

To,

| | |
|---|--|
| The General Manager The Corporate Relation Department Bombay Stock Exchange Limited Phiroza Jeejeebhoy Towers 14 TH Floor, Dalal Street Mumbai 400 001 Scrip Code: 534804 | The National Stock Exchange India Ltd. Listing Department Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai 400 051 Scrip Code: CARERATING |
|---|--|

Dear Sir,

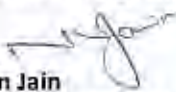
Sub: Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 – Details of Voting Results at the 26th Annual General Meeting of CARE Ratings Limited

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the result of the voting conducted through remote e-voting from Wednesday, September 25, 2019 to Sunday, September 29, 2019 and through Postal Ballot Papers at the 26th Annual general Meeting of CARE Ratings Limited held on Monday, September 30, 2019 along with consolidated report of Scrutinizer.

Kindly take the same on records.

Thanking you,

For CARE Ratings Limited


Navin Jain
Company Secretary



CARE Ratings Limited
(Formerly known as Credit Analysis & Research Limited)

CARE Ratings Limited (Formerly known as Credit Analysis and Research Limited) – Voting
Result of 26th AGM held on September 30, 2019:

| | |
|--|--------------------|
| Date of the AGM/EGM | September 30, 2019 |
| Total number of shareholders on record date | 48,248 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | - |
| Public: | 53 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Not Applicable |
| Public: | Not Applicable |



N. Jain

Agenda- wise disclosure

| Resolution required: (Ordinary/Special) | | | To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2019 and Cash Flow Statement together with the Reports of the Board of Directors and the Auditors thereon. | | | | | |
|--|-------------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 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 | 19,716,613 | 1,56,09,565 | 79.17 | 1,56,09,565 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 9,744,601 | 364,351 | 3.74 | 364,207 | 144 | 99.96 | 0.04 |
| | *Poll | | 49,482 | 0.51 | 49,462 | 20 | 99.96 | 0.04 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 4,13,833 | 4.25 | 4,13,669 | 164 | 99.96 | 0.04 |
| Total | | 29,461,214 | 16,023,398 | 54.39 | 16,023,234 | 164 | 100.00 | 0.00 |



Signature

*Poll indicates vote by Ballot Paper at the venue of AGM.

| Resolution required: (Ordinary/Special) | | | To confirm the payment of interim dividends aggregating to Rs. 18/- (Rupees Eighteen only) per equity share and to declare final dividend of Rs. 12/- (Rupees Twelve only) per equity share for the financial year ended March 31, 2019. | | | | | |
|---|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 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 | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 9,744,601 | 364,451 | 3.74 | 364,342 | 109 | 99.97 | 0.03 |
| | *Poll | | 49,482 | 0.51 | 49,462 | 20 | 99.96 | 0.04 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 413,933 | 4.25 | 4,13,804 | 129 | 99.97 | 0.03 |
| Total | | 29,461,214 | 16,023,498 | 54.39 | 16,023,369 | 129 | 100.00 | 0.00 |

*Poll indicates vote by Ballot Paper at the venue of AGM.



Signature

| Resolution required: (Ordinary/Special) | | | To appoint a Director in place of Mr. V Chandrasekaran (DIN 03126243) who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|--|-------------------------------|---------------------------|--|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 13,239,851 | 2,369,714 | 84.82 | 15.18 |
| | *Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 19,716,613 | 15,609,565 | 79.17 | 13,239,851 | 2,369,714 | 84.82 | 15.18 |
| Public-Non Institutions | E-Voting | 9,744,601 | 364451 | 3.74 | 364053 | 398 | 99.89 | 0.11 |
| | *Poll | | 49415 | 0.51 | 49395 | 20 | 99.96 | 0.04 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 413866 | 4.25 | 413448 | 418 | 99.90 | 0.10 |
| Total | | 29,461,214 | 16023431 | 54.39 | 13653299 | 2370132 | 85.21 | 14.79 |

*Poll indicates vote by Ballot Paper at the venue of AGM.



Myfair

| Resolution required: (Ordinary/Special) | | | Appointment of Ms. Sonal Gunvant Desai (DIN 08095343) as an Independent Director of the company with effect from March 30, 2019 till the conclusion of the AGM of FY 2021-22. | | | | | |
|--|-------------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 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 | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 0 | 100.00 | 0.00 |
| Public-NonInstitutions | E-Voting | 9,744,601 | 364,421 | 3.74 | 364,234 | 187 | 99.95 | 0.05 |
| | *Poll | | 49,241 | 0.51 | 49,221 | 20 | 99.96 | 0.04 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 413,662 | 4.25 | 413,455 | 207 | 99.95 | 0.05 |
| Total | | 29,461,214 | 16,023,227 | 54.39 | 16,023,020 | 207 | 100.00 | 0.00 |

*Poll indicates vote by Ballot Paper at the venue of AGM.



Mya

| Resolution required: (Ordinary/Special) | | | Appointment of Mr. Najib Shah (DIN 08120210) as an Independent Director of the company with effect from July 17, 2019 till the conclusion of the AGM of FY 2021-22 | | | | | |
|--|-------------------------------|--------------------|--|---|-------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes –in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 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 | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 0 | 100.00 | 0.00 |
| Public-NonInstitutions | E-Voting | 9,744,601 | 364,421 | 3.74 | 364,254 | 167 | 99.95 | 0.05 |
| | *Poll | | 49,241 | 0.51 | 48,971 | 270 | 99.45 | 0.55 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 413,662 | 4.25 | 413,225 | 437 | 99.89 | 0.11 |
| Total | | 29,461,214 | 16,023,227 | 54.39 | 16,022,790 | 437 | 100.00 | 0.00 |

*Poll indicates vote by Ballot Paper at the venue of AGM.



N. Jain

| Resolution required: (Ordinary/Special) | | | Appointment of Dr. M Mathisekaran (DIN 03584338) as an Independent Director of the company with effect from August 19, 2019 till the conclusion of the AGM of FY 2021-22. | | | | | |
|--|-------------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]* 100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 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 | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 9,744,601 | 364,421 | 3.74 | 364,063 | 358 | 99.90 | 0.10 |
| | *Poll | | 49,141 | 0.51 | 49,121 | 20 | 99.96 | 0.04 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 413,562 | 4.25 | 413,184 | 378 | 99.91 | 0.09 |
| Total | | 29,461,214 | 160,23,127 | 54.39 | 16,022,749 | 378 | 100.00 | 0.00 |

*Poll indicates vote by Ballot Paper at the venue of AGM.



N. Gan

| Resolution required: (Ordinary/Special) | | | Appointment of Mr. Ananth Narayan Gopalakrishnan (DIN 05250681) as an Independent Director of the company with effect from August 19, 2019 till the conclusion of the AGM of FY 2021-22. | | | | | |
|--|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Not Applicable | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]* 100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 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 | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 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 | 19,716,613 | 15,609,565 | 79.17 | 15,609,565 | 0 | 100.00 | 0.00 |
| Public-Non Institutions | E-Voting | 9,744,601 | 364,421 | 3.74 | 364,083 | 338 | 99.91 | 0.09 |
| | *Poll | | 49,321 | 0.51 | 49,301 | 20 | 99.96 | 0.04 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,744,601 | 413,742 | 4.25 | 413,384 | 358 | 99.91 | 0.09 |
| Total | | 29,461,214 | 16,023,307 | 54.39 | 16,022,949 | 358 | 100.00 | 0.00 |

N. G. Ananth



Consolidated Scrutinizer's Report on Remote e-Voting and voting through physical ballot conducted at the Twenty Sixth Annual General Meeting of CARE Ratings Limited (Formerly known as Credit Analysis and Research Limited) held on September 30, 2019.

To
The Chairman
CARE Ratings Limited
(Formerly known as Credit Analysis and Research Limited)
Godrej Coliseum, 4th Floor
Somaiya Hospital Road
Off Eastern Express Highway
Sion (East), Mumbai - 400 022.

Twenty Sixth Annual General Meeting of the Members of CARE Ratings Limited (Formerly known as Credit Analysis and Research Limited) held on Monday, September 30, 2019 at 02.00 p.m. at Jasubhai Conventional Hall, Sri Shanmukhananda Fine Arts & Sangeetha Sabha, 6th Floor, 292 Harbanslal Marg, Sion (East), Mumbai – 400 022.

Dear Sir,

The Board of Directors of **CARE Ratings Limited** (Formerly known as Credit Analysis and Research Limited) (the Company) at its meeting held on July 31, 2019 has appointed me as the "Scrutinizer" to scrutinize remote e-voting process as well as the physical ballots received from the Members of the Company at the venue of the Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the aforesaid notice of the Twenty Sixth AGM of the Members of the Company dated August 19, 2019. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated August 19, 2019 based on the reports generated from the remote e-voting system provided by Karvy Fintech Private Limited (KFPL/Service Provider), the authorized agency to provide e-voting facility and voting conducted at the venue of the AGM. I hereby submit my report as under:



1. The Company had appointed KFPL as the Service Provider, for extending the facility of Remote e-Voting to the Members of the Company. KFPL also is the Registrar and Share Transfer Agents (RTA) of the Company.
2. KFPL has provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the Twenty Sixth AGM of the Company which was held on Monday, September 30, 2019.
3. The Cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as September 22, 2019.
4. As prescribed in Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014, Company also released notice through newspaper Advertisement in Marathi in 'Mumbai Lashadweep' dated September 4, 2019 and in English in 'Business Standard' dated September 4, 2019.
5. Further the Company has also released an advertisement in Marathi in "Mumbai Lashadweep" dated September 14, 2019 and in English in "Business Standard" dated September 14, 2019 for the corrigendum to the notice of the 26th AGM dated August 19, 2019.
6. In terms of the Clause (vi) of the Sub Rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the Remote e-Voting facility was kept open for 5 (Five) days i.e. from Wednesday, September 25, 2019 at 9:00 a.m. (IST) till Sunday, September 29, 2019 at 5:00 p.m. (IST).
7. At the end of the voting period on Sunday, September 29, 2019 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith.
8. At the venue of the Twenty Sixth AGM of the Company held on September 30, 2019, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote e-Voting to register their votes.
9. On September 30, 2019, after counting of the votes casted at the venue of the AGM through ballot paper, the votes cast through Remote E- Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Mahesh Kuwalekar and Mr. Deepak Joshi who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the said Rule 20.
10. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me. After the voting at the AGM was concluded the sealed ballot box was subsequently opened in my presence and of the two witnesses, as mentioned below and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



11. The details of the Consolidated Results of the Remote e-Voting together with voting conducted at venue of the AGM by way of Ballot Papers are as under:

| Details | Remote e-Voting | Voting through Ballot Paper | Total Voting |
|--|--|-----------------------------|--------------|
| Number of Members who cast their votes | 160 | 16 | 176 |
| Total number of Shares held by them | 15,974,016 | 54,002 | 16,028,018 |
| Valid votes | As per details provided under each one of the resolution mentioned hereunder | | |
| Invalid Votes | As per details provided under each one of the resolution mentioned hereunder | | |

Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or physical voting.

Item No. 1 (Ordinary Resolution)

To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2019 and cash flow statement together with the Reports of the Board of Directors and the Auditors thereon.

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|---------------|--------------------------|-------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 15,973,772 | 100.00 | 144 | 0.00 | 100 |
| Physical Voting | 49,462 | 99.96 | 20 | 0.04 | 4,520 |
| Total | 1,60,23,234 | 100.00 | 164 | 0.00 | 4,620 |

Item No. 2 (Ordinary Resolution)

To confirm the payment of interim dividends aggregating to Rs.18/- (Rupees Eighteen only) per equity share and to declare final dividend of Rs.12/- (Rupees Twelve Only) per equity share for the financial year ended March 31, 2019.

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|---------------|--------------------------|-------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 15,973,907 | 100.00 | 109 | 0.00 | 0 |
| Physical Voting | 49,462 | 99.96 | 20 | 0.04 | 4,520 |
| Total | 16,023,369 | 100.00 | 129 | 0.00 | 4,520 |



Item No. 3 (Ordinary Resolution)

To appoint a Director in place of Mr. V Chandrasekaran (DIN 03126243) who retires by rotation and being eligible, offers himself for re-appointment.

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|--------------|--------------------------|--------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 13,603,904 | 85.16 | 23,70,112 | 14.84 | 0 |
| Physical Voting | 49,395 | 99.96 | 20 | 0.04 | 4,587 |
| Total | 13,653,299 | 85.21 | 23,70,132 | 14.79 | 4,587 |

Item No. 4 (Ordinary Resolution)

Appointment of Ms. Sonal Gunvant Desai (DIN 08095343) as an Independent Director of the company with effect from March 30, 2019 till the conclusion of the AGM of FY 2021-22.

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|---------------|--------------------------|-------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 15,973,799 | 100.00 | 187 | 0.00 | 30 |
| Physical Voting | 49,221 | 99.96 | 20 | 0.04 | 4,761 |
| Total | 16,023,020 | 100.00 | 207 | 0.00 | 4,791 |

Item No. 5 (Ordinary Resolution)

Appointment of Mr. Najib Shah (DIN 08120210) as an Independent Director of the company with effect from July 17, 2019 till the conclusion of the AGM of FY 2021-22

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|---------------|--------------------------|-------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 15,973,819 | 100.00 | 167 | 0.00 | 30 |
| Physical Voting | 48,971 | 99.45 | 270 | 0.55 | 4,761 |
| Total | 16,022,790 | 100.00 | 437 | 0.00 | 4,791 |

Item No. 6 (Ordinary Resolution)

Appointment of Dr. M Mathisekaran (DIN 03584338) as an Independent Director of the company with effect from August 19, 2019 till the conclusion of the AGM of FY 2021-22.

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|---------------|--------------------------|-------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 15,973,628 | 100.00 | 358 | 0.00 | 30 |
| Physical Voting | 49121 | 99.96 | 20 | 0.04 | 4,861 |
| Total | 16,022,749 | 100.00 | 378 | 0.00 | 4,891 |



Item No. 7 (Ordinary Resolution)

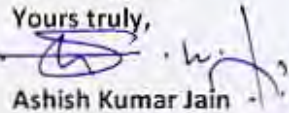
Appointment of Mr. Ananth Narayan Gopalakrishnan (DIN 05250681) as an Independent Director of the company with effect from August 19, 2019 till the conclusion of the AGM of FY 2021-22.

| Manner of Voting | Votes in favour of the resolution | | Votes against Resolution | | Invalid/Abstain Votes Nos. |
|------------------|-----------------------------------|---------------|--------------------------|-------------|----------------------------|
| | Nos. | % | Nos. | % | |
| Remote E- Voting | 15,973,648 | 100.00 | 338 | 0.00 | 30 |
| Physical Voting | 49,301 | 99.96 | 20 | 0.04 | 4,681 |
| Total | 16022949 | 100.00 | 358 | 0.00 | 4,711 |

All the Resolutions mentioned in the Twenty Sixth AGM Notice dated August 19, 2019 as per the details above stand passed under Remote e-Voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the Registers/records received from the Service Provider both electronically and manually, in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the Twenty Sixth AGM.

Thanking you,
Yours truly,


Ashish Kumar Jain

Practicing Company Secretary

FCS: 6058 COP: 6124

UDIN No.: F006058A000019544



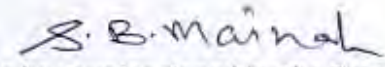
Date: 01st October, 2019

Place: Mumbai

WITNESSES:

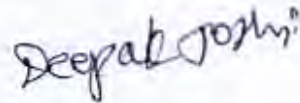


Mr. Mahesh Kuwalekar


To be counter signed by the Chairman

Date : 01st October, 2019

Place: Mumbai



Mr. Deepak Joshi