to provisions of Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and remote e-voting during the 85th Annual General Meeting of Godfrey Phillips India Limited held on Friday, 26th August, 2022 through video conferencing ('VC')/ other audio video means ('OAVM')

The Chairman
Godfrey Phillips India Limited

Dear Sirs,

I, V. Ramachandran, proprietor of M/s V.R. Associates, Company Secretaries (Membership no. ACS 7731, CP no. 4731) have been appointed as Scrutinizer by Godfrey Phillips India Limited ("the company") as per Board resolution dated 30th July, 2022 and company's letter dated 30th July, 2022 for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the Annual General Meeting (AGM) of the company 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) ("the Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and in compliance with the framework mentioned in circulars dated 08th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 8th December, 2021, 14th December, 2021 and 5th May, 2022 issued by Ministry of Corporate Affairs ("MCA circulars") and circulars dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 issued by SEBI on the resolutions contained in the Notice of the 85th AGM of the members of the company held on Friday, 26th August, 2022 at 3.00 p.m. IST through video conferencing (VC) facility/ other audio visual means (OAVM) facility and also for ascertaining the requisite majority for the resolutions proposed therein.

The management of the company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA circulars and Listing Regulations relating to remote e-voting and e-voting at the AGM for the resolutions contained in the Notice of the 85th AGM of the members of the company. Our responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the AGM is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" the resolutions contained in the Notice of the 85th AGM of the members of the company. The company has engaged the services of Link Intime India Private Limited for voting by electronic means (both for remote e-voting and e-voting at the AGM).

In accordance with the Notice of the 85th AGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014

V.R. ASSOCIATES

Company Secretaries

Res: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104
Admin office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: vr.com.25@gmail.com
GST No. 27ACSPV8251A1Z7 ; MSME Regn no. UDAYAM MH-18-0050392

(as amended), the remote e-voting period was open from Tuesday, 23rd August, 2022, 9.00 AM IST and ended at 5.00 PM IST on Thursday 25th August, 2022.

Members holding shares as on Friday, 19th August, 2022, "cut-off date", were entitled to vote on the resolution stated in the Notice of the 85th AGM of the company.

The voting at the AGM was allowed by using an electronic voting system, on the resolutions on which the voting is to be held. The said voting system was provided to all those members who attended the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. As per the information provided by Link Intime India Private Limited, the name of the members who had already voted through remote e-voting facility was blocked for voting at the AGM.

After the conclusion of the voting at the AGM, votes on remote e-voting and e-voting at the AGM were unblocked in the presence of two witness who were not employees of the company and the e-voting results / list of members who have voted for and against were downloaded from the e-voting website of Link Intime India Private Limited.

The combined results of the remote e-voting and e-voting at the AGM are:

V.R. ASSOCIATES

Company Secretaries

Res: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 101
Admin office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774006, Mobile 98214 47518; e-mail: vr.associates@gmail.com
GST No. 27ACSPV8251A1227 | MSME Regn no. UDAYAM-MII-18-0050392

Item No. 1:

ORDINARY RESOLUTION

- a. Adoption of Audited Standalone Financial Statements of the company for the financial year ended 31st March, 2022, the reports of the Board of Directors and Auditors thereon; and
- b. Adoption of Audited Consolidated Financial Statements of the company for the financial year ended 31st March, 2022 along with the Auditors report thereon.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	152	44534891	99.91358
E-Voting at AGM	3	38501	0.08638
Total	155	44573392	99.99996

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	20	0.00004
E-Voting at AGM	0	0	0
Total	1	20	0.00004

Total number of valid votes casted under remote cvoting and cvoting at AGM	44573412
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

Company Secretaries

Resi: G 5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 101
Admin office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: cs.vrnp25@gmail.com
GST No. 27ACSPV825LA1Z7 ; MSME Regn no. UDAYAM-MH-18-0050392

Item No. 2:

ORDINARY RESOLUTION

Declaration of dividend @ Rs. 28/- per share on equity shares for the year ended 31st March, 2022.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	153	44563457	99.913634
E-Voting at AGM	3	38501	0.086321
Total	156	44601958	99.999955

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	20	0.000045
E-Voting at AGM	0	0	0
Total	1	20	0.000045

Total number of valid votes casted under remote evoting and evoting at AGM	44601978
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

Company Secretaries

Res: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104
Admin office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: vrnm25@gmail.com
GST No. 27ACSPV8251A1Z7 : MSME Regn no. UDAYAM MH-18-0050392

Item No. 3:

ORDINARY RESOLUTION

Vacancy caused by the retirement by rotation of Mr. R. A. Shah (DIN 00009851), be not filled by the company for the time being.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	153	44563457	99.913634
E-Voting at AGM	3	38501	0.086321
Total	156	44601958	99.999955

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	20	0.000045
E-Voting at AGM	0	0	0
Total	1	20	0.000045

Total number of valid votes casted under remote evoting and evoting at AGM	44601978
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

Company Secretaries

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Admin office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: cs.vr@vra.com, cs.vr@vra.com
GST No. 27ACSPV8251A1Z7 : MSME Regn no. UDAYAM MH-18-0050392

Item No. 4:

ORDINARY RESOLUTION

Re-appoint M/s. S.R. BATLIBOI & CO. LLP, Chartered Accountants, (FRN 301003E), as the Statutory Auditors of the company for another term of 5 years and to fix their remuneration.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	151	43889058	98.4016
E-Voting at AGM	3	38501	0.0863
Total	154	43927559	98.4879

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	674419	1.5121
E-Voting at AGM	0	0	0
Total	3	674419	1.5121

Total number of valid votes casted under remote voting and voting at AGM	44601978
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

Company Secretaries

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GST No. 27ACSPV8251A1Z7 : MSME Regn no. UDAYAM-MH-18-0050392

Item No. 5:

SPECIAL RESOLUTION

Approval of remuneration payable to Dr. Bina Modi (DIN 00048606), President and Managing Director of the company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	72	38033723	85.2786
E-Voting at AGM	2	501	0.0011
Total	74	38034224	85.2797

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	82	6527154	14.6351
E-Voting at AGM	1	38000	0.0852
Total	83	6565154	14.7203

Total number of valid votes casted under remote evoting and evoting at AGM	44599378
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

Company Secretaries

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GST No. 27ACSPV8251A127 : MSME Regn no. UDAYAM-MH-18-0056392

Item No. 6:

ORDINARY RESOLUTION

Re-appointment of Mr. Sharad Aggarwal (DIN 07438861), as a Whole Time Director of the Company for a period of 5 years.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	80	42679812	95.6904
E-Voting at AGM	3	38501	0.0863
Total	83	42718313	95.7767

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	74	1883665	4.2233
E-Voting at AGM	0	0	0
Total	74	1883665	4.2233

Total number of valid votes casted under remote evoting and evoting at AGM	44601978
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

Company Secretaries

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GST No. 27ACSPV8251A1Z7 : MSME Regn no. UDAYAM-MH-18-0050392

Item No. 7:

SPECIAL RESOLUTION

Appointment of Mr. Subramanian Lakshminarayanan (DIN 02808698) as a Non Executive Independent Director for a term of 5 consecutive years.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	142	42874214	96.1263
E-Voting at AGM	2	501	0.0011
Total	144	42874715	96.1274

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	12	1689263	3.7874
E-Voting at AGM	1	38000	0.0852
Total	13	1727263	3.8726

Total number of valid votes casted under remote evoting and evoting at AGM	44601978
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

V.R. ASSOCIATES

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GST No. 27ACSPV8251A1Z7 : MSME Regn no. UDAYAM-MH-18-0050392

Item No. 8:

SPECIAL RESOLUTION

Approval of payment of managerial remuneration in accordance with Section 197 and Section 198 of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	76	38051858	85.3143
E-Voting at AGM	2	501	0.0011
Total	78	38052359	85.3154

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	78	6511619	14.5994
E-Voting at AGM	1	38000	0.0852
Total	79	6549619	14.6846

Total number of valid votes casted under remote evoting and evoting at AGM	44601978
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(iii) Invalid votes :

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-Voting at AGM	0	0
Total	0	0

