



DATE: July 29, 2019
REF.: PIL/DVN/L90/2019-20

Company Code - PRAJIND	Security Code No. : 522205
National Stock Exchange of India Ltd.	BSE Ltd
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai - 400 001
Fax: 022 – 2659 8237 / 38	Fax: 022-22723121/3719/2037/2039/2041/2061

Dear Sir/Madam,

This has reference to your mail dated 26th July, 2019 regarding discrepancies in voting results filed by the Company.

Please find enclosed herewith revised Scrutinizers' Report along with below mentioned information for your reference.

You are requested to kindly take the same on your record.

Outcome of Voting at 33rd Annual General Meeting held on Tuesday, the 23rd July, 2019
(As per Clause 44(3) of Listing Obligations and Disclosure Requirements, 2015)

Date of Annual General Meeting	23 rd July, 2019		
Total Number of Shareholders as on record date	96,614		
No. of Shareholders present in the meeting either in person or through proxy	<u>Promoters & Promoter Group</u>	<u>Public</u>	
	In Person	In Person	Through Proxy
	3	63	01
No. of Shareholders attended the meeting through Video Conferencing	<u>Promoters & Promoter Group</u>	<u>Public</u>	
	Not Applicable	Not Applicable	

Praj Industries Limited

Regd. Office : "Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune : 411057. Ph : +91 20 71802000 / 22941000
f : +91 20 22941116 e: info@praj.net w : www.praj.net CIN : L27101PN1985PLC038031



Agenda Wise (Resolution Wise) Given Below

The mode of voting for all the resolutions was:

- 1) e-voting conducted between 20th July, 2019 and 22nd July, 2019 and;
- 2) Poll conducted at the Meeting.

As per the consolidated results of e-voting and poll on item no. 1 to 10 of the Notice of the AGM, all the resolutions are passed by requisite majority.

FOR PRAJ INDUSTRIES LIMITED,

A handwritten signature in blue ink, appearing to read 'Dattatraya Nimbolkar', written over a horizontal line.



**DATTATRAYA NIMBOLKAR
CHIEF INTERNAL AUDITOR & COMPANY SECRETARY**

SCRUTINIZER'S CONSOLIDATED REPORT

To
The Executive Chairman,
Praj Industries Limited,
Praj Tower, S. No. 274 & 275/2,
Bhumkar Chowk - Hinjewadi Road,
Hinjewadi, Pune – 411057

Subject: Submission of Scrutinizer's Consolidated Report

Ref: 33rd Annual General Meeting (the "Meeting") of the Equity Shareholders of Praj Industries Limited (the "Company") held on Tuesday, 23rd July 2019 at 10.00 a.m., at Registered Office of the Company at Praj Tower, S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune – 411057.

Dear Sir,

I, Sunil Nanal, Partner of M/s KANJ & Co. LLP, Practising Company Secretaries, Pune appointed as a Scrutinizer for the following purposes:

1. The e-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 20th July 2019 9.00 p.m. and 22nd July 2019 5.00 p.m.
2. The poll taken for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Meeting of the Company.

I submit a consolidated report as under:

1. With respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Executive Chairman, Shri Pramod Chaudhari, ballot boxes kept for polling were locked in my presence with due identification marks placed by me. Subsequently, after the closing of the poll, the locked ballot boxes were opened in my presence and poll papers were diligently scrutinized, reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company and counted.
2. After the conclusion of voting at the general meeting, I first counted the votes cast at the general meeting and thereafter I unblocked the votes cast through remote e-Voting in the presence of two witnesses. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by accessing the data available on the website of Central Depository Services Limited (CDSL), i.e. "<https://www.evotingindia.com>". The final report was tabulated by me and the data regarding the final e-Votes was diligently scrutinized and reconciled with the data available on the above mentioned website.




3. The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:

Resolution No.1 (Ordinary Resolution) - To receive, consider and adopt:

a) The audited Financial Statements of the Company for the financial year ended 31st March 2019 together with the reports of Board of Directors and the Auditors thereon.

b) The audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 together with the report of the Auditors thereon.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25792108	46.329%	25792108	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25792108	46.329%	25792108	0	100.000%	0.000%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	515085	5	99.999%	0.001%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228148	3.333%	2228143	5	100.000%	0.000%
Grand Total	182818605	88320256	48.310%	88320251	5	100.000%	0.000%	

b) Resolution No.2 (Ordinary Resolution) - Declaration of Dividend on Equity Shares

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	515090	0	100.000%	0.000%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228148	3.333%	2228148	0	100.000%	0.000%
Grand Total	182818605	88397769	48.353%	88397769	0	100.000%	0.000%	

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c) Resolution No.3 (Ordinary Resolution)

To appoint a Director in place of Ms. Parimal Chaudhari (DIN: 00724911) who retires by rotation and being eligible, offers herself for re-appointment.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	25862221	7400	99.971%	0.029%
	Poll	0	0		0	0	0.000%	
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	25862221	7400	99.971%	0.029%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	513035	2055	99.601%	0.399%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228148	3.333%	2226093	2055	99.908%	0.092%
Grand Total	182818605	88397769	48.353%	88388314	9455	99.989%	0.011%	

Resolution No. 4 (Ordinary Resolution)

Ratification of Appointment of Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the financial year ending 31st March 2020.

Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes Polled on outstanding	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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	514955	135	99.974%	0.026%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228148	3.333%	2228013	135	99.994%	0.006%
Grand Total	182818605	88397769	48.353%	88397634	135	100.000%	0.000%	

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Resolution No. 5 (Special Resolution)

To consider and approve extension of appointment of Mr. Pramod Chaudhari (DIN: 00196415) as Executive Chairman of the Company and to fix his remuneration.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	514560	530	99.897%	0.103%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228148	3.333%	2227618	530	99.976%	0.024%
Grand Total	182818605	88397769	48.353%	88397239	530	99.999%	0.001%	

Resolution No. 6 (Ordinary Resolution)

To consider and approve extension of appointment of Mr. Sachin Raole (DIN: 00431438) as CFO & Director-Finance & Commercial of the Company and remuneration.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	25869621	0	100.000%	0.000%
Public - Non Institutions	E-Voting	65134311	490090	0.752%	487560	2530	99.484%	0.516%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2203148	3.296%	2200618	2530	99.885%	0.115%
Grand Total	182818605	88372769	48.339%	88370239	2530	99.997%	0.003%	

Sachin Raole



Resolution No. 7 (Special Resolution)

To consider and approve re-appointment of Mr. Berjis Desai (DIN: 00153675) as an Independent Director of the Company.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	25172624	696997	97.306%	2.694%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	25172624	696997	97.306%	2.694%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	512960	2130	99.586%	0.414%
	Poll	1713248	1713048	99.988%	1713048	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228138	3.333%	2226008	2130	99.904%	0.096%
Grand Total	182818605	88397759	48.353%	87698632	699127	99.209%	0.791%	

Resolution No. 8 (Special Resolution)

To consider and approve re-appointment of Mr. Sivaramakrishnan S. Iyer (DIN: 00503487) as an Independent Director of the Company.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	20631212	5238409	79.751%	20.249%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	20631212	5238409	79.751%	20.249%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	512960	2130	99.586%	0.414%
	Poll	1713248	1533048	89.482%	1533048	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2048138	3.064%	2046008	2130	99.896%	0.104%
Grand Total	182818605	88217759	48.254%	82977220	5240539	94.060%	5.940%	

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i) Resolution No. 9 (Ordinary Resolution)

To consider and approve grant of 2,50,000 options to Mr. Shishir Joshipura CEO and Managing Director of the Company.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0	0.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	16970609	8899012	65.601%	34.399%
	Poll	0	0		0	0	0.000%	
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	16970609	8899012	65.601%	34.399%
Public - Non Institutions	E-Voting	65134311	515090	0.791%	513793	1297	99.748%	0.252%
	Poll	1713248	1713048	99.988%	1713048	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2228138	3.333%	2226841	1297	99.942%	0.058%
Grand Total	182818605	88397759	48.353%	79497450	8900309	89.932%	10.068%	

Resolution No. 10 (Ordinary Resolution)

To consider and approve grant of 1,50,000 options to Mr. Sachin Raole CFO and Director - Finance and Commercial of the Company.

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	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	55671046	25869621	46.469%	16970609	8899012	65.601%	34.399%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	55671046	25869621	46.469%	16970609	8899012	65.601%	34.399%
Public - Non Institutions	E-Voting	65134311	490090	0.752%	486793	3297	99.327%	0.673%
	Poll	1713248	1713058	99.989%	1713058	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	66847559	2203148	3.296%	2199851	3297	99.850%	0.150%
Grand Total	182818605	88372769	48.339%	79470460	8902309	89.926%	10.074%	

File



5. A Compact Disc (CD) containing exhaustive details of the voting patterns of each of the aforementioned resolutions for both the e-Voting process and the poll taken at the Meeting is enclosed.
6. The electronic data along with the poll papers and all other relevant records relating to the e-Voting process and the poll taken at the Meeting were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,



(Signature of the Scrutinizer)
Sunil Nanal
M No. 5977 CP No. 2809
Scrutinizer
Partner, KANJ & Co. LLP,
Practising Company Secretaries



Place: Pune

Date: 23rd July 2019