

August 30, 2019

BSE Limited  
New Trading Ring,  
Rotunda Building,  
P J Towers, Dalal Street, Fort  
Mumbai-400001  
Scrip Code: 542216

National Stock Exchange of India Limited  
"Exchange Plaza", Plot No. C-1, Block G  
Bandra – Kurla Complex, Bandra (East),  
Mumbai – 400 051  
Symbol: DALBHARAT

**Subject – Proceedings of Annual General Meeting cum voting results pursuant to Regulations 30(6) and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 6<sup>th</sup> Annual General Meeting of the Company was held today, August 30, 2019 and all the items of agenda included in the Notice of the Annual General Meeting dated August 01, 2019 have been resolved with requisite majority.

The shareholders were provided with the facility to cast their vote electronically through remote e-voting services provided by Karvy Fintech Private Limited or by use of Ballot Papers at the Annual General Meeting.

The e-voting facility was made available to all the persons who were members of the Company as on the cut-off date, i.e., August 23, 2019. The e-voting had commenced on August 25, 2019 (09:30 a.m. IST) and ended on August 29, 2019 (05:00 p.m. IST).

Mr. R. Venkatasubramanian, Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the votes cast by the members through remote e-voting as well as physical ballot at the venue of the Annual General Meeting in a fair and transparent manner.

The brief details of agenda items and voting results thereof alongwith Scrutinizer's report are attached herewith. The same are also displayed at the registered office and posted on the Company's website [www.dalmiacement.com](http://www.dalmiacement.com).

**Dalmia Bharat Limited**


(Formerly known as Odisha Cement Ltd.)

11th & 12th Floors, Hansalaya Building, 15, Barakhamba Road, New Delhi - 110 001, India  
+91 11 23465100 | 91 11 23313303, [www.dalmiabharat.com](http://www.dalmiabharat.com), CIN : L14200TN2013PLC112346  
Registered Office : Dalmiapuram, Dist. Tiruchirapalli, Tamil Nadu - 621 651, India  
A Dalmia Bharat Group company, [www.dalmiabharat.com](http://www.dalmiabharat.com)



Thanking you.

For **Dalmia Bharat Limited**  
**(Formerly known as Odisha Cement Limited)**



**Dr. Sanjeev Gemawat**  
**Company Secretary**



Enclosures: As above.

## Voting Result

|   |   |
|---|---|
| Date of the Annual General Meeting  | August 30, 2019   |
| Total No. of shareholders on record date  | 40492   |
| No. of shareholders present in the meeting either in person or through proxies: | 89  |
| 1) Promoters and Promoters Group  | 11 ( 6 persons acting as authorised representative of 6 promoter group companies having shares in 10 different folios and 1 person represented through proxy of 1 promoter group) |
| 2) Public   | 78 ( All 78 members present in person)  |
| No. of shareholders attended the meeting through video conferencing:            |   |
| 1) Promoters and Promoters Group  | --  |
| 2) Public   | --  |
| <b>Total</b>  | <b>89</b>   |



1. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31.03.2019 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2019 together with the Report of the Auditors thereon:

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary               |                         |   |                           |                            |  |   |
|---|-------------------------------|------------------------|-------------------------|---|---------------------------|----------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                     |                         |   |                           |                            |  |   |
| Category  | Mode of Voting                | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - Favour (4) | No. of Votes - Against (5) | No. of votes in favour on votes polled (6)=[(4)/(2)]*100 | No. of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                        | 10,15,07,866            | 96.9461   | 10,15,07,866              | 0                          | 100.0000   | 0   |
|   | Poll                          | 10,47,05,448           | 31,97,578               | 3.0539  | 31,97,578                 | 0                          | 100.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (A)</b>              | <b>10,47,05,448</b>    | <b>10,47,05,444</b>     | <b>100.0000</b>   | <b>10,47,05,444</b>       | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| Public- Institutions  | E-Voting                      |                        | 1,92,22,412             | 47.1865   | 1,92,22,412               | 0                          | 100.0000   | 0   |
|   | Poll                          | 4,07,37,133            | 0                       | 0   | 0                         | 0                          | 0.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (B)</b>              | <b>4,07,37,133</b>     | <b>1,92,22,412</b>      | <b>47.1865</b>  | <b>1,92,22,412</b>        | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| Public- Non Institutions  | E-Voting                      |                        | 88,48,642               | 18.6225   | 88,48,642                 | 0                          | 100.0000   | 0   |
|   | Poll                          | 4,75,15,972            | 59,923                  | 0.1261  | 59,923                    | 0                          | 0.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (C)</b>              | <b>4,75,15,972</b>     | <b>89,08,565</b>        | <b>18.7486</b>  | <b>89,08,565</b>          | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| <b>Total</b>  | <b>(A+B+C)</b>                | <b>19,29,58,553</b>    | <b>13,28,36,421</b>     | <b>68.8419</b>  | <b>13,28,36,421</b>       | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |



2. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for declaration of dividend of Rs.2.00(100%) per equity share of Rs.2/- each for the financial year ended 31st March, 2019:

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary               |                         |   |                           |                            |  |   |
|---|-------------------------------|------------------------|-------------------------|---|---------------------------|----------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                     |                         |   |                           |                            |  |   |
| Category  | Mode of Voting                | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - Favour (4) | No. of Votes - Against (5) | No. of votes in favour on votes polled (6)=[(4)/(2)]*100 | No. of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                        | 10,15,07,866            | 96.9461   | 10,15,07,866              | 0                          | 100.0000   | 0   |
|   | Poll                          | 10,47,05,448           | 31,97,578               | 3.0539  | 31,97,578                 | 0                          | 100.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (A)</b>              | <b>10,47,05,448</b>    | <b>10,47,05,444</b>     | <b>100.0000</b>   | <b>10,47,05,444</b>       | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| Public- Institutions  | E-Voting                      |                        | 2,47,59,727             | 60.7793   | 2,47,59,727               | 0                          | 100.0000   | 0   |
|   | Poll                          | 4,07,37,133            | 0                       | 0   | 0                         | 0                          | 0.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (B)</b>              | <b>4,07,37,133</b>     | <b>2,47,59,727</b>      | <b>60.7793</b>  | <b>2,47,59,727</b>        | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| Public- Non Institutions  | E-Voting                      |                        | 88,48,642               | 18.6225   | 88,48,642                 | 0                          | 100.0000   | 0   |
|   | Poll                          | 4,75,15,972            | 59,923                  | 0.1261  | 59,923                    | 0                          | 0.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (C)</b>              | <b>4,75,15,972</b>     | <b>89,08,565</b>        | <b>18.7486</b>  | <b>89,08,565</b>          | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| <b>Total</b>  | <b>(A+B+C)</b>                | <b>19,29,58,553</b>    | <b>13,83,73,736</b>     | <b>71.7116</b>  | <b>13,83,73,736</b>       | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |



3. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Dr. Niddodi Subrao Rajan (DIN: 07339365), as a Director of the Company liable to retire by rotation in place of Mr. Dharmendar Nath Davar, who retires by rotation and did not offer himself for re-appointment.

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary               |                         |   |                           |                            |  |   |
|---|-------------------------------|------------------------|-------------------------|---|---------------------------|----------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                     |                         |   |                           |                            |  |   |
| Category  | Mode of Voting                | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - Favour (4) | No. of Votes - Against (5) | No. of votes in favour on votes polled (6)=[(4)/(2)]*100 | No. of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                        | 10,15,07,866            | 96.9461   | 10,15,07,866              | 0                          | 100.0000   | 0   |
|   | Poll                          | <b>10,47,05,448</b>    | 31,97,578               | 3.0539  | 31,97,578                 | 0                          | 100.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (A)</b>              | <b>10,47,05,448</b>    | <b>10,47,05,444</b>     | <b>100.0000</b>   | <b>10,47,05,444</b>       | <b>0</b>                   | <b>100.0000</b>  | <b>0</b>  |
| Public- Institutions  | E-Voting                      |                        | 2,30,67,261             | 56.6247   | 2,21,95,745               | 871516                     | 96.2218  | 3.7782  |
|   | Poll                          | <b>4,07,37,133</b>     | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (B)</b>              | <b>4,07,37,133</b>     | <b>2,30,67,261</b>      | <b>56.6247</b>  | <b>2,21,95,745</b>        | <b>8,71,516</b>            | <b>96.2218</b>   | <b>3.7782</b>   |
| Public- Non Institutions  | E-Voting                      |                        | 88,48,642               | 18.6225   | 88,48,622                 | 20                         | 99.9998  | 0.0002  |
|   | Poll                          | <b>4,75,15,972</b>     | 59,923                  | 0.1261  | 59,923                    | 0                          | 0.0000   | 0   |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |
|   | <b>Total (C)</b>              | <b>4,75,15,972</b>     | <b>89,08,565</b>        | <b>18.7486</b>  | <b>89,08,545</b>          | <b>20</b>                  | <b>99.9998</b>   | <b>0.0002</b>   |
| <b>Total</b>  | <b>(A+B+C)</b>                | <b>19,29,58,553</b>    | <b>13,66,81,270</b>     | <b>70.8345</b>  | <b>13,58,09,734</b>       | <b>8,71,536</b>            | <b>99.3624</b>   | <b>0.6376</b>   |



4. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for payment of audit fees to M/s. S.S. Kothari Mehta & Company., Chartered Accountants, (Firm Regn. No. 000756N), the Statutory Auditors of the Company, for the financial year ended March 31, 2019 amounting to Rs. 11,25,000/- (excluding applicable taxes and reimbursement of travelling and other out of pocket expenses incurred by them for the purpose of audit) and the audit fees for the remaining term (i.e. for financial year 2019-20 and 2020-21) shall be fixed by the Audit Committee from year to year in consultation with the Statutory Auditors:

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary               |                         |   |                           |                            |  |   |  |  |  |
|---|-------------------------------|------------------------|-------------------------|---|---------------------------|----------------------------|--|---|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                     |                         |   |                           |                            |  |   |  |  |  |
| Category  | Mode of Voting                | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - Favour (4) | No. of Votes - Against (5) | No. of votes in favour on votes polled (6)=[(4)/(2)]*100 | No. of votes in against on votes polled (7)=[(5)/(2)]*100 |  |  |  |
| Promoter and promoter Group   | E-Voting                      |                        | 10,15,07,866            | 96.9461   | 10,15,07,866              | 0                          | 100.0000   | 0   |  |  |  |
|   | Poll                          | 10,47,05,448           | 31,97,578               | 3.0539  | 31,97,578                 | 0                          | 100.0000   | 0   |  |  |  |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |  |  |  |
|   | Total (A)                     | 10,47,05,448           | 10,47,05,444            | 100.0000  | 10,47,05,444              | 0                          | 100.0000   | 0   |  |  |  |
| Public- Institutions  | E-Voting                      |                        | 2,47,59,727             | 60.7793   | 2,02,60,276               | 4499451                    | 81.8275  | 18.1725   |  |  |  |
|   | Poll                          | 4,07,37,133            | 0                       | 0   | 0                         | 0                          | 0.0000   | 0   |  |  |  |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |  |  |  |
|   | Total (B)                     | 4,07,37,133            | 2,47,59,727             | 60.7793   | 2,02,60,276               | 44,99,451                  | 81.8275  | 18.1725   |  |  |  |
| Public- Non Institutions  | E-Voting                      |                        | 88,48,642               | 18.6225   | 88,48,622                 | 20                         | 99.9998  | 0.0002  |  |  |  |
|   | Poll                          | 4,75,15,972            | 59,923                  | 0.1261  | 59,923                    | 0                          | 0.0000   | 0   |  |  |  |
|   | Postal Ballot (if applicable) |                        | 0                       | 0   | 0                         | 0                          | 0  | 0   |  |  |  |
|   | Total (C)                     | 4,75,15,972            | 89,08,565               | 18.7486   | 89,08,545                 | 20                         | 99.9998  | 0.0002  |  |  |  |
| Total   | (A+B+C)                       | 19,29,58,553           | 13,83,73,736            | 71.7116   | 13,38,74,265              | 44,99,471                  | 96.7483  | 3.2517  |  |  |  |

Note: The votes polled shown exclude invalid/abstained votes.

You are requested to take the same on your records

For Dalmia Bharat Limited  
(formerly known as Odisha Cement Limited)



*[Handwritten Signature]*

Dr. Sanjeev Gemawat  
Company Secretary

Encl: Scrutinizer's report on E-Voting and poll

**Scrutinizer(s) Report**

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules 2014)

To  
The Chairman  
Dalmia Bharat Limited  
(Formerly Odisha Cement Limited)  
Dalmiapuram, Tiruchirapalli District, Tamil Nadu. PIN : 621 651.

Sixth Annual General Meeting (AGM) of the Equity Shareholders of the Company held on 30<sup>th</sup> day of August, 2019 at 10.30 a.m. at Dalmiapuram, District Tiruchirappalli, Tamil Nadu, PIN : 621 651.

Dear Sir,

I, CS R. Venkatasubramanian, a Practising Company Secretary, has been appointed as a Scrutinizer by the Board of Directors of **Dalmia Bharat Limited (the Company)** for the purpose of scrutinizing the voting through Poll at the 6<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of Dalmia Bharat Limited held on 30<sup>th</sup> August, 2019 at 10.30 am at Dalmiapuram, Tiruchirapalli District, Tamil Nadu, PIN: 621 651 and through remote e-voting during the period from 25<sup>th</sup> August, 2019 (9.30 am) to 29<sup>th</sup> August, 2019 (5.00 pm) in a fair and transparent manner and ascertaining the requisite majority on voting through poll and remote e-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended in respect of resolutions contained in the Notice dated 1<sup>st</sup> August, 2019.

1. Shri K.Subramanian, a member of the Company was appointed by the Chairman of the AGM to act as scrutinizer and to represent the members as an independent scrutinizer, who assisted to finalize the process of counting and verification of the ballot papers.
2. The remote e-voting period remained open from 25<sup>th</sup> August, 2019 (9.30 am) to 29<sup>th</sup> August, 2019 (5.00 pm) and was disabled for voting thereafter.





3. The shareholders holding shares as on the Cut - off date i.e.23<sup>rd</sup> August, 2019 were eligible to vote on the proposed resolutions (Item No. 1 to 4 as set out in the Notice of AGM) by remote e-voting and voting by poll at the AGM.
4. Ballot Box kept for the purpose of voting through Poll, was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
6. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. After counting the votes cast through Poll by the members and proxy holders present, the votes casted through remote e-voting were unblocked on 30<sup>th</sup> August 2019 in the presence of two witnesses Mr.S.Saravanan and Mr.D.Ramakrishna, not in the employment of the Company who have signed below in confirmation of the votes being unblocked in their presence.

1. S. Saravanan (S-SARAVANAN)

2. D. Ramakrishna

8. In accordance with the provisions of Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:
  - i) Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31<sup>st</sup> March, 2019 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2019 together with the Report of the Auditors thereon - 100,0000% in favour of the resolution.



**CS R. Venkatasubramanian,**  
M.Sc., Dip.in O.R., MIIA., ACMA., ACS.  
PRACTISING COMPANY SECRETARY

No.76, Angarai Agraharam,  
Angarai Post, Lalgudi Taluk,  
Pin : 621 703, Trichy Dt.,  
Off : Ph : 0431 - 2541818.  
Mobile : 94431 - 31818.  
e.mail : rvs.pcs@gmail.com.


- ii) Ordinary Resolution passed for declaration of dividend of Rs.2.00 (100%) per Equity Share of Rs. 2/- each for the financial year ended 31st March, 2019- 100.0000% in favour of the resolution.
- iii) Ordinary Resolution passed for appointment of Dr.Niddodi Subrao Rajan(DIN: 07339365),as a Director liable to retire by rotation -99.3624% in favour of the resolution.
- iv) Ordinary Resolution passed forpayment of audit fees to M/s. S.S. Kothari Mehta & Co., Chartered Accountants, (Firm Regn. No. 000756N),the Statutory Auditors of the Company, for the financial year ended March 31, 2019 amounting to Rs. 11,25,000/- (excluding applicable taxes and reimbursement of travelling and other out of pocket expenses incurred by them for the purpose of audit) and the audit fees for the remaining term (i.e. for financial year 2019-20 and 2020-21) shall be fixed by the Audit Committee from year to year in consultation with the Statutory Auditors - 96.7483% in favour of the resolution.

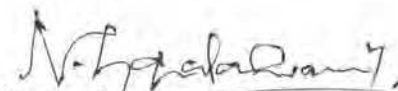
In conclusion, all the 4(Four) Resolutions have been passed with requisite majority.

9. The Management of the Company is responsible to ensure the compliances with the requirement of the Companies Act, 2013 and Rules made there under and SEBI (Listing Obligations & Disclosure Requirement) Regulation, 2015 at 6<sup>th</sup> AGM of the Company. My responsibilities as Scrutinizer is restricted to make Scrutinizers Report of Votes cast.
10. The details of the above mentioned result has been given in the Annexure.
11. The Register, all other papers and relevant records relating to remote e-voting and voting through Poll shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping

Place: Dalmiapuram  
Date: 30.08.2019



  
R.Venkatasubramanian  
Practising Company Secretary  
ACS - 3673; CP - 3893

  
N. Gopalswamy  
Chairman of the AGM

**ANNEXURE TO SCRUTINIZER REPORT**

|  |            |
|--|------------|
| <b>Date of AGM</b>   | 30.08.2019 |
| <b>Total Number of shareholders on Record Date</b>                                   | 40492      |
| <b>No. of Shareholders present in the meeting either in person or through proxy:</b> |            |
| Promoters and promoter Group:  | 11         |
| Public:  | 78         |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b>          |            |
| Promoters and promoter Group:  | NA         |
| Public:  | NA         |



1. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for adoption of Standalone Financial Statements for the financial year ended on 31.03.2019 together with the Report of Board of Directors and Auditors thereon and Consolidated Financial Statements for the financial year ended on 31-3-2019 together with the Report of the Auditors thereon:

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary               |                         |   |                           |                          |  |   |
|---|-------------------------------|------------------------|-------------------------|---|---------------------------|--------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                     |                         |   |                           |                          |  |   |
| Category  | Mode of Voting                | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - Favour (4) | No. of Votes Against (5) | No. of votes in favour on votes polled (6)=[(4)/(2)]*100 | No. of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                        | 101,507,866             | 96.9461   | 101,507,866               | 0                        | 100.0000   | 0   |
|   | Poll                          |                        | 3,197,578               | 3.0539  | 3,197,578                 | 0                        | 100.0000   | 0   |
|   | Postal Ballot (if applicable) | 104705448              | 0                       | 0   | 0                         | 0                        | 0  | 0   |
|   | Total (A)                     |                        | 104,705,444             | 100.0000  | 104,705,444               | 0                        | 100.0000   | 0   |
| Public- Institutions  | E-Voting                      |                        | 19,222,412              | 47.1865   | 19,222,412                | 0                        | 100.0000   | 0   |
|   | Poll                          |                        | 0                       | 0   | 0                         | 0                        | 0.0000   | 0   |
|   | Postal Ballot (if applicable) | 40737133               | 0                       | 0   | 0                         | 0                        | 0  | 0   |
|   | Total (B)                     |                        | 19,222,412              | 47.1865   | 19,222,412                | 0                        | 100.0000   | 0   |
| Public- Non Institutions  | E-Voting                      |                        | 8,848,642               | 18.6225   | 8,848,642                 | 0                        | 100.0000   | 0   |
|   | Poll                          |                        | 59,923                  | 0.1261  | 59,923                    | 0                        | 0.0000   | 0   |
|   | Postal Ballot (if applicable) | 47515972               | 0                       | 0   | 0                         | 0                        | 0  | 0   |
|   | Total (C)                     |                        | 8,908,565               | 18.7486   | 8,908,565                 | 0                        | 100.0000   | 0   |
| Total   | (A+B+C)                       | 192,958,553            | 132,836,421             | 68.8419   | 132,836,421               | 0                        | 100.0000   | 0   |



2. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for declaration of dividend of Rs.2.00(100%) per equity share of Rs.2/- each for the financial year ended 31st March, 2019:

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary              |                        |   |                          |                         |   |  |
|---|-------------------------------|-----------------------|------------------------|---|--------------------------|-------------------------|---|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                    |                        |   |                          |                         |   |  |
| Category  | Mode of Voting                | No.of shares held (1) | No.of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No.of Votes - Favour (4) | No.of Votes Against (5) | No.of votes in favour on votes polled (6)=[(4)/(2)]*100 | No.of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                       | 101,507,866            | 96.9461   | 101,507,866              | 0                       | 100.0000  | 0  |
|   | Poll                          |                       | 3,197,578              | 3.0539  | 3,197,578                | 0                       | 100.0000  | 0  |
|   | Postal Ballot (if applicable) | 104705448             | 0                      | 0   | 0                        | 0                       | 0   | 0  |
|   | Total (A)                     |                       | 104,705,444            | 100.0000  | 104,705,444              | 0                       | 100.0000  | 0  |
| Public-Institutions   | E-Voting                      |                       | 24,759,727             | 60.7793   | 24,759,727               | 0                       | 100.0000  | 0  |
|   | Poll                          |                       | 0                      | 0   | 0                        | 0                       | 0.0000  |  |
|   | Postal Ballot (if applicable) | 40737133              | 0                      | 0   | 0                        | 0                       | 0   | 0  |
| Public- Non Institutions  | Total (B)                     |                       | 24,759,727             | 60.7793   | 24,759,727               | 0                       | 100.0000  | 0  |
|   | E-Voting                      |                       | 8,848,642              | 18.6225   | 8,848,642                | 0                       | 100.0000  | 0  |
|   | Poll                          |                       | 59,923                 | 0.1261  | 59,923                   | 0                       | 0.0000  | 0  |
|   | Postal Ballot (if applicable) | 47515972              | 0                      | 0   | 0                        | 0                       | 0   | 0  |
| Total   | Total (C)                     |                       | 8,908,565              | 18.7486   | 8,908,565                | 0                       | 100.0000  | 0  |
|   | (A+B+C)                       | 192958553             | 138,373,736            | 71.7116   | 138,373,736              | 0                       | 100.0000  | 0  |



3. Details of the voting result as per regulation 44(3) of the SEBI(LODR)Regulations, 2015 in respect of Ordinary Resolution passed for appointment of Dr.Niddodi Subrao Rajan (DIN:07339365) as a Director liable to retire by rotation.:

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary              |                        |   |                          |                         |   |  |
|---|-------------------------------|-----------------------|------------------------|---|--------------------------|-------------------------|---|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                    |                        |   |                          |                         |   |  |
| Category  | Mode of Voting                | No.of shares held (1) | No.of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No.of Votes - Favour (4) | No.of Votes Against (5) | No.of votes in favour on votes polled (6)=[(4)/(2)]*100 | No.of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                       | 101,507,866            | 96.9461   | 101,507,866              | 0                       | 100.0000  | 0  |
|   | Poll                          |                       | 3,197,578              | 3.0539  | 3,197,578                | 0                       | 100.0000  | 0  |
|   | Postal Ballot (if applicable) | 104,705,448           | 0                      | 0   | 0                        | 0                       | 0   | 0  |
|   | Total (A)                     |                       | 104,705,444            | 100.0000  | 104,705,444              | 0                       | 100.0000  | 0  |
| Public-Institutions   | E-Voting                      |                       | 23,067,261             | 56.6247   | 22,195,745               | 871516                  | 96.2218   | 3.7782   |
|   | Poll                          | 40,737,133            | 0                      | 0   | 0                        | 0                       | 0   | 0  |
|   | Postal Ballot (if applicable) |                       | 0                      | 0   | 0                        | 0                       | 0   | 0  |
| Public- Non Institutions  | Total (B)                     |                       | 23,067,261             | 56.6247   | 22,195,745               | 871,516                 | 96.2218   | 3.7782   |
|   | E-Voting                      |                       | 8,848,642              | 18.6225   | 8,848,622                | 20                      | 99.9998   | 0.0002   |
|   | Poll                          | 47,515,972            | 59,923                 | 0.1261  | 59,923                   | 0                       | 0.0000  | 0  |
|   | Postal Ballot (if applicable) |                       | 0                      | 0   | 0                        | 0                       | 0   | 0  |
| Total   | Total (C)                     |                       | 8,908,565              | 18.7486   | 8,908,545                | 20                      | 99.9998   | 0.0002   |
|   | (A+B+C)                       | 192,958,553           | 136,681,270            | 70.8345   | 135,809,734              | 871,536                 | 99.3624   | 0.6376   |



4. Details of the voting result as per regulation 44(3) of the SEBI (LODR) Regulations, 2015 in respect of Ordinary Resolution passed for payment of audit fees to M/s. S.S. Kothari Mehta & Co., Chartered Accountants, (Firm Regn. No. 000756N), the Statutory Auditors of the Company, for the financial year ended March 31, 2019 amounting to Rs. 11,25,000/- (excluding applicable taxes and reimbursement of travelling and other out of pocket expenses incurred by them for the purpose of audit) and the audit fees for the remaining term (i.e. for financial year 2019-20 and 2020-21) shall be fixed by the Audit Committee from year to year in consultation with the Statutory Auditors.

| Resolution required: (Ordinary/Special)                                   |                               | Ordinary               |                         |   |                           |                          |  |   |
|---|-------------------------------|------------------------|-------------------------|---|---------------------------|--------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                     |                         |   |                           |                          |  |   |
| Category  | Mode of Voting                | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - Favour (4) | No. of Votes Against (5) | No. of votes in favour on votes polled (6)=[(4)/(2)]*100 | No. of votes in against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and promoter Group   | E-Voting                      |                        | 101,507,866             | 96.9461   | 101,507,866               | 0                        | 100.0000   | 0   |
|   | Poll                          |                        | 3,197,578               | 3.0539  | 3,197,578                 | 0                        | 100.0000   | 0   |
|   | Postal Ballot (if applicable) | 104,705,448            | 0                       | 0   | 0                         | 0                        | 0  | 0   |
|   | Total (A)                     |                        | 104,705,444             | 100.0000  | 104,705,444               | 0                        | 100.0000   | 0   |
| Public- Institutions  | E-Voting                      |                        | 24,759,727              | 60.7793   | 20,260,276                | 4499451                  | 81.8275  | 18.1725   |
|   | Poll                          |                        | 0                       | 0   | 0                         | 0                        | 0.0000   | 0   |
|   | Postal Ballot (if applicable) | 40,737,133             | 0                       | 0   | 0                         | 0                        | 0  | 0   |
|   | Total (B)                     |                        | 24,759,727              | 60.7793   | 20,260,276                | 4,499,451                | 81.8275  | 18.1725   |
| Public- Non Institutions  | E-Voting                      |                        | 8,848,642               | 18.6225   | 8,848,622                 | 20                       | 99.9998  | 0.0002  |
|   | Poll                          |                        | 59,923                  | 0.1261  | 59,923                    | 0                        | 0.0000   | 0   |
|   | Postal Ballot (if applicable) | 47,515,972             | 0                       | 0   | 0                         | 0                        | 0  | 0   |
|   | Total (C)                     |                        | 8,908,565               | 18.7486   | 8,908,545                 | 20                       | 99.9998  | 0.0002  |
| Total   | (A+B+C)                       | 192,958,553            | 138,373,736             | 71.7116   | 133,874,265               | 4,499,471                | 96.7483  | 3.2516  |

