

# Ajmera Realty & Infra India Limited



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CIN No. L27104 MH1985 PLCO35659

Ref: SEC/ARIL/BSE/NSE/2019-20

Date: 30<sup>th</sup> September, 2019

<b>The Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Script Code : 513349	<b>National Stock Exchange of India Limited</b> 5th Floor, Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai- 400051 Script Code : AJMERA
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Sub: Voting results of 32<sup>nd</sup> Annual General meeting

Dear Sir,

With reference to the aforementioned subject we hereby declare that all the resolutions were passed with requisite majority by the shareholders at the duly conveyed Annual General Meeting.

Please find enclosed following for the same:

- 1) Voting results as required under Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.
- 2) Combined Scrutinizers Report dated 30<sup>th</sup> September, 2019 on remote voting and voting by ballot at AGM as per Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014

The above results are also uploaded on Companies website (www.aril.co.in)

Kindly take the same on records and acknowledge the receipt of the same

Thanking you.

Yours faithfully,

**For AJMERA REALTY & INFRA INDIA LIMITED**

  
**HARSHINI D. AJMERA**  
**COMPLIANCE OFFICER**

*Encl: As Above*

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	30th September, 2019
Total number of shareholders on record date	33264
No. of shareholders present in the meeting either in person or through proxy:	
a) Promoters and Promoter Group:	4
b) Public:	45
No. of Shareholders attended the meeting through Video Conferencing:	
	NIL
b) Public	NIL

RESOLUTION - 1 Adoption of Audited Standalone and Consolidated Financial Statement along with the reports of Board of Directors and 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	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710600	44	99.990	0.010
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710853</b>	<b>44</b>	<b>99.990</b>	<b>0.010</b>
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642600</b>	<b>44</b>	<b>100</b>	<b>0.000</b>



**RESOLUTION - 2 Declaration of Dividend**

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710600	44	99.990	0.010
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710853</b>	<b>44</b>	<b>99.990</b>	<b>0.010</b>
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642600</b>	<b>44</b>	<b>100</b>	<b>0.000</b>

**RESOLUTION - 3 Re-appointment of Mr. Manoj I. Ajmera, Managing Director liable to retire by rotation**

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	26611526	21150896	79.48	21150896	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>21150896</b>	<b>79.48</b>	<b>21150896</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710490	154	99.980	0.020
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710743</b>	<b>154</b>	<b>99.980</b>	<b>0.020</b>
<b>Total</b>		<b>35484875</b>	<b>21861793</b>	<b>61.61</b>	<b>21861639</b>	<b>154</b>	<b>99.999</b>	<b>0.001</b>



**RESOLUTION - 4 Ratification of appointment of 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	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$	
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000	
	Poll	26611526	0	0.00	0	0	0.000	0.000	
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000	
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000	
	Poll	110368	0	0.00	0	0	0.000	0.000	
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000	
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>	
Public Non-Institutions	E-voting	8762981	710644	8.11	710585	59	99.990	0.010	
	Poll	8762981	253	0.00	253	0	100.000	0.000	
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000	
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710838</b>	<b>59</b>	<b>99.990</b>	<b>0.010</b>	
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642585</b>	<b>59</b>	<b>100</b>	<b>0.000</b>	

**RESOLUTION - 5 Ratification of remuneration of Cost 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	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710600	44	99.990	0.010
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710853</b>	<b>44</b>	<b>99.990</b>	<b>0.010</b>
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642600</b>	<b>44</b>	<b>100</b>	<b>0.000</b>



**RESOLUTION - 6 Re-appointment of Mr. Ambalal C. Patel as an Non-Executive Independent Director for second term of 5 consecutive years**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710490	154	99.980	0.020
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710743</b>	<b>154</b>	<b>99.980</b>	<b>0.020</b>
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642490</b>	<b>154</b>	<b>99.999</b>	<b>0.001</b>

**RESOLUTION - 7 Re-appointment of Mrs. Aarti M. Ramani as an Non-Executive Independent Director for second term of 5 consecutive years**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710490	154	99.980	0.020
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710743</b>	<b>154</b>	<b>99.980</b>	<b>0.020</b>
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642490</b>	<b>154</b>	<b>99.999</b>	<b>0.001</b>



**RESOLUTION - 8 Appointment of Mr. K. G. Krishnamurthy as an Non-Executive Independent Director for first term of 5 consecutive years**

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	26611526	22931747	86.17	22931747	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>22931747</b>	<b>86.17</b>	<b>22931747</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710600	44	99.990	0.010
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710853</b>	<b>44</b>	<b>99.990</b>	<b>0.010</b>
<b>Total</b>		<b>35484875</b>	<b>23642644</b>	<b>66.63</b>	<b>23642600</b>	<b>44</b>	<b>100</b>	<b>0.000</b>

**RESOLUTION - 9 Re-appointment of Mr. Rajnikant S. Ajmera, Chairman & Managing Director for a term of 5 years**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	26611526	17385998	65.33	17385998	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>17385998</b>	<b>65.33</b>	<b>17385998</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710644	8.11	710600	44	99.990	0.010
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710897</b>	<b>8.11</b>	<b>710853</b>	<b>44</b>	<b>99.990</b>	<b>0.010</b>
<b>Total</b>		<b>35484875</b>	<b>18096895</b>	<b>51.00</b>	<b>18096851</b>	<b>44</b>	<b>100</b>	<b>0.000</b>



**RESOLUTION - 10 Reclassification of Promoters of the Company as a Public Shareholder**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]* 100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter group	E-voting	26611526	20431748	76.78	20431748	0	100.000	0.000
	Poll	26611526	0	0.00	0	0	0.000	0.000
	Postal Ballot	26611526	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>26611526</b>	<b>20431748</b>	<b>76.78</b>	<b>20431748</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	110368	0	0.00	0	0	0.000	0.000
	Poll	110368	0	0.00	0	0	0.000	0.000
	Postal Ballot	110368	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>110368</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	8762981	710643	8.11	710489	154	99.980	0.020
	Poll	8762981	253	0.00	253	0	100.000	0.000
	Postal Ballot	8762981	0	0.00	0	0	0.000	0.000
	<b>Total</b>	<b>8762981</b>	<b>710896</b>	<b>8.11</b>	<b>710742</b>	<b>154</b>	<b>99.980</b>	<b>0.020</b>
<b>Total</b>		<b>35484875</b>	<b>21142644</b>	<b>59.58</b>	<b>21142490</b>	<b>154</b>	<b>99.999</b>	<b>0.001</b>

- Note: 1. All the aforesaid resolutions were passed with the requisite majority  
 2. The number of votes does not include invalid votes/votes of persons abstained from voting*



*Haresh Sanghvi*  
*Practising Company Secretary*

**Consolidated Report on remote e-voting and voting by poll conducted at the 32<sup>nd</sup>  
AGM of Ajmera Realty & Infra India Limited**

The Chairman  
of 32<sup>nd</sup> Annual General Meeting ("AGM") of the Equity Shareholders of **Ajmera Realty & Infra India Limited** held on 30<sup>th</sup> September, 2019 at "The Activity Hall", Ground Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle(W), Mumbai - 400049 at 11.30 AM.

Dear Sir,

1. I, Haresh Sanghvi, Practising Company Secretary, had been appointed by the Board of Directors of **Ajmera Realty & Infra India Limited** ("the Company") for the purpose of scrutinizing the:

- i. Remote e-voting process under the provisions of section 108 of the Companies Act, 2013 and the rules framed thereunder; and
- ii. Voting on poll through ballot papers by the equity shareholders

in respect of the resolutions contained in the notice of 32<sup>nd</sup> Annual General Meeting ("AGM notice") of the Equity Shareholders of the Company held on 30<sup>th</sup> September, 2019 at "The Activity Hall", Ground Floor, Juhu Vile Parle Gymkhana Club, N. S. Road, JVPD Scheme, Vile Parle(W), Mumbai - 400049.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and voting on poll by use of ballot papers at the AGM on the resolution contained in the contained in the AGM Notice. My responsibility as a scrutinizer for the remote e-voting process and voting on poll are restricted to ensure that the voting process by remote e-voting and voting on poll are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report on the total votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency appointed by the Company to provide e-voting facilities and the report on poll results prepared by me and Ms. Mamta Karkera, shareholder of the Company, appointed as the Scrutinizers at the 32<sup>nd</sup> AGM, is based on the data provided/authenticated by your Registrar and Share Transfer Agent.

306-308, K Building, 24 Walchand Hirachand Marg, Ballard Estate, CST, Mumbai 400001  
Phone: 022-40021712 e-mail: hpsanghvic@gmail.com

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3. I submit herewith my consolidated report on the results of voting through remote e-voting and voting on poll. I have issued separate report on remote e-voting dated 30<sup>th</sup> September, 2019 and the report on poll results dated 30<sup>th</sup> September, 2019 is issued by me and Ms. Mamta Karkera, shareholder of the Company, appointed as the Scrutinizers at the 32<sup>nd</sup> AGM.
4. I submit herewith my Consolidated Report on the results of remote e-voting and voting on poll at the AGM as under:

**Item No. 1: Adoption of:**

- (a) Standalone Audited Financial Statements and Reports thereon for the Financial Year ended March 31, 2019, together with the Report of the Board of Directors and the Auditor's thereon; and
- (b) Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2019

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	24	23642347	15	253	39	23642600	100
Dissent	1	44	-	-	1	44	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 2: Declaration of Dividend for the Financial Year ended March 31, 2019**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	24	23642347	15	253	39	23642600	100
Dissent	1	44	-	-	1	44	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3



**Item No. 3: Re-appointment of Mr. Manoj I. Ajmera (DIN No. 00013728), who retires by rotation and being eligible, offers himself for appointment**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	23	21861386	15	253	38	21861639	100
Dissent	2	154	-	-	2	154	-
<b>Total</b>	<b>25</b>	<b>21861540</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>21861793</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 4: Ratification of appointment of Statutory Auditors**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	23	23642332	15	253	38	23642585	100
Dissent	2	59	-	-	2	59	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 5: Ratification of remuneration payable to Cost Auditor for the financial year 2019-2020**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	24	23642347	15	253	39	23642600	100
Dissent	1	44	-	-	1	44	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3



**Item No. 6: Re-appointment of Mr. Ambalal C. Patel (DIN: 00037870) as an Non-Executive Independent Director of the Company for the second term of five (5) consecutive years.**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	23	23642237	15	253	38	23642490	100
<b>Dissent</b>	2	154			2	154	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 7: Re-appointment of Mrs. Aarti M. Ramani (DIN: 06941013) as an Non-Executive Independent Women Director of the Company for the second term of five (5) consecutive years.**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	23	23642237	15	253	38	23642490	100
<b>Dissent</b>	2	154			2	154	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 8: Re-appointment of Mr. K . G . Krishnamurthy (DIN:00012579) as an Non-Executive Independent Director of the Company for the term of five (5) consecutive years.**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	24	23642347	15	253	39	23642600	100
<b>Dissent</b>	1	44	-	-	1	44	-
<b>Total</b>	<b>25</b>	<b>23642391</b>	<b>15</b>	<b>253</b>	<b>40</b>	<b>23642644</b>	<b>100</b>



Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 9: Re-appointment of Mr. Rajnikant S. Ajmera (DIN:00010833), as Chairman & Managing Director of the Company for a term of Five (5) years.**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	23	18096598	15	253	38	18096851	100
<b>Dissent</b>	1	44	-	-	1	44	-
<b>Total</b>	<b>24</b>	<b>18096642</b>	<b>15</b>	<b>253</b>	<b>39</b>	<b>18096895</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3

**Item No. 10 : Reclassification of Promoters of the Company as a Public Shareholder**

Particulars	Remote e-Voting		Voting on poll at AGM		Total		Percentage of valid votes
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	21	21142237	15	253	36	21142490	100
<b>Dissent</b>	2	154	-	-	2	154	-
<b>Total</b>	<b>23</b>	<b>21142391</b>	<b>15</b>	<b>253</b>	<b>38</b>	<b>21142644</b>	<b>100</b>

Invalid Votes / Abstained from voting	Remote e-Voting		Voting on poll at AGM		Total	
	Number	Votes	Number	Votes	Number	Votes
	-	-	1	3	1	3


5. The relevant records relating to remote e-voting and voting by poll at AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 32<sup>nd</sup> Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.



*Hareesh Sanghvi*  
*Practising Company Secretary*

6. This report has been issued at the request of the Company for (i) submission to Stock Exchanges and (ii) to be placed on website of the Company. This Report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.



  
**HAREESH SANGHVI**  
Practising Company Secretary  
CoP:3675/FCS:2259

**Place : Mumbai**

**Date : 30<sup>th</sup> September, 2019**