



Niraj Cement Structurals Limited

Date: 27th March, 2024

To,

| | |
|---|---|
| The Corporate Relations Department. BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Script Code: 532986 | National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex, Bandra East Mumbai 400 051 Script Symbol : NIRAJ |
|---|---|

Dear Sir/Madam,

Sub: Details of the Voting results of the Postal Ballot process and Remote E-Voting- Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In continuation of our letter dated February 22, 2024 regarding the Notice of Postal Ballot and commencement of the remote E-voting. In terms of the of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the resolution as proposed in the Postal Ballot Notice dated February 12, 2024 has been passed by the members of the Company with requisite majority. We are enclosing herewith the details regarding the voting results of the business transacted through Postal Ballot process in the prescribed format as "Annexure A" along with the Scrutinizer's Report as "Annexure B".

The same are also being uploaded on Company's website. The said resolution is passed with the requisite majority on March 25, 2024 (the last date for e-voting).

You are requested to take same on your records.

Thanking You,

Yours faithfully,

For **Niraj Cement Structurals Limited**

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Anil Anant Jha

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ANIL ANANT JHA
Date: 2024.03.27
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Company Secretary & Compliance Officer
ACS No.: 66063

Encl: as above

CIN: L26940MH1998PLC114307

HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.
Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in



Niraj Cement Structurals Limited

Annexure A

Details of the voting results of Postal Ballot through e-voting pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|----------------------------------|
| Name of the Company | NIRAJ CEMENT STRUCTURALS LIMITED |
| Types of Meeting | Postal Ballot |
| Record Date | 16-02-2024 |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 25-03-2024 |
| Total number of shareholders on record date | 13,825 |
| No. of shareholders present in the meeting either in person or through proxy: | NA |
| Promoters and Promoter Group: | - |
| Public: | - |
| No. of Shareholders attended the meeting through Video Conferencing: | NA |
| Promoters and Promoter Group: | - |
| Public: | - |

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HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.
Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in



| Particulars | | Item No. 1: Ordinary Resolution - Re-Appointment of Mr. Vishram Pandurang Rudre (DIN. 08564350) as a Managing Director of the Company. | | | | | | |
|---|------------------------------|---|---------------------------|---|------------------------|-------------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Category | Mode of Voting | No. of shares held | No. of valid 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 in against on votes polled |
| Promoter and Promoter Group | Remote E- voting | 97,40,824 | 69,40,946 | 71.26 | 69,40,946 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (A) | | 97,40,824 | 69,40,946 | 71.26 | 69,40,946 | 0 | 100.00 |
| Public - Institutions | Remote E- voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (B) | | 0 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public - Non Institutions | Remote E- voting | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,83,038 | 4298 | 99.98 | 0.02 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (C) | | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,83,038 | 4298 | 99.98 |
| Total (A+B+C) | | 4,01,55,300 | 2,81,28,282 | 70.05 | 2,81,23,984 | 4298 | 99.98 | 0.02 |
| Whether Resolution is Passed or Not: | | | | | | | Yes | |

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CIN: L26940MH1998PLC114307

HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.

Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in



| Particulars | | Item No. 2: Ordinary Resolution - Re-Appointment of Mr. Sudhakar Balu Tandale (DIN. 09083084) as an Whole-Time Director of the Company. | | | | | | |
|---|------------------------------|---|---------------------------|---|------------------------|-------------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Category | Mode of Voting | No. of shares held | No. of valid 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 in against on votes polled |
| Promoter and Promoter Group | Remote E- voting | 97,40,824 | 69,40,946 | 71.26 | 69,40,946 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (A) | | 97,40,824 | 69,40,946 | 71.26 | 69,40,946 | 0 | 100.00 |
| Public - Institutions | Remote E- voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (B) | | 0 | 0 | 0.00 | 0 | 0 | 0.00 |
| Public - Non Institutions | Remote E- voting | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,83,038 | 4298 | 99.98 | 0.02 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (C) | | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,83,038 | 4298 | 99.98 |
| Total (A+B+C) | | 4,01,55,300 | 2,81,28,282 | 70.05 | 2,81,23,984 | 4298 | 99.98 | 0.02 |
| Whether Resolution is Passed or Not: | | | | | | | Yes | |

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CIN: L26940MH1998PLC114307

HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.

Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in



| Particulars | | Item No. 3: Ordinary Resolution - Approval of Material Related Party Transaction with M/s Niraj-Patel JV, a Joint Venture. | | | | | | |
|---|------------------------------|---|---------------------------|---|------------------------|-------------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Category | Mode of Voting | No. of shares held | No. of valid 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 in against on votes polled |
| Promoter and Promoter Group | Remote E- voting | 97,40,824 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (A) | | 97,40,824 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Institutions | Remote E- voting | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (B) | | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Non Institutions | Remote E- voting | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,82,038 | 5298 | 99.97 | 0.03 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (C) | | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,82,038 | 5298 | 99.97 |
| Total (A+B+C) | | 4,01,55,300 | 2,11,87,336 | 52.76 | 2,11,82,038 | 5298 | 99.97 | 0.03 |
| Whether Resolution is Passed or Not: | | | | | | | Yes | |

CIN: L26940MH1998PLC114307

HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.

Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in

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| Particulars | | | Item No. 4: Ordinary Resolution - Approval of Material Related Party Transaction with M/s Niraj-Babulnath JV, a Joint Venture. | | | | | |
|---|------------------------------|--------------------|---|---|------------------------|-------------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Category | Mode of Voting | No. of shares held | No. of valid 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 in against on votes polled |
| Promoter and Promoter Group | Remote E- voting | 97,40,824 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (A) | | 97,40,824 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Institutions | Remote E- voting | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (B) | | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Non Institutions | Remote E- voting | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,82,038 | 5298 | 99.97 | 0.03 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (C) | | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,82,038 | 5298 | 99.97 |
| Total (A+B+C) | | 4,01,55,300 | 2,11,87,336 | 52.76 | 2,11,82,038 | 5298 | 99.97 | 0.03 |
| Whether Resolution is Passed or Not: | | | | | | | Yes | |

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HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.

Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in



| Particulars | | | Item No. 5: Ordinary Resolution - Approval of Material Related Party Transaction with M/s Niraj-Jandu JV, a Joint Venture. | | | | | |
|---|------------------------------|--------------------|--|---|------------------------|-------------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Category | Mode of Voting | No. of shares held | No. of valid 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 in against on votes polled |
| Promoter and Promoter Group | Remote E- voting | 97,40,824 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (A) | | 97,40,824 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Institutions | Remote E- voting | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total (B) | | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public - Non Institutions | Remote E- voting | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,82,078 | 5258 | 99.98 | 0.02 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total (C) | | 3,04,14,476 | 2,11,87,336 | 69.66 | 2,11,82,078 | 5258 | 99.98 |
| Total (A+B+C) | | 4,01,55,300 | 2,11,87,336 | 52.76 | 2,11,82,078 | 5258 | 99.98 | 0.02 |
| Whether Resolution is Passed or Not: | | | | | | | | Yes |

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HEAD OFFICE: Niraj House, Sunder Baug. Near Deonar Bus Depot. Deonar, Chembur, Mumbai - 400088.

Tel.: 66027100 Fax: 25518736 E-mail: info@niraj.co.in Website: www.niraj.co.in



AJP & ASSOCIATES

Company Secretaries & Trademark Agent

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
NIRAJ CEMENT STRUCTURALS LIMITED
Sunder Baug, Opp. Deonar Bus Depot
Deonar, Mumbai- 400088

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through e- voting conducted in pursuance to the provisions of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules 2021, to the extent applicable.

I, Abhaykumar J. Pal, proprietor of AJP & Associates, Practicing Company Secretary appointed as Scrutinizer by the Board of Directors of **Niraj Cement Structurals Limited ('the Company')**, for the purpose of scrutinizing the postal ballot voting conducted by way of remote e-voting process as per Section 108 and 110 of the Companies Act, 2013 ("the Act") read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and in accordance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner on the resolution contained in the Postal Ballot notice dated February 12, 2024 issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/ 2022 dated December 28, 2022 and 9/2023 dated September 25, 2023 (collectively referred to as the "MCA Circulars"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time) and pursuant to other applicable laws and regulations. .

Further to the above, I submit my report as under:

- A. The Postal Ballot notice dated February 12, 2024 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders on February 23, 2024 in respect of the resolution contained in the Postal Ballot notice dated February 12, 2024.
- B. The e-voting facility to all the Members of the Company to enable them to cast their votes electronically was provided by National Securities Depository Limited (**'NSDL'**).
- C. The shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, February 16, 2024 were entitled to vote on the resolutions as mentioned in the Postal Ballot Notice dated February 12, 2024.
- D. In accordance with the Postal Ballot Notice and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the remote e-voting commenced on Saturday, February 24, 2024 at 09:00 A.M. (IST) and ended on Monday, March 25, 2024 at 05:00 P.M. (IST).
- E. I have scrutinized and reviewed the vote cast through remote e-voting and e-voting during the meeting based on the data downloaded from the NSDL's e-voting system.
- F. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to postal ballot and e-voting on the resolutions mentioned in the notice.
- G. The detailed result voting on the postal ballot (through remote e-voting) is annexed herewith as **Annexure A**.
- H. Based on the voting result, I hereby certify that the resolution set out in Notice have been approved and passed by the requisite consent of the members.
- I. The resolutions specified in the Notice are deemed to be passed on the last date of e-voting i.e. Monday, March 25, 2024.

The relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the postal ballot Meeting and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

FOR AJP & ASSOCIATES

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c=5.4, o=312594444414000f1055d0d8a6
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Abhay J. Pal

Company Secretaries

Mem. No. A59534 & CP. 23812

PR. 2078/2022

Date: 27/03/2024

Place: Mumbai

UDIN. A059534E003634886

Countersigned by
For Niraj Cement Structural Limited

Mr. Anil Anant Jha

Company Secretary & Compliance Officer



Annexure -A

Item No. 1 - Re-Appointment of Mr. Vishram Pandurang Rudre (DIN. 08564350) as a Managing Director of the Company.

Type of Resolution: Ordinary Resolution

a) Voted in favour of the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 68 | 2,81,23,984 | 99.98 |

b) Voted against the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 7 | 4,298 | 0.02 |

c) Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|
| Nil | Nil |

Item No. 2 - Re-Appointment of Mr. Sudhakar Balu Tandale (DIN. 09083084) as a Whole-Time Director of the Company.

Type of Resolution: Ordinary Resolution

a) Voted in favour of the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 68 | 2,81,23,984 | 99.98 |

b) Voted against the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 7 | 4,298 | 0.02 |

c) Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|
| Nil | Nil |

Item No. 3 - Approval of Material Related Party Transactions with M/s Niraj – Patel JV, a Joint Venture.

Type of Resolution: Ordinary Resolution

a) Voted in favour of the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 64 | 2,11,82,038 | 99.97 |

b) Voted against the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 8 | 5,298 | 0.03 |

c) Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|
| Nil | Nil |

Item No. 4 -Approval of Material Related Party Transactions with M/s Niraj – Babulnath JV, a Joint Venture.

Type of Resolution: Ordinary Resolution

a) Voted in favour of the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 64 | 2,11,82,038 | 99.97 |

b) Voted against the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 8 | 5,298 | 0.03 |

c) Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|
| Nil | Nil |

Item No. 5 – Approval of Material Related Party Transactions with M/s Niraj – Jandu JV, a Joint Venture.

Type of Resolution: Ordinary Resolution

a) Voted in favour of the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 64 | 2,11,82,078 | 99.98 |

b) Voted against the resolution :

| Mode of Voting | No. of Members Voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------|-----------------------------|---|--|
| E-voting | 7 | 5,258 | 0.02 |

c) Invalid votes :

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|--|---|
| Nil | Nil |