

ICL / CMPL / 2018-19 / 27<sup>th</sup> September, 2018 / 42

To,  
The General Manager  
Department of Corporate Affairs  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001

**Scrip Code: 526871**  
**ISIN: INE017E01018**

**Subject: Submission of voting results along with Scrutinizer report for the 24<sup>th</sup> Annual General Meeting**

Dear Sir,

This is to inform you that our Company's 24<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, 25<sup>th</sup> September, 2018 at Bipin Chandra Pal Auditorium, A-81, Chitranjan Park, New Delhi-110019 at 11.15 a.m. to transact business as mentioned in the 24<sup>th</sup> AGM Notice dated 28<sup>th</sup> August 2018.

In this regard, the following are attached

| Sl. | Business Transactions  | Annexure, if any | Remarks, if any   |
|-----|--|------------------|---|
| 1.  | Summary of Proceeding of 24 <sup>th</sup> Annual General Meeting held on Tuesday 25 <sup>th</sup> September 2018 as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements)<br><br>The same have been made available at the Company's website <a href="http://www.inteccapital.com">www.inteccapital.com</a> | None             | Uploaded on the website on Tuesday, 25 <sup>th</sup> September, 2018 having <b>Announcement ID 371423</b>   |
| 2.  | Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations   | Annexure-I       | As per Regulation 44 of SEBI (LODR) Regulations, 2015, the voting results is submitted <b>within 48 hours of conclusion of meeting i.e., on 27<sup>th</sup> September, 2018</b> |
| 3.  | Report of Scrutinizer dated 25 <sup>th</sup> September, 2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as per format MGT-13.  | Annexure-II      | As per companies Act, 2013, Scrutinizer report is submitted <b>within 48 hours of conclusion of meeting i.e., on 27<sup>th</sup> September, 2018</b>                            |



**INTEC CAPITAL LTD.**

CIN: I 74899DL1994PLC05/410

Regd Off: 701, Manjusha Building, 57 Nehru Place, New Delhi - 110019. T +91-11-4652 2200/300 F +91-11-4652 2333  
[www.inteccapital.com](http://www.inteccapital.com)

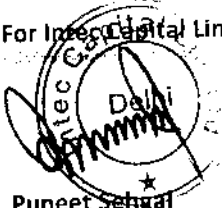
# intec

CAPITAL LIMITED

|    |  |      |  |
|----|--|------|--|
| 4. | Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013 | None | Uploaded on the website on Tuesday, 25 <sup>th</sup> September, 2018 being a attachment of Summary of Proceeding of AGM having <b>Announcement ID 371423</b> |
|----|--|------|--|

<<>>

For Intec Capital Limited



Puneet Sehgal  
Company Secretary  
ACS: 1255

INTEC CAPITAL LTD.

CIN: L74899DL1994PLC057410

Regd Off: 701, Manjusha Building, 57 Nehru Place, New Delhi - 110019. T +91-11-4652 2200/300 F +91-11-4652 2333

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## Annexure-I

| INTEC CAPITAL LIMITED   |  |
|---|--|
| Date of AGM   | 25 <sup>th</sup> September, 2018   |
| Total No. of Shareholders On record   | 1294   |
| No. of shareholders present in the meeting either in person or through proxy: | 9  |
| Promoter and Promoter group   | 308  |
| Public  |  |
| No. of Shareholders attended the meeting through Video conferencing           | Nil  |
| Promoter and Promoter group   | Nil  |
| Public  |  |
| Resolution Required: Ordinary /Special  | Ordinary: 1.To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and report of Auditors thereon |
| Whether promoter/promoter group are interested in the agenda/ resolution?     | NO   |

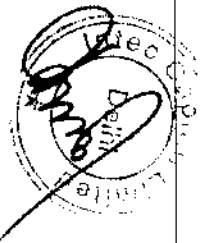


| Promoter/Promoter Group      | Mode of voting            | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------|---------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group  | E- Voting                 | 13710664           | 9203959             | 67.12                                   | 9203959                  | -                      | 100%                                 | -                                  |
|                              | Poll                      |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Post ballot if Applicable |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Institutional holders | E- Voting                 | Nil                | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Poll                      |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Post ballot if Applicable |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Others                | E- Voting                 | 4655586            | 2284786             | 49.07                                   | 2284786                  | -                      | 100%                                 | -                                  |
|                              | Poll                      |                    | 452                 | 0.01                                    | 452                      | -                      | 100%                                 | -                                  |
|                              | Post ballot if Applicable |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Total                        |                           | 18366250           | 11489197            | 62.55%                                  | 11489197                 | -                      | 100%                                 | -                                  |



**INTEC CAPITAL LIMITED**

|  |  |
|--|--|
| Date of AGM  | 25-09-2018   |
| Total No. of Shareholders<br>On record date  | 1294   |
| No. of shareholders<br>present in the meeting<br>either in person or<br>through proxy: | 9  |
| Promoter and Promoter<br>Group   | 308  |
| No. of Shareholders<br>attended the meeting<br>through Video<br>conferencing           | Nil  |
| Promoter and Promoter<br>Group   | Nil  |
| Resolution Required:<br>Ordinary /Special  | Ordinary: 2. To appoint a director in place of Mr. Sanjeev Goel (DIN: 00028702) Managing Director who retires by rotation and being eligible, offers himself for re-appointment, |
| Whether<br>promoter/promoter are<br>interested in the agenda/<br>resolution?           | NO   |



| Promoter/Public              | 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  | E-Voting                  | 13710664           | 9203959             | 67.12                                   | 9203959                  | -                      | 100%                                 | -                                  |
|                              | Poll                      |                    |                     |   |                          |                        |                                      |                                    |
|                              | Post ballot if Applicable |                    |                     |   |                          |                        |                                      |                                    |
| Public-Institutional holders | E-Voting                  | Nil                | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Poll                      |                    |                     |   |                          |                        |                                      |                                    |
|                              | Post ballot if Applicable |                    |                     |   |                          |                        |                                      |                                    |
| Public-Others                | E-Voting                  | 4655586            | 2284786             | 49.07                                   | 2284786                  | -                      | 100%                                 | -                                  |
|                              | Poll                      |                    | 452                 | 0.01                                    | 452                      | -                      | 100%                                 | -                                  |
|                              | Post ballot if Applicable |                    |                     |   |                          |                        |                                      |                                    |
| Total                        |                           | 18366250           | 11489197            | 62.55%                                  | 11489197                 | -                      | 100%                                 | -                                  |

Handwritten signature and circular stamp of the company, likely representing the Chairman or a director, with the text 'Chairman' visible in the stamp.

**INTEC CAPITAL LIMITED**

25-09-2018

1273

9

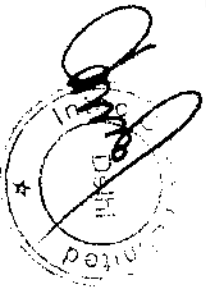
308

Nil

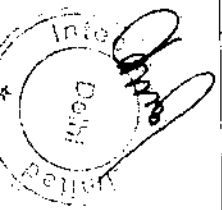
Nil

NO

|   |  |
|---|--|
| Date of AGM   | 25-09-2018   |
| Total No. of Shareholders   | 1273   |
| On record date  |  |
| No. of shareholders present in the meeting either in person or through proxy: | 9  |
| Promoter and Promoter group   | 308  |
| Public  | Nil  |
| No. of Shareholders attended the meeting through Video conferencing           | Nil  |
| Promoter and Promoter group   | Nil  |
| Public  | Nil  |
| Resolution Required: Ordinary /Special  | Ordinary: 3. To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to borrow in terms of Section 180(1)(c) of the Companies Act, 2013 read with rules made thereunder and in this regards, to consider and, if thought fit, to pass with or without modification(s) |
| Whether promoter/promoter are interested in the agenda/ resolution?           | NO   |



| Promoter/Public              | 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  | E- Voting                 | 13710664           | 9203959             | 67.12                                   | 9203959                  | -                      | 100%                                 | -                                  |
|                              | Poll                      | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Post ballot if Applicable | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Institutional holders | E- Voting                 | Nil                | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Poll                      | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Post ballot if Applicable | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Others                | E- Voting                 | 4655586            | 2284786             | 49.07                                   | 2284786                  | -                      | 100%                                 | -                                  |
|                              | Poll                      | 452                | 452                 | 0.01                                    | 452                      | -                      | 100%                                 | -                                  |
|                              | Post ballot if Applicable | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Total                        |                           | 18366250           | 11489197            | 62.55%                                  | 11489197                 | -                      | 100%                                 | -                                  |





**INTEC CAPITAL LIMITED**

Date of AGM

25-09-2018

Total No. of Shareholders

1273

On record date

No. of shareholders present in the meeting

either in person or through proxy:

Promoter and Promoter group

Public

9

308

No. of Shareholders attended the meeting through Video conferencing

Promoter and Promoter group

Public

Nil

Resolution Required: Ordinary / Special

Resolution Required:

Public

Nil

Resolution Required:

Ordinary / Special

Public

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

NO

Resolution Required:

Public

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

NO

Resolution Required:

Public

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

NO



| Promoter/Public              | 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  | E-Voting                  | 13710664           | 9203959             | 67.12                                   | 9203959                  | -                      | 100%                                 | -                                  |
|                              | Poll                      |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Post ballot if Applicable |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Institutional holders | E-Voting                  | Nil                | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Poll                      |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | Post ballot if Applicable |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Others                | E-Voting                  | 4655586            | 2284786             | 49.07                                   | 2284786                  | -                      | 100%                                 | -                                  |
|                              | Poll                      |                    | 452                 | 0.01                                    | 452                      | -                      | 100%                                 | -                                  |
|                              | Post ballot if Applicable |                    | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Total                        |                           | 18366250           | 11489197            | 62.55 %                                 | 11489197                 | -                      | 100%                                 | -                                  |



**INTEC CAPITAL LIMITED**

|   |   |
|---|---|
| Date of AGM   | 25-09-2018  |
| Total No. of Shareholders   | 1273  |
| On record date  |   |
| No. of shareholders present in the meeting                          |   |
| either in person or through proxy:                                  |   |
| Promoter and Promoter Group   | 9   |
| Public  | 308   |
| No. of Shareholders attended the meeting through Video Conferencing |   |
| Promoter and Promoter Group   | Nil   |
| Public  | Nil   |
| Resolution Required: Ordinary /Special                              | Special: 5. To ratify the excess Remuneration already paid to Mr. Sanjeev Goel, Managing Director of the Company during the Financial Year 2015-16. |
| Whether promoter/promoter are interested in the agenda/resolution?  | NO  |

  
 Director  
 Intec Capital Limited

| Promoter/Public              | 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  | E-Voting                  | 13710664           | 9203959             | 67.12                                   | 9203959                  | -                      | 100%                                 | -                                  |
|                              | Poll                      | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Institutional Holders | Post ballot if Applicable | Nil                | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | E-Voting                  | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Public-Others                | Post ballot if Applicable | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
|                              | E-Voting                  | 4655586            | 2284786             | 49.07                                   | 2284786                  | -                      | 100%                                 | -                                  |
| Public-Others                | Poll                      | -                  | 452                 | 0.01                                    | 452                      | -                      | 100%                                 | -                                  |
|                              | Post ballot if Applicable | -                  | -                   | -                                       | -                        | -                      | -                                    | -                                  |
| Total                        |                           | 18366250           | 11489197            | 62.55%                                  | 11489197                 | -                      | 100%                                 | -                                  |

*Q.1*

(1)  
(2)  
(3) =  $[(2)/(1)] * 100$   
(4)  
(5)  
(6) =  $[(4)/(2)] * 100$   
(7) =  $[(5)/(2)] * 100$



# Krishna Kumar Sharma & Co.

## Company Secretaries

108, Himalaya Palace,

65, Vijay Block, Laxmi Nagar, New Delhi-92

Mobile : 98913-15949, Telefax : 011-47587113

E-mail : kksharmacs@gmail.com, krishna@cskrishna.com

url : cskrishna.com

### Scrutinizer's Report-Combined

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administrations) Rules, 2014]

To

The Chairman of 24<sup>th</sup> Annual General Meeting of the members of **Intec Capital Limited** (the Company) held on Tuesday 25<sup>th</sup> September, 2018 at 11:15 AM at Bipin Chandra Pal Auditorium, A-81, Chittranjan Park, New Delhi-110 019.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice (C. P. No. 7747), have been appointed as a scrutinizer by
  - (i) The board of Directors of Intec Capital Limited (the Company) for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on remote e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 and
  - (ii) The Chairman of the Annual General meeting (AGM) on poll under the provisions of the section 109 of Companies act 2013 read with Rule 21 of the Companies (Management and Administrations) Rules 2014 (Rules) on the resolutions contained in the notice of the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the company held on Tuesday 25<sup>th</sup> September, 2018 at 11:15 AM at Bipin Chandra Pal Auditorium, A-81, Chittranjan Park, New Delhi-110 019.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 24<sup>th</sup> AGM of members of the company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from Remote e-voting system provided by Central Depository System Limited, the authorized agency to provide Remote e-voting facilities, engaged by the company.



3. In accordance with the Notice of the 24<sup>th</sup> Annual general meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015 on May 25<sup>th</sup>, 2016, the remote e-voting opened at 11:00 AM on Saturday 22<sup>nd</sup> September, 2018 and remained open up to 5:00 PM on Monday 24<sup>th</sup> September, 2018.
4. The Equity shareholders holding shares as on 18<sup>th</sup> September, 2018, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 24<sup>th</sup> Annual general meeting of the company.
5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses:

| Witness No. 1                              | Witness No. 2                              |
|--|--|
| <i>Nilesh Singh</i>                        | <i>Manish</i>                              |
| <b>Mr Nilesh Singh<br/>PAN: GKHPS7038R</b> | <b>Mr Manish Vatsa<br/>PAN: AKFPV8637F</b> |

who are not the employees of the company, and ballots received were, sorted, signatures verified and were scrutinized. The ballots were reconciled with the records maintained by the Company/Registrar and transfer agents (R&TA) of the company and the authorizations/proxies lodged with the Company.

6. The ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. The votes on remote e-voting were unblocked after conclusion of voting at the AGM in the presence of two witnesses as mentioned above who are not the employees of the company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from e-voting website of Central Depository Services Limited (<https://www.evotingindia.co.in/>) and the same are being handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



**Resolution-1: Ordinary Resolution****Item No. 1 – Adoption of Audited Financial Statements**

Ordinary Resolution: To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and report of Auditors thereon.

(i) Voted in favour of the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | 29                      | 1,14,88,745                  | 100                                   |
| Voting by ballot | 21                      | 452                          | 100                                   |
| <b>Total</b>     | <b>50</b>               | <b>1,14,89,197</b>           | <b>100</b>                            |

(ii) Voted against the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | NIL                     | NIL                          | NIL                                   |
| Voting by ballot | NIL                     | NIL                          | NIL                                   |
| <b>Total</b>     | <b>NIL</b>              | <b>NIL</b>                   | <b>NIL</b>                            |

(iii) Invalid votes:

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

**Resolution-2: Ordinary Resolution****Item No. 2 – Appointment of Director**

Ordinary Rescution: To appoint a director in place of Mr. Sanjeev Goel (DIN: 00028702) Managing Director who retires by rotation and being eligible, offers himself for re-appointment.



(i) Voted in favour of the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | 29                      | 1,14,88,745                  | 100                                   |
| Voting by ballot | 21                      | 452                          | 100                                   |
| <b>Total</b>     | <b>50</b>               | <b>1,14,89,197</b>           | <b>100</b>                            |

(ii) Voted against the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | NIL                     | NIL                          | NIL                                   |
| Voting by ballot | NIL                     | NIL                          | NIL                                   |
| <b>Total</b>     | <b>NIL</b>              | <b>NIL</b>                   | <b>NIL</b>                            |

(iii) Invalid votes:

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

**Item No. 3– Revision in overall borrowing powers of the Company in terms of Section 180 (1) (c) of the Companies Act,2013**

**Item No. 3**

Special Resolution: To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to borrow in terms of Section 180 (1) (c) of the Companies Act, 2013 read with rules made thereunder.

(i) Voted in favour of the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | 29                      | 1,14,88,745                  | 100                                   |
| Voting by ballot | 21                      | 452                          | 100                                   |
| <b>Total</b>     | <b>50</b>               | <b>1,14,89,197</b>           | <b>100</b>                            |





(ii) Voted against the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | NIL                     | NIL                          | NIL                                   |
| Voting by ballot | NIL                     | NIL                          | NIL                                   |
| <b>Total</b>     | <b>NIL</b>              | <b>NIL</b>                   | <b>NIL</b>                            |

(iii) Invalid votes:

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

**Item No. 4– Creation of Mortgage/Charge on the assets of the Company in terms of Section 180 (1) (a) of the Companies Act, 2013:**

Special Resolution: To consider and approve the Authority to Board of Directors or Delegated Committee of Board or Delegated Authority to create mortgage / charge on assets of the Company in terms of Section 180 (1) (a) of the Companies Act, 2013 read with rules made thereunder for securing the Borrowings of the company availed / to be availed from time to time in terms of section 180 (1) (c) of the Companies Act, 2013 read with rules made thereunder.

(i) Voted in favour of the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | 29                      | 1,14,88,745                  | 100                                   |
| Voting by ballot | 21                      | 452                          | 100                                   |
| <b>Total</b>     | <b>50</b>               | <b>1,14,89,197</b>           | <b>100</b>                            |

(ii) Voted against the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | NIL                     | NIL                          | NIL                                   |
| Voting by ballot | NIL                     | NIL                          | NIL                                   |
| <b>Total</b>     | <b>NIL</b>              | <b>NIL</b>                   | <b>NIL</b>                            |



(iii) **Invalid votes:**

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

**Item No. 4– Approve the Remuneration payable to Mr. Sanjeev Goel, Managing Director for three (3) Financial Years i.e. from Financial 2019 – 2020, 2020 – 2021 and 2021 - 2022:**

Special Resolution: To consider and approve remuneration to be payable to Mr. Sanjeev Goel, Managing Director for three(3) Financial Years i.e. from Financial 2019 –2020, 2020 –2021 and 2021 – 2022 as per limits as prescribed in section 197 of Companies Act 2013 or wherever applicable shall be within the limits as prescribed in Schedule-V of the Companies Act, 2013, or wherever limits of 11% is crossed or limits of schedule-V is crossed then subject to the approval of Central Government in conformity with Companies Act, 2013 provided maximum remuneration payable is Rs. 150 Lacs per annum including salary, all allowances and perquisites but does not include the sitting fees and other reimbursements and in this regard.

(i) **Voted in favour** of the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | 29                      | 1,14,88,745                  | 100                                   |
| Voting by ballot | 21                      | 452                          | 100                                   |
| <b>Total</b>     | <b>50</b>               | <b>1,14,89,197</b>           | <b>100</b>                            |

(ii) **Voted against** the resolution:

| Mode of voting   | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting  | NIL                     | NIL                          | NIL                                   |
| Voting by ballot | NIL                     | NIL                          | NIL                                   |
| <b>Total</b>     | <b>NIL</b>              | <b>NIL</b>                   | <b>NIL</b>                            |



(iii) Invalid votes:

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

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 24<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

For Krishna Kumar Sharma & Co.  
Company Secretaries



(CS Krishna Kumar Sharma)  
Proprietor  
C. P. No. : 7747  
Place: New Delhi  
Date: 25<sup>th</sup> September, 2018.