

**Regd. Office :** JSW Centre,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051  
CIN. : L27102MH1994PLC152925  
Phone : +91 22 4286 1000  
Fax : +91 22 4286 3000  
Website : [www.jsw.in](http://www.jsw.in)

Ref: JSWSL:SECT:MUM: SE: 2018-19  
25<sup>th</sup> July 2018

To,

<b>1.</b> National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Fax No.: 2659 8237-38 Email: <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a> <b>Kind Attn.: Mr. Hari K, President (Listing)</b>	<b>2.</b> BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001. Fax No. 2272 2037/2039/ 2041/ 20 61 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> Ref: Company Code No.500228. <b>Kind Attn: Mr. S. Subramanian, DCS (CRD).</b>
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Sub: Voting Results under Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

In compliance with Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015, we now attach herewith in the prescribed format, the details regarding the voting results of the business transacted at the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Tuesday, 24<sup>th</sup> July 2018 at 11.00 am at Y.B.Chavan Auditorium, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400 021. We also enclose herewith the Scrutinizers Report on e-voting and Poll.

All the resolutions set out in the Notice dated 16<sup>th</sup> May 2018 have been passed with requisite majority. This is for the information of your members and all concerned.

Thanking you,

Yours faithfully,  
**For JSW STEEL LIMITED**

  
**Lancy Varghese**  
Company Secretary





Resolution No.	2							
	<u>ORDINARY</u>							
Resolution required:	Declaration of dividend on the 10% Cumulative Redeemable Preference Shares of the Company for the financial year 2017-18.							
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,01,23,59,550	1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
Public- Institutions	E-Voting	55,92,02,948	44,31,62,618	79.2490	44,27,75,957	3,86,661	99.9127	0.0872
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		44,31,62,618	79.249	44,27,75,957	3,86,661	99.9127	0.0873
Public- Non Institutions	E-Voting	84,56,57,942	36,41,07,034	43.0561	36,41,03,913	3,121	99.9991	0.0008
	Poll		52,873	0.0063	52,263	610	98.8462	1.1537
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		36,41,59,907	43.0624	36,41,56,176	3,731	99.9990	0.0010
	Total	2,41,72,20,440	1,81,92,69,805	75.2629	1,81,88,79,413	3,90,392	99.9785	0.0215



Resolution No.	3							
Resolution required:	ORDINARY Declaration of cumulative dividend on the 0.01 % Cumulative Redeemable Preference Shares of the Company starting October 01, 2002.							
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,01,23,59,550	1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
Public- Institutions	E-Voting	55,92,02,948	44,31,62,618	79.2490	44,27,75,957	3,86,661	99.9127	0.0872
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		44,31,62,618	79.249	44,27,75,957	3,86,661	99.9127	0.0873
Public- Non Institutions	E-Voting	84,56,57,942	36,41,07,019	43.0561	36,41,03,899	3,120	99.9991	0.0008
	Poll		52,873	0.0063	52,263	610	98.8462	1.1537
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		36,41,59,892	43.0624	36,41,56,162	3,730	99.9990	0.0010
Total	Total	2,41,72,20,440	1,81,92,69,790	75.2629	1,81,88,79,399	3,90,391	99.9785	0.0215



TRY -

ion of dividend on the Equity Shares of the Company for the financial year 2017-18.

Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
		0	0.0000	0	0	0.0000	0.0000
illot (if e)	1,01,23,59,550	0	0.0000	0	0	0.0000	0.0000
		0	0.0000	0	0	0.0000	0.0000
		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
		44,31,62,618	79.2490	44,27,75,957	3,86,661	99.9127	0.0872
		0	0.0000	0	0	0.0000	0.0000
illot (if e)	55,92,02,948	0	0.0000	0	0	0.0000	0.0000
		0	0.0000	0	0	0.0000	0.0000
Total		44,31,62,618	79.249	44,27,75,957		99.9127	0.0873
		36,41,07,034	43.0561	36,41,03,926	3,108	99.9991	0.0008
		52,873	0.0063	52,263	610	98.8462	1.1537
illot (if e)	84,56,57,942	0	0.0000	0	0	0.0000	0.0000
		0	0.0000	0	0	0.0000	0.0000
		0	43.0624	0	3,718	0.0010	0.0010

Resolution No.

5

Resolution required: )

Whether promoter/ promoter group are interested in the agenda/resolution?

ORDINARY -

Re-appointment of Mr. Seshagiri Rao M.V.S (DIN 00029136), as a Director

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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	Poll	1,01,23,59,550	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	E-Voting		44,06,69,381	78.8031	30,48,99,341	13,57,70,040	69.1900	30.8099
Public- Institutions	Poll	55,92,02,948	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000	0	0	0.0000	0.0000
	Total			78.8031	30,48,99,341	13,57,70,040	69.1900	30.8100
	E-Voting		36,41,07,028	43.0561	36,41,03,690	3,338	99.9990	0.0009
Public- Non Institutions	Poll	84,56,57,942	52,873	0.0063	50,453	2,420	95.4229	4.5770
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total			43.0624	54,143	5,758	99.9984	0.0016
					00,764	13,57,75,798	92.5266	7.4734







Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY							
Whether promoter/ promoter group are interested in the agenda/resolution?	Re-appointment of Dr (Mrs) Punita Kumar Sinha (DIN 05229262) as a Director of the Company, in the category of Independent Director.							
	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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,01,23,59,550	1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
Public- Institutions	E-Voting	55,92,02,948	43,62,17,157	78.0069	41,35,93,140	2,26,24,017	94.8135	5.1864
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		43,62,17,157	78.0069	41,35,93,140	2,26,24,017	94.8136	5.1864
Public- Non Institutions	E-Voting	84,56,57,942	36,41,07,033	43.0561	36,40,31,463	75,570	99.9792	0.0207
	Poll		52,084	0.0062	51,474	610	98.8288	1.1711
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		36,41,59,117	43.0623	36,40,82,937	76,180	99.9791	0.0209
	Total	2,41,72,20,440	1,81,23,23,554	74.9755	1,78,96,23,357	2,27,00,197	98.7475	1.2525



Resolution No.

8

Resolution required: (Ordinary/ Special)  
Whether promoter/ promoter group are  
interested in the agenda/resolution?

ORDINARY -

Consent for private placement of redeemable Non-Convertible Debentures aggregating upto Rs. 10,000 crores

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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	Poll	1,01,23,59,550	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		7	99.9593	1,01,19,47,280	0	100.0000	0.0000
	E-Voting		44,31,62,618	79.2490	43,10,86,707	1,20,75,911	97.2750	2.7249
Public- Institutions	Poll	55,92,02,948	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		44,31,62,618		43,10,86,707	1,20,75,911	97.2751	2.7249
	E-Voting		36,41,05,863	43.0559	36,41,01,047	4,816	99.9986	0.0013
Public- Non Institutions	Poll	84,56,57,942	52,084	0.0062	51,474	610	98.8288	1.1711
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
						5,426	99.9985	0.0015
41								

2

Resolution No.

9

## ORDINARY

Resolution required:

Consent for issue of Non-Convertible Debentures with warrants which are convertible into or exchangeable with equity shares of the Company for an amount not exceeding Rs.4,000 crores inclusive of such premium as may be decided by the Board; and/or issue of Equity Shares and/or Fully Convertible Debentures/Partly Convertible Debentures /Optionally Convertible Debentures or any other Convertible Securities (other than warrants) for an amount not exceeding Rs.4,000 crores inclusive of such premium as may be decided by the Board

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 – in favour (4)

No. of Votes – against (5)

% of Votes in favour on votes polled  
(6)=[(4)/(2)]\*100

% of Votes against on votes polled  
(7)=[(5)/(2)]\*100

E-Voting

Poll

Postal Ballot (if applicable)

Promoter and Promoter Group

Total

E-Voting

Poll

Postal Ballot (if applicable)

Public- Institutions

Total

E-Voting

Poll

Postal Ballot (if applicable)

Public- Non Institutions

Total

		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
		0	0.0000	0	0	0.0000	0.0000
	1,01,23,59,550						
		0	0.0000	0	0	0.0000	0.0000
		1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
		44,31,62,618	79.2490	44,26,70,138	4,92,480	99.8888	0.1111
		0	0.0000	0	0	0.0000	0.0000
	55,92,02,948						
		0	0.0000	0	0	0.0000	0.0000
		44,31,62,618	79.249	44,26,70,138	4,92,480	99.8889	0.1111
		36,41,05,854	43.0559	36,40,30,489	75,365	99.9793	0.0206
		52,084	0.0062	51,474	610	98.8288	1.1711
	84,56,57,942						
		0	0.0000	0	0	0.0000	0.0000
		36,41,57,938	43.0621	36,40,81,963	75,975	99.9791	0.0209
	11,72,20,440	1,81,92,67,836	75.2628	1,81,86,99,381	5,68,455	99.9688	0.0312



Resolution No.	10							
	<b>ORDINARY</b> Consent to give loan, give any guarantee or provide security in connection with a loan or to acquire by way of subscription, purchase or otherwise, securities of any other body corporate upto an aggregate amount of Rs.20,000 crores over and above the permissible limit under section 186(2) of the Companies Act, 2013.							
Resolution required: (Ordinary/ Special)								
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 – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,01,23,59,550	1,01,19,47,280	99.9593	1,01,19,47,280	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,01,19,47,280</b>	<b>99.9593</b>	<b>1,01,19,47,280</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	55,92,02,948	44,06,69,381	78.8031	28,39,74,979	15,66,94,402	64.4417	35.5582
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>44,06,69,381</b>	<b>78.8031</b>	<b>28,39,74,979</b>	<b>15,66,94,402</b>	<b>64.4417</b>	<b>35.5583</b>
Public- Non Institutions	E-Voting	84,56,57,942	36,41,07,018	43.0561	36,40,29,840	77,178	99.9788	0.0211
	Poll		52,084	0.0062	51,474	610	98.8288	1.1711
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>36,41,59,102</b>	<b>43.0623</b>	<b>36,40,81,314</b>	<b>77,788</b>	<b>99.9786</b>	<b>0.0214</b>
	<b>Total</b>	<b>2,41,72,20,440</b>	<b>1,81,67,75,763</b>	<b>75.1597</b>	<b>1,66,00,03,573</b>	<b>15,67,72,190</b>	<b>91.3709</b>	<b>8.6291</b>



# NILESH G . SHAH

B.Com., U.B (G), F.C.S.

## Company Secretaries

Ref.:

25th July, 2018

To,  
Mr. Sajjan Jindal,  
Chairman  
JSW Steel Limited  
JSW Centre,  
Bandra 1 urla Complex,  
Bandra East,  
Mumbai - 400 051

Sir,

Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the poll taken at the Twenty Fourth Annual General Meeting (AGM) of the members of JSW Steel Limited held on 24<sup>th</sup> July, 2018 at 11.0 a.m. at Y. 8. Chavan Auditorium, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai - 400 021.

The Board of Directors of JSW Steel Limited ('the Company') have vide resolution passed on 16<sup>th</sup> May, 2018, decided to provide to the members of the Company, a facility to exercise their vote on the resolutions as set out in the notice of the 24<sup>th</sup> Annual General Meeting to be held on 24<sup>th</sup> July, 2018, by way of electronic means as required under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 In addition to Physical Ballot at the venue of AGM, for determining result of voting on resolutions.

I, Nilesh G. Shah, Company Secretary in Practice, having membership no. FCS 4554, have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 16<sup>th</sup> May, 2018, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 14<sup>th</sup> Annual General Meeting of the Company to be held on 24<sup>th</sup> July, 2018.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Physical Voting at the Venue, on the resolutions contained in the notice for the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the voting process (including remote e-voting process), as provided by Management, is restricted to ensure that the voting process is conducted in a fair and transparent manner.

NILESH G. SHAH

211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nag  
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.c

304-A, Poonam Sagar, Poonam Nagar, O . Mahakali Caves Road, Andheri (East), Mumbai -  
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

# NILESH G. SHAH

B.Com., LL.B (G), F.C.S.

## Company Secretaries

Ref. \_\_\_\_\_

and make a Scrutinizer's report of the votes cast "in favour" or "against" or "abstain/invalid", if any, on the items of businesses contained in the Notice of AGM, based on the reports generated from the voting conducted at the AGM and remote e-voting services provided by Karvy Computershare Private Limited (Karvy), the authorized agency to provide e-voting facilities, engaged by the Company.

### DISPATCH OF NOTICE CONVENING THE MEETING:

The notice dated 16<sup>th</sup> May, 2018 convening the 24<sup>th</sup> Annual General Meeting of the Company held on 24<sup>th</sup> July, 2018 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the Company.

### CUT-OFF DATE:

The members of the Company holding shares on the "cut-off date" of 17<sup>th</sup> July, 2018 were entitled to vote on the resolutions proposed as set out in the notice of the 24<sup>th</sup> Annual General Meeting.

### VOTING AT AGM VENUE:

1. Pursuant to the Companies (Management and Administration) Amendment Rules, 2015, the Company has provided the facility of voting, through physical poll paper at the Venue of the AGM, to those members who did not vote through the remote e-voting facility.
2. As stipulated under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the AGM, Karvy Computershare Private Limited, the e-voting agency, provided us with access after closure of period of remote e-voting and before the start of the AGM to only the Names, DP ID and Client ID/Folio Numbers, and number of shares held of the Members who had cast their votes through remote e-voting, without providing us the manner in which they voted.
3. After the announcement of Voting by Chairman, two Ballot Boxes kept for polling were locked in my presence with due identification marks placed by me.
4. On Completion of voting at the meeting, the locked ballot boxes were subsequently opened in my presence (along with presence of two witnesses viz. Mr. Rakesh Achhpal and Mrs. Jinal Trivedi, both of whom are not in employment of the Company) and poll papers were diligently scrutinized.



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East),  
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093  
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

# NILESH G. SHAH

B.Com., LLB (G), F.C.S.

## Company Secretaries

Ref \_\_\_\_\_

5. The poll papers were reconciled with the records maintained by the Registrars and Share Transfer Agent of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
6. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

### REMOTE E-VOTING:

1. The Company has availed the remote e-voting services provided by Karvy Computershare Private Limited for providing Members with the facility to cast their vote electronically.
2. The e-voting portal remained open for voting from Friday, July 20, 2018 (9.00 a.m. IST) to Monday, July 23, 2018 (5.00 p.m. IST).
3. After the conclusion of voting at the AGM, I first counted the votes cast at the meeting and thereafter unblocked the electronic votes in the presence of two witnesses, viz., Mr. Rakesh Achhpal and Mrs. Jinal Trivedi, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.
4. The details containing list of shareholders who voted "for" or "against" or whose votes were considered as "abstain/invalid" for each of the resolutions that were put to vote were downloaded from the e-voting website of Karvy (<https://evoting.karvy.com>).

### RESULTS:

Our report includes the result of voting through the physical poll papers in addition to votes cast through the remote e-voting website of Karvy by the eligible shareholders.

We have scrutinized the votes cast through electronic means and also through physical poll papers for the purpose of this report.

The particulars of all the electronic votes cast by the members through remote e-voting process and votes cast by the members through physical poll papers have been recorded in a register separately maintained for the purpose.

The result of the voting is as per annexure attached herewith.

The Register, all other papers and relevant records relating to voting shall remain in custody of Karvy Computershare Private Limited (Karvy) under our observation until the Chairman



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel.: 2820 7824 / 2820 3582 E-mail: [nilesh@ngshah.com](mailto:nilesh@ngshah.com)

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093. Tel.: 2836 3419 Email: [ngshah.cs@gmail.com](mailto:ngshah.cs@gmail.com)



# NILESH G. SHAH

B.Com., U.B. (G), F.C.S.

## Company Secretaries

Ref. \_\_\_\_\_



considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.

### RECOMMENDATION:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

Nilesh G. Shah  
Practicing Company Secretary  
Membership No. FCS 4554  
CP No. 2631

Place: Mumbai

### Witness:

We the undersigned witness that the votes were unblocked from the e-voting website of e-voting service provider viz. Karvy Computershare Private Limited (Karvy) (<https://evoting.karvy.com>) in our presence at the office of Scrutinizer, Mr. Nilesh G. Shah.

  
Rakesh Achhpal

  
Jinal Trivedi



**Annexure to the Scrutinizer's Report**

**Consolidated Result of Voting through remote e-voting and physical poll paper**

Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
				Voting In Favour (Assent)			Voted Against (Dissent)				
				No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast
1	Adoption of the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-Voting	599	1811172746	99.9998%	4	3108	0.0002%	15	13481772
			Voting at AGM	93	52263	98.8463%	5	610	1.1537%	2	40
			Total	692	1811225009	99.9998%	9	3718	0.0002%	17	13481812
2	Declaration of dividend on the 10% Cumulative Redeemable Preference Shares of the Company for the financial year 2017-18.	Ordinary	Remote e-Voting	601	1818827150	99.9786%	9	389782	0.0214%	7	5440694
			Voting at AGM	93	52263	98.8463%	5	610	1.1537%	2	40
			Total	694	1818879413	99.9785%	14	390392	0.0215%	9	5440734



Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
				Voting in Favour (Assent)			Voted Against (Dissent)				
				No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast
3	Declaration of cumulative Dividend on the 0.01 % Cumulative Redeemable Preference Shares of the Company starting October 1, 2002.	Ordinary	Remote e-Voting	601	1818827136	99.9786%	9	389781	0.0214%	8	5440709
			Voting at AGM	93	52263	98.8463%	5	610	1.1537%	2	40
			Total	694	1818879399	99.9785%	14	390391	0.0215%	10	5440749
4	Declaration of dividend on Equity Shares of the Company for the Financial Year 2017-18.	Ordinary	Remote e-Voting	603	1818827163	99.9786%	7	389769	0.0214%	7	5440694
			Voting at AGM	93	52263	98.8463%	5	610	1.1537%	2	40
			Total	696	1818879426	99.9785%	12	390379	0.0215%	9	5440734



Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Inwllld Votes/Abs ain	
				VotIn&In Favour (A sent)			Voted A a st ID's e tl				
				N . of Member w o Voted	No. ofVot Cast	" ofvaRd votes	No. of Members who Voted	No. ofVote Cast	" OFV II votes	No. of Members who Vote	No. of Vote Cast
5	Re-app int ent of Mr. Se hagri Rao MV.S (ON 00029136), as a Director.	ordinar	Remote e-Voting	376	16 0950311	92.5265%	239	1 5773378	7.4735%	11	7933937
			Voting at AGM	92	50 53	95.4230%	6	2420	4.5770%	2	40
			Total	468	1681000764	92.5266%	245	135775798	7.4734%	13	7933977
6	Ratificati n of Remuneration payable to M/s Sh e & Banerjee, Co-t Auditors of the Comp ny for the financial year 2018 19.	Ordinar	Remote e-Voting	591	1817904394	99.9279%	18	1312537	0.0721%	7	5440695
			Voting at AGM	92	51 474	98.8288%	6	610	1.1712%	4	829
			Total	683	1817955868	99.9278%	24	1313147	0.0722%	11	5441524



Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
				Voting In Favour (Assent)			Voted Against (Dissent)				
				No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast
7	Re-appointment of Dr. (Mrs.) Punita Kumar Sinha (DIN: 05229262) as a Director of the Company, in the category of Independent Director.	Special	Remote e-Voting	539	1789571883	98.7475%	71	22699587	1.2525%	12	12386156
			Voting at AGM	92	51474	98.8288%	6	610	1.1712%	4	829
			Total	631	1789623357	98.7475%	77	22700197	1.2525%	16	12386985
8	Consent for Private Placement of redeemable non-convertible debentures aggregating upto Rs. 10,000 crores.	Special	Remote e-Voting	555	1807135034	99.3359%	56	12080727	0.6641%	10	5441865
			Voting at AGM	92	51474	98.8288%	6	610	1.1712%	4	829
			Total	647	1807186508	99.3359%	62	12081337	0.6641%	14	5442694



Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
				Voting in Favour (Assent)			Voted Against (Dissent)				
				No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast	% of valid votes	No. of Members who Voted	No. of Votes Cast
9	Consent for Issue of Specified Securities to Qualified Institutional Buyers (QIB) for an amount not exceeding Rs. 8,000 crores.	Special	Remote e-Voting	593	1818647907	99.9688%	14	567845	0.0312%	10	5441874
			Voting at AGM	92	51474	98.8288%	6	610	1.1712%	4	829
			Total	685	1818699381	99.9688%	20	568455	0.0312%	14	5442703
10	Consent to give loan, give any guarantee or provide security in connection with a loan or to acquire by way of subscription, purchase or otherwise, securities of any other body corporate upto an aggregate amount of Rs. 20,000 crores over and above the permissible limit under section 186(2) of the Companies Act, 2013.	Special	Remote e-Voting	335	1659952099	91.3706%	278	156771580	8.6294%	11	7933947
			Voting at AGM	92	51474	98.8288%	6	610	1.1712%	4	829
			Total	427	1660003573	91.3709%	284	156772190	8.6291%	15	7934776



