



CIN: L74999MH1994PLC077041 Phone: 022-4286 1000 Fax: 022-4286 3000 Website: www.jsw.in

Ref: SEC/ JSWEL 7<sup>th</sup> August, 2018

The Secretary	The Secretary
BSE Limited	National Stock Exchange of India Ltd.
Phiroze Jeejeebhoy Towers	"Exchange Plaza"
Dalal Street	Bandra - Kurla Complex
Mumbai 400 001	Bandra (E), Mumbai - 400 051
Scrip Code: 533148	Scrip Code: JSWENERGY- EQ
Fax No.: 022 - 2272 2037 / 39	Fax No.: 022 - 2659 8237 / 38

### Sub: Outcome and Proceedings of 24<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018

### Ref: Regulations 30 and 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sirs,

Pursuant to Regulation 30 of the Listing Regulations, we hereby inform you that the 24<sup>th</sup> Annual General Meeting ('AGM') of the Members of JSW Energy Limited was held at Yashwantrao Chavan Pratisthan, Y. B. Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai - 400 021 on Monday, 6<sup>th</sup> August, 2018, at 3.00 p.m.

A total of 171 Members were present at the AGM of which 169 Members attended in person and 2 Members through Proxy.

In view of the resignation of Ms. Tanvi Shete as a Director of the Company with effect from 19<sup>th</sup> July, 2018, the Resolution proposed at Item No. 2 in the Notice of the AGM pertaining to her re-appointment as a Director was rendered infructuous and was hence withdrawn by the Chairman at the AGM.

As per the cumulative count of the valid votes cast through remote e-voting and physical ballot at the AGM, the balance 9 items of business were transacted and approved by the Members by passing the necessary Resolutions with requisite majority, as follows.

Ordinary Busine	Ordinary Business								
1.	Adoption of the annual audited (Standalone and Consolidated) Financial Statement for the financial year ended 31st March, 2018 and Reports thereon								
3.	Ratification of Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, Firm Registration No. 117366W / W-100018, Statutory Auditors of the Company								

Special Busi	ness
4.	Appointment of Mr. Jyoti Kumar Agarwal as a Director
5.	Appointment of Mr. Jyoti Kumar Agarwal as a Whole-time Director
6.	Appointment of Mr. Sattiraju Seshagiri Rao as an Independent Director
7.	Ratification of the remuneration of S.R. Bhargave & Co., Cost Accountants, Cost Auditor
8.	Issue of Non-Convertible Debentures, etc.
9.	Fund raising through Bonds
10.	Issue of Equity Shares, etc.

The details of the voting results are enclosed in the format prescribed under Regulation 44(3) of the Listing Regulations alongwith the copy of the Scrutinizers' Report dated 7<sup>th</sup> August, 2018.

You are requested to take note of the above.

For JSW Energy Limited

pra

Monica Chopra Company Secretary & Compliance Officer



	JSW ENERGY LIMITED
Date of the AGM/EGM	06-08-2018
Total number of shareholders on record date	1,37,209
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	168
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
		ORDINARY - Adoption of the annual audited (Standalone and Consolidated) Financial Statement for the financial year ended 31st March, 2018 and							
Resolution required: (Ordinary/ Special)	Reports thereon							•	
Whether promoter/ promoter group are									
interested in the agenda/resolution?	No								
							or chr i	0. 0.1	
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			favour on votes	against on votes	
			No. of votes	shares	No. of Votes – in		polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)		(7)=[(5)/(2)]*100	
	E-Voting		12297,00,744			0	100.0000		
	Poll	12299,00,744	0	0.0000	0 0	0	0.0000	0.0000	
	Postal Ballot (if	12277,007711							
Promoter and Promoter Group	applicable)		0	0.0000	-	0	0.0000		
	Total		12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000	
	E-Voting		2118,62,175	87.0623	2118,62,175	0	100.0000	0.0000	
	Poll	2433,45,485	0	0.0000	0 0	0	0.0000	0.0000	
	Postal Ballot (if	2455,45,465							
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		2118,62,175	87.0623	2118,62,175	0	100.0000	0.0000	
	E-Voting		150,26,123	8.9951	150,26,107	16	99.9998	0.0001	
	Poll	1670,48,485	12,071	0.0072	12,069	2	99.9834	0.0165	
	Postal Ballot (if	1070,48,485							
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		150,38,194	9.0023	150,38,176	18	99.9999	0.0001	
	Total	16402,94,714	14566,01,113	88.8012	14566,01,095	18	100.0000	0.0000	

Resolution No.	3							
		ication of Appointm	ent of Deloitte Has	kins & Sells LLP, Ch	artered Accountan	ts, Firm Registratio	n No. 117366W / V	V-100018,
Resolution required: (Ordinary/ Special)	Statutory Auditor	s of the Company						
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				0/ of Votos Dollad			0/ of Votoo in	0/ of Votoo
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in		polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	(6)=[(4)/(2)]*100	
	E-Voting	_	12297,00,744				100.0000	
	Poll	12299,00,744	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if							
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	
	Total		12297,00,744				100.0000	
	E-Voting		2123,60,809			33,27,470		1.5668
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	2100,10,100						
Public- Institutions	applicable)		0	0.0000		0	0.0000	
	Total		2123,60,809			33,27,470		1.5669
	E-Voting		150,26,123	8.9951	150,25,541	582	99.9961	0.0038
	Poll	1670,48,485	11,931	0.0071	11,929	2	99.9832	0.0167
	Postal Ballot (if	1070,40,403						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		150,38,054	9.0022	150,37,470	584	99.9961	0.0039
	Total	16402,94,714	14570,99,607	88.8316	14537,71,553	33,28,054	99.7716	0.2284

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	pintment of Mr. Jyo	ti Kumar Agarwal a	s a Director				
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	12299,00,744	12297,00,744			0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	12299,00,744						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	E-Voting		2123,60,809	87.2672	2123,60,809	0	100.0000	0.0000
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	2433,43,403						
Public-Institutions	applicable)		0	0.0000		0	0.0000	
	Total		2123,60,809		2123,60,809	0	100.0000	0.0000
	E-Voting		150,26,153		150,25,537	616	99.9959	0.0040
	Poll	1670,48,485	12,071	0.0072	12,069	2	99.9834	0.0165
	Postal Ballot (if	1070,40,403						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	
	Total		150,38,224	9.0023			99.9959	
	Total	16402,94,714	14570,99,777	88.8316	14570,99,159	618	100.0000	0.0000

Resolution No.	5	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	ointment of Mr. Jyo	ti Kumar Agarwal a	s a Whole-time Dir	ector				
Whether promoter/ promoter group are			, , , , , , , , , , , , , , , , , , ,						
interested in the agenda/resolution?	No								
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			favour on votes	against on votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting	12299,00,744	12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	12299,00,744							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000	
	E-Voting		2123,60,809	87.2672	2112,80,024	10,80,785	99.4910	0.5089	
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	2433,43,403							
Public-Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		2123,60,809	87.2672	2112,80,024	10,80,785	99.4911	0.5089	
	E-Voting		150,26,053	8.9950	150,25,162	891	99.9940	0.0059	
	Poll	1670,48,485	12,071	0.0072	12,069	2	99.9834	0.0165	
	Postal Ballot (if	1070,40,403							
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.0000	
	Total		150,38,124		150,37,231	893	99.9941	0.0059	
	Total	16402,94,714	14570,99,677	88.8316	14560,17,999	10,81,678	99.9258	0.0742	

Resolution No.	6								
Resolution required: (Ordinary/ Special)	ORDINARY - App	pintment of Mr. Sat	tirajuSeshagiri Rao	as an Independent	Director				
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting	12299,00,744	12297,00,744			0	100.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	12277,00,744							
Promoter and Promoter Group	applicable)		0	0.0000	-	0	0.0000		
	Total		12297,00,744				100.0000		
	E-Voting	_	2123,60,809			0	100.0000		
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if			0.0000			0.000	0.0000	
Public- Institutions	applicable)		0	0.0000	-	0	0.0000		
	Total		2123,60,809			616	100.0000		
	E-Voting Poll	-	150,26,173		150,25,557	010	99.995		
	Postal Ballot (if	1670,48,485	12,066	0.0072	12,064	2	99.9834	0.0165	
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		150,38,239			618			
	Total	16402,94,714	14570,99,792			618			

Resolution No.	7	7						
Resolution required: (Ordinary/ Special)	ORDINARY - Ratif	ication of the remu	neration of S.R. Bha	argave & Co., Cost .	Accountants, Cost A	Auditor		
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	12299,00,744	12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	12277,00,744						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	E-Voting		2123,60,809	87.2672	2123,60,809	0	100.0000	0.0000
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	2433,43,403						
Public-Institutions	applicable)		0	0.0000		0	0.0000	0.0000
	Total		2123,60,809	87.2672	2123,60,809	0	100.0000	0.0000
	E-Voting		150,26,123	8.9951	150,25,342	781	99.9948	0.0051
	Poll	1670,48,485	12,061	0.0072	12,059	2	99.9834	0.0165
	Postal Ballot (if	1070,40,403						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	
	Total		150,38,184	9.0023	150,37,401	783	99.9948	0.0052
	Total	16402,94,714	14570,99,737	88.8316	14570,98,954	783	99.9999	0.0001

Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Issue of	Non-Convertible De	ebentures, etc					
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	12299,00,744	12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	12299,00,744						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12297,00,744	99.9837	12297,00,744		100.0000	0.0000
	E-Voting		2123,60,809			15,13,871	99.2871	0.7128
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	2400,40,400						
Public- Institutions	applicable)		0	0.0000		0	0.0000	
	Total		2123,60,809		2108,46,938		99.2871	0.7129
	E-Voting		150,26,173		150,25,536		99.9957	
	Poll	1670,48,485	12,071	0.0072	11,809	262	97.8295	2.1704
	Postal Ballot (if	1070,10,100						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	
	Total		150,38,244					
	Total	16402,94,714	14570,99,797	88.8316	14555,85,027	15,14,770	99.8960	0.1040

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Fund ra	ising through Bonds	6					
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
Č Č								
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	12299,00,744	12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	12299,00,744						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	E-Voting		2123,60,809	87.2672	2108,46,938	15,13,871	99.2871	0.7128
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	2433,43,403						
Public-Institutions	applicable)		0	0.0000		0	0.0000	
	Total		2123,60,809				99.2871	0.7129
	E-Voting		150,26,173	8.9951	150,25,386		99.9947	0.0052
	Poll	1670,48,485	12,071	0.0072	11,809	262	97.8295	2.1704
	Postal Ballot (if	1070,10,100						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	
	Total		150,38,244					
	Total	16402,94,714	14570,99,797	88.8316	14555,84,877	15,14,920	99.8960	0.1040

Resolution No.	10							
Resolution required: (Ordinary/ Special)	SPECIAL - Issue of	Equity Shares, etc.						
Whether promoter/ promoter group are								
interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		12297,00,744	99.9837	12297,00,744	0	100.0000	
	Poll	12299,00,744	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	12299,00,744						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		12297,00,744	99.9837	12297,00,744	0	100.0000	0.0000
	E-Voting		2123,60,809	87.2672	1612,20,366	511,40,443	75.9181	24.0818
	Poll	2433,45,485	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	2433,43,403						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2123,60,809	87.2672	1612,20,366	511,40,443	75.9181	24.0819
	E-Voting		150,26,173	8.9951	150,25,506	667	99.9955	0.0044
	Poll	1670,48,485	12,071	0.0072	11,809	262	97.8295	2.1704
	Postal Ballot (if	1070,40,403						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	
	Total		150,38,244				99.9938	
	Total	16402,94,714	14570,99,797	88.8316	14059,58,425	511,41,372	96.4902	3.5098



**Company Secretaries** 

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069, Maharashtra Tel: 022 - 268444 95/97 ; email: <a href="mailto:shreyanscs@gmail.com">shreyanscs@gmail.com</a>

#### CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To, The Chairman JSW Energy Limited JSW Centre, Bandra Kurla Complex, Bandra East, Mumbai - 400 051

I, Shreyans Jain, of Shreyans Jain & Co, Company Secretaries, was appointed by the Board of Directors of **JSW ENERGY LIMITED** ("Company") as Scrutinizer for the purpose of scrutinizing the:

- i. Remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
- ii. Voting by Shareholders at the 24<sup>th</sup> Annual General Meeting held on Monday, 6<sup>th</sup> August, 2018 ("AGM")

in a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules pertaining to remote e-voting and voting at the venue of AGM on the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer for the voting process is to make a scrutinizer's report of the total votes cast, votes cast in favour and against including the details of abstain / invalid votes, if any, on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting platform i.e. <a href="https://www.evoting.karvy.com">https://www.evoting.karvy.com</a> provided by Karvy Computershare Private Limited (hereinafter "Karvy") and on the voting conducted at the venue of AGM.

#### DISPATCH OF NOTICE CONVENING THE MEETING:

ł

Dispatch of Notice of AGM held on Monday, 6<sup>th</sup> August, 2018 along with explanatory statement setting out material facts under Section 102 of the Act to the Members was completed on 14<sup>th</sup> July, 2018.

No



**Company Secretaries** 

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069, Maharashtra Tel: 022 - 268444 95/97 ; email: <u>shreyanscs@gmail.com</u>

#### CUT-OFF DATE:

The Voting rights were reckoned as on Monday, 30<sup>th</sup> July, 2018, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and voting at the Meeting.

#### REMOTE E-VOTING:

The Company had availed services of Karvy as the agency for providing the remote e-voting platform.

The remote e-voting period commenced on Thursday, 2<sup>nd</sup> August, 2018 at 9:00 a.m. and concluded on Sunday, 5<sup>th</sup> August, 2018 at 5:00 p.m. on Karvy's e-voting platform.

#### VOTING AT THE AGM:

As prescribed under Rules, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of Annual General Meeting, to only such details pertaining to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, Karvy, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the members who had cast their votes through remote e-voting post my validation on the e-voting platform.

#### • At the Venue

At the AGM, the Chairman announced that the Resolution at Item No. 2 of the Notice relating to re-appointment of Ms. Tanvi Shete as Director stood withdrawn as she had resigned from the Directorship of the Company after issuance of the Notice of AGM. Accordingly, the result in respect of the Resolution at Item No. 2 is not considered and mentioned in our report.

After the announcement of voting by the Chairman, two ballot boxes kept for voting were locked / sealed in my presence.

On completion of voting at the meeting, the ballot boxes were subsequently unlocked and the ballot papers were serially numbered and diligently scrutinized.

The ballot papers were reconciled with the records maintained by Karvy Computershare Private Limited, Registrar and Share Transfer Agent of the Company and authorisations / proxies lodged with the Company.

The ballot papers, which were incomplete and / or otherwise found defective have been treated as invalid and kept separately.





**Company Secretaries** 

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069, Maharashtra Tel: 022 - 268444 95/97 ; email: <u>shreyanscs@gmail.com</u>

#### Remote E-voting

The data pertaining to remote e-voting was unblocked from Karvy's e-voting platform on Monday, 6<sup>th</sup> August, 2018 after the conclusion of the AGM in the presence of two witnesses viz., Mr. Sanjay Vishwakarma and Mr. Vishal Dhanak who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.

#### **RESULTS:**

The details containing *interalia*, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as abstain / invalid on each of the resolutions that were put to vote, were generated from the e-voting platform of Karvy. Taking into account the report from Karvy and physical voting at the AGM, the consolidated results with respect to each item on the agenda as set out in the Notice of the AGM is enclosed.

Thanking You, Yours faithfully,

CS Shreyans Jain Practicing Company Secretary FCS 8519/ C.P. No. 9801

Date : 7/8/2018 Place: Munber





Company Secretaries Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069, Maharashtra Tel: 022 - 268444 95 / 97 ; email: shreyanscs@gmail.com

ITEM No. 1								
Resolution required: (Ordinary Resolution)	Adoption of An March, 2018	nual Audited Financi	al Statements alongv	with the Reports of	the Board of Director	s and Auditors there	on for the financial	year ended 31st
				D VOTES			INVALID	VOTES /
MODE OF VOTING		TING IN FAVOUR (A	SSENT)	VO	ED AGAINST (DISSE	NT)	ABS	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	AB No. of Ballots 0% 2% 0% 6W / W-100018, as Sta INVALI AB s No. of Ballots 3% 2%	No. of Votes Cast
REMOTE E-VOTING	199	14565,89,026	100.00%	3	16	0.00%	0	
VOTING AT AGM	55	12,069	99.98%	2	2	0.02%	- 3	2.
TOTAL	254	14566,01,095	100.00%	5	18	0.00%	3	
ITEM No. 3						010070	0	2-
	Ratification of /	Appointment of Deloi	fte Haskins & Solls I	I.P. Chartered Acce	untonto Eirm Desist		141 400040 04 4	
•	Company	appointment of Deloi	tte Haskins & Sells L	EF, Ghanereu Acco	untants, Firm Kegist	ration No. 11/366W /	W-100018, as Statu	tory Auditors of the
			INVALID	VOTES /				
MODE OF VOTING	VALIE VOTING IN FAVOUR (ASSENT)				ED AGAINST (DISSE	ABSTAIN		
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		No. of Votes Cast
REMOTE E-VOTING	184	14537,59,624	99.77%	17	33,28,052	0.23%	0	(
VOTING AT AGM	53	11,929	99.98%	2	2		5	164
TOTAL	237	14537,71,553	99.77%	19		0.23%		164
ITEM No. 4								
Resolution required: (Ordinary Resolution)	Appointment of	Mr. Jyoti kumar Aga	rwal as a Director					
			VALID	VOTES			INVALID	VOTES /
MODE OF VOTING	VO	TING IN FAVOUR (AS		VOT	ED AGAINST (DISSE	NT)	0.02% 5	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	196	14570,87,090	100.00%	5	616	0.00%	0	C
OTING AT AGM	55	12,069	99.98%	2	2	0.02%	3	24
TOTAL	251	14570,99,159	100.00%	7	618	0.00%	3	24



### ITEM No. 5

Resolution required: (Ordinary Resolution)	Appointment of	Mr. Jyoti kumar Aga	nwal as a Whole-Tim	e Director				
MODE OF VOTING	VALID VOTES VOTING IN FAVOUR (ASSENT) VOTED AGAINST (DISSENT)						INVALID VOTES / ABSTAIN	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	188	14560,05,930	99.93%	12	10,81,676	0.07%	1	100
VOTING AT AGM	55	12,069	99.98%	2	2	0.02%	3	24
TOTAL	243	14560,17,999	99.93%	14	10,81,678	0.07%	4	124

# ITEM No. 6

Resolution required: (Ordinary Resolution)	Appointment of	f Mr. Sattiraju Seshaç	giri Rao as an Indepe	ndent Director					
MODE OF VOTING	VALID VOTES VOTING IN FAVOUR (ASSENT) VOTED AGAINST (DISSENT)							INVALID VOTES / ABSTAIN	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	
REMOTE E-VOTING	196	14570,87,110	100.00%	5	616	0.00%	0	0	
VOTING AT AGM	54	12,064	99.98%	2	2	0.02%	4	29	
TOTAL	250	14570,99,174	100.00%	7	618	0.00%	4	29	

# ITEM No. 7

Resolution required: (Ordinary Resolution)	Ratification of F	Remuneration of M/s	S.R. Bhargave & Co.	, Cost Accountants					
MODE OF VOTING	VALID VOTES VOTING IN FAVOUR (ASSENT) VOTED AGAINST (DISSENT)							INVALID VOTES / ABSTAIN	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	
REMOTE E-VOTING	195	14570,86,895	100.00%	6	781	0.00%	0	C	
VOTING AT AGM	54	12,059	99.98%	2	2	0.02%	4	34	
TOTAL	. 249	14570,98,954	100.00%	8	783	0.00%	4	34	



ITEM No. 8									
Resolution required: (Special Resolution)	Issue of Non-C	onvertible Debenture	s, etc.						
	·			INVALID VOTES /					
MODE OF VOTING	VO	TING IN FAVOUR (A	SSENT)	VOT	ED AGAINST (DISSE	otes Cast % of Valid Votes	ABSTAIN		
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	
REMOTE E-VOTING	187	14555,73,218	99.90%	14	15,14,508	0.10%	0		
VOTING AT AGM	54	11,809	97.83%	3	262	2.17%	3	24	
TOTAL	. 241	14555,85,027	99.90%	17	15,14,770	0.10%	3	24	

# ITEM No. 9

Resolution required: (Special Resolution)	Fund raising th	rough Bonds.					2	
MODE OF VOTING	VO	INVALID VOTES / ABSTAIN						
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOŢING	185	14555,73,068	99.90%	16	15,14,658	0.10%	0	0
VOTING AT AGM	54	11,809	97.83%	3	262	2.17%	3	_2.4
TOTAL	239	14555,84,877	99.90%	19	15,14,920	0.10%	3	24

ITEM No. 10								
Resolution required: (Special Resolution)	Issue of Equity	Shares, etc.						
MODE OF VOTING	VALID VOTES VOTING IN FAVOUR (ASSENT) VOTED AGAINST (DISSENT)						INVALID ABS	VOTES / TAIN
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		No. of Votes Cast
REMOTE E-VOTING	124	14059,46,616	96.49%	77	511,41,110	3.51%	0	0
VOTING AT AGM	54	11,809	97.83%	3	262	2.17%	3	24
TOTAL	178	14059,58,425	96.49%	80	511,41,372	3.51%	3	24





**Company Secretaries** 

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069, Maharashtra Tel: 022 - 268444 95/97 ; email: <u>shreyanscs@gmail.com</u>

#### NOTES:

• Few member(s) have distributed their total voting power amongst in Favour, Against and Abstain and hence such Ballots have been accounted accordingly.

#### **RECOMMENDATION:**

 Based on the aforesaid results, the Ordinary Resolutions as contained in Item No. 1 to 7 (except Item No. 2) and the Special Resolutions as contained in Item No.8 to 10 of the Notice have been passed with requisite majority.

Thanking You, Yours faithfully,

CS Shreyans Jain Practicing Company Secretary FCS 8519 / C.P. No. 9801

Date: 7/8/2018 Place: Mumban



We, the undersigned witnesses, confirm that the votes were unblocked from remote e-voting platform of Karvy in our presence on Monday 6<sup>th</sup> August, 2018 after the conclusion of the AGM.

(Sanjay Vishwakarma)

(Vishal Dhanak)