

29 September 2018

To The Manager Department of Corporate Services, BSE Ltd., PhirozeJeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001. Scrip Code: 504269	To The Manager National Stock Exchange of India Limited, Exchange Plaza, BandraKurla Complex, Bandra (E), Mumbai-400051. Ref: KHAITANELE
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Dear Sir,

**Re: Voting Results at 42<sup>nd</sup> Annual General Meeting held on 29<sup>th</sup> September, 2018 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Please find below details of the voting results at the 42<sup>nd</sup> Annual General Meeting of the company held on 29<sup>th</sup> September, 2018, in the prescribed format pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	29 <sup>th</sup> September, 2018
Total number of Share Holders on Record Date (i.e. 21 <sup>st</sup> September, 2018 - Cut-off date for Remote E voting purpose and Poll at AGM)	19171
No. of Shareholders present in the meeting either in person or through proxy:	
(i) Promoter and Promoter Group	18
(ii) Public	24
No. Of Shareholders attended the meeting through Video Conferencing:	
(i) Promoter and Promoter Group	Not applicable
(ii) Public	Not Applicable

The mode of Voting for all the resolutions was Remote e - Voting and poll conducted at the AGM. The Resolution wise combined Results of Remote e voting and poll are provided in Annexure-A. We are also enclosing the Consolidated Scrutinizer's Report on Remote e-Voting and Poll Conducted at the AGM.

Thanking You,

**For Khaitan Electricals Limited**

(Sajjan Dabriwal)  
Share Holder Chairman of 42<sup>nd</sup> Annual General meeting

Annexure - A

Ordinary Business

Details of Agenda		Resolution No 1 - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018, and the Reports of the Board of Directors and Auditors thereon.						
Resolution required		Ordinary						
Whether promoter / promoter group are interested in the agenda / resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
	Poll		6150389	96.9449	6150389	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	275246	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>275246</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4880546	934	0.0191	924	10	98.9293	1.0707
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4880546</b>	<b>118299</b>	<b>2.4239</b>	<b>118289</b>	<b>10</b>	<b>99.9915</b>
<b>Total</b>		<b>11500000</b>	<b>6412507</b>	<b>55.7609</b>	<b>6412497</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>

Details of Agenda		Resolution No 2- To re-appoint Mr. Sunil Krishna Khaitan (DIN: 00127698), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment.						
Resolution required		Ordinary						
Whether 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 outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
	Poll		6150389	96.9449	6150389	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	275246	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>275246</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4880546	934	0.0191	224	710	23.9829	76.0171
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4880546</b>	<b>118299</b>	<b>2.4239</b>	<b>117589</b>	<b>710</b>	<b>99.3998</b>
<b>Total</b>		<b>11500000</b>	<b>6412507</b>	<b>55.7609</b>	<b>6411797</b>	<b>710</b>	<b>99.9889</b>	<b>0.0111</b>

Details of Agenda		Resolution No 3-To ratify Appointment of Auditors [M/s. Bidasaria & Associates, Chartered Accountants, Kolkata (FRN 315101E)] and to fix their remuneration.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
	Poll		6150389	96.9449	6150389	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	275246	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>275246</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4880546	934	0.0191	224	710	23.9829	76.0171
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4880546</b>	<b>118299</b>	<b>2.4239</b>	<b>117589</b>	<b>710</b>	<b>99.3998</b>
<b>Total</b>		<b>11500000</b>	<b>6412507</b>	<b>55.7609</b>	<b>6411797</b>	<b>710</b>	<b>99.9889</b>	<b>0.0111</b>

**Special Business**

Details of Agenda		Resolution No 4 - To Appoint Ms. Sujata Chatterjee (DIN: 00245656) as an Independent Director for a period of five year up to 24th April, 2023.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
	Poll		6150389	96.9449	6150389	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	275246	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>275246</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4880546	934	0.0191	224	710	23.9829	76.0171
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4880546</b>	<b>118299</b>	<b>2.4239</b>	<b>117589</b>	<b>710</b>	<b>99.3998</b>
<b>Total</b>		<b>11500000</b>	<b>6412507</b>	<b>55.7609</b>	<b>6411797</b>	<b>710</b>	<b>99.9889</b>	<b>0.0111</b>



Details of Agenda		Resolution No 5- To shift Registered office of the company from its present location at A-13, Co-operative Industrial Estate, Balanagar, Hyderabad – 500 037 to 129, Sri Venkateshwara Co-op. Industrial Estate, IDA, Bollaram – 502 320, from such date as may be decided by the Board of Directors.						
Resolution required		Special						
Whether promoter/ promoter group are interested in the agenda/resolution		No					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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
	Poll		6150389	96.9449	6150389	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	275246	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>275246</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4880546	934	0.0191	224	710	23.9829	76.0171
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4880546</b>	<b>118299</b>	<b>2.4239</b>	<b>117589</b>	<b>710</b>	<b>99.3998</b>
<b>Total</b>		<b>11500000</b>	<b>6412507</b>	<b>55.7609</b>	<b>6411797</b>	<b>710</b>	<b>99.9889</b>	<b>0.0111</b>

Details of Agenda		Resolution No 6 - To delete the existing Clause II of the Memorandum of Association of the Company and substituting in its place with the following clause from such date as may be decided by the Board of Directors: - Clause - II. "The Registered Office of the Company will be situated in the State of Telangana."						
Resolution required		Special						
Whether promoter/ promoter group are interested in the agenda/resolution		No					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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
	Poll		6150389	96.9449	6150389	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	275246	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>275246</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	4880546	934	0.0191	224	710	23.9829	76.0171
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4880546</b>	<b>118299</b>	<b>2.4239</b>	<b>117589</b>	<b>710</b>	<b>99.3998</b>
<b>Total</b>		<b>11500000</b>	<b>6412507</b>	<b>55.7609</b>	<b>6411797</b>	<b>710</b>	<b>99.9889</b>	<b>0.0111</b>

*(Signature)*  
S. Balaji

Details of Agenda		Resolution No 7 - Ratification of remuneration payable to M/s. SPK Associates, Cost Auditors of the Company for Financial Year ended 31st March, 2019						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution		Yes					No	
Category	Mode of Voting	6344208	143819	2.2669	143819	0	100.0000	0.0000
			6150389	96.9449	6150389	0	100.0000	0.0000
			0	0.0000	0	0	0.0000	0.0000
		<b>6344208</b>	<b>6294208</b>	<b>99.2119</b>	<b>6294208</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
		275246	0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	275246	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	4880546	934	0.0191	224	710	23.9829	76.0171
Public Institutions	E-Voting		117365	2.4048	117365	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	4880546	118299	2.4239	117589	710	99.3998	0.6002
	<b>Total</b>	11500000	6412507	55.7609	6411797	710	99.9889	0.0111
Public Non Institutions	E-Voting	4880546	934	0.0191	924	10	98.9293	1.0707
	Poll		117365	2.4048	117365	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	4880546	118299	2.4239	118289	10	99.9915	0.0085
<b>Total</b>		<b>21261092</b>	<b>6531740</b>	<b>30.7216</b>	<b>6530310</b>	<b>1430</b>	<b>99.9781</b>	<b>0.0219</b>

As per the consolidated report of Remote E-voting and poll conducted at the AGM on item No. 1-7 of the notice to the AGM, all the resolutions were passed with the requisite Majority.

For Khaitan Electricals Limited

Sajjan Kumar Dabriwal  
Share Holder Chairman of 42nd Annual general Meeting

**AMIT CHORARIA & CO**  
Chartered Accountants  
E-mail: amitchorariaco@gmail.com

Phone: (033) 2242-0196  
2243-2509  
Mobile – 9830858715  
Room No. 401, 4<sup>th</sup> Floor,  
14/2, Old China Bazar Street,  
Kolkata-700001

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

To,  
To,  
The Chairman of 42<sup>nd</sup> Annual General Meeting  
KHAITAN ELECTRICALS LIMITED  
A-13, Co-operative Industrial Estate,  
Balanagar, Hyderabad – 500 037

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on results of remote e-voting and voting through Ballot paper conducted on the resolutions placed at the Annual General Meeting of the Company, held on 29th September, 2018 at 11:00 A.M. at A-13, Co-operative Industrial Estate, Balanagar, Hyderabad – 500 037 (Registered office of the Company)**

I, Amit Choraria, Proprietor AMIT CHORARIA & CO, Chartered Accountants, having Membership No. 066838, was appointed, by the Board of Directors of Khaitan Electricals Limited [the "Company"], as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting, and voting through Ballot Paper received from the equity shareholders, carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to ascertain the requisite majority in respect of the below mentioned resolutions at the 42<sup>nd</sup> Annual General Meeting (AGM) of the Company held on 29<sup>th</sup> September, 2018.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules thereto and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means on the resolutions contained in the Notice, dated 29<sup>th</sup> August, 2018, of the 42<sup>nd</sup> AGM of the Members of the Company. My responsibility as Scrutinizer for remote e-voting process and voting through Ballot Paper is restricted to make a Scrutinizer's Report of votes cast "In favour" or "Against" on the resolutions stated below, based on the reports generated from remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and the Ballot Paper received from the equity shareholders at the venue of the 42<sup>nd</sup> AGM.



Further to the above, I hereby submit my Scrutinizer's Report on remote e-voting and voting by physical ballot at the AGM:

I) The remote e-voting period remained open from Wednesday, 26<sup>th</sup> September, 2018 (09:00 A.M) IST to Friday, 28<sup>th</sup> September, 2018 (05:00 P.M.) IST.

II) The Members of the Company, as on the cut-off date, i.e., Friday, 21<sup>st</sup> September, 2018, were entitled to vote on the resolutions as set out in the Notice, dated 29<sup>th</sup> August, 2018, of the 42<sup>nd</sup> AGM of the members of the Company.

III) After declaration of the completion of voting by the Chairman, the Ballot Box kept for voting was taken into custody and was locked.

IV) The Ballot Box was subsequently opened in my presence; the poll papers were sorted out and were diligently scrutinized. The ballot papers were reconciled with the records, maintained by the Registrar and Share Transfer agent of the company and the authorization and proxies lodged with the company. The votes were also scrutinized for the purpose of eliminating the duplicate voting i.e. on remote e – voting as well as via ballot paper.

V) As stated above, the remote e- voting period ended at 05:00 P.M., on 27<sup>th</sup> September, 2018. The votes cast on remote e-voting were unlocked by me in the presence of two witnesses, Mr. Navdeep Bhansali and Ms. Sunita Chakraborty, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

VI) No ballot were found incomplete and/or otherwise defective so as treat the same as invalid.

VII) The details of E-voting (EVSN - 180901021) and voting through Ballot Paper are as under:

**A - Ordinary Businesses:**

**Item no. 1 (Ordinary Resolution) - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018, and the Reports of the Board of Directors and Auditors thereon:**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	14	144743	15	6267754	29	6412497	99.9998
Dissent	1	10	0	0	1	10	0.0002
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	



**Item no. 2 (Ordinary Resolution) – To re-appoint Mr. Sunil Krishna Khaitan (DIN: 00127698), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment:**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	144043	15	6267754	28	6411797	99.9889
Dissent	2	710	0	0	2	710	0.0111
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	

**Item no. 3 (Ordinary Resolution) – To ratify Appointment of Auditors [M/s. Bidasaria & Associates, Chartered Accountants, Kolkata (FRN 315101E)] and to fix their remuneration:**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	144043	15	6267754	28	6411797	99.9889
Dissent	2	710	0	0	2	710	0.0111
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	

**B - Special Businesses:**

**Item no. 4 (Ordinary Resolution) – To Appoint Ms. Sujata Chatterjee (DIN: 00245656) as an Independent Director for a period of five year up to 24th April, 2023:**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	144043	15	6267754	28	6411797	99.9889
Dissent	2	710	0	0	2	710	0.0111
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	





**Item no. 5 (Special Resolution) – To shift Registered office of the company from its present location at A-13, Co-operative Industrial Estate, Balanagar, Hyderabad – 500 037 to 129, Sri Venkateshwara Co-op. Industrial Estate, IDA, Bollaram – 502 320, from such date as may be decided by the Board of Directors::**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	144043	15	6267754	28	6411797	99.9889
Dissent	2	710	0	0	2	710	0.0111
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	

**Item no. 6 (Special Resolution) – To delete the existing Clause II of the Memorandum of Association of the Company and substituting in its place with the following clause from such date as may be decided by the Board of Directors: -**

**Clause - II. “The Registered Office of the Company will be situated in the State of Telangana.”:**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	144043	15	6267754	28	6411797	99.9889
Dissent	2	710	0	0	2	710	0.0111
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	

**Item no. 7 (Ordinary Resolution) – Ratification of remuneration payable to M/s. SPK Associates, Cost Auditors of the Company for Financial Year ended 31st March, 2019:**

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	144043	15	6267754	28	6411797	99.9889
Dissent	2	710	0	0	2	710	0.0111
<b>Total</b>	<b>15</b>	<b>144753</b>	<b>15</b>	<b>6267754</b>	<b>30</b>	<b>6412507</b>	<b>100</b>
Invalid	0	0	0	0	0	0	



Based on the above results, I report that the Ordinary / Special Resolutions, as contained in Item nos. 1, 2, 3, 4, 5, 6 and 7 have been passed with requisite majority.

VIII) In terms of the provisions of Rule 20(4)(xiv) of the Companies (Management and Administration) Amendment Rules, 2015, as amended, I have maintained the Registers of e-voting in electronic form and the list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid. The Registers and all other papers relating to electronic voting and voting by ballot shall remain in my safe custody until the Chairman of the AGM considers, approves and signs the Minutes of the AGM.

Thanking you.

Witnesses

*Navdeep Bhansali*  
(Navdeep Bhansali)  
14/2 Old China Bazar Street  
Kolkata-700001

*Sunita Chakraborty*  
(Sunita Chakraborty)  
14/2 Old China Bazar Street,  
Kolkata-700001  
**Place:** Kolkata  
**Date:** September 29, 2018

Yours truly,  
For AMIT CHORARIA & CO  
Chartered Accountants,  
Firm Registration No. 326638E



*Amit Choraria*

**Amit Choraria**  
Proprietor  
Membership No. 066838

*[Signature]*