

26th July, 2022**National Stock Exchange of India Ltd**

Exchange Plaza, 5th Floor

Plot No.C/1, G Block

Bandra-Kurla Complex

Bandra (E)

Mumbai-400 051**BSE Ltd**

Corporate Relationship Department

1st Floor, New Trading Ring

Rotunda Building, Phiroze Jeejeebhoy towers

Dalal Street

Mumbai - 400 001**Stock Code: SHANTIGEAR**

Through NEAPS

Stock Code: 522034

Through BSE Listing Centre

Dear Sirs,

Sub: 49th Annual General Meeting of the Company held on 25th July 2022 ('49th AGM') - Results of voting at 49th AGM under Regulation 44 of the SEBI (Listing Obligations & Listing Requirements) Regulations, 2015 ('Listing Regulations') and Summary of 49th AGM proceedings under Regulation 30 of the Listing Regulations

The 49th Annual General Meeting of the Members of Shanthi Gears Limited was duly convened and held on 25th July, 2022 at 4.00 p.m. through Video Conferencing.

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Shareholders of the Company were given the opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting ('e-voting') during the period commencing from 22nd July 2022 (9.00 A.M.) to 24th July 2022 (5.00 P.M.). Further, the Company provided the facility for electronic voting at the 49th AGM to those shareholders who had not earlier exercised their right to vote through remote e-voting.

The resolutions nos.1 to 6 as contained in the Notice of the 49th AGM were approved/passed by the shareholders with requisite majority. Accordingly, all the resolutions were declared to be passed on 25th July, 2022 (viz., date of the 49th AGM). Consequent thereto, in pursuance of Regulation 44 of the Listing Regulations, we enclose herewith the combined voting results in the prescribed format thereunder along with the Consolidated Scrutiniser's Report.



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Website : www.shanthigears.com
CIN : L29130TZ1972PLC000649
GST : 33AADCS0692L1Z7

Further, a summary of the proceedings of the 49th AGM is also enclosed pursuant to Regulation 30 of the Listing Regulations.

Kindly take the above on your record.

Thanking You,

Yours faithfully,
For **SHANTHI GEARS LIMITED**

C. Subramaniam
Company Secretary

SHANTHI GEARS LIMITED
ANNUAL GENERAL MEETING HELD ON 25th JULY, 2022
RESULTS OF VOTING UNDER REGULATION 44 OF THE SEBI (LODR) REGULATIONS, 2015

Date of Annual General Meeting

: Monday, 25th July, 2022

Number of shareholders as on record date (cut off date)
 (ie., 14th July, 2020) : 24858

No. of shareholders present in the meeting

-Promoters : Not Applicable

-Public : Not Applicable

No. of shareholders attended the meeting

through video conferencing : 58

-Promoters & Promoters Group : 1

-Public : 57

SLNO	Promoter/ Public	1	2	3	4	5	6	7
		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	Resolution required: ORDINARY- Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2022, the Report of the Board of Directors and the Auditor's Report thereon							
	Whether Promoters and Promoter Group are interested in the Agenda/ Resolution: NO							
	Promoter - E-Voting		54,063,189	100.00000	54,063,189	0	100.00000	0.00000
	Promoter - Poll at AGM	54,063,189	-	-	-	-	-	-
	Promoetr - Ballot by Post		-	-	-	-	-	-
	Total (A)	54,063,189	54,063,189	100.00	54,063,189	-	100.00	-
	Public - Institutions - E-Voting		2,414,594	79.97140	2,414,594	0	100.00000	0.00000
	Public - Institutions - Poll at AGM	3,019,322	-	-	-	-	-	-
	Public - Institutions - Ballot by Post		-	-	-	-	-	-
	Total (B)	3,019,322	2,414,594	79.97	2,414,594	-	100.00	-
	Public - Non Institutions - E-Voting		107,179	0.54590	107,179	0	100.00000	0.00000
	Public - Non Institutions - Poll at AGM	19,633,342	-	-	-	-	0.0000	0.0000
	Public - Non Institutions - Ballot by Post		-	-	-	-	0.0000	0.0000
	Total (C)	19,633,342	107,179	0.55	107,179	-	100.00000	0.00000
Total (A+B+C)		76,715,853	56,584,962	73.7592	56,584,962	-	100.00000	-



SLNO	Promoter/ Public	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
2	Resolution required: ORDINARY- The interim dividend of Rs.2.50/- (Two Rupees and Fifty Paise Only) per equity share declared by the Board of Directors on 3rd February 2022 for the financial year 2021-22 and paid to those Members whose names appeared on the Register of Members as on 15th February, 2022, being the record date fixed for the purpose, be and is hereby confirmed as final dividend for the financial year ended 31st March, 2022.							
	Whether Promoters and Promoter Group are interested in the Agenda/ Resolution: NO							
	Promoter - E-Voting		54,063,189	100.00000	54,063,189	0	100.00000	0.00000
	Promoter - Poll at AGM	54,063,189	-	-	-	-	-	-
	Promoter - Ballot by Post		-	-	-	-	-	-
	Total (A)	54,063,189	54,063,189	100.00	54,063,189	-	100.00	-
	Public - Institutions - E-Voting		2,414,594	79.97140	2,414,594	0	100.00000	0.00000
	Public - Institutions - Poll at AGM	3,019,322	-	-	-	-	-	-
	Public - Institutions - Ballot by Post		-	-	-	-	-	-
	Total (B)	3,019,322	2,414,594	79.97	2,414,594	-	100.00	-
	Public - Non Institutions - E-Voting		107,179	0.54590	106,479	700	99.34690	0.65310
	Public - Non Institutions - Poll at AGM	19,633,342	-	-	-	-	-	-
	Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
	Total (C)	19,633,342	107,179	0.55	106,479	700	99.34689	0.65311
Total (A+B+C)	76,715,853	56,584,962	73.7592	56,584,262	700	99.99876	0.00124	
SLNO	Promoter/ Public	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
3	Resolution required: ORDINARY-Re-appointment of Mr. M A M Arunachalam (holding DIN00202958) as a Director who retires by rotation at the 49th Annual General Meeting, be and is hereby re-appointed as Director of the Company liable to retire by rotation.							
	Whether Promoters and Promoter Group are interested in the Agenda/ Resolution: NO							
	Promoter - E-Voting		54,063,189	100.00000	54,063,189	0	100.00000	-
	Promoter - Poll at AGM	54,063,189	-	-	-	-	-	-
	Promoter - Ballot by Post		-	-	-	-	-	-
	Total (A)	54,063,189	54,063,189	100.00	54,063,189	-	100.00	-
	Public - Institutions - E-Voting		2,414,594	79.97140	2,414,594	0	100.00000	-
	Public - Institutions - Poll at AGM	3,019,322	-	-	-	-	-	-
	Public - Institutions - Ballot by Post		-	-	-	-	-	-
	Total (B)	3,019,322	2,414,594	79.97	2,414,594	-	100.00	-
	Public - Non Institutions - E-Voting		107,179	0.54590	107,112	67	99.93750	0.06250
	Public - Non Institutions - Poll at AGM	19,633,342	-	-	-	-	-	-
	Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
	Total (C)	19,633,342	107,179	0.55	107,112	67	99.93749	0.06251
Total (A+B+C)	76,715,853	56,584,962	73.7592	56,584,895	67	99.99988	0.00012	



SLNO	Promoter/ Public	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
4	Resolution required: ORDINARY-Appointment of Mr. Mukesh Ahuja (holding DIN 09364667) as a Director of the Company, liable to retire by rotation.							
	Whether Promoters and Promoter Group are interested in the Agenda/ Resolution: NO							
	Promoter - E-Voting	54,063,189	54,063,189	100.00000	54,063,189	0	100.00000	-
	Promoter - Poll at AGM		-	-	-	-	-	-
	Promoter - Ballot by Post		-	-	-	-	-	-
	Total (A)	54,063,189	54,063,189	100.00	54,063,189	-	100.00	-
	Public - Institutions - E-Voting	3,019,322	2,414,594	79.97140	2,414,594	0	100.00000	-
	Public - Institutions - Poll at AGM		-	-	-	-	-	-
	Public - Institutions - Ballot by Post		-	-	-	-	-	-
	Total (B)	3,019,322	2,414,594	79.97	2,414,594	-	100.00	-
	Public - Non Institutions - E-Voting	19,633,342	107,179	0.54590	107,012	167	99.84420	0.15580
	Public - Non Institutions - Poll at AGM		-	-	-	-	-	-
	Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
	Total (C)	19,633,342	107,179	0.55	107,012	167	99.84419	0.15581
Total (A+B+C)	76,715,853	56,584,962	73.7592	56,584,795	167	99.99970	0.00030	
SLNO	Promoter/ Public	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
5	Resolution required: SPECIAL-Appointment of Mr. L. Ramkumar (holding DIN 00090089) as an Independent Director of the Company for a term of four consecutive years with effect from 7th May, 2022 to 6th May, 2026 (both days inclusive).							
	Whether Promoters and Promoter Group are interested in the Agenda/ Resolution: NO							
	Promoter - E-Voting	54,063,189	54,063,189	100.00000	54,063,189	0	100.00000	-
	Promoter - Poll at AGM		-	-	-	-	-	-
	Promoter - Ballot by Post		-	-	-	-	-	-
	Total (A)	54,063,189	54,063,189	100.00	54,063,189	-	100.00	-
	Public - Institutions - E-Voting	3,019,322	2,414,594	79.97140	2,221,090	193504	91.98610	8.014
	Public - Institutions - Poll at AGM		-	-	-	-	-	-
	Public - Institutions - Ballot by Post		-	-	-	-	-	-
	Total (B)	3,019,322	2,414,594	79.97	2,221,090	193,504	91.99	8.0139
	Public - Non Institutions - E-Voting	19,633,342	107,174	0.54590	105,007	2167	97.97810	2.02190
	Public - Non Institutions - Poll at AGM		-	-	-	-	-	-
	Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
	Total (C)	19,633,342	107,174	0.55	105,007	2,167	97.97805	2.02195
Total (A+B+C)	76,715,853	56,584,957	73.7591	56,389,286	195,671	99.6542	0.3458	



SLNO	Promoter/ Public	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
	Resolution required: ORDINARY-Ratification of Remuneration payable to Cost Auditor Mr. B Venkateswar, Cost Accountant having Membership No.27622 and holding Registration No.100753							
	Whether Promoters and Promoter Group are interested in the Agenda/ Resolution: NO							
6	Promoter - E-Voting		54,063,189	100.00000	54,063,189	0	100.00000	-
	Promoter - Poll at AGM	54,063,189	-	-	-	-	-	-
	Promoter - Ballot by Post		-	-	-	-	-	-
	Total (A)	54,063,189	54,063,189	100.00	54,063,189	-	100.00	-
	Public - Institutions - E-Voting		2,414,594	79.97140	2,414,594	0	100.00000	-
	Public - Institutions - Poll at AGM	3,019,322	-	-	-	-	-	-
	Public - Institutions - Ballot by Post		-	-	-	-	-	-
	Total (B)	3,019,322	2,414,594	79.97	2,414,594	-	100.00	-
	Public - Non Institutions - E-Voting		117,589	0.59890	115,537	2052	98.25490	1.74510
	Public - Non Institutions - Poll at AGM	19,633,342	-	-	-	-	-	-
	Public - Non Institutions - Ballot by Post		-	-	-	-	-	-
	Total (C)	19,633,342	117,589	0.60	115,537	2,052	98.25494	1.74506
Total (A+B+C)		76,715,853	56,595,372	73.7727	56,593,320	2,052	99.99637	0.00363



SHANTHI GEARS LIMITED

SUMMARY OF PROCEEDINGS OF THE 49TH ANNUAL GENERAL MEETING

The 49th ANNUAL GENERAL MEETING ("49th AGM") of the Members of Shanthi Gears Limited ("the Company") was held on Monday, the 25st July, 2022 at 4.00 P.M. through Video Conferencing.

The 49th AGM was called, convened, held and conducted as per the provisions of the Companies Act 2013, the Rules thereunder, the Secretarial Standards, and also in line with the circulars of the Ministry of Corporate Affairs and SEBI issued in the aftermath of the COVID-19 pandemic.

Mr. M A M Arunachalam, the Chairman of the Board of Directors of the Company conducted the proceedings of the Meeting. He welcomed the Members to the 49th AGM of the Company. As the requisite quorum was present, the Chairman called the meeting to order and the meeting commenced at 4.00 P.M. 58 Members attended the Meeting.

The Chairman introduced the Directors, Whole-time Director, Company Secretary and Chief Financial Officer who were participating through Video Conferencing from their respective locations.

The Chairman informed that the necessary documents and other Registers were available for inspection by the Members during the Meeting as required under the law. Further, the Chairman apprised the Members with regard to the conduct of the Annual General Meeting as an e-AGM consequent to the COVID-19 pandemic, the voting procedure in general meetings under the Companies Act 2013 ("Act") and the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the ensuring of compliance by the Company with the procedure for service of Notice of the 49th Annual General Meeting and other matters in accordance with the Act, the Rules thereunder and also in line with the circulars of the Ministry of Corporate Affairs and SEBI issued in the aftermath of the COVID-19 pandemic, and informed the Members that the Company had provided remote e-voting facility through the e-voting platform of National Securities Depository Limited ("NSDL") to all shareholders of the Company as of the cut-off date of 18th July, 2022. The e-voting was made available from 9.00 A.M. on 22nd July, 2022 till 5.00 P.M. on 24th July 2022. Mr. R Sridharan of M/s. R Sridharan & Associates, Company Secretaries was the Scrutiniser appointed by the Board of Directors for conducting the electronic voting process in a free and transparent manner.



The Chairman then addressed the Members. He provided the Members with an overview of the Performance of the Company. The Chairman's address was followed by a detailed presentation by Mr. M Karunakaran, Whole-time Director on the business performance. The Whole-time Director further apprised the Members of the performance of the Company during the first quarter ended 30th June, 2022 and about the financial results thereof.

The Chairman then briefed the Members about the following resolutions forming part of the Notice of the 49th AGM, for the information of the Members:

- 1) Approval for the Audited Financial Statements of the Company for the financial year ended 31st March 2022, the Reports of the Board of Directors and the Auditors thereon (Ordinary Resolution);
- 2) Confirmation of the Interim Dividend of Rs.2.50/- (Two Rupees and Fifty Paise only) per share on the equity share capital of the Company for the financial year ended 31st March 2022 (Ordinary Resolution);
- 3) Re-appointment of Mr. M A M Arunachalam (DIN:00202958) as Director of the Company liable to retire by rotation (Ordinary Resolution);
- 4) Appointment of Mr. Mukesh Ahuja (DIN:09364667), as Director of the Company liable to retire by rotation (Ordinary Resolution);
- 5) Appointment of Mr. L Ramkumar (DIN: 00090089) as an Independent Director of the Company (Special Resolution);&
- 6) Ratification of remuneration payable to Mr. B Venkateswar, Cost Auditor, for FY 2022-23 (Ordinary Resolution).

The Chairman then invited questions/comments from the Members regarding the accounts and performance of the Company for the year ended 31st March 2022. Some Members made their observations. The Chairman replied to the queries/suggestions of the Members.

The Chairman further informed that those Members who had not taken part in the e-voting and wished to vote at the 49th AGM could do so and sufficient time would be allowed for them to cast their votes through electronic voting. The Chairman



announced to the Members that the voting result shall be declared along with the scrutinizer's report and shall be placed on the website of the Company and NSDL within the time permitted under law and also communicated to the Stock Exchanges Thereafter, the Members who wished to vote, not having participated in the e-voting earlier, exercised their votes and the meeting was closed at 5.15 P.M.

For **SHANTHI GEARS LIMITED**



C. Subramaniam
Company Secretary



Consolidated Scrutinizer's Report

25th July, 2022

The Chairman
Shanthi Gears Limited
304A, Trichy Road,
Singanallur,
Coimbatore - 641005

Ref: 49th Annual General Meeting (AGM) of the Members of the Shanthi Gears Limited held on 25th July, 2022 at 4:00 P.M. I.S.T by way of Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of SHANTHI GEARS LIMITED vide resolution dated 7th May, 2022, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 5, 2022 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Friday, 22nd July, 2022 (9.00 A.M.) (IST) to Sunday, 24th July, 2022 (5.00 P.M.) (IST) and through electronic voting system (e-voting) during the 49th Annual General Meeting (AGM) of the members of the Company, held on Monday, 25th July, 2022 at 04:00 P.M. I.S.T by way of Video Conferencing ("VC") /OAVM.

49TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – SHANTHI GEARS LIMITED





We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting system and electronic voting system at the AGM provided by National Securities Depository Limited (NSDL) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by NSDL. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
4. We have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
5. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting and Electronic Voting System) as under:





Item No. 1 - Adoption of Audited Financial Statements of the Company for FY 2021-2022, Reports of the Board of Directors and Auditors thereon.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
124	56584962	0	0	56584962	100.00

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
0	0	0	0	0	0.00

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As no votes were cast against the Resolution, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed unanimously.





Item No. 2 – Confirmation of Interim Dividend declared and paid for FY 2021-22.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
123	56584262	0	0	56584262	99.9988

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
1	700	0	0	700	0.0012

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 3 – Re-appointment Mr. M A M Arunachalam (DIN: 00202958), Director retiring by rotation.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
122	56584895	0	0	56584895	99.9999

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E- voting	Total Number of votes cast through Remote E- Voting and E-voting	% of total number of valid votes cast
2	67	0	0	67	0.0001

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	0	0	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 4 – Appointment of Mr. Mukesh Ahuja (DIN: 09364667), as a Director of the Company.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
121	56584795	0	0	56584795	99.9997

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
3	167	0	0	167	0.0003

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 5- Appointment of Mr. L Ramkumar (DIN: 00090089) as an Independent Director of the Company.

SPECIAL RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
117	56389286	0	0	56389286	99.6542

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
6	195671	0	0	195671	0.3458

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 6- Ratification of Remuneration to Mr. B Venkateswar, Cost Auditor of the Company for the financial year 2022-23.

ORDINARY RESOLUTION

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
123	56593320	0	0	56593320	99.9964

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E-Voting and E-voting	% of total number of valid votes cast
2	2052	0	0	2052	0.0036

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting	Number of votes cast (Shares) through E-voting	Total Number of votes cast through Remote E- Voting and E-voting
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.





6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution is enclosed.

7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan

CP No. 3239

FCS No. 4775

PR No.657/2020

UDIN: F004775D000683574

