

JFL/NSE-BSE/2017-18/65

August 29, 2017

The Manager
Department of Corporate Services
BSE Ltd.
25th Floor, P.J Towers,
Dalal Street, Mumbai-400001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051

Scrip code: 533155

Symbol: JUBLFOOD

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 – Voting Results of 22nd Annual General Meeting

Dear Sir(s),

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached herewith the details of the voting results of the business transacted at the 22nd Annual General Meeting (“AGM”) of the Shareholders of Jubilant FoodWorks Limited (Company) held on Monday, August 28, 2017 at 11:00 a.m. at the International Trade Expo Centre, Expo Drive, A-11, Sector-62, Noida-201301, U.P.

Further, the consolidated Report of Scrutinizer on e-voting and voting through Poll at the AGM is also attached.

Kindly take the same on record.

Thanking you,

For Jubilant FoodWorks Limited



Mona Aggarwal
Company Secretary cum Compliance Officer

Encl: A/a

Name of the Company	Jubilant FoodWorks Limited
Date of AGM	Monday, August 28, 2017
Total number of shareholders as on record date (i.e. August 21, 2017 - Cut-off date for Voting purpose)	25,871
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	4
Public	218
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public	



A Jubilant Bhartia Company

Jubilant FoodWorks Limited

Corporate Office:
5th Floor, Tower-D, Plot No. 5,
Logix Techno Park, Sector-127,
Noida - 201 304, U.P., India
Tel : +91 120 4090500
Fax: +91 120 4090599

Registered Office:
Plot No. 1A, Sector 16-A,
Noida - 201 301, U.P., India
Tel : +91 120 4090500
Fax: +91 120 4090599
CIN No.: L74899UP1995PLC043677
Email: contact@jublfood.com

1 Details of Agenda		To receive, consider and adopt: a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon; and b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.													
Resolution Required : (Ordinary / Special)		Ordinary Business - Ordinary Resolution													
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	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Evoing Poll	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	-	-	100.00	-	-	-	-
Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	-	-	100.00	-	-	-	-
Public - Institutions	Evoing Poll	28,233,426	22,746,575	80.57	22,746,575	-	100.00	-	-	-	100.00	-	-	-	-
Total		28,233,426	22,746,575	80.57	22,746,575	-	100.00	-	-	-	100.00	-	-	-	-
Public - Non Institutions	Evoing Poll	8,095,780	1,536,216	18.98	1,536,216	-	100.00	-	-	-	100.00	-	-	-	-
Total		8,095,780	1,536,216	18.98	1,536,216	-	100.00	-	-	-	100.00	-	-	-	-
TOTAL		65,981,990	54,021,552	81.87	54,021,552	-	100.00	-	-	-	100.00	-	-	-	-

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.

2 Details of Agenda		Declaration of dividend on Equity Shares													
Resolution Required : (Ordinary / Special)		Ordinary Business - Ordinary Resolution													
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	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	Evoing Poll	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	-	-	100.00	-	-	-	-
Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	-	-	100.00	-	-	-	-
Public - Institutions	Evoing Poll	28,233,426	22,796,675	80.74	22,796,675	-	100.00	-	-	-	100.00	-	-	-	-
Total		28,233,426	22,796,675	80.74	22,796,675	-	100.00	-	-	-	100.00	-	-	-	-
Public - Non Institutions	Evoing Poll	8,095,780	1,536,216	18.98	1,536,216	-	100.00	-	-	-	100.00	-	-	-	-
Total		8,095,780	1,536,216	18.98	1,536,216	-	100.00	-	-	-	100.00	-	-	-	-
TOTAL		65,981,990	54,071,652	81.95	54,071,652	-	100.00	-	-	-	100.00	-	-	-	-

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.



3 Details of Agenda		Re-appointment of Mr. Shyam S Bhartia (DIN 00010484), who retires by rotation.													
Resolution Required : (Ordinary / Special)		Ordinary Business - Ordinary Resolution													
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 - in 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	Evoing Poll	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
Public - Institutions	Evoing Poll	28,233,426	22,796,675	80.74	22,796,675	521,498	97.71	2.29	22,275,177	521,498	97.71	-	-	97.71	2.29
Total		28,233,426	22,796,675	80.74	22,796,675	521,498	97.71	2.29	22,275,177	521,498	97.71	-	-	97.71	2.29
Public - Non Institutions	Evoing Poll	8,095,780	1,536,216	18.98	1,536,216	154	99.99	0.01	1,536,062	154	99.99	-	-	99.99	0.01
Total		8,095,780	1,536,216	18.98	1,536,216	154	99.99	0.01	1,536,062	154	99.99	-	-	99.99	0.01
TOTAL		65,981,990	54,071,652	81.95	53,550,000	521,652	99.04	0.96	53,550,000	521,652	99.04	-	-	99.04	0.96

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.

4 Details of Agenda		Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Registration No. 117366W/W-100018) as Statutory Auditors and fixing their remuneration.													
Resolution Required : (Ordinary / Special)		Ordinary Business - Ordinary Resolution													
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 - in 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	Evoing Poll	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
Public - Institutions	Evoing Poll	28,233,426	22,796,675	80.74	22,796,675	-	100.00	-	22,796,675	-	100.00	-	-	100.00	-
Total		28,233,426	22,796,675	80.74	22,796,675	-	100.00	-	22,796,675	-	100.00	-	-	100.00	-
Public - Non Institutions	Evoing Poll	8,095,780	1,536,216	18.98	1,536,216	-	100.00	-	1,536,216	-	100.00	-	-	100.00	-
Total		8,095,780	1,536,216	18.98	1,536,216	-	100.00	-	1,536,216	-	100.00	-	-	100.00	-
TOTAL		65,981,990	54,071,652	81.95	54,071,652	-	100.00	-	54,071,652	-	100.00	-	-	100.00	-

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.



5 Details of Agenda									
Appointment of Mr. Berjis Minoo Desai (DIN 00153675) as an Independent Director.									
Resolution Required : (Ordinary / Special)									
Special Business - Ordinary Resolution									
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	
Promoter and Promoter Group	Evoting	(1) 29,652,784	(2) 29,652,784	(3)=[(2)/(1)]*100 100.00	(4) 29,652,784	(5) -	(6)=[(4)/(2)]*100 100.00	(7)=[(5)/(2)]*100 -	
	Poll		-	-	-	-	-	-	
	Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-
Public - Institutions	Evoting	28,233,426	22,796,675	80.74	22,701,367	95,308	99.58	99.58	0.42
	Poll		-	-	-	-	-	-	-
	Total	28,233,426	22,796,675	80.74	22,701,367	95,308	99.58	99.58	0.42
Public - Non Institutions	Evoting	8,095,780	1,536,116	18.97	1,535,980	136	99.99	99.99	0.01
	Poll		85,977	1.06	85,977	-	100.00	-	-
	Total	8,095,780	1,622,093	20.04	1,621,957	136	99.99	99.99	0.01
TOTAL		65,981,990	54,071,552	81.95	53,976,108	95,444	99.82	99.82	0.18

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.

6 Details of Agenda									
Appointment of Mr. Shamit Bhattia (DIN 00020623) as Non-Executive Director									
Resolution Required : (Ordinary / Special)									
Special Business - Ordinary Resolution									
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	
Promoter and Promoter Group	Evoting	(1) 29,652,784	(2) 29,652,784	(3)=[(2)/(1)]*100 100.00	(4) 29,652,784	(5) -	(6)=[(4)/(2)]*100 100.00	(7)=[(5)/(2)]*100 -	
	Poll		-	-	-	-	-	-	
	Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-
Public - Institutions	Evoting	28,233,426	22,796,675	80.74	22,228,241	568,434	97.51	97.51	2.49
	Poll		-	-	-	-	-	-	-
	Total	28,233,426	22,796,675	80.74	22,228,241	568,434	97.51	97.51	2.49
Public - Non Institutions	Evoting	8,095,780	1,536,216	18.98	1,535,965	251	99.98	99.98	0.02
	Poll		85,977	1.06	85,977	-	100.00	-	-
	Total	8,095,780	1,622,193	20.04	1,621,942	251	99.98	99.98	0.02
TOTAL		65,981,990	54,071,652	81.95	53,502,967	568,685	98.95	98.95	1.05

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.



7 Details of Agenda		Appointment of Ms. Aashti Bhartia (DIN 02840983) as Non-Executive Director.													
Resolution Required : (Ordinary / Special)		Special Business - Ordinary Resolution													
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 - in 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	Evoing	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
	Poll		-	-	-	-	-	-	-	-	-	-	-	-	-
Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
Public - Institutions	Evoing	28,233,426	22,796,675	80.74	22,289,050	507,625	97.77	2.23	22,289,050	507,625	97.77	2.23	507,625	97.77	2.23
	Poll		-	-	-	-	-	-	-	-	-	-	-	-	-
Total		28,233,426	22,796,675	80.74	22,289,050	507,625	97.77	2.23	22,289,050	507,625	97.77	2.23	507,625	97.77	2.23
Public - Non Institutions	Evoing	8,095,780	1,536,216	18.98	1,535,680	536	99.97	0.03	1,535,680	536	99.97	0.03	536	99.97	0.03
	Poll		85,977	1.06	85,977	-	100.00	-	85,977	-	100.00	-	-	100.00	-
Total		8,095,780	1,622,193	20.04	1,621,657	536	99.97	0.03	1,621,657	536	99.97	0.03	536	99.97	0.03
TOTAL		65,981,990	54,071,652	81.95	53,563,491	508,161	99.06	0.94	53,563,491	508,161	99.06	0.94	508,161	99.06	0.94

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.

8 Details of Agenda		Appointment of Mr. Pratik Rashmikant Pota (DIN 00751178) as a Director.													
Resolution Required : (Ordinary / Special)		Special Business - Ordinary Resolution													
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 - in 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	Evoing	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
	Poll		-	-	-	-	-	-	-	-	-	-	-	-	-
Total		29,652,784	29,652,784	100.00	29,652,784	-	100.00	-	29,652,784	-	100.00	-	-	100.00	-
Public - Institutions	Evoing	28,233,426	22,796,675	80.74	21,895,139	901,536	96.05	3.95	21,895,139	901,536	96.05	3.95	901,536	96.05	3.95
	Poll		-	-	-	-	-	-	-	-	-	-	-	-	-
Total		28,233,426	22,796,675	80.74	21,895,139	901,536	96.05	3.95	21,895,139	901,536	96.05	3.95	901,536	96.05	3.95
Public - Non Institutions	Evoing	8,095,780	1,536,216	18.98	1,535,695	521	99.97	0.03	1,535,695	521	99.97	0.03	521	99.97	0.03
	Poll		85,977	1.06	85,977	-	100.00	-	85,977	-	100.00	-	-	100.00	-
Total		8,095,780	1,622,193	20.04	1,621,672	521	99.97	0.03	1,621,672	521	99.97	0.03	521	99.97	0.03
TOTAL		65,981,990	54,071,652	81.95	53,169,595	902,057	98.33	1.67	53,169,595	902,057	98.33	1.67	902,057	98.33	1.67

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.



9 Details of Agenda	Appointment of Mr. Pratik Rashmikant Pota (DIN 00751178) as Wholetime Director, designated as CEO & Wholetime Director.										
Resolution Required : (Ordinary / Special)	Special Business - Ordinary Resolution										
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			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter and Promoter Group	Evoting Poll	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-			
	Total	29,652,784	29,652,784	100.00	29,652,784	-	100.00	-			
Public - Institutions	Evoting Poll	28,233,426	22,796,675	80.74	21,920,632	876,043	96.16	3.84			
	Total	28,233,426	22,796,675	80.74	21,920,632	876,043	96.16	3.84			
Public - Non Institutions	Evoting Poll	8,095,780	1,536,216	18.98	1,535,695	521	99.97	0.03			
	Total	8,095,780	1,622,193	20.04	1,621,672	521	99.97	0.03			
TOTAL		65,981,990	54,071,652	81.95	53,195,088	876,564	98.38	1.62			

The resolution has been passed with requisite majority. Voting on 71 shares polled by Public - Non Institutions were treated as invalid.



Scrutinizer's Report on remote e-voting and voting by Poll at the Annual General Meeting

To,
The Chairman
22nd Annual General Meeting of the Equity Shareholders of
Jubilant FoodWorks Limited

Date of Meeting: August 28, 2017

Day of Meeting: Monday

Time of Meeting: At 11:00 A.M.

Venue of the Meeting: International Trade Expo Centre, Expo Drive, A-11, Sector - 62,
Noida - 201301, U.P

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having its office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s. Jubilant FoodWorks Limited ("Company") for remote e-voting("e-voting") and voting by poll at the 22ndAnnual General Meeting ("AGM")in respect of the below mentioned resolutions considered at the AGM of the Company as per Notice dated May 29, 2017 (AGM Notice).

The AGM Notice convening the AGM along with explanatory statement setting out material facts under section 102 of the Companies Act, 2013 ("Act") were sent to the shareholders on August 2, 2017 as per the permitted mode in respect of the proposed resolutions considered at the AGM of the Company held on August 28, 2017.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting e-voting by the equity shareholders of the Company.

The e-voting period remained open from Friday, August 25, 2017 (9:00 am IST) and concluded on Sunday, August 27, 2017 (5:00 pm IST).

The shareholders holding equity shares as at the close of business hours on Monday, August 21, 2017(Cut-off date) were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company, and their shareholding as on that date has been reckoned with for the purpose of arriving at the result of the e-voting and poll at the Meeting.

Further, the Chairman announced the poll at the meeting for the Shareholders who attended the meeting but have not cast their vote earlier through e-voting.



After the time fixed for voting through poll at AGM venue, i.e. between 11:30 a.m. to 12:00 noon, ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited, Registrar and Transfer Agent of the Company and the authorizations lodged with the Company.

Subsequently, the e-voting module was unblocked on Monday, August 28, 2017 around 12:29 p.m. in the presence of two witnesses, Abhishek Thakur R/o, C-13, Indira Puri, Loni, Ghaziabad, U.P-201102 and Vinita Parwani R/o 2048, FF, Outram Lines, Kingsway Camp, Delhi-110009 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Abhishek Thakur


Vinita Parwani

Our report is based on register of Voting, i.e. vote cast through remote e-voting and voting through poll at AGM.

The votes casted through poll papers and e-voting which were incomplete and/ or otherwise found defective have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder relating to poll and remote e-voting on the resolution contained in the notice of the Annual General meeting.

My responsibility as scrutinizer for the poll is to conduct the same in fair and transparent manner and remote e-voting is to make a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from official website of CDSL for the e-voting process and further based on the votes cast through poll at the AGM, we now submit our consolidated report (e-voting and Poll) as under:

1. The result of the voting as per aforesaid Register is as under:



Resolution-1: To receive, consider and adopt: (Ordinary Resolution)

- a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon; and
- b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	187	53,935,575	53,935,575	187	53,935,575	100.00
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	251	54,021,633	54,021,633	247	54,021,552	100.00

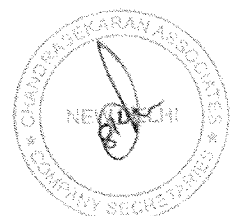
*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	187	53,935,575	53,935,575	0	0	0.00
Poll	64	86,058	86,058	0	0	0.00
Total	251	54,021,633	54,021,633	0	0	0.00

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-2: To declare dividend on Equity Shares: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	191	53,985,675	100.00
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	251	54,071,652	100.00

*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the-Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	0	0	0.00
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	0	0	0.00

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-3: To appoint a Director in place of Mr. Shyam S. Bhartia (DIN 00010484), who retires by rotation and, being eligible, offers himself for re-appointment: (Ordinary resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	182	53,464,023	99.03
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	242	53,550,000	99.04

*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	9	521,652	0.97
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	9	521,652	0.96

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-4: Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, (ICAI Registration No. 117366W/W-100018) as Statutory Auditors from the conclusion of this 22nd Annual General Meeting (AGM) until the conclusion of the 27th AGM of the Company: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	191	53,985,675	100.00
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	251	54,071,652	100.00

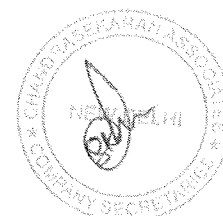
*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	0	0	0.00
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	0	0	0.00

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-5: Appointment of Mr. Berjis Minoo Desai (DIN 00153675) as an Independent Director:(Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	190	53,985,575	53,985,575	185	53,890,131	99.82
Poll	64	86,058	86,058	60*	85977*	99.91
Total	254	54,071,633	54,071,633	245	53,976,108	99.82

*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	190	53,985,575	53,985,575	5	95,444	0.18
Poll	64	86,058	86,058	0	0	0.00
Total	254	54,071,633	54,071,633	5	95,444	0.18

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-6: Appointment of Mr. Shamit Bhartia (DIN 00020623) as Non-Executive Director: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	181	53,416,990	98.95
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	241	53,502,967	98.95

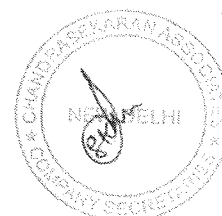
*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	10	568,685	1.05
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	10	568,685	1.05

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-7: Appointment of Ms. Aashti Bhartia (DIN 02840983) as Non-Executive Director: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	183	53,477,514	99.06
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	243	53,563,491	99.06

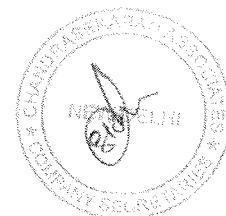
*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	8	508,161	0.94
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	8	508,161	0.94

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-8: Appointment of Mr. Pratik Rashmikan Pota (DIN 00751178) as a Director: (Ordinary Resolution)

a) Votes in favour of the resolution

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	174	53,083,618	98.33
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	234	53,169,595	98.33

*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	17	902,057	1.67
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	17	902,057	1.67

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71



Resolution-9: Appointment of Mr. Pratik Rashmikant Pota(DIN 00751178) as Whole-time Director, designated as CEO & Whole-time Director: (Ordinary Resolution)

a) Votes in favour of the resolution

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-voting	191	53,985,675	53,985,675	175	53,109,111	98.38
Poll	64	86,058	86,058	60*	85,977*	99.91
Total	255	54,071,733	54,071,733	235	53,195,088	98.38

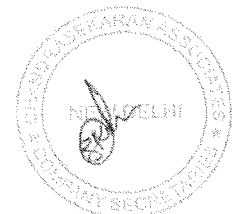
*Out of these one (1) shareholder holding twenty (20) equity shares has partially voted for ten (10) equity shares.

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted against the Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	191	53,985,675	53,985,675	16	876,564	1.62
Poll	64	86,058	86,058	0	0	0.00
Total	255	54,071,733	54,071,733	16	876,564	1.62

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-voting	0	0
Poll	4	71
Total	4	71

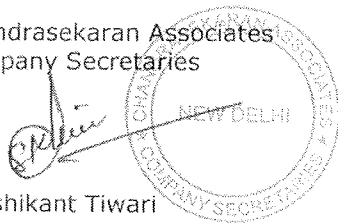


- 2. The Chairman may accordingly declare the result of votes casted by voting process at the meeting.

- 3. The ballot papers and all other documents and relevant records shall remain in mysafe custody, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries



Shashikant Tiwari
Partner
ACS No.: 28994
CP No.: 13050

Place: Delhi
Date: 29.08.2017

Prabir Pal
29/8/2017



Countersigned by

CEO & Wholetime Director