

# TCIEXPRESS

#### -LEADER IN EXPRESS-

August 05, 2022

To

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalai Street - Mumbai- 400001

Scrip Code: 540212

Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-I, Block G,
Bandra Kurla Complex,
Bandra (E) Mumbai -400 051

Scrip Symbol: TCIEXP

Sub: Disclosure of voting results of Annual General Meeting alongwith Consolidated Scrutinizer's Report

#### Dear Sir/Madam,

In furtherance to our letter dated August 03, 2022, intimating about the proceedings of the 14<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday August 03, 2022 at 10.30 A.M through Video Conferencing / Other Audio Visual Means.

In this regard, we hereby submit the following reports:

- (i) Consolidated Voting Results (remote e-voting and e-voting during the AGM) in the format prescribed under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached as Annexure I.
- (ii) Consolidated Report of the Scrutinizer on the remote e-voting and e-voting during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, attached as **Annexure II**.

Further, the referred documents are also being uploaded on the website of Company at <a href="www.tciexpress.in">www.tciexpress.in</a>. We are pleased to inform you that all businesses as provided in enclosed reports were approved by requisite majority of shareholders at the 14<sup>th</sup> AGM of the Company.

Thanking you,

Yours faithfully,

Privanka

Company Secretary & Compliance Office

Encl: As above

TCI Express Limited

# DISCLOSURE OF VOTING RESULTS UNDER REGULATION 44 OF SEBI LODR REGULATIONS-2015

Annexure-I

54	Public
8	Promoters and Promoter Group:
	No. of Shareholders attended the meeting through Video Conferencing
	Public:
	Promoters and Promoter Group:
N.A	No. of shareholders present in the meeting either in person or through proxy:
42,428	Total number of shareholders on record date
03 <sup>rd</sup> August 2022	Date of the AGM

Agenda- wise disclosure (to be disclosed separately for each agenda item)

		Public- Institutions			Promoter Group	Promoter and	Category	Whether promoter/ promoter group are interested in agenda/resolution?	Resolution No. Resolution required: (Ordinary/ Special)
	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Mode of Voting	No	1 Ordinary -To re along with the
	1,010,070	4 819 075			25.672 180		No. of shares held (1)		eceive, consider a
	0	4,131,603	25,672,180	0	0	25,672,180	No. of votes polled (2)		and adopt the A pard of Director
	0.0000	85.7344	100.0000	0.0000	0.0000	100.0000	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*		1 Ordinary -To receive, consider and adopt the Audited Standalone Finan along with the report of the Board of Director's and Auditor's thereon
	0	4,126,359	25,672,180	0	0	25,672,180	No. of Votes — in favour (4)		ne Financial Statu thereon
For TC!	0	5244	0	0	0	0	No. of Votes – against (5)		ement of the C
TOI EXPIRED LIMITED	0.0000	99.8731	100.0000	0.0000	0.0000	100.0000	% of Votes in favour on votes polled (6)=[(4)/(2)]*	<i>(</i>	Company for the
MILED	0.0000	0.1269	0.0000	0.0000	0.0000	0.0000	% of Votes against on votes polled (7)=[(5)/(2)]*		1 Ordinary -To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2022, along with the report of the Board of Director's and Auditor's thereon
	0	0	0	0	0	0	Votes Invalid	,	ded March 31
	0	0	0	0	0	0	Votes Abstained		, 2022,

Priyanka Company Secretary & Compliance Office

50	Public Institutions E Voting 4,819,075	Total	Postal Ballot (if applicable)	Promoter Group Poll	Promoter and E-Voting 25,672,180	Category Mode of No. of Voting shares held (1)	agenda/resolution/	Whether No promoter/ promoter group are interested in	Resolution ORDINARY - To declare a final dividend on equity shares for the financial year ended on March 31, 2022 required.  (Ordinary/ Special)	Resolution No. 2	Total  Sub-Total 38,529,125	Public Non Postal Ballot Institutions (if applicable)	Poli	E Votage 8,037,870	
	4,140,708	25,672,180	0	0	25,672,180	No. of votes polled (2)			dividend on ec		1,431,737	0	0	1,431,737	
0.0000	85.9233	100.0000	0.0000	0.0000	100.0000	% of Votes Polled on outstanding shares (3)={(2)/(1)}*			uity shares for t		17.8124 81.0699	0.0000	0	17.8124	
c	4,140,708	25,672,180	0	0	25,672,180	No. of Votes - in favour (4)			the financial yea		1,431,729	0	0	1,431,729	
	0 0	0	0	0	0	No. of Votes – against (5)			ar ended on M		5,252	0	0	co	
	0.0000	100.0000	0.0000	0.0000	100.0000	% of Votes in favour on votes polled (6)=[(4)/(2)]*			larch 31, 2022		99.9994	0.0000	0	99.9994	
0.000	00000	0.0000	0.0000	0.0000	0.0000	% of Votes against on votes polled (7)=[(5)/(2)]*					0.0006	0.0000	0.0000	0 0006	
	0 0	0	0	0	0	Votes Invalid					0	0	0	0	
	0 0	0	0	0	0	Votes Abstained					0	0	C	0	

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	Public- Institutions			Promoter Group	Promoter and			Category	the agenda/resolution?	are interested in	promoter group	promoter/	Whether	required: (Ordinary/ Special)	Resolution	Resolution No.				Institutions	Public- Non		
Poli	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Voting	Mode of			Yes			re-appointment	ORDINARY - To	ω	Sub-Total	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)
	4,819,075				25,672,180	:	shares held (1)	No. of						*	appoint a Dire		38,529,125				8,037,870		
0	4,140,708	0	0	0	0	;	votes polled (2)	No. of							ctor in place o		31,244,625	1,431,737	0	0	1,431,737	4,140,708	0
0.0000	85.9233	0.0000	0.0000	0.0000	0.0000	shares (3)=[(2)/(1)]* 100	Polled on outstanding	% of Votes							f Mr. Dharmpal		81.0935	17.8124	0.0000	0.0000	17.8124	85.9233	0.0000
€or To	4,100,204	0	0	0	0	;	- in favour (4)	No. of Votes							Agarwal (DIN-0		31,244,590	1,431,702	0	0	1,431,702	4,140,708	0
CorTCIE PRESS	40,504	0	0	0	0		Votes – against (5)	No. of							)0084105), wh		35	35	0	0	35	0	0
C :000000 D	99.0218	0.0000	0.0000	0.0000	0.0000	(6)=[(4)/(2)]* 100	favour on votes polled	% of Votes in							o retires by rota	5	99.9999	99.9976	0.0000	100.0000	99.9976	100.0000	0.0000
0.0000	0.9782	0.0000	0.0000	0.0000	0.0000	(7)=[(5)/(2)]* · 100	against on votes polled	% of Votes							ORDINARY - To appoint a Director in place of Mr. Dharmpal Agarwal (DIN-00084105), who retires by rotation and being eligible, offers himself for		0.0001	0.0024	0.0000	0.0000	0.0024	0.0000	0.0000
0	0	0	0	0	0		Invalid	Votes							eligible, offer:		0	0	0	0	0	0	0
0	0	0	0	0	0		Abstained	Votes							s himself for		0	C	0	0	0	0	0

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	Public- Institutions			Promoter Group	Promoter and		category	28cmad/. coolamon.	agenda/resolution?	promoter group	promoter/	Whether	(Ordinary/ Special)	required:	Resolution	Resolution No.				Institutions	Public- Non		
Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Voting					No			SPECIAL - Amendment to the Employee Stock Option Scheme-2016	4	Sub-Total	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)
	4,819,075				25,672,180	(1)	shares held								ndment to the E		38,529,125				8,037,870		
0	4,079,965	25,672,180	0	0	25,672,180	polled (2)	votes								mplovee Stock		55,72,445	1,431,737	0	0	1,431,737	4,140,708	0
0.0000	84.6628	100.0000	0.0000	0.0000	100.0000	outstanding shares (3)=[(2)/(1)]* 100	% of Votes Polled on								Option Scheme	)	14.4629	17.8124	0.0000	0.0000	17.8124	85.9233	0.0000
0	3,715,159	25,672,180	0	0	25,672,180	(4)	No. of Votes  - in favour								-2016		55,31,740	1,431,536	0	0	1,431,536	4,100,204	0
0	3,64,806	0	0	0	0	against (5)	No. of Votes –										40,705	201	0	0	201	40,504	0
0.0000	91.0586	100.0000	0.0000	0.0000	100.0000	votes polled (6)=[(4)/(2)]* 100	% of Votes in favour on										99.2695	99.986.0	0.0000	0.0000	99.9860	99.0218	0.0000
0.0000	8.9414	0.0000	0.0000	0.0000	0.0000	votes polled (7)=[(5)/(2)]* 100	% of Votes against on										0.7305	0.0140	0.0000	0.0000	0.0140	0.9782	0.0000
0	0	0	0	0	0		Votes Invalid										0	0	0	0	0	0	0
0	0	0	0	0	0		Votes Abstained		O-Villandoring)	OTT OT A SUMMA	***************************************	Orania	the state of the s				0	0	0	0	0	0	0



					_	_									_	_		106	 		Ι				
	Public- Institutions				Promoter Group	Promoter and			Category	agenda/resolution?	are interested in	promoter group	promoter/	Whether	(Ordinary/ Special)	required:	Resolution	Resolution No.				Institutions	Public- Non		
Poll	E-Voting	Total	(if applicable)	Postal Ballot	Poll	E-Voting		Voting	Mode of					No			SPECIAL - To extend the benefits under Employees Stock Option Scheme 2016 to	5	Sub-Total	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)
	48,19,075					25,672,180	Į	shares held	No. of								tend the benefi		38,529,125				8,037,870		
0	40,79,965	25,672,180		0	0	25,672,180	į	votes	No. of								its under Emplo		31,183,854	1,431,709	0	0	1,431,709	4,079,965	0
0.0000	84.6628	100.0000		0.0000	0.0000	100.0000	shares (3)=[(2)/(1)]* 100	Polled on outstanding	% of Votes								yees Stock Opt		80.9358	17.8120	0.0000	0.0000	17.8120	84.6628	0.0000
0	25,30,898	25,672,180		0	0	25,672,180	3	– in favour (4)	No. of Votes								ion Scheme 201		30.818.517	14,31,178	0	0	14,31,178	3,715,159	0
0	15,49,067	0		0	0	0	c	Votes – against (5)	No. of								_		3.65.337	531	0	0	531	3,64,806	0
0.0000	62.0323	100.0000		0.0000	0.0000	100.0000	(6)=[(4)/(2)]* 100	favour on votes polled	% of Votes in								yees of Subsidi		98.8284	99.9629	0.0000	0.0000	99.9629	91.0586	0.0000
0.0000	37.9677	0.0000		0.0000	0.0000	0.0000	(7)=[(5)/(2)]* 100	against on	% of Votes								the Employees of Subsidiaries Companies of the Company, if any	5.000	1.1716	0.0371	0.0000	0.0000	0.0371	8.9414	0.0000
0	0	0		0	0	0		Invalid	Votes								of the Comp		0	0	0	0	0	0	0
0	0	0		0	0	0		Abstained	Votes								any, if any		0	0	0	0	0	0	0



	0	0.0000	0.0000	0	0	0.0000	0	,,,,,,,,	Poll	
	0	78.8919	21.1081	3,218,762	8,61,203	84.6628	4,079,965	4 819 075	E-Voting	Public- Institutions
	0	0.0000	100.0000	0	25,672,180	100.0000	25,672,180		Total	
	0	0.0000	0.0000	0	0	0.0000	0		Postal Ballot (if applicable)	
	0	0.0000	0.0000	0	0	0.0000	0	25.672.180	Poll	Promoter Group
	0	0.0000	100.0000	0	25,672,180	100.0000	25,672,180		E-Voting	Promoter and
		(7)=[(5)/(2)]* 100	votes polled (6)=[(4)/(2)]* 100	against (5)	(+)	shares (3)=[(2)/(1)]* 100	bolled (2)	ξ		
Votes Abstained	Votes Invalid	% of Votes against on	% of Votes in favour on	No. of Votes –	No. of Votes  — in favour	% of Votes Polled on	No. of votes	No. of shares held	Mode of Voting	Category
										ageilua/Tesolution:
										are interested in
										promoter group
										promoter/
									No	Whether
(	,					24	, if any	f the Company,	Company(ies) of the Company, if any	required: (Ordinary/ Special)
g A	(ies) includin	SPECIAL -To extend the benefits under Employees Stock Option Scheme 2016 to the Employees of the Group Company(ies) including Associate	ployees of the (	016 to the Em	tion Scheme 2	oyees Stock Op	its under Empl	tend the benef	SPECIAL -To ext	Resolution
			The second secon	A CONTRACTOR OF THE PERSON NAMED IN				And the second second second	6	Resolution No.
	0	4.9690	95.0310	1,549,523	29,634,331	80.9358	31,183,854	38,529,125	onb-10tal	
	0	0.0319	99.9681	456	1,431,253	17.8120	1,431,709		Total	
	0	0.0000	0.0000	0	0	0.0000	0		Postal Ballot (if applicable)	
	0	0.0000	0.0000	0	0	0.0000	0	,	Poll	institutions
	0	0.0319	99.9681	456	1,431,253	17.8120	1,431,709	8,037,870	E-Voting	Public- Non
	0	37.9677	62.0323	15,49,067	2,530,898	84.6628	4,079,965		Total	
	0	0.0000	0.0000	0	0	0.0000	0		Postal Ballot (if applicable)	
									:	



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		Public- Institutions			Promoter Group	Promoter and			Category	are interested in agenda/resolution?	promoter group	promoter/	Whathar	Resolution required: (Ordinary/ Special)	Resolution No.					Institutions	Public- Non			1
Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Voting	Mode of			Š	2	SPECIAL - To ap	7	Sub-Lotal	Total	(if applicable)	Dantal Dallat	Poll	E-Voting	Total	(if applicable)	Postal Ballot
1)0	4 819 075				25.672.180		£	shares held	No. of					prove buyback		38,529,125			8,037,870	0 777 070				
0	0	4,135,464	25,672,180	0	0	25,672,180	polled (z)	votes	No. of					of Equity share		31,103,034	1,431,709		0	0	1,431,709	4,079,965		0
0.0000	0.0000	85.8145	100.0000	0.0000	0.0000	100.0000	shares (3)=[(2)/(1)]*	Polled on	% of Votes					SPECIAL - To approve buyback of Equity shares of the Company		00,5550	17.8120		0.0000	0.0000	17.8120	84.6628		0.0000
0	0	4,078,982	25,672,180	0	0	25,672,180	(4)	– in favour	No. of Votes					ηγ		27,504,015	1,431,236		0	0	1,431,236	861,203		0
0	0	56,482	0	0	0	0	agallist (2)	Votes –	No. of							ومعارميان	4/3		0	0	473	3,218,762		0
0.0000	0.0000	98.6342	100.0000	0.0000	0.0000	100.0000	(6)=[(4)/(2)]* 100	favour on	% of Votes in							05:07:00	99.9670		0.0000	0.0000	99.9670	21.1081	And the second s	0.0000
0.0000	0.0000	1.3658	0.0000	0.0000	0.0000	0.0000	(7)=[(5)/(2)]* 100	against on	% of Votes							1010101	10.0330		0.0000	0.0000	0.0330	78.8919		0.0000
0	0	0	0	0	0	0		Invalid	Votes								•		0	0	0	0		0
0	0	0	0	0	0	0		Abstained	Votes								5		0	0	0	0		0

Company Secretary & Compliance Company

	Total		4,135,464	85.8145	4,078,982	56,482	98.6342	1.3657	0	C
Public- Non	E-Voting		1,431,737	17.8124	1,431,428	309	99.9784	0.0216	0	C
Institutions	Poll	8,037,870	0	0.0000	0	0	0.0000	0.0000	0	C
	Postal Ballot (if applicable)	8,037,870	o	0.0000	0	o	0.0000	0.000.0	o	C
	Total	1,431,737	17.8124	1,431,428	309	99.9784	0.0216	0	0	1,431,737
	Sub-Total	38,529,125	31,239,381	81.0799	31,182,590	56,791	99.8182	0.1818	0	0

For TCL Express Limited

Priyanka

(Company Secretary & Compliance Officer)



Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To The Chairman TCI Express Limited #1-8-271 To 273, Flat No. 306 & 307, 3rd Floor, Ashoka Bhoopal Chambers, S. P. Road, Secunderabad – 500 003

Dear Sir,

- 1. I, Vasanth Kumar Bajaj, Company Secretary in Practice, have been appointed by the Board of Directors of TCI Express Limited (the Company) as a Scrutinizer for the purpose of Scrutinizing the remote e-voting/ e-voting at Annual General Meeting (AGM) for ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the General Circular issued by the Ministry of Corporate Affairs ('MCA'), on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 14th Annual General Meeting (AGM) of the Members of the Company, held on Wednesday, 03rd August, 2022 at 10:30 A.M. through Video Conferencing (VC) and Other Audio Visual Means (OAVM).
- 2. The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 14th Annual General Meeting dated 27th May, 2022. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting process and e-voting at the AGM.
- Further to the above, I submit my report as under:
  - The remote e-voting remained open from Sunday, 31st July, 2022 (09:00 A.M.) to Tuesday, 02<sup>nd</sup> August, 2022 (5:00 P.M.).



Flat No. 205, Gupta Towers H.No. 3-5-1111/5 to 13 Kachiguda X Road, Hyderabad - 500 029 Tel / Fax: 91 - 40 66665933 E-mail:info@vkbajajassociates.com

ii. The members of the Company as on the "cut-off" date i.e., Thursday, 28<sup>th</sup> July, 2022 were entitled to vote on the resolutions as set out in the notice of the 14<sup>th</sup> Annual General Meeting (AGM) of the Company through the facility of remote e-voting / e-voting at the AGM.

The votes cast under remote e-voting *I* e-voting at Annual General Meeting (AGM) were unblocked 15 minutes after conclusion of AGM in the presence of 2 witnesses, who are not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and e-voting at the AGM based on the data downloaded from the National Securities Depository Limited ('NSDL').

iii. The results of the e-voting is enclosed as Annexure - A

Thanking you

For V K Bajaj & Associates Company Secretaries

Vasanth Kumar Bajaj Company Secretary FCS 6868

CP No. 5827

UDIN: F006868D000745452

Date: 05.08.2022 Place: Hyderabad

#### Annexure - A

# RESULTS OF REMOTE E-VOTING & E-VOTING AT AGM;

## Resolution No. 1 of the Notice:

Ordinary Resolution for consideration and adoption of Audited Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2022 and the report of the Board of Directors' & Auditors' thereon:

## i) Votes cast in favour of the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	255	3,12,29,175	99.9797
E- Voting at AGM	2	1,093	0.0035
Total No. of Votes Cast	257	3,12,30,268	99.9832

## ii) Votes cast against the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	5	5,252	0.0168
E- Voting at AGM	-		
Total No. of Votes Cast	5	5,252	0.0168

#### Resolution No. 2 of the Notice:

Ordinary Resolution for declaration of dividend of ₹. 2.00 per ordinary equity share of face value of ₹. 2.00 each, for the financial year ended on March 31, 2022:

#### i) Votes cast in favour of the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	257	3,12,43,497	99.9964
E- Voting at AGM	2	1,093	0.0035
Total No. of Votes Cast	259	3,12,44,590	99.9999

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	4	35	0.0001
E- Voting at AGM		-	
Total No. of Votes Cast	4	35	0.0001



# Resolution No. 3 of the Notice:

Ordinary Resolution for appointment of a Director in place of Mr. Dharmpal Agarwal (DIN: 00084105), who retires by rotation and being eligible, offers himself for re-appointment:

## Votes cast in favour of the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	233	2,25,00,000	90.8153
E- Voting at AGM	2	1,003	0.0048
Total No. of Votes Cast	236	2,26,09,973	99.8201

## ii) Votes cast against the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	16	40,705	0.1799
E- Voting at AGM	Charles and a service of the service	88	••
Total No. of Votes Cast	16	40,705	0.1799

## Resolution No. 4 of the Notice:

Special Resolution for Amendment to the Employee Stock Option Scheme-2016:

### i) Votes cast in favour of the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	214	3,08,17,424	98.8249
E- Voting at AGM	2	1,093	0.0035
Total No. of Votes Cast	216	3,08,18,517	98.8284

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	43	3,65,337	1.1716
E- Voting at AGM			
Total No. of Votes Cast	43	3,65,337	1.1716





# Resolution No. 5 of the Notice:

Special Resolution for extending the benefits under Employees Stock Option Scheme 2016 to the Employees of Subsidiaries Companies of the Company, if any:

## i) Votes cast in favour of the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	194		
E- Voting at AGM	194	2,96,33,238	95.0275
	2	1,093	0.0035
Total No. of Votes Cast	196	2,96,34,331	95.0310

## ii) Votes cast against the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	63		
E- Voting at AGM	03	15,49,523	4.9690
Total No. of Votes Cast			-
Total No. of Votes Cast	63	15,49,523	4.9690

## Resolution No. 6 of the Notice:

Special Resolution for extending the benefits under Employees Stock Option Scheme 2016 to the Employees of the Group Company(ies) including Associate Company(ies) of the Company, if any:

#### i) Votes cast in favour of the resolution:

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	186	2,79,63,526	89.6731
E- Voting at AGM	2	1,093	0.0035
Total No. of Votes Cast	188	2,79,64,619	89.6766

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting	71	32,19,235	10.3234
E- Voting at AGM			
Total No. of Votes Cast	71	32,19,235	10.3234



# Resolution No. 7 of the Notice:

Special Resolution for approval of buyback of equity shares of the company:

# i) Votes cast in favour of the resolution:

Voting Method Remote E-Voting	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
E- Voting at AGM	252	3,11,81,497	99.8147
Total No. of Votes Cast	2	1,093	0.0035
Totas Cast	254	3,11,82,590	99.8182

Voting Method	No. of members voted	No of Votes cast (Shares)	% of Total No. of Valid Votes Cast
Remote E-Voting E- Voting at AGM	7	56,791	0.1818
Total No. of Votes Cast			
Total No. of Votes Cast	7	56,791	0.1818



