

पावर ग्रिड कारपोरेशन ऑफ इंडिया लिमिटेड

(भारत सरकार का उद्यम)

POWER GRID CORPORATION OF INDIA LIMITED

(A Government of India Enterprise)



पावरग्रिड

केन्द्रीय कार्यालय: "सौदामिनी" प्लॉट सं. 2, सेक्टर-29, गुडगाँव-122 001, (हरियाणा) दूरभाष: 0124-2571700-719, फ़ैक्स : 0124-2571762,
"Saudamini" Plot No. 2, Sector-29, Gurgaon-122 001, (Haryana) Tel. : 0124-2571700-719, Fax : 0124-2571762, Web.: www.powergridindia.com

CIN : L40101DL1989GOI038121

C/COS/Listing

Dt: 29.08.2019

The GM (Listing)
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Ref: Scrip ID: POWERGRID; Scrip Code: 532898; ISIN: INE752E01010

Dear Sir,

Sub: **Declaration of Results of Remote E-voting and voting through electronic voting system (Insta Poll) at the venue of AGM.**

As per the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 30th Annual General Meeting (AGM).

The remote e-voting was open from Saturday, 24th August, 2019 at 9:00 a.m. to Monday, 26th August, 2019 upto 5:00 p.m. in line with the provisions of the Companies Act, 2013 and in terms of the notification dt. 19.03.2015 issued by MCA. The Company at its 30th AGM provided facility of voting through electronic voting system (Insta Poll) to the members who did not cast their vote through remote e-voting.

The Board of Directors had appointed Shri Sanjay Grover, Managing Partner, M/s Sanjay Grover & Associates, Company Secretaries as Scrutinizer to scrutinize the remote e-voting and voting through electronic voting system (Insta Poll) at the venue of the AGM in a fair & transparent manner. The Scrutinizer carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Monday, 26th August, 2019 and votes cast through electronic voting system (Insta Poll) till the conclusion of the meeting.

In terms of Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results in respect of items of business transacted at the 30th Annual General Meeting held at 11.00 a.m. on 27.08.2019 in the prescribed format are enclosed please.

Thanking You,

Yours faithfully,


(Divya Tandon)

Chief General Manager & Company Secretary -
Compliance Officer

Voting Results of AGM

Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the AGM	27.08.2019
Total number of shareholders on record date	5,74,152
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	1 17,663
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	N.A

1. Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	0.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17452,20,858	82.9776	17452,20,858	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		17452,20,858	82.9776	17452,20,858	0	100.0000	0.0000
Public-Non Institutions	E-voting	2318,49,934	390,93,856	16.8617	390,91,881	1975	99.9949	0.0051
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		391,04,109	16.8661	391,02,134	1975	99.9949	0.0051
Total		52315,89,648	46808,20,909	89.4722	46808,18,934	1975	100.0000	0.0000



2. Ordinary Resolution: To note the payment of interim dividend and declare final dividend for the Financial Year 2018- 19.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	17470,39,164	23,34,817	99.8665	0.1335
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	17470,39,164	2334817	99.8665	0.1335
Public-Non Institutions	E-voting	2318,49,934	393,69,801	16.9807	393,69,473	328	99.9992	0.0008
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,80,054	16.9851	393,79,726	328	99.9992	0.0008
Total		52315,89,648	46852,49,977	89.5569	46829,14,832	2335145	99.9502	0.0498

3. Ordinary Resolution: To appoint a Director in place of Shri Ravi P. Singh (DIN: 05240974), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	101269800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	17021,30,767	472,43,214	97.2994	2.7006
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	17021,30,767	47243214	97.2994	2.7006
Public-Non Institutions	E-voting	2318,49,934	393,69,428	16.9806	393,66,640	2788	99.9929	0.0071
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,79,681	16.9850	393,76,893	2788	99.9929	0.0071
Total		52315,89,648	46852,49,604	89.5569	46380,03,602	47246002	98.9916	1.0084



4. Ordinary Resolution: To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2019- 20.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17338,16,360	82.4353	15832,80,228	150536132	91.3176	8.6824
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1733816360	82.4353	15832,80,228	150536132	91.3176	8.6824
Public-Non Institutions	E-voting	2318,49,934	393,68,750	16.9803	393,66,951	1799	99.9954	0.0046
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,79,003	16.9847	393,77,204	1799	99.9954	0.0046
Total		52315,89,648	46696,91,305	89.2595	45191,53,374	150537931	96.7763	3.2237

5. Ordinary Resolution: To appoint Shri Rajeev Kumar Chauhan (DIN 02018931) as a Director liable to retire by rotation.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	16428,98,453	1064,75,528	93.9135	6.0865
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	16428,98,453	106475528	93.9135	6.0865
Public-Non Institutions	E-voting	2318,49,934	393,69,428	16.9806	393,66,734	2,694	99.9932	0.0068
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,79,681	16.9850	393,76,987	2694	99.9932	0.0068
Total		52315,89,648	46852,49,604	89.5569	45787,71,382	106478222	97.7274	2.2726



6. Special Resolution: To approve the re-appointment of Shri Jagdish Ishwarbhai Patel (DIN: 02291361) as an Independent Director.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	16298,06,708	1195,67,273	93.1651	6.8349
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	16298,06,708	119567273	93.1651	6.8349
Public-Non Institutions	E-voting	2318,49,934	393,69,801	16.9807	393,66,688	3,113	99.9921	0.0079
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,80,054	16.9851	393,76,941	3113	99.9921	0.0079
Total		52315,89,648	46852,49,977	89.5569	45656,79,591	119570386	97.4479	2.5521

7. Ordinary Resolution: To approve the appointment of Shri M. N. Venkatesan (DIN: 02126022) as an Independent Director.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	17386,94,468	106,79,513	99.3895	0.6105
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	17386,94,468	10679513	99.3895	0.6105
Public-Non Institutions	E-voting	2318,49,934	393,69,448	16.9806	393,66,815	2633	99.9933	0.0067
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,79,701	16.9850	393,77,068	2633	99.9933	0.0067
Total		52315,89,648	46852,49,624	89.5569	46745,67,478	10682146	99.7720	0.2280



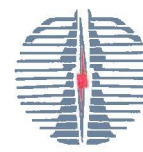
8. Ordinary Resolution: To ratify remuneration of the Cost Auditors for the Financial Year 2019-20.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	17493,73,981	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	17493,73,981	0	100.0000	0.0000
Public-Non Institutions	E-voting	2318,49,934	393,69,103	16.9804	393,67,080	2,023	99.9949	0.0051
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		393,79,356	16.9848	393,77,333	2023	99.9949	0.0051
Total		52315,89,648	46852,49,279	89.5569	46852,47,256	2023	100.0000	0.0000

9. Special Resolution: To raise funds up to Rs.10,000 Crore, from domestic market through issue of secured / unsecured, non-convertible, noncumulative/ cumulative, redeemable, taxable / tax-free Debentures/Bonds under Private Placement during the Financial Year 2020-21 in upto twenty tranches/offers.

Whether promoter/ promoter group are intersted in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	28964,95,942	27952,26,142	96.5037	27952,26,142	0	100.0000	0.0000
	Poll		1012,69,800	3.4963	1012,69,800	0	100.0000	0.0000
	Total		28964,95,942	100.0000	28964,95,942	0	100.0000	0.0000
Public-Institutions	E-voting	21032,43,772	17493,73,981	83.1750	17390,70,335	103,03,646	99.4110	0.5890
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		1749373981	83.1750	17390,70,335	10303646	99.4110	0.5890
Public-Non Institutions	E-voting	2318,49,934	395,46,883	17.0571	395,43,996	2887	99.9927	0.0073
	Poll		10,253	0.0044	10,253	0	100.0000	0.0000
	Total		395,57,136	17.0615	395,54,249	2887	99.9927	0.0073
Total		52315,89,648	46854,27,059	89.5603	46751,20,526	10306533	99.7800	0.2200





30th ANNUAL GENERAL MEETING HELD ON TUESDAY 27th AUGUST, 2019

Declaration of Results of remote e-voting and voting through electronic voting system (Insta Poll) at the venue of AGM

As per the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the items of business proposed in the Notice of the 30th Annual General Meeting (AGM).

The remote e-voting was open from Saturday, 24th August, 2019 at 9:00 a.m. to Monday, 26th August, 2019 upto 5:00 p.m. in line with the provisions of the Companies Act, 2013 and in terms of the notification dt. 19.03.2015 issued by MCA. The Company at its 30th AGM provided facility of voting through electronic voting system (Insta Poll) to the members who did not cast their vote through remote e-voting.

The Board of Directors had appointed Shri Sanjay Grover, Managing Partner, M/s Sanjay Grover & Associates, Company Secretaries as Scrutinizer to scrutinize the remote e-voting and voting through electronic voting system (Insta Poll) at the venue of AGM in a fair & transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 5:00 p.m. on Monday, 26th August, 2019 and votes cast through electronic voting system (Insta Poll) and submitted his Report on 28th August, 2019.

The Consolidated Results, as per the Scrutinizer's Report dated 28th August, 2019 are as follows:

Sl. No.	Resolutions	Type of Resolution	% of votes in favour (Approx.)	% of votes against (Approx.)
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2019, together with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India.	Ordinary Resolution	100.0000	0.0000

2.	To note the payment of interim dividend and declare final dividend for the Financial Year 2018-19.	Ordinary Resolution	99.9502	0.0498
3.	To appoint a Director in place of Shri Ravi P. Singh (DIN 05240974), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	98.9916	1.0084
4.	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2019-20.	Ordinary Resolution	96.7763	3.2237
Special Business				
5.	To appoint Shri Rajeev Kumar Chauhan (DIN 02018931) as a Director liable to retire by rotation.	Ordinary Resolution	97.7274	2.2726
6.	To approve the reappointment of Shri Jagdish Ishwarbhai Patel (DIN: 02291361) as an Independent Director.	Special Resolution	97.4479	2.5521
7.	To approve the appointment of Shri M. N. Venkatesan (DIN: 02126022) as an Independent Director.	Ordinary Resolution	99.7720	0.2280
8.	Ratification of remuneration of the Cost Auditors for the Financial Year 2019-20.	Ordinary Resolution	100.0000	0.0000
9.	To raise funds up to ₹10,000 Crore, from domestic market through issue of secured / unsecured, non-convertible, non-cumulative/cumulative, redeemable, taxable / tax-free Debentures/Bonds under Private Placement during the Financial Year 2020-21 in upto twenty tranches/offers.	Special Resolution	99.7800	0.2200

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 30th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Power Grid Corporation of India Limited

K. Sreekant
Chairman & Managing Director
(DIN: 06615674)

Date: 28th August, 2019

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : contact@cssanjaygrover.in

website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

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

To,

The Chairman

POWER GRID CORPORATION OF INDIA LIMITED

(CIN: L40101DL1989GOI038121)

B-9 Qutab Institutional Area,

Katwaria Sarai, New Delhi -110016

Dear Sir,

I, Sanjay Grover, Practicing Company Secretary, Managing Partner of M/s Sanjay Grover & Associates having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting at Annual General Meeting (AGM) through electronic voting system (Insta-poll) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice dated July 19, 2019 for 30th AGM of the Company held on Tuesday, August 27, 2019 at 11:00 A.M. at 'Manekshaw Centre', Parade Road, Delhi Cantt., New Delhi - 110010.

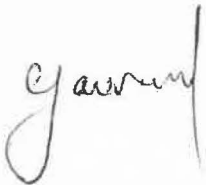
I submit my report as under:-

1. The remote e-voting period commenced on Saturday, August 24, 2019 at 09:00 A.M. and ended on Monday, August 26, 2019 at 05:00 P.M. via remote e-voting platform on



the designated website of Karvy Fintech Private Limited (formerly known as Karvy Computershare private limited), Authorized Agency to provide remote e-voting facility viz.: <http://evoting.karvy.com>.

2. The Members of the Company as on the "cut off" date i.e. Tuesday, August 20, 2019 were entitled to avail the facility of remote e-voting or insta-poll at the 30th Annual General Meeting on the proposed resolution(s) as set out in the Notice dated July 19, 2019.
3. The total paid up Equity Share Capital of the Company as on Tuesday, August 20, 2019 was Rs. 52,31,58,96,480/- (Rupees Five Thousand Two Hundred Thirty one Crore Fifty Eight Lakh Ninety Six Thousand Four Hundred and Eighty Only) divided into 5,23,15,89,648 (Five Hundred Twenty Three Crore Fifteen Lakh Eighty Nine Thousand Six Hundred and Forty Eight) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. The Chairman ordered for Insta-poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended from time to time.
5. After completion of Insta-poll at the AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, Mr. Gaurav Dwivedi and Ms. Daljeet Kaur who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



Gaurav Dwivedi



Daljeet Kaur



6. The consolidated summary of results of Insta-poll at the AGM and remote e-voting are as under:

Resolutions No. 1- To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with the Board's Report, the Auditor's Report thereon and comments of the Comptroller and Auditor General of India.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,57,95,38,881	4,68,08,18,934	100.0000
Dissent	0	1,975	1,975	0.0000
Total	10,12,80,053	4,57,95,40,856	4,68,08,20,909	100

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in Annexure- A.

Resolution No. 2- To note the payment of interim dividend and declare final dividend for the Financial Year 2018-19.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,58,16,34,779	4,68,29,14,832	99.9502
Dissent	0	23,35,145	23,35,145	0.0498
Total	10,12,80,053	4,58,39,69,924	4,68,52,49,977	100

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in Annexure- B.



Resolution No. 3- To appoint a Director in place of Shri Ravi P. Singh (DIN: 05240974), who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,53,67,23,549	4,63,80,03,602	98.9916
Dissent	0	4,72,46,002	4,72,46,002	1.0084
Total	10,12,80,053	4,58,39,69,551	4,68,52,49,604	100

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in **Annexure- C.**

Resolution No. 4- To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the Financial Year 2019-20.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,41,78,73,321	4,51,91,53,374	96.7763
Dissent	0	15,05,37,931	15,05,37,931	3.2237
Total	10,12,80,053	4,56,84,11,252	4,66,96,91,305	100

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in **Annexure-D.**



Resolution No. 5- To appoint Shri Rajeev Kumar Chauhan (DIN: 02018931) as a Director liable to retire by rotation.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,47,74,91,329	4,57,87,71,382	97.7274
Dissent	0	1,06,478,222	10,64,78,222	2.2726
Total	10,12,80,053	4,58,39,69,551	4,68,52,49,604	100

Therefore, the Resolution No. 5 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in Annexure-E.

Resolution No. 6- To approve the re-appointment of Shri Jagdish Ishwarbhai Patel (DIN: 02291361) as an Independent Director.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,46,43,99,538	4,56,56,79,591	97.4479
Dissent	0	11,95,70,386	11,95,70,386	2.5521
Total	10,12,80,053	4,58,39,69,924	4,68,52,49,977	100

Therefore, the Resolution No. 6 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in Annexure-F.



Resolution No. 7- To approve the appointment of Shri M. N. Venkatesan (DIN: 02126022) as an Independent Director.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,57,32,87,425	4,67,45,67,478	99.7720
Dissent	0	1,06,82,146	1,06,82,146	0.2280
Total	10,12,80,053	4,58,39,69,571	4,68,52,49,624	100

Therefore, the Resolution No. 7 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in **Annexure-G**.

Resolution No. 8- To ratify remuneration of the Cost Auditors for the Financial Year 2019- 20.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,58,39,67,203	4,68,52,47,256	100.0000
Dissent	0	2,023	2,023	0.0000
Total	10,12,80,053	4,58,39,69,226	4,68,52,49,279	100

Therefore, the Resolution No. 8 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in **Annexure-H**.



Resolution No. 9- To raise funds up to Rs.10,000 Crore, from domestic market through issue of secured / unsecured, non-convertible, non cumulative/ cumulative, redeemable, taxable / tax-free Debentures/Bonds under Private Placement during the Financial Year 2020- 21 in upto twenty tranches/offers.

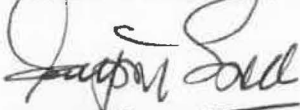
Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Insta-poll	e-Votes	Total	
Assent	10,12,80,053	4,57,38,40,473	4,67,51,20,526	99.7800
Dissent	0	1,03,06,533	1,03,06,533	0.2200
Total	10,12,80,053	4,58,41,47,006	4,68,54,27,059	100

Therefore, the Resolution No. 9 has been approved with requisite majority. Details of Insta-poll at AGM & remote e-voting are given in **Annexure-I**.

7. The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,

For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES


(Sanjay Grover)

Managing Partner

Scrutinizer

CP No.:3850

Date: 28.08.2019

Place: New Delhi



Countersigned by



Chairman

Date: 28.08.2019

Place: Gurgaon.



Details of Insta-poll at AGM & remote e-voting for Resolution No.-1 are as under:

A1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,089	4,57,95,40,856	45,79,54,08,560
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,089	4,57,95,40,856	45,79,54,08,560
d) Votes with Assent	1,082	4,57,95,38,881	45,79,53,88,810
e) Votes with Dissent	7	1,975	19,750



Details of Insta-poll at AGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,098	4,58,39,69,924	45,83,96,99,240
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,098	4,58,39,69,924	45,83,96,99,240
d) Votes with Assent	1,091	4,58,16,34,779	45,81,63,47,790
e) Votes with Dissent	7	23,35,145	2,33,51,450



Details of Insta-poll at AGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,096	4,58,39,69,551	45,83,96,95,510
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,096	4,58,39,69,551	45,83,96,95,510
d) Votes with Assent	1,057	4,53,67,23,549	45,36,72,35,490
e) Votes with Dissent	39	4,72,46,002	47,24,60,020



Details of Insta-poll at AGM & remote e-voting for Resolution No.-4 are as under:

D1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,095	4,56,84,11,252	45,68,41,12,520
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,095*	4,56,84,11,252	45,68,41,12,520
d) Votes with Assent	945	4,41,78,73,321	44,17,87,33,210
e) Votes with Dissent	153	15,05,37,931	1,50,53,79,310

* Three shareholders have voted partially in favour and against for the above resolution



Details of Insta-poll at AGM & remote e-voting for Resolution No.-5 are as under:

E1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,096	4,58,39,69,551	45,83,96,95,510
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,096*	4,58,39,69,551	45,83,96,95,510
d) Votes with Assent	994	4,47,74,91,329	44,77,49,13,290
e) Votes with Dissent	103	10,64,78,222	1,06,47,82,220

* One shareholder has voted partially in favour and against for the above resolution



Details of Insta-poll at AGM & remote e-voting for Resolution No.-6 are as under:

F1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,098	4,58,39,69,924	45,83,96,99,240
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,098*	4,58,39,69,924	45,83,96,99,240
d) Votes with Assent	990	4,46,43,99,538	44,64,39,95,380
e) Votes with Dissent	109	11,95,70,386	1,19,57,03,860

* One shareholder has voted partially in favour and against for the above resolution



Annexure -G

Details of Insta-poll at AGM & remote e-voting for Resolution No.-7 are as under:

G1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

G2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,097	4,58,39,69,571	45,83,96,95,710
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,097*	4,58,39,69,571	45,83,96,95,710
d) Votes with Assent	1,082	4,57,32,87,425	45,73,28,74,250
e) Votes with Dissent	16	1,06,82,146	10,68,21,460

* One shareholder has voted partially in favour and against for the above resolution



Details of Insta-poll at AGM & remote e-voting for Resolution No.-8 are as under:

H1. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

H2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,097	4,58,39,69,226	45,83,96,92,260
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,097	4,58,39,69,226	45,83,96,92,260
d) Votes with Assent	1,086	4,58,39,67,203	45,83,96,72,030
e) Votes with Dissent	11	2,023	20,230



Details of Insta-poll at AGM & remote e-voting for Resolution No.-9 are as under:

11. VOTING THROUGH INSTA-POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	114	10,12,80,053	1,01,28,00,530
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	114	10,12,80,053	1,01,28,00,530
d) Votes with Assent	114	10,12,80,053	1,01,28,00,530
e) Votes with Dissent	0	0	0

12. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1,100	4,58,41,47,006	45,84,14,70,060
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	1,100	4,58,41,47,006	45,84,14,70,060
d) Votes with Assent	1,084	4,57,38,40,473	45,73,84,04,730
e) Votes with Dissent	16	1,03,06,533	10,30,65,330

