Datamatics Global Services Limited

 Regd. Office:

 Knowledge Centre, Plot 58, Street No. 17, MIDC,

 Andheri (East), Mumbai - 400 093. INDIA

 Tel.: +91 (22) 6102 0000/1/2 | Fax: +91 (22) 2834 3669

 CIN: L72200MH1987PLC045205

 www.datamatics.com



August 14, 2019

To BSE Limited Listing Department Phiroze Jeejeeboy Towers, Dalal Street, Mumbai -- 400 001. BSE Scrip Code: 532528

National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. NSE Code: DATAMATICS

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Sub: Disclosure of Voting Results under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Dear Sir/Madam,

The 31st Annual General Meeting (AGM) of the Company was held on August 13, 2019 at 2.00 p.m. at Walchand Hirachand Hall, IMC Building, IMC Marg, Churchgate, Mumbai – 400020.

With reference to the above captioned subject, we are submitting herewith;

- Voting results of the businesses transacted at the 31st AGM, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as <u>Annexure - A.</u>
- Report of the Scrutinizer pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as <u>Annexure - B.</u>

Kindly take the above on record and acknowledge the receipt thereof.

Thanking you,

Yours faithfully,

For Datamatics Global Services Limited



Divya Kumat Executive Vice President, Chief Legal Officer & Company Secretary

Encl: a/a



ANNEXURE - 1

Date of the AGM	13-Aug-19
Total number of shareholders on record date	20,005
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	4
Public:	51
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public:	

Continuation

For Datamatics Global Services Limited

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Divya Kumat Executive Vice President, Chief Legal Officer & Company Secretary



ANNEXURE - 2

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Continuation

1. Resolution required: Ordinary	ired: Ordinary		Receive, con financial year thereon; and financial year	Receive, consider and adopt a) the Audited Financial Statemer financial year ended March 31, 2019, the Reports of the Board thereon, and b) the Audited Consolidated Financial Statements financial year ended March 31, 2019, together with the Report	the Audited Fi 2019, the Rep ssolidated Fina 2019, together	hancial Stat orts of the E ancial Stater with the Re	Receive, consider and adopt a) the Audited Financial Statements of the Company for the financial year ended March 31, 2019, the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.	pany for the nd the Auditors any for the s thereon.
Whether promoter/ promoter group are	promoter grou	p are	No					
interested in the agenda/resolution?	enda/resolution	Ů,						
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
			2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting	4 32 98 431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Promoter Group	Poll		0	0.00	0	0	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Public -	E-Voting	890,00 8	65,700	20.51	65,700	0	100.00	0.00
Institutions	Pol		0	0.00	Ģ	0	0.00	0.00
	Total	3,20,268	65,700	20.51	65,700	0	100.00	0.00
Public - Non	E-Voting	1 53 30 638	3,13,009	2.04	3,13,008		100,00	0.00
Institutions	Poll	1,00,00,000	434	0.00	434	0	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	3,13,442	_	100.00	0.00
lotal		5,89,49,337	4,36,77,574	74.09	4,36,77,573		100.00	0.00

For Datamatics Global Services Limited

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Continuation

2. Resolution required: Ordinary	red: Ordinary		To declare Fi	To declare Final Dividend on Equity Shares of the Company for	uity Shares of	the Compa	ny for the financial	he financial year 2018-19.
Whether promoter/ promoter group are interested in the agenda/resolution?	promoter group enda/resolution) are ?	No					
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
			2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting.	4 32 98 431	4,32,98,431	100.00	4,32,98,431	0	109.00	0.00
Promoter Group	Poll	1,02,00,101	0	0:00	0	0	0.00	0.00
,	Total	4,32,98,431	4,32,38,431	100.00	4,32,98,431	0	100.00	0.00
Public -	E-Voting	830 00 2	65,700	20.51	65,700	0	100.00	0.00
Institutions	Poll	0,10,100	c	0.00	0	0	0.00	0.00
•	Total	3,20,268	65,700	20.51	65,700	0	100.00	0.00
Public - Non	· E-Voting	1 53 33 638	3,13,009	2.04	3,13,008	1	100.00	0.00
Institutions	Poll	1,00,00,000	434	0:00	434	0	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	3,13,442	**	100.00	0.00
Total		5,89,49,337 4,36,77,574	4,36,77,574	74.09	4,36,77,573		100.00	0.00

For Datamatics Global Services Limited



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3. Resolution required: Ordinary	red: Ordinary		To appoint a l rotation and b	To appoint a Director in place of Mr. Sameer L. Kanodia (DIN: rotation and being eligible, offers himself for re-appointment.	f Mr. Sameer L s himself for re	. Kanodia (t ⊶appointme	DIN: 00008232), who retires by nt.	no retires by
Whether promoter/ promoter group are interested in the agenda/resolution?	promoter group enda/resolution		No					
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	% of Votes against on votes
				Shares			Polled	Polled
			2	(3)={(2)/(1)}*100	4	თ	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting	121 00 00 1	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Promoter Group	Poll	4,02,00,401	0	0.00	0	0	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Public - Institutions	E-Voting	890.06 2	65,700	20.51	65,700	1	100.00	0
	Poli	3,40,200	0	0.00	0,	0	0.00	0.00
	Total	3,20,268	65,700	20.51	65,700	0	100.00	0.00
Public - Non	E-Voting	1 62 70 628	3,13,009	2.04	1,47,008	1,66,001	46.97	53.03
Institutions	Poli	1,00,00,000	434	0.00	434	Q	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	1,47,442	1,66,001	47.04	52.96
Total		5,89,49,337	4,36,77,574	74.09	4,35,11,573	1,66,001	99.62	0.38





Continuation

4. Resolution required: Special	red: Special		Re-appointment of Mr. R Director of the Company	ent of Mr. Radhakr Company.	ishna. K. Sara	swat (DIN: 0	Re-appointment of Mr. Radhakrishna. K. Saraswat (DIN: 00015095) as an Independent Director of the Company.	dependent
Whether promoter/ promoter group are interested in the agenda/resolution?	promoter group enda/resolution) are ?	No		1			
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
		-	2	(3)=((2)/(1))*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting	4 32 08 431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Promoter Group	Poll	7,02,00,701	0	0.00	0	0	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Public - Institutions	E-Voting	RAC NC F	65,700	20.51	65,700	0	100.00	0.00
	Poll	0,10,100	0	0.00	0	0	0.00	0.00
	Total	3,20,268	65,700	20.51	65,700	Q	100.00	0.00
Public - Non	E-Voting	1 53 30 638	3,13,009	2.04	1,47,008	1,66,001	46.97	53.03
Institutions	Poll	1,00,00,000	434	0.00	434	0	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	1,47,442	1,66,001	47.04	52.96
· Total		5,89,49,337 4,36,77,574	4,36,77,574	74.09	4,35,11,573 1,66,001	1,66,001	99.62	0.38

Divya Kumat Executive Vice President, Chief Legal Officer & Compan TIC

For Datamatics Global Services Limited



Continuation

5. Resolution required: Special	ed: Special		Re-appointme Company.	ent of Mr. Dilip D. (Dandekar (DIN	: 00846901)	Re-appointment of Mr. Dilip D. Dandekar (DIN: 00846901) as an Independent Director of the Company.	t Director of the
Whether promoter/ promoter group are	promoter grout	o are	No					
interested in the agenda/resolution?	enda/resolutior	<u>د</u>						
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
			2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting	100 00 00 10	4,32,98,431	100.00	4,32,98,431	-	100.00	0.00
Promoter Group	Pol	4,32,30,431	0	00.0	0	-	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	ı	100.00	0.00
Public - Institutions	E-Voting	0 20 200	65,700	20.51	0	65,700	0.00	100.00
	Poll	3,20,200	0	00.0	0	-	0.00	0.00
	Total	3,20,268	65,700	20.51	0	65,700	0.00	100.00
Public - Non	E-Voting	1 53 30 630	3,13,009	2.04	1,47,008	1,66,001	46.97	53.03
Institutions	Poll	1,00,00,000	434	0.00	434	•	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	1,47,442	1,66,001	47.04	52.96
Total			4,36,77,574	74.09	4,34,45,873	2,31,701	99.47	0.53

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Continuation

6. Resolution required: Special Whether promoter/ promoter group are interested in the agenda/resolution? Category Mode of Category Voting Promoter and E-Voting Promoter Group Poll Promoter Group Total 4.3 Public - Institutions E-Voting 3.	red: Special promoter group enda/resolution Mode of Voting Poll E-Voting E-Voting E-Voting Poll	9 are 7 No. of shares heid 4,32,98,431 4,32,98,431 3,20,268	Approval for p Yes No. of Votes Polled 2 4,32,98,431 65,700 0	bayment of commis % of Votes Polled on outstanding Shares (3)={(2)/(1)}*100 100.00 0.00 20.51 0.00	ssion to Non-E No. of Votes - in Favour 4 4,32,98,431 0 4 4,32,98,431 0 0	No. of Votes - Against - - - - - -	Approval for payment of commission to Non-Executive Directors of the Company. Yes No. of Votes % of Votes Polled on outstanding No. of In Favour No. of Against % of Votes in favour on Against % Polled % Polled % Polled % Polled No. of Polled % Favour on Against % Polled %	
Category	Mode of Voting	No. of shares	No. of Votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour on	% of Votes against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
Dromotor and	1	1	~	(3)={(2)/(1)}*100	4	υ.	(6)={(4)/(2)}*100	$(7)=\{(5)/(2)\}*10$
Promotor Crown	E-Voting	4.32.98.431	4,32,98,431	100.00	4,32,98,431	-	100.00	0.00
	Poll		0	0.00	0	•	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100,00	4,32,98,431	.,	100.00	0.00
Public - Institutions	E-Voting	3.20.268	65,700	20.51	0	65,700	0.00	100.00
	Pol		0	0.00	0	1	0.00	0.00
	Total	3,20,268	65,700	20.51	0	65,700	0.00	100.00
PUDIC - NON	E-Voting	1 53 30 638	3,13,009	2.04	1,46,253	1,66,756	46.72	53.28
Institutions	Poll		434	0.00	434	•	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	1,46,687	1,66,756	46.80	53.20
Iotal		5,89,49,337	4,36,77,574	74.09	4,34,45,118 2,32,456	2,32,456	99.47	0.53

Divya Kumat Executive Vice President, Chief Legal Officer & Compan TIC.

For Datamatics Global Services Limited

For Datamatics Global Services Limited

Whether promoter/ promoter group are 7. Resolution required: Special interested in the agenda/resolution? Public - Institutions Promoter Group Promoter and Public - Nen Institutions Category Total E-Voting Poll E-Voting Poll Vcting Mode of E-Voting Total Total Total Pol 4,32,98,431 4,32,98,431 5,89,49,337 4,36,77,574 1,53,30,638 1,53,30,638 3,20,263 3,20,268 shares No. of heid **~~** Yes 2015. 4,32,98,431 Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, Payment of remuneration to Dr. Lalit S. Kanodia (DIN: 00008050) exceeding limits as per 4,32,98,431 3, 13, 443 3,13,009 65,700 65,700 Votes No. of Polled 434 Ċ N 0 (3)={(2)/(1)}*100 outstanding Shares % of Votes Polled on 100.00 100.00 20.51 20.51 74.09 0.00 0.00 2.04 2.04 0.00 4,35,10,593 1,66,981 4,32,98,431 4,32,98,431 in Favour 1,46,462 Votes -No. of 65,700 65,700 ,46,028 434 c c 4 1,66,981 Votes -1,66,981 Against No. of 0 0 ö o 0 0 0 ς Ω (6)={(4)/(2)}*100 % of Votes in tavour on votes 100.00 Polled 100.00 100.00 99.62 46.73 100.00 46.65 100.00 0.00 0.00 (7)={(5)/(2)}*100 against on % of Votes Polled votes 53.27 53.35 0.00 0.00 0.00 0.00 0.00 0.00 0.38 0.00

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8. Resolution required: Special	red: Special		Payment of re Regulation 17 2015.	emuneration to Mr. 7(6)(e) of SEBI (Lis	Rahul L. Kano ting Obligatior	odia (DIN; 0) ns and Discl	Payment of remuneration to Mr. Rahul L. Kanodia (DIN: 00075801) exceeding limits as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.	g limits as per s) Regulations,
Whether promoter/ promoter group are interested in the agenda/resolution?	promoter group enda/resolution	are	Yes					
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour-on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
		1	N	(3)={(2)/(1)}*100	4	თ	(6)={(4)/(2)}*100	(7)={(5)/(2}}*100
Promoter and	E-Voting	4 32 08 431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Promoter Group	Poll	1,02,00,101	0	0.00	0	0	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Public - Institutions	E-Voting	830 00 8	65,700	20.51	65,700	0	100.00	0.00
	Poll	0,20,200	0	0.00	0	0	0.00	0.00
	Total	3,20,268	65,700	20.51	65,700	0	100.00	0.00
Public - Non	E-Voting	1 53 70 538	3,13,009	2.04	1,46,028	1,66,981	46.65	53.35
Institutions	Pol	1,00,00,000	434	0.00	434	0	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	1,46,462	1,66,981	46.73	53.27
Total		5,89,49,337	4,36,77,574	74:09	4,35,10,593	1,66,981	99.62	0.38



For Datamatics Global Services Limited



B.Com., A.C.S., PGDSL

To.

AASHISH K. BHATT & ASSOCIATES Practicing Company Secretaries

SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

August 14, 2019

PANY SEC

The Chairman, Datamatics Global Services Limited Knowledge Centre, Plot No. 58, Street No. 17,MIDC, Andheri East, Mumbai- 400093.

Subject:Consolidated Report on Members' voting through remote e-voting and poll at the 31thAnnual General Meeting

Dear Sir,

I, Aashish K. Bhatt, Practicing Company Secretary, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Datamatics Global Services Limited (hereinafter referred as "the Company")vide resolution dated May 09,2019,in pursuanceto Section 108 of the Companies Act, 2013 read with Rule 20of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules") and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, to scrutinizethe remote e-voting process held between August 09, 2019 at 9.00 a.m to August 12, 2019 at 5.00 p.m (hereinafter referred to as "the e-voting period") and to scrutinize the voting by poll at the 31stAnnual General Methadet Companies Act, 2013 read with Rule 21 of the aforesaid Rules on the resolutions as contained in the normal of the ACMAT held on August 13, 2019at 2.00 p.m. at Walchand Hirachand Hall, IMC Builotte, IMC Marg, Churchgate, Mumbai- 400020.

D / 101, Lata Annexe, Above Axis Bank, W. E. Highway, Borivali (East), Mumbai - 400 066. Mob. : 98671 51081, 80979 85754 • Telefax : 022 2846 1715 Email : mail@aashishbhatt.in • W. : www.aashishbhatt.in Members of the Company were provided remote e-voting facility through NSDL (National Securities Depository Limited) whereby they could cast their votes during the e-voting period and some members of the Company voted during the aforesaid period.

Members attending the AGM and who did not cast their votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Poll on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the aforesaid Rules. Accordingly, the Members present casted their votes through Poll conducted at AGM.

The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was August 07, 2019.

After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.

Upon conclusion of the Poll conducted by the Chairman, the ballot box wherein the Members had dropped their Poll Papers was opened by me in presence of two witnesses not in employment of the Company. The Poll Papers were diligently scrutinized by me and reconciled with the records maintained by the Company and relevant authorizations / proxies lodged with the Company. In case of votes received through Poll at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through Poll were considered invalid.

In pursuance of sub-rule 4(xii) of Rule 20 of the aforesaid Rules; immediately after the conclusion of voting at the AGM, I first counted the votes casted through Poll and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next alongwith this Report.

The papers pertaining to e-voting and all other relevant records are kept in our safe custody.

Information with respect to AGM as well Members' participation in the AGM is provided in **Annexure 1** and the consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the aforesaid Rules is annexed as **Annexure 2** to this Report and based on which we confirmed that resolutions were passed with requisite majority.



You are requested to acknowledge receipt of this report.

Thanking you,

Arstani



Aashish K. Bhatt Practicing Company Secretary (Membership No.: A19639 / COP No.: 7023)

Place: Mumbai Date: August 14, 2019

WITNESSES' CONFIRMATION

In pursuance of Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Poll and e-voting by Members of Datamatics Global Services Limited ("the Company") on all resolutions set out in the Notice convening the 31st AGM of Company, which was held on August 13, 2019 at 2.00 p.m. at Walchand Hirachand Hall, IMC Building, IMC Marg, Churchgate, Mumbai- 400020; We, Mr. Darshit Jhaveri (working at D/101, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) and Ms. Bhavika Bhatt (residing at D/604, Lata Annexe, Above Axis Bank, W.E. Highway, Borivali East, Mumbai - 400066) hereby confirm our witnessing the following-

- a) After completion of the voting process through Poll at the above mentioned AGM, the Polling Box wherein the members of the Company have dropped their Poll Papers was opened by Mr. Aashish Bhatt in our presence; and
- b) After completion of voting by Members through Poll, Mr. Aashish K. Bhatt un-blocked the votes that the members of the Company have casted through e-voting.

We further state that we are not in the employment of the Company.

Witness 1:

(Darshit Jhaveri)

Date: August 14, 2019 Place: Mumbai Witness 2:

à Bhatt) (Bha



ANNEXURE - I

Date of the AGM	13-Aug-19
Total number of shareholders on record date	20,005
No. of Shareholders present in the meeting either in person or through proxy	
Fromoters and Fromoter Group:	4.
Public	51
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	,
Public:	

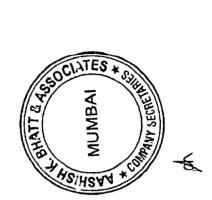


1. Resolution required: Ordinary	ired: Ordinary							
			Receive, con financial yea thereon; and financial year	Receive, consider and adopt a) the Audited Financial Statements of the Company for the financial year ended March 31, 2019, the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.	the Audited Fi 2019, the Reprisolidated Fina 2019, together	nancial Stat orts of the E incial Stater with the Re	tements of the Corr Board of Directors a nents of the Compi sport of the Auditors	ipany for the ind the Auditors any for the s thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?	promoter grou lenda/resolutior	ip are n?	No					
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	anainst on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares		•	Polled	Polled
		+	2	(3)={(2)/(1))*100	4	5	(6)={(4)/(2))*100	17)/15///2/1*400
Promoter and	E-Voting	4.32.98.431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Promoter Group	llor		0	0.00	0	0	00.0	000
	lotal	4,32,98,431	4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Public -	E-Voting	3.20.268	65,700	20.51	65,700	0	100.00	0.00
Suomnasu			0	0.00	0	0	00.0	0.00
	lotal	3,20,268	65,700	20.51	65,700	0	100.00	000
Public - Non	E-Voting	1 53 30 638	3,13,009	2.04	3,13,008	-	100.00	0.00
Institutions	Poll	200'00'00'	434	00.0	434	0	100.00	000
	Total	1,53,30,638	3,13,443	2.04	3,13,442	-	100.00	000
Total		5,89,49,337	4,36,77,574	74.09	4,36,77,573	-	100.00	000

ANNEXURE - 2



2. Resolution required: Ordinar	ired: Ordinary		To declare Fi	inal Dividend on Ec	luity Shares o	f the Compa	To declare Final Dividend on Equity Shares of the Company for the financial year 2018-19.	year 2018-19.
Whether promoter/ promoter group (interested in the agenda/resolution?	promoter grou Jenda/resolutio	oup are tion?	°N N					
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	adainst on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares		1	Polled	Polled
			7	(3)={(2)/(1)}*100	4	-c	(6)=(/4)//2/)*+nn	171=51511/211+400
Promoter and	E-Voting	101 00 00 1	4,32,98,431	100.00	4 32 98 431		100.00	0.00
Promoter Group	Poll	4,32,30,431	0	000			000	00.0
	Total	4.32.98.431	4.32.98.431	100.00	1 27 08 474		00.00	0.00
Public -	E-Voting		55 700	20.00	+,32,30,431	5	00.001	0.00
Institutions		3,20,268	007,00	20.51	65,700	0	100.00	0.00
	101		0	0.00	0	0	0.00	0.00
	lotal	3,20,268	65,700	20.51	65,700	0	100.00	00.0
Public - Non	E-Voting	1 53 30 638	3,13,009	2.04	3.13.008	-	100.00	0.00
Institutions	Poll	000,00,00,1	434	0.00	434	0	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	3,13,442	-	100.00	0.00
lotal		5,89,49,337	4,36,77,574	74.09	4,36,77,573	-	100.00	0.00

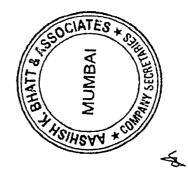


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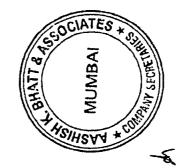
3. Resolution required: Ordinary	ed: Ordinary		To appoint a l rotation and b	To appoint a Director in place of Mr. Sameer L. Kanodia (DIN: 00008232), who retires by rotation and being eligible, offers himself for re-appointment.	Mr. Sameer L s himself for re	. Kanodia (I -appointme	JIN: 00008232), W nt.	no retires by
Whether promoter/ promoter group a interested in the agenda/resolution?	promoter group anda/resolutior	oup are ion?	No					
Category	Mode of Voting	No. of shares	No. of Votes Polled	% of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes	% of Votes against on votes
				Shares		5	Polled	Polled
		1	2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting		4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
Promoter Group	Poll	4,32,98,431	0	0.00	0	0	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	0	100.00	00.0
Public - Institutions	E-Voting	2 20 26	65,700	20.51	65,700	•	100.00	0
×	Polt	3,20,200	0	0.00	0	0	0.00	0.00
4	Total	3,20,268	65,700	20.51	65,700	0	100.00	00.0
Public - Non	E-Voting	1 53 20 538	3,13,009	2.04	1,47,008	1,66,001	46.97	53.03
Institutions	Poll		434	0.00	434	0	100.00	0.00
	Total	1,53,30,638	3,13,443	2.04	1,47,442	1,66,001	47.04	52.96
Total		5,89,49,337	4,36,77,574	74.09	4,35,11,573	1,66,001	99.62	0.38



nomoter group are No of No.	4. Resolution required: Special	ed: Special		Re-appointment of Mr. Ra Director of the Company.	ent of Mr. Radhakri: Company.	shna. K. Saras	swat (DIN: 0	Re-appointment of Mr. Radhakrishna. K. Saraswat (DIN: 00015095) as an Independent Director of the Company.	dependent
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Whether promoter/ I interested in the age	promoter group		oN					
	Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	•	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$)	held	Polled	outstanding	in Favour	Against	votes	votes
$\begin{array}{ c c c c c c c c c c c c c c c c c c c$					Shares			Polled	Polled
$\begin{array}{ c c c c c c c c c c c c c c c c c c c$			-	7	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Promoter and	E-Voting		4,32,98,431	100.00	4,32,98,431	0	100.00	0.00
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	Promoter Group	Poll	4,32,98,431	0	0.00	0	0	0.00	0.00
E-Voting 3,20,268 65,700 20.51 65,700 0 Poll 3,20,268 0 0 0.00 0		Total	4.32.98.431	4.32.98.431	100.00	4,32,98,431	0	100.00	0.00
Poll 3,20,268 0 0.00 0	Public - Institutions	E-Voting	, , , ,	65,700	20.51	65,700	0	100.00	0.00
Total 3,20,268 65,700 20.51 65,700 0 E-Voting 1,53,30,638 3,13,009 2.04 1,47,008 1,66,001 Poll 1,53,30,638 434 0.00 434 0 Total 1,53,30,638 3,13,443 2.04 1,47,402 1,66,001		Poll	- 3,20,268	0	0.00	0	0	0.00	0.00
E-Voting 1,53,30,638 3,13,009 2.04 1,47,008 1,66,001 Poll 1,53,30,638 3,13,443 0.00 434 0 Total 1,53,30,638 3,13,443 2.04 1,47,442 1,66,001	•	Total	3,20,268	65,700	20.51	65,700	0	100.00	0.00
Poll 1,33,30,036 434 0.00 434 0 Total 1,53,30,638 3,13,443 2.04 1,47,442 1,66,001 Total 1,53,30,638 3,13,443 7.4 no 4.35,15,15 1.66,001	Public - Non	E-Voting		3, 13,009	2.04	1,47,008	1,66,001	46.97	53.03
Total 1,53,30,638 3,13,443 2.04 1,47,442 1,66,001 Totel c on 40,337 d 25,757 74,00 d 35,41,573 1,66,001	Institutions	Poll	1,53,30,638	434	0.00	434	0	100.00	00.0
E 00 30 327 4 35 77 574 74 00 4 35 41 573 1 66 001		Total	1,53,30,638	3,13,443	2.04	1,47,442	1,66,001	47.04	52.96
3,03,43,001 4,00,17,014 7.00 4,00	Total		5,89,49,337	4,36,77,574	74.09	4,35,11,573	1,66,001	99.62	0.38



o. resolution lequiled. aperia	ed: Special		Re-appointme Company.	ent of Mr. Dilip D. [)andekar (DIN	: 00846901)	Re-appointment of Mr. Dilip D. Dandekar (DIN: 00846901) as an Independent Director of the Company.	t Director of the
Whether promoter/ promoter grinterested in the agenda/resolut	promoter group a	oup are tion?	No					
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
		-	2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and	E-Voting	1 27 06 424	4,32,98,431	100.00	4,32,98,431	٢	100.00	0.00
Promoter Group	Poll	4,32,30,431	0	0.00	0	-	0.00	0.00
	Total	4,32,98,431	4,32,98,431	100.00	4,32,98,431	•	100.00	00.0
Public - Institutions	E-Voting	2 20 260	65,700	20.51	0	65,700	0.00	100.00
	Poll	- 3'70'700	0	00.0	0	•	0.00	0.00
	Total	3,20,268	65,700	20.51	0	65,700	0.00	100.00
Public - Non	E-Voting	1 52 20 620	3,13,009	2.04	1,47,008	1,66,001	46.97	53.03
Institutions	Poll	- 1,00,00,000	434	0.00	434	-	100.00	0.00
.	Total	1,53,30,638	3,13,443	2.04	1,47,442	1,66,001	47.04	52.96
Total		5.89.49.337	4.36.77.574	74.09	4.34,45,873	2,31,701	99.47	0.53



b. Resolution required: Special	ed: Special		Approval for F					
Whether promoter/ promoter group are	promoter grou		No No					
Interested in the agenda/resolution:	enda/resolutio							
Catedory	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of votes
curegory	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
		held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
		-	2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
December and	E_Vating	-	4 32 98 431	100.00	4.32,98,431	•	100.00	0.00
Promotor Groun	DAll	4,32,98,431	0	0.00	0	1	0.00	00.0
	Total	1 27 08 121	A 32 98 431	100.00	4.32.98.431	ť	100.00	0.00
D. blis tratitutions	r Utar	+'05'10't	65 700	20.51	. 0	65,700	0.00	100.00
Public - Insututions	E-vullig	3,20,268	001 00	0.00	0		0.00	0.00
•	Total	3 20 268	65.700	20.51	0	65,700	0.00	100.00
Dublic Non	E-Votion	22=62=62	3 13 009	2.04	1,46,253	1,66,756	46.72	53.28
Inetitutione	Poll	1,53,30,638	434	0.00	434	•	100.00	0.00
CHONONCH	Total	1 53.30.638	3.13.443	2.04	1,46,687	1,66,756	46.80	53.20
140 F		5 89 49 337	4 36 77 574	74.09	4,34,45,118	2,32,456	99.47	0.53



V. Kesolution required: operior	ed: Special		Payment of re Regulation 17 2015.	Payment of remuneration to Dr. Lalit S. Kanodia (DIN: UUUU0000) exceeding mines as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	alit S. Kanodi ing Obligations	a (DIN: 000 s and Disclo	Payment of remuneration to Dr. Lalit S. Kanodia (DIN: 0000000) exceeding minus as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.	s) Regulations,
Whether promoter/ promoter group are	promoter group		No					
interested in the agenda/resolution :	enda/resolution						01 - 5 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	0/ of Votoc
Catenory	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of votes in	Salu Vules
Concedent	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
	R	held	Polled	outstanding	in Favour	Against	votes	votes
				Shares			Polled	Polled
			6	(3)={(2)/(1)}*100	4	ß	(6)={(4)/(2)}*100	(7)={(5)(2)}*100
		•	1 37 08 431	100.00	4.32.98.431	0	100.00	0.00
Promoter and	E-vourig	4.32.98.431	10100170'4	0000	c	c	000	0000
1 Promoter Group	Poll		D	0.00		>		000
	Total	A 32 98 431	4 32 98 431	100.00	4,32,98,431	0	100.00	0.00
			65 700	20.51	65,700	0	100.00	0.00
		3,20,268	22-122	000	0	0	0.00	0.00
		030 06 0	65 700	20.51	65.700	0	100.00	0.00
	1 Utdl	3,44,440	3 12 000	2.04	1 46.028	1,66,981	46.65	53.35
Public - Non	E-voling	1 53.30.638	0,10,000	000	VCV		100.00	000
Institutions	Poll		434	0.00	まつす		00.001	E1 77
	Total	1.53.30.638	3.13,443	2.04	1,46,462	1,66,981	46.73	03.21
		E 80 40 227	A 36 77 574	74.09	4,35,10,593	1,66,981	99.62	0.38

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8. Resolution required: Special	ed: Special		Payment of re Regulation 17 2015.	Payment of remuneration to Mr. Rahul L. Kanodia (DIN: 00075801) exceeding limits as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations. 2015.	Rahul L. Kano ing Obligation	dia (DIN: 00 s and Disclo	Payment of remuneration to Mr. Rahul L. Kanodia (DIN: 00075801) exceeding limits as per Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulation: 2015.	g limits as per s) Regulations,
Whether promoter/ promoter group are interested in the agenda/resolution?	promoter group enda/resolution		No					
Catenony	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes
(non	Voting	shares	Votes	Polled on	Votes -	Votes -	favour on	against on
)	held	Polled	outstanding Shares	in Favour	Against	votes Polled	votes Poiled
		-	6	(3)={(2)/(1)}*100	4	S	(6)={(4)/(2)}*100	(7)={(2)/(2)}*100
	EV/ation	-	1 37 08 431	100 00	4.32.98.431	0	100.00	0.00
Promoter and		4,32,98,431	0	000	0	0	0.00	0.00
Promoter Group	Totol	1 22 00 121	4 22 98 431	100.00	4.32.98.431	0	100.00	0.00
		4,02,30,401	A, UZ, UG, TU	20.51	65 700	c	100.00	0.00
Public - Institutions	E-Voling	3,20,268	202,00	0.00	0	0	0.00	0.00
	Total	3 20 268	65 700	20.51	65,700	0	100.00	0.00
O.blic Non	E.Votino	0,50,500	3 13 009	2.04	1,46,028	1,66,981	46.65	53.35
Lactitutions	Poll	1,53,30,638	434	00.0	434	0	100.00	0.00
	Total	1 53 30 638	3 13 443	2.04	1,46,462	1,66,981	46.73	53.27
I CAOT			4.36.77.574	74.09	4,35,10,593	1,66,981	99.62	0.38

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